

Edgar Filing: FIFTH THIRD BANCORP - Form 13F-HR

FIFTH THIRD BANCORP  
Form 13F-HR  
November 15, 2004

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: September 30, 2004

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:                                      Fifth Third Bancorp  
Address:                                   38 Fountain Square Plaza  
   Cincinnati, Ohio 45263

13F File Number - #28-03158  
Name and Management numbers of All Institutional Investment Managers with respect to which this schedule is filed (other than the one filing this report).

| Name:                        | Manager # |
|------------------------------|-----------|
| ----                         | -----     |
| Fifth Third Bank Ohio        | 4         |
| Fifth Third Bank Michigan    | 15        |
| Fifth Third Bank Tennessee   | 36        |
| Fifth Third Asset Management | 85        |

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:                                      Neal Arnold  
Title:                                        Executive Vice President, CFO  
Phone:                                        513-534-8577  
Signature, Place, and Date of Signing:

|                 |                  |                   |
|-----------------|------------------|-------------------|
| /s/ Neal Arnold | Cincinnati, Ohio | November 12, 2004 |
| -----           | -----            | -----             |
| [Signature]     | [City, State]    | [Date]            |

Report Type (Check only one):

- 13F HOLDINGS REPORT
- 13F NOTICE
- 13F COMBINATION REPORT

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List of Other Managers Reporting for this Manager:

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 3

Form 13F Information Table Entry Total: 2,973

Form 13F Information Table Value Total (x\$1000): 14,534,540

List of Other Included Managers:

| Name:                                    | 13F File No.: |
|--|---------------|
| -----                                    | -----         |
| Fifth Third Bank                         | 28-539        |
| Fifth Third Bank Asset Management        | 28-10115      |
| Fifth Third Bank Tennessee               |               |
| Fifth Third Bank, a Michigan Corporation | 28-10119      |

FORM 13F BREAKDOWN REPORT  
 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
 AS OF 9/30/04

| NAME OF ISSUER      | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|---------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|---------|
| DAIMLERCHRYSLER AG  | ORD            | D1668R123 | \$323              | 7,805              | SH     |              | DEFINED            |         |
|                     |                |           | \$323              | 7,805              |        |              |                    |         |
| ACE LTD             | ORD            | G0070K103 | \$307              | 7,655              | SH     |              | DEFINED            |         |
|                     |                |           | \$86               | 2,150              | SH     |              | DEFINED            |         |
|                     |                |           | \$1,614            | 40,297             | SH     |              | DEFINED            |         |
|                     |                |           | \$2,007            | 50,102             |        |              |                    |         |
| COOPER INDS LTD     | CL A           | G24182100 | \$356              | 6,029              | SH     |              | DEFINED            |         |
|                     |                |           | \$541              | 9,162              | SH     |              | DEFINED            |         |
|                     |                |           | \$280              | 4,753              | SH     |              | DEFINED            |         |
|                     |                |           | \$1,177            | 19,944             |        |              |                    |         |
| ENDURANCE SPECIALTY | SHS            | G30397106 | \$2,222            | 69,100             | SH     |              | DEFINED            |         |
|                     |                |           | \$2,222            | 69,100             |        |              |                    |         |

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|                               |      |           |         |        |       |         |
|-------------------------------|------|-----------|---------|--------|-------|---------|
| GLOBAL SANTAFE CORP           | SHS  | G3930E101 | \$83    | 2,706  | SH    | DEFINED |
|                               |      |           | \$225   | 7,353  | SH    | DEFINED |
|                               |      |           | -       | -----  | ----- |         |
|                               |      |           | \$308   | 10,059 |       |         |
| INGERSOLL-RAND<br>COMPANY LTD | CL A | G4776G101 | \$460   | 6,773  | SH    | DEFINED |
|                               |      |           | \$172   | 2,525  | SH    | DEFINED |
|                               |      |           | \$1,703 | 25,050 | SH    | DEFINED |
|                               |      |           | -       | -----  | ----- |         |
|                               |      |           | \$2,335 | 34,348 |       |         |
| NABORS INDUSTRIES<br>LTD      | SHS  | G6359F103 | \$1,017 | 21,471 | SH    | DEFINED |
|                               |      |           | \$162   | 3,430  | SH    | DEFINED |
|                               |      |           | \$40    | 850    | SH    | DEFINED |
|                               |      |           | \$359   | 7,573  | SH    | DEFINED |
|                               |      |           | -       | -----  | ----- |         |
|                               |      |           | \$1,578 | 33,324 |       |         |
| NOBLE CORPORATION             | SHS  | G65422100 | \$2,232 | 49,654 | SH    | DEFINED |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER                      | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|-------------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|---------|
|                                     |                |           | \$1,437            | 31,975             | SH     |              | DEFINED            |         |
|                                     |                |           | \$1,397            | 31,090             | SH     |              | DEFINED            |         |
|                                     |                |           | -                  | -----              | -----  |              |                    |         |
|                                     |                |           | \$5,067            | 112,719            |        |              |                    |         |
| PLATINUM<br>UNDERWRITER<br>HLDGS LT | COM            | G7127P100 | \$1,268            | 43,300             | SH     |              | DEFINED            |         |
|                                     |                |           | -                  | -----              | -----  |              |                    |         |
|                                     |                |           | \$1,268            | 43,300             |        |              |                    |         |
| SCOTTISH RE GROUP<br>LTD            | ORD            | G7885T104 | \$2,274            | 107,400            | SH     |              | DEFINED            |         |
|                                     |                |           | -                  | -----              | -----  |              |                    |         |
|                                     |                |           | \$2,274            | 107,400            |        |              |                    |         |
| TRANSOCEAN INC                      | ORD            | G90078109 | \$2,892            | 80,822             | SH     |              | DEFINED            |         |
|                                     |                |           | \$315              | 8,817              | SH     |              | DEFINED            |         |
|                                     |                |           | \$8,099            | 226,342            | SH     |              | DEFINED            |         |
|                                     |                |           | -                  | -----              | -----  |              |                    |         |
|                                     |                |           | \$11,306           | 315,981            |        |              |                    |         |
| XL CAP LTD                          | CL A           | G98255105 | \$383              | 5,177              | SH     |              | DEFINED            |         |
|                                     |                |           | \$120              | 1,620              | SH     |              | DEFINED            |         |
|                                     |                |           | \$519              | 7,011              | SH     |              | DEFINED            |         |
|                                     |                |           | -                  | -----              | -----  |              |                    |         |
|                                     |                |           | \$1,022            | 13,808             |        |              |                    |         |

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|                                 |         |           |         |         |    |         |
|---------------------------------|---------|-----------|---------|---------|----|---------|
| CHECK POINT<br>SOFTWARE TECH LT | ORD     | M22465104 | \$2,303 | 135,749 | SH | DEFINED |
|                                 |         |           | \$2,327 | 137,104 | SH | DEFINED |
|                                 |         |           | \$4     | 225     | SH | DEFINED |
|                                 |         |           | \$1,477 | 87,013  | SH | DEFINED |
|                                 |         |           | -----   | -----   |    |         |
|                                 |         |           | \$6,111 | 360,091 |    |         |
| GIVEN IMAGING                   | ORD SHS | M52020100 | \$2,308 | 60,000  | SH | DEFINED |
|                                 |         |           | -----   | -----   |    |         |
|                                 |         |           | \$2,308 | 60,000  |    |         |
| CORE LABORATORIES<br>N V        | COM     | N22717107 | \$11    | 464     | SH | DEFINED |
|                                 |         |           | \$28    | 1,154   | SH | DEFINED |
|                                 |         |           | \$738   | 30,000  | SH | DEFINED |
|                                 |         |           | -----   | -----   |    |         |
|                                 |         |           | \$777   | 31,618  |    |         |
| STEINER LEISURE LTD             | ORD     | P8744Y102 | \$1,814 | 82,100  | SH | DEFINED |
|                                 |         |           | -----   | -----   |    |         |
|                                 |         |           | \$1,814 | 82,100  |    |         |

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DISCRETN | O<br>MA |
|-------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|---------------------|---------|
| -----                         | -----          | -----     | -----              | -----              | -----  | -----        | -----               | -----   |
| FLEXTRONICS INTL<br>LTD       | ORD            | Y2573F102 | \$6,324            | 477,356            | SH     |              | DEFINED             |         |
|                               |                |           | \$1,434            | 108,223            | SH     |              | DEFINED             |         |
|                               |                |           | \$3                | 200                | SH     |              | DEFINED             |         |
|                               |                |           | \$8,666            | 654,000            | SH     |              | DEFINED             |         |
|                               |                |           | -----              | -----              |        |              |                     |         |
|                               |                |           | \$16,427           | 1,239,779          |        |              |                     |         |
| GENERAL MARITIME<br>CORP      | SHS            | Y2692M103 | \$45               | 1,280              | SH     |              | DEFINED             |         |
|                               |                |           | \$119              | 3,414              | SH     |              | DEFINED             |         |
|                               |                |           | \$2,264            | 65,000             | SH     |              | DEFINED             |         |
|                               |                |           | -----              | -----              |        |              |                     |         |
|                               |                |           | \$2,427            | 69,694             |        |              |                     |         |
| OMI CORP NEW                  | COM            | Y6476W104 | \$1,628            | 101,645            | SH     |              | DEFINED             |         |
|                               |                |           | \$111              | 6,934              | SH     |              | DEFINED             |         |
|                               |                |           | \$2,243            | 140,000            | SH     |              | DEFINED             |         |
|                               |                |           | -----              | -----              |        |              |                     |         |
|                               |                |           | \$3,982            | 248,579            |        |              |                     |         |
| TOP TANKERS INC               | COM            | Y8897Y107 | \$2,399            | 150,000            | SH     |              | DEFINED             |         |
|                               |                |           | -----              | -----              |        |              |                     |         |
|                               |                |           | \$2,399            | 150,000            |        |              |                     |         |
| A D C TELECOMMUN-<br>ICATIONS | COM            | 886101    | \$41               | 22,502             | SH     |              | DEFINED             |         |
|                               |                |           | \$51               | 28,300             | SH     |              | DEFINED             |         |
|                               |                |           | \$465              | 256,985            | SH     |              | DEFINED             |         |

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|                        |     |           |          |          |         |         |  |
|------------------------|-----|-----------|----------|----------|---------|---------|--|
|                        |     |           |          | \$557    | 307,787 |         |  |
| ACM INCOME FUND<br>INC | COM | 912105    | \$19     | 2,300    | SH      | DEFINED |  |
|                        |     |           | \$183    | 22,424   | SH      | DEFINED |  |
|                        |     |           |          | \$201    | 24,724  |         |  |
| AFLAC INC              | COM | 1055102   | \$13,828 | 352,684  | SH      | DEFINED |  |
|                        |     |           | \$7,109  | 181,313  | SH      | DEFINED |  |
|                        |     |           | \$6      | 145      | SH      | DEFINED |  |
|                        |     |           | \$1,017  | 25,933   | SH      | DEFINED |  |
|                        |     |           |          | \$21,961 | 560,075 |         |  |
| AES CORP               | COM | 00130H105 | \$191    | 19,081   | SH      | DEFINED |  |
|                        |     |           | \$13     | 1,280    | SH      | DEFINED |  |
|                        |     |           | \$324    | 32,401   | SH      | DEFINED |  |
|                        |     |           |          | \$527    | 52,762  |         |  |

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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|-------------------------------|----------------|-----------|--------------------|--------------------|---------|--------------|--------------------|---------|
| AK STL HLDG CORP              | COM            | 1547108   | \$101              | 12,378             | SH      |              | DEFINED            |         |
|                               |                |           | \$16               | 2,000              | SH      |              | DEFINED            |         |
|                               |                |           | \$898              | 110,000            | SH      |              | DEFINED            |         |
|                               |                |           |                    | \$1,015            | 124,378 |              |                    |         |
| AMB PROPERTY CORP             | COM            | 00163T109 | \$41               | 1,117              | SH      |              | DEFINED            |         |
|                               |                |           | \$416              | 11,250             | SH      |              | DEFINED            |         |
|                               |                |           |                    | \$458              | 12,367  |              |                    |         |
| AMR CORP                      | COM            | 1765106   | \$4                | 600                | SH      |              | DEFINED            |         |
|                               |                |           | \$74               | 10,120             | SH      |              | DEFINED            |         |
|                               |                |           |                    | \$79               | 10,720  |              |                    |         |
| APAC CUSTOMER<br>SERVICES INC | COM            | 1.85E+108 | \$221              | 140,500            | SH      |              | DEFINED            |         |
|                               |                |           | \$667              | 425,000            | SH      |              | DEFINED            |         |
|                               |                |           |                    | \$888              | 565,500 |              |                    |         |
| AT&T CORP                     | COM NEW        | 1957505   | \$568              | 39,658             | SH      |              | DEFINED            |         |
|                               |                |           | \$315              | 21,997             | SH      |              | DEFINED            |         |
|                               |                |           | \$1,297            | 90,596             | SH      |              | DEFINED            |         |
|                               |                |           |                    | \$2,180            | 152,251 |              |                    |         |

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|                           |      |           |           |           |       |         |
|---------------------------|------|-----------|-----------|-----------|-------|---------|
| AT&T WIRELESS SVCS<br>INC | COM  | 00209A106 | \$3,044   | 205,905   | SH    | DEFINED |
|                           |      |           | \$581     | 39,311    | SH    | DEFINED |
|                           |      |           | \$78      | 5,300     | SH    | DEFINED |
|                           |      |           | \$3,017   | 204,095   | SH    | DEFINED |
|                           |      | -         | -----     | -----     |       |         |
|                           |      |           | \$6,719   | 454,611   |       |         |
| ABBOTT LABS               | COM  | 2824100   | \$81,909  | 1,933,654 | SH    | DEFINED |
|                           |      |           | \$29,585  | 698,419   | SH    | DEFINED |
|                           |      |           | \$59      | 1,385     | SH    | DEFINED |
|                           |      |           | \$16,974  | 400,709   | SH    | DEFINED |
|                           |      | -         | -----     | -----     |       |         |
|                           |      |           | \$128,527 | 3,034,167 |       |         |
| ABERCROMBIE &<br>FITCH CO | CL A | 2896207   | \$9       | 300       | SH    | DEFINED |
|                           |      |           | \$2,237   | 71,000    | SH    | DEFINED |
|                           |      |           | -         | -----     | ----- |         |
|                           |      |           | \$2,246   | 71,300    |       |         |

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SEC # 28-539  
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| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|---------|
| -----                          | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----   |
| ABBEY NATL PLC                 | ADR PRF B7.375 | 2920700   | \$27               | 1,000              | SH     |              | DEFINED            |         |
|                                |                |           | \$673              | 24,900             | SH     |              | DEFINED            |         |
|                                |                |           | -                  | -----              | -----  |              |                    |         |
|                                |                |           | \$700              | 25,900             |        |              |                    |         |
| ABBEY NATL PLC                 | GDR            | 2920809   | \$1,881            | 70,600             | SH     |              | DEFINED            |         |
|                                |                |           | -                  | -----              | -----  |              |                    |         |
|                                |                |           | \$1,881            | 70,600             |        |              |                    |         |
| ABERDEEN ASIA<br>PACIFIC INCOM | COM            | 3009107   | \$240              | 39,000             | SH     |              | DEFINED            |         |
|                                |                |           | -                  | -----              | -----  |              |                    |         |
|                                |                |           | \$240              | 39,000             |        |              |                    |         |
| ACCELRY S INC                  | COM            | 00430U103 | \$132              | 20,150             | SH     |              | DEFINED            |         |
|                                |                |           | \$1,271            | 195,000            | SH     |              | DEFINED            |         |
|                                |                |           | -                  | -----              | -----  |              |                    |         |
|                                |                |           | \$1,403            | 215,150            |        |              |                    |         |
| ACTIVCARD CORP                 | COM            | 00506J107 | \$322              | 52,342             | SH     |              | DEFINED            |         |
|                                |                |           | \$1,688            | 275,000            | SH     |              | DEFINED            |         |
|                                |                |           | -                  | -----              | -----  |              |                    |         |
|                                |                |           | \$2,010            | 327,342            |        |              |                    |         |
| ACXIOM CORP                    | COM            | 5125109   | \$2                | 80                 | SH     |              | DEFINED            |         |
|                                |                |           | \$1,003            | 42,250             | SH     |              | DEFINED            |         |
|                                |                |           | -                  | -----              | -----  |              |                    |         |
|                                |                |           | \$1,005            | 42,330             |        |              |                    |         |
| ADOBE SYS INC                  | COM            | 00724F101 | \$430              | 8,697              | SH     |              | DEFINED            |         |

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|                                    |     |           |         |         |    |         |
|------------------------------------|-----|-----------|---------|---------|----|---------|
|                                    |     |           | \$153   | 3,088   | SH | DEFINED |
|                                    |     |           | \$602   | 12,162  | SH | DEFINED |
|                                    |     | -         | -----   | -----   |    |         |
|                                    |     |           | \$1,185 | 23,947  |    |         |
| ADVANCE AUTO PARTS<br>INC          | COM | 00751Y106 | \$1,230 | 35,767  | SH | DEFINED |
|                                    |     |           | \$833   | 24,227  | SH | DEFINED |
|                                    |     |           | \$6,037 | 175,500 | SH | DEFINED |
|                                    |     | -         | -----   | -----   |    |         |
|                                    |     |           | \$8,101 | 235,494 |    |         |
| ADVISORY BRD CO                    | COM | 00762W107 | \$1,841 | 54,802  | SH | DEFINED |
|                                    |     | -         | -----   | -----   |    |         |
|                                    |     |           | \$1,841 | 54,802  |    |         |
| ADVENTRX<br>PHARMACEUTICALS<br>INC | COM | 00764X103 | \$30    | 25,126  | SH | DEFINED |
|                                    |     | -         | -----   | -----   |    |         |
|                                    |     |           | \$30    | 25,126  |    |         |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER                     | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|------------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|---------|
| -----                              | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----   |
| AEROPOSTALE                        | COM            | 7865108   | \$1,268            | 48,400             | SH     |              | DEFINED            |         |
|                                    |                |           | \$68               | 2,605              | SH     |              | DEFINED            |         |
|                                    |                |           | \$2,388            | 91,142             | SH     |              | DEFINED            |         |
|                                    |                | -         | -----              | -----              |        |              |                    |         |
|                                    |                |           | \$3,724            | 142,147            |        |              |                    |         |
| ADVANCED MICRO<br>DEVICES INC      | COM            | 7903107   | \$132              | 10,137             | SH     |              | DEFINED            |         |
|                                    |                |           | \$26               | 2,000              | SH     |              | DEFINED            |         |
|                                    |                |           | \$236              | 18,124             | SH     |              | DEFINED            |         |
|                                    |                | -         | -----              | -----              |        |              |                    |         |
|                                    |                |           | \$393              | 30,261             |        |              |                    |         |
| AEGON N V                          | ORD AMER REG   | 7924103   | \$65               | 5,981              | SH     |              | DEFINED            |         |
|                                    |                |           | \$588              | 54,449             | SH     |              | DEFINED            |         |
|                                    |                | -         | -----              | -----              |        |              |                    |         |
|                                    |                |           | \$653              | 60,430             |        |              |                    |         |
| AETNA INC NEW                      | COM            | 00817Y108 | \$651              | 6,510              | SH     |              | DEFINED            |         |
|                                    |                |           | \$157              | 1,575              | SH     |              | DEFINED            |         |
|                                    |                |           | \$777              | 7,776              | SH     |              | DEFINED            |         |
|                                    |                | -         | -----              | -----              |        |              |                    |         |
|                                    |                |           | \$1,585            | 15,861             |        |              |                    |         |
| AFFILIATED<br>COMPUTER<br>SERVICES | CL A           | 8190100   | \$3,742            | 67,218             | SH     |              | DEFINED            |         |
|                                    |                |           | \$2,077            | 37,315             | SH     |              | DEFINED            |         |
|                                    |                |           | \$384              | 6,899              | SH     |              | DEFINED            |         |
|                                    |                | -         | -----              | -----              |        |              |                    |         |
|                                    |                |           | \$6,203            | 111,432            |        |              |                    |         |

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|                              |      |           |          |           |    |         |
|------------------------------|------|-----------|----------|-----------|----|---------|
| AFFILIATED<br>MANAGERS GROUP | COM  | 8252108   | \$2,157  | 40,288    | SH | DEFINED |
|                              |      |           | \$64     | 1,202     | SH | DEFINED |
|                              |      |           | \$2,005  | 37,450    | SH | DEFINED |
|                              |      |           | -        | -         | -  | -       |
|                              |      |           | \$4,226  | 78,940    |    |         |
| AGERE SYS INC                | CL B | 00845V209 | \$8      | 7,616     | SH | DEFINED |
|                              |      |           | \$8      | 7,958     | SH | DEFINED |
|                              |      |           | -        | -         | -  | -       |
|                              |      |           | \$16     | 15,574    |    |         |
| AGILENT<br>TECHNOLOGIES INC  | COM  | 00846U101 | \$25,868 | 1,199,250 | SH | DEFINED |
|                              |      |           | \$3,390  | 157,152   | SH | DEFINED |
|                              |      |           | \$32,075 | 1,487,021 | SH | DEFINED |
|                              |      |           | -        | -         | -  | -       |
|                              |      |           | \$61,333 | 2,843,423 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|---------|
| AGILYSYS INC               | COM            | 00847J105 | \$104              | 6,000              | SH     |              | DEFINED            |         |
|                            |                |           | \$5,159            | 298,400            | SH     |              | DEFINED            |         |
|                            |                |           | -                  | -                  | -      | -            |                    |         |
|                            |                |           | \$5,263            | 304,400            |        |              |                    |         |
| AGRIUM INC                 | COM            | 8916108   | \$3,907            | 220,000            | SH     |              | DEFINED            |         |
|                            |                |           | -                  | -                  | -      | -            |                    |         |
|                            |                |           | \$3,907            | 220,000            |        |              |                    |         |
| AIR PRODS & CHEMS<br>INC   | COM            | 9158106   | \$12,286           | 225,938            | SH     |              | DEFINED            |         |
|                            |                |           | \$2,929            | 53,860             | SH     |              | DEFINED            |         |
|                            |                |           | \$3                | 50                 | SH     |              | DEFINED            |         |
|                            |                |           | \$2,341            | 43,046             | SH     |              | DEFINED            |         |
|                            |                |           | -                  | -                  | -      | -            |                    |         |
|                            |                |           | \$17,559           | 322,894            |        |              |                    |         |
| AKAMAI<br>TECHNOLOGIES INC | COM            | 00971T101 | \$25               | 1,800              | SH     |              | DEFINED            |         |
|                            |                |           | \$2,915            | 207,500            | SH     |              | DEFINED            |         |
|                            |                |           | -                  | -                  | -      | -            |                    |         |
|                            |                |           | \$2,941            | 209,300            |        |              |                    |         |
| ALBERTO CULVER CO          | COM            | 13068101  | \$12,624           | 290,345            | SH     |              | DEFINED            |         |
|                            |                |           | \$8,113            | 186,588            | SH     |              | DEFINED            |         |
|                            |                |           | \$11               | 242                | SH     |              | DEFINED            |         |
|                            |                |           | \$5,316            | 122,262            | SH     |              | DEFINED            |         |
|                            |                |           | -                  | -                  | -      | -            |                    |         |
|                            |                |           | \$26,064           | 599,437            |        |              |                    |         |
| ALBERTSONS INC             | COM            | 13104104  | \$700              | 29,256             | SH     |              | DEFINED            |         |



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|           |     |          |          |         |    |         |
|-----------|-----|----------|----------|---------|----|---------|
|           |     |          | \$52     | 2,179   | SH | DEFINED |
|           |     |          | \$449    | 18,763  | SH | DEFINED |
|           |     |          | -----    | -----   |    |         |
|           |     |          | \$1,201  | 50,198  |    |         |
| ALCOA INC | COM | 13817101 | \$13,688 | 408,905 | SH | DEFINED |
|           |     |          | \$6,719  | 200,030 | SH | DEFINED |
|           |     |          | \$52     | 1,550   | SH | DEFINED |
|           |     |          | \$4,317  | 128,535 | SH | DEFINED |
|           |     |          | -----    | -----   |    |         |
|           |     |          | \$24,777 | 737,620 |    |         |
| ALFA CORP | COM | 15385107 | \$273    | 19,528  | SH | DEFINED |
|           |     |          | -----    | -----   |    |         |
|           |     |          | \$273    | 19,528  |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER                | TITLE OF CLASS  | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|-------------------------------|-----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|---------|
| -----                         | -----           | -----     | -----              | -----              | -----  | -----        | -----              | -----   |
| ALIGN TECHNOLOGY<br>INC       | COM             | 16255101  | \$2                | 100                | SH     |              | DEFINED            |         |
|                               |                 |           | \$1,083            | 70,850             | SH     |              | DEFINED            |         |
|                               |                 |           | -----              | -----              |        |              |                    |         |
|                               |                 |           | \$1,084            | 70,950             |        |              |                    |         |
| ALLEGHENY ENERGY<br>INC       | COM             | 17361106  | \$76               | 4,746              | SH     |              | DEFINED            |         |
|                               |                 |           | \$29               | 1,800              | SH     |              | DEFINED            |         |
|                               |                 |           | \$3,632            | 227,596            | SH     |              | DEFINED            |         |
|                               |                 |           | -----              | -----              |        |              |                    |         |
|                               |                 |           | \$3,737            | 234,142            |        |              |                    |         |
| ALLERGAN INC                  | COM             | 18490102  | \$299              | 4,128              | SH     |              | DEFINED            |         |
|                               |                 |           | \$138              | 1,901              | SH     |              | DEFINED            |         |
|                               |                 |           | \$487              | 6,709              | SH     |              | DEFINED            |         |
|                               |                 |           | -----              | -----              |        |              |                    |         |
|                               |                 |           | \$924              | 12,738             |        |              |                    |         |
| ALLIANCE CAP MGMT<br>HLDG L P | UNIT LTD PARTN  | 01855A101 | \$111              | 3,125              | SH     |              | DEFINED            |         |
|                               |                 |           | \$589              | 16,600             | SH     |              | DEFINED            |         |
|                               |                 |           | -----              | -----              |        |              |                    |         |
|                               |                 |           | \$700              | 19,725             |        |              |                    |         |
| ALLIED WASTE INDS<br>INC      | COM PAR\$.01NEW | 19589308  | \$73               | 8,279              | SH     |              | DEFINED            |         |
|                               |                 |           | \$143              | 16,103             | SH     |              | DEFINED            |         |
|                               |                 |           | -----              | -----              |        |              |                    |         |
|                               |                 |           | \$216              | 24,382             |        |              |                    |         |
| ALLSTATE CORP                 | COM             | 20002101  | \$12,730           | 265,250            | SH     |              | DEFINED            |         |
|                               |                 |           | \$24,627           | 513,173            | SH     |              | DEFINED            |         |
|                               |                 |           | \$2                | 50                 | SH     |              | DEFINED            |         |
|                               |                 |           | \$6,828            | 142,270            | SH     |              | DEFINED            |         |
|                               |                 |           | -----              | -----              |        |              |                    |         |

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|             |     |          |          |           |    |         |
|-------------|-----|----------|----------|-----------|----|---------|
|             |     |          | \$44,187 | 920,743   |    |         |
| ALLTEL CORP | COM | 20039103 | \$27,730 | 505,008   | SH | DEFINED |
|             |     |          | \$10,479 | 190,843   | SH | DEFINED |
|             |     |          | \$10     | 175       | SH | DEFINED |
|             |     |          | \$19,658 | 358,008   | SH | DEFINED |
|             |     | -        | -----    | -----     |    |         |
|             |     |          | \$57,877 | 1,054,034 |    |         |
| ALTERA CORP | COM | 21441100 | \$204    | 10,403    | SH | DEFINED |
|             |     |          | \$59     | 3,023     | SH | DEFINED |
|             |     |          | \$374    | 19,109    | SH | DEFINED |
|             |     | -        | -----    | -----     |    |         |
|             |     |          | \$637    | 32,535    |    |         |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | O<br>MA |
|-------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|---------|
| -----                   | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----   |
| ALTIRIS INC             | COM            | 02148M100 | \$70               | 2,212              | SH     |              | DEFINED           |         |
|                         |                |           | \$91               | 2,874              | SH     |              | DEFINED           |         |
|                         |                |           | \$2,959            | 93,478             | SH     |              | DEFINED           |         |
|                         |                | -         | -----              | -----              |        |              |                   |         |
|                         |                |           | \$3,120            | 98,564             |        |              |                   |         |
| ALTRIA GROUP INC        | COM            | 02209S103 | \$9,195            | 195,473            | SH     |              | DEFINED           |         |
|                         |                |           | \$4,119            | 87,562             | SH     |              | DEFINED           |         |
|                         |                |           | \$6,208            | 131,981            | SH     |              | DEFINED           |         |
|                         |                | -         | -----              | -----              |        |              |                   |         |
|                         |                |           | \$19,522           | 415,016            |        |              |                   |         |
| AMAZON COM INC          | COM            | 23135106  | \$48               | 1,185              | SH     |              | DEFINED           |         |
|                         |                |           | \$197              | 4,833              | SH     |              | DEFINED           |         |
|                         |                | -         | -----              | -----              |        |              |                   |         |
|                         |                |           | \$246              | 6,018              |        |              |                   |         |
| AMBAC FINL GROUP<br>INC | COM            | 23139108  | \$349              | 4,361              | SH     |              | DEFINED           |         |
|                         |                |           | \$95               | 1,190              | SH     |              | DEFINED           |         |
|                         |                |           | \$441              | 5,516              | SH     |              | DEFINED           |         |
|                         |                | -         | -----              | -----              |        |              |                   |         |
|                         |                |           | \$885              | 11,067             |        |              |                   |         |
| AMERADA HESS CORP       | COM            | 23551104  | \$254              | 2,853              | SH     |              | DEFINED           |         |
|                         |                |           | \$411              | 4,614              | SH     |              | DEFINED           |         |
|                         |                | -         | -----              | -----              |        |              |                   |         |
|                         |                |           | \$665              | 7,467              |        |              |                   |         |
| AMEREN CORP             | COM            | 23608102  | \$272              | 5,886              | SH     |              | DEFINED           |         |
|                         |                |           | \$1,112            | 24,104             | SH     |              | DEFINED           |         |
|                         |                |           | \$453              | 9,822              | SH     |              | DEFINED           |         |
|                         |                | -         | -----              | -----              |        |              |                   |         |

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|                                 |     |          |         |         |    |         |
|---------------------------------|-----|----------|---------|---------|----|---------|
|                                 |     |          | \$1,837 | 39,812  |    |         |
| AMCORE FINL INC                 | COM | 23912108 | \$549   | 19,328  | SH | DEFINED |
|                                 |     | -        | -----   | -----   |    |         |
|                                 |     |          | \$549   | 19,328  |    |         |
| AMERICAN AXLE &<br>MFG HLDGS IN | COM | 24061103 | \$237   | 8,100   | SH | DEFINED |
|                                 |     | -        | -----   | -----   |    |         |
|                                 |     |          | \$237   | 8,100   |    |         |
| AMERICAN CAPITAL<br>STRATEGIES  | COM | 24937104 | \$3,376 | 107,716 | SH | DEFINED |

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| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | O<br>MA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|---------|
| -----                           | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----   |
|                                 |                |           | \$1,746            | 55,705             | SH     |              | DEFINED           |         |
|                                 |                |           | \$6,115            | 195,110            | SH     |              | DEFINED           |         |
|                                 |                | -         | -----              | -----              |        |              |                   |         |
|                                 |                |           | \$11,236           | 358,531            |        |              |                   |         |
| AMERICAN ELEC<br>PWR INC        | COM            | 25537101  | \$11,710           | 366,397            | SH     |              | DEFINED           |         |
|                                 |                |           | \$3,667            | 114,736            | SH     |              | DEFINED           |         |
|                                 |                |           | \$16,437           | 514,290            | SH     |              | DEFINED           |         |
|                                 |                | -         | -----              | -----              |        |              |                   |         |
|                                 |                |           | \$31,814           | 995,423            |        |              |                   |         |
| AMERICAN EXPRESS<br>CO          | COM            | 25816109  | \$5,508            | 107,030            | SH     |              | DEFINED           |         |
|                                 |                |           | \$3,830            | 74,435             | SH     |              | DEFINED           |         |
|                                 |                |           | \$23               | 450                | SH     |              | DEFINED           |         |
|                                 |                |           | \$6,441            | 125,164            | SH     |              | DEFINED           |         |
|                                 |                | -         | -----              | -----              |        |              |                   |         |
|                                 |                |           | \$15,802           | 307,079            |        |              |                   |         |
| AMERICAN FINL<br>GROUP INC OHIO | COM            | 25932104  | \$632              | 21,157             | SH     |              | DEFINED           |         |
|                                 |                | -         | -----              | -----              |        |              |                   |         |
|                                 |                |           | \$632              | 21,157             |        |              |                   |         |
| AMERICAN INCOME<br>FD INC       | COM            | 02672T109 | \$1,147            | 135,400            | SH     |              | DEFINED           |         |
|                                 |                | -         | -----              | -----              |        |              |                   |         |
|                                 |                |           | \$1,147            | 135,400            |        |              |                   |         |
| AMERICAN INTL<br>GROUP INC      | COM            | 26874107  | \$76,212           | 1,120,921          | SH     |              | DEFINED           |         |
|                                 |                |           | \$29,487           | 433,689            | SH     |              | DEFINED           |         |
|                                 |                |           | \$78               | 1,150              | SH     |              | DEFINED           |         |
|                                 |                |           | \$41,402           | 608,948            | SH     |              | DEFINED           |         |

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|                              |      |           |   |           |           |    |         |
|------------------------------|------|-----------|---|-----------|-----------|----|---------|
|                              |      |           | - | -----     | -----     |    |         |
|                              |      |           |   | \$147,179 | 2,164,708 |    |         |
| AMERICAN ITALIAN PASTA CO    | CL A | 27070101  | - | -----     | -----     |    |         |
|                              |      |           |   | \$973     | 37,200    | SH | DEFINED |
|                              |      |           | - | -----     | -----     |    |         |
|                              |      |           |   | \$973     | 37,200    |    |         |
| AMERICAN MED SYS HLDGS INC   | COM  | 02744M108 | - | -----     | -----     |    |         |
|                              |      |           |   | \$1,814   | 50,000    | SH | DEFINED |
|                              |      |           | - | -----     | -----     |    |         |
|                              |      |           |   | \$1,814   | 50,000    |    |         |
| AMERICAN PHYSICIANS CAPITAL  | COM  | 28884104  | - | -----     | -----     |    |         |
|                              |      |           |   | \$228     | 7,440     | SH | DEFINED |
|                              |      |           | - | -----     | -----     |    |         |
|                              |      |           |   | \$228     | 7,440     |    |         |
| AMERICAN PWR CONVERSION CORP | COM  | 29066107  | - | -----     | -----     |    |         |
|                              |      |           |   | \$134     | 7,708     | SH | DEFINED |

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| NAME OF ISSUER           | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN  | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|--------------------------|----------------|-----------|--------------------|--------------------|---------|--------------|--------------------|---------|
|                          |                |           | -                  | -----              | -----   |              |                    |         |
|                          |                |           |                    | \$1,397            | 80,313  | SH           | DEFINED            |         |
|                          |                |           | -                  | -----              | -----   |              |                    |         |
|                          |                |           |                    | \$1,531            | 88,021  |              |                    |         |
| AMERICAN STD COS INC DEL | COM            | 29712106  | -                  | -----              | -----   |              |                    |         |
|                          |                |           |                    | \$218              | 5,598   | SH           | DEFINED            |         |
|                          |                |           |                    | \$2                | 40      | SH           | DEFINED            |         |
|                          |                |           |                    | \$532              | 13,680  | SH           | DEFINED            |         |
|                          |                |           | -                  | -----              | -----   |              |                    |         |
|                          |                |           |                    | \$752              | 19,318  |              |                    |         |
| AMERON INTL INC          | COM            | 30710107  | -                  | -----              | -----   |              |                    |         |
|                          |                |           |                    | \$587              | 17,872  | SH           | DEFINED            |         |
|                          |                |           |                    | \$2,139            | 65,000  | SH           | DEFINED            |         |
|                          |                |           | -                  | -----              | -----   |              |                    |         |
|                          |                |           |                    | \$2,726            | 82,872  |              |                    |         |
| AMERISOURCEBERGEN CORP   | COM            | 3.07E+108 | -                  | -----              | -----   |              |                    |         |
|                          |                |           |                    | \$230              | 4,288   | SH           | DEFINED            |         |
|                          |                |           |                    | \$306              | 5,702   | SH           | DEFINED            |         |
|                          |                |           | -                  | -----              | -----   |              |                    |         |
|                          |                |           |                    | \$537              | 9,990   |              |                    |         |
| AMERITRADE HLDG CORP NEW | COM            | 03074K100 | -                  | -----              | -----   |              |                    |         |
|                          |                |           |                    | \$5                | 450     | SH           | DEFINED            |         |
|                          |                |           |                    | \$16               | 1,300   | SH           | DEFINED            |         |
|                          |                |           |                    | \$1,501            | 125,000 | SH           | DEFINED            |         |
|                          |                |           | -                  | -----              | -----   |              |                    |         |

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|                           |        |           |          |           |    |         |
|---------------------------|--------|-----------|----------|-----------|----|---------|
|                           |        |           | \$1,522  | 126,750   |    |         |
| AMGEN INC                 | NOTE 3 | 031162AE0 | \$292    | 4,000     | SH | DEFINED |
|                           |        | -         | -----    | -----     |    |         |
|                           |        |           | \$292    | 4,000     |    |         |
| AMGEN INC                 | COM    | 31162100  | \$53,844 | 947,802   | SH | DEFINED |
|                           |        |           | \$16,598 | 292,168   | SH | DEFINED |
|                           |        |           | \$43     | 750       | SH | DEFINED |
|                           |        |           | \$20,700 | 364,380   | SH | DEFINED |
|                           |        | -         | -----    | -----     |    |         |
|                           |        |           | \$91,186 | 1,605,100 |    |         |
| AMKOR TECHNOLOGY<br>INC   | COM    | 31652100  | \$71     | 19,579    | SH | DEFINED |
|                           |        | -         | -----    | -----     |    |         |
|                           |        |           | \$71     | 19,579    |    |         |
| AMREIT                    | CL A   | 32158107  | \$565    | 75,743    | SH | DEFINED |
|                           |        | -         | -----    | -----     |    |         |
|                           |        |           | \$565    | 75,743    |    |         |
| AMSOUTH<br>BANCORPORATION | COM    | 32165102  | \$232    | 9,536     | SH | DEFINED |

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|--------------------|----------------|----------|--------------------|--------------------|--------|--------------|-------------------|---------|
| -----              | -----          | -----    | -----              | -----              | -----  | -----        | -----             | -----   |
|                    |                |          | \$75               | 3,075              | SH     |              | DEFINED           |         |
|                    |                |          | \$98               | 4,006              | SH     |              | DEFINED           |         |
|                    |                |          | \$436              | 17,885             | SH     |              | DEFINED           |         |
|                    |                | -        | -----              | -----              |        |              |                   |         |
|                    |                |          | \$842              | 34,502             |        |              |                   |         |
| ANADARKO PETE CORP | COM            | 32511107 | \$10,095           | 152,126            | SH     |              | DEFINED           |         |
|                    |                |          | \$7,286            | 109,794            | SH     |              | DEFINED           |         |
|                    |                |          | \$56               | 850                | SH     |              | DEFINED           |         |
|                    |                |          | \$11,970           | 180,384            | SH     |              | DEFINED           |         |
|                    |                | -        | -----              | -----              |        |              |                   |         |
|                    |                |          | \$29,408           | 443,154            |        |              |                   |         |
| ANALOG DEVICES INC | COM            | 32654105 | \$37,623           | 970,175            | SH     |              | DEFINED           |         |
|                    |                |          | \$6,713            | 173,098            | SH     |              | DEFINED           |         |
|                    |                |          | \$35,558           | 916,925            | SH     |              | DEFINED           |         |
|                    |                | -        | -----              | -----              |        |              |                   |         |
|                    |                |          | \$79,895           | 2,060,198          |        |              |                   |         |
| ANALYSTS INTL CORP | COM            | 32681108 | \$592              | 135,000            | SH     |              | DEFINED           |         |
|                    |                |          | \$2                | 500                | SH     |              | DEFINED           |         |
|                    |                |          | \$1,171            | 267,500            | SH     |              | DEFINED           |         |

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|                           |             |          |  |          |           |    |         |
|---------------------------|-------------|----------|--|----------|-----------|----|---------|
|                           |             |          |  | \$1,765  | 403,000   |    |         |
| ANAREN INC                | COM         | 32744104 |  | \$1,279  | 95,000    | SH | DEFINED |
|                           |             |          |  | \$1,279  | 95,000    |    |         |
| ANDREW CORP               | COM         | 34425108 |  | \$2,922  | 238,696   | SH | DEFINED |
|                           |             |          |  | \$658    | 53,729    | SH | DEFINED |
|                           |             |          |  | \$10,914 | 891,703   | SH | DEFINED |
|                           |             |          |  | \$14,494 | 1,184,128 |    |         |
| ANDRX CORP DEL            | ANDRX GROUP | 34553107 |  | \$67     | 3,000     | SH | DEFINED |
|                           |             |          |  | \$2,220  | 99,300    | SH | DEFINED |
|                           |             |          |  | \$2,287  | 102,300   |    |         |
| ANGELICA CORP             | COM         | 34663104 |  | \$498    | 20,000    | SH | DEFINED |
|                           |             |          |  | \$2,239  | 90,000    | SH | DEFINED |
|                           |             |          |  | \$2,737  | 110,000   |    |         |
| ANHEUSER BUSCH<br>COS INC | COM         | 35229103 |  | \$46,543 | 931,779   | SH | DEFINED |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | O<br>MA |
|---------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|---------|
|                           |                |           | \$15,898           | 318,270            | SH     |              | DEFINED           |         |
|                           |                |           | \$18               | 365                | SH     |              | DEFINED           |         |
|                           |                |           | \$2,073            | 41,510             | SH     |              | DEFINED           |         |
|                           |                |           | \$64,532           | 1,291,924          |        |              |                   |         |
| ANIXTER INTL INC          | COM            | 35290105  | \$2,112            | 60,200             | SH     |              | DEFINED           |         |
|                           |                |           | \$2,112            | 60,200             |        |              |                   |         |
| ANN TAYLOR STORES<br>CORP | COM            | 36115103  | \$2,181            | 93,200             | SH     |              | DEFINED           |         |
|                           |                |           | \$2,181            | 93,200             |        |              |                   |         |
| ANTHEM INC                | COM            | 03674B104 | \$20,447           | 234,354            | SH     |              | DEFINED           |         |
|                           |                |           | \$2,943            | 33,727             | SH     |              | DEFINED           |         |
|                           |                |           | \$24,498           | 280,784            | SH     |              | DEFINED           |         |
|                           |                |           | \$47,889           | 548,865            |        |              |                   |         |
| ANTHRACITE CAP INC        | COM            | 37023108  | \$278              | 25,000             | SH     |              | DEFINED           |         |

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|                             |      |           |          |         |        |         |  |
|-----------------------------|------|-----------|----------|---------|--------|---------|--|
|                             |      |           |          | \$278   | 25,000 |         |  |
| AON CORP                    | COM  | 37389103  | \$5,660  | 196,935 | SH     | DEFINED |  |
|                             |      |           | \$3,742  | 130,186 | SH     | DEFINED |  |
|                             |      |           | \$15,304 | 532,500 | SH     | DEFINED |  |
|                             |      |           | \$24,706 | 859,621 |        |         |  |
| APACHE CORP                 | COM  | 37411105  | \$2,306  | 46,018  | SH     | DEFINED |  |
|                             |      |           | \$1,932  | 38,557  | SH     | DEFINED |  |
|                             |      |           | \$10,408 | 207,696 | SH     | DEFINED |  |
|                             |      |           | \$14,646 | 292,271 |        |         |  |
| APARTMENT INVT &<br>MGMT CO | CL A | 03748R101 | \$192    | 5,510   | SH     | DEFINED |  |
|                             |      |           | \$51     | 1,474   | SH     | DEFINED |  |
|                             |      |           | \$168    | 4,823   | SH     | DEFINED |  |
|                             |      |           | \$411    | 11,807  |        |         |  |
| APHTON CORP                 | COM  | 03759P101 | \$50     | 14,050  | SH     | DEFINED |  |
|                             |      |           | \$50     | 14,050  |        |         |  |

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SEC # 28-539  
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| NAME OF ISSUER            | TITLE OF CLASS | CUSIP    | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | O<br>MA |
|---------------------------|----------------|----------|--------------------|--------------------|--------|--------------|-------------------|---------|
| APOGEE ENTERPRISES<br>INC | COM            | 37598109 | \$776              | 59,990             | SH     |              | DEFINED           |         |
|                           |                |          | \$3,167            | 245,000            | SH     |              | DEFINED           |         |
|                           |                |          | \$3,944            | 304,990            |        |              |                   |         |
| APOLLO GROUP INC          | CL A           | 37604105 | \$398              | 5,430              | SH     |              | DEFINED           |         |
|                           |                |          | \$78               | 1,058              | SH     |              | DEFINED           |         |
|                           |                |          | \$719              | 9,800              | SH     |              | DEFINED           |         |
|                           |                |          | \$1,195            | 16,288             |        |              |                   |         |
| APPLE COMPUTER INC        | COM            | 37833100 | \$443              | 11,423             | SH     |              | DEFINED           |         |
|                           |                |          | \$215              | 5,540              | SH     |              | DEFINED           |         |
|                           |                |          | \$6,564            | 169,384            | SH     |              | DEFINED           |         |
|                           |                |          | \$7,221            | 186,347            |        |              |                   |         |
| APPLERA CORP              | COM AP BIO GRP | 38020103 | \$149              | 7,912              | SH     |              | DEFINED           |         |
|                           |                |          | \$195              | 10,342             | SH     |              | DEFINED           |         |
|                           |                |          | \$344              | 18,254             |        |              |                   |         |

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|                                |                |           |          |           |    |         |
|--------------------------------|----------------|-----------|----------|-----------|----|---------|
| APPLERA CORP                   | COM CE GEN GRP | 38020202  | \$51     | 4,375     | SH | DEFINED |
|                                |                |           | \$2,513  | 215,000   | SH | DEFINED |
|                                |                |           | -        | -         |    |         |
|                                |                |           | \$2,564  | 219,375   |    |         |
| APPLIED FILMS CORP             | COM            | 38197109  | \$925    | 51,343    | SH | DEFINED |
|                                |                |           | \$2      | 106       | SH | DEFINED |
|                                |                |           | -        | -         |    |         |
|                                |                |           | \$927    | 51,449    |    |         |
| APPLIED MICRO<br>CIRCUITS CORP | COM            | 03822W109 | \$26     | 8,189     | SH | DEFINED |
|                                |                |           | \$51     | 16,164    | SH | DEFINED |
|                                |                |           | -        | -         |    |         |
|                                |                |           | \$76     | 24,353    |    |         |
| APPLIED MATLS INC              | COM            | 38222105  | \$21,804 | 1,322,276 | SH | DEFINED |
|                                |                |           | \$2,194  | 133,038   | SH | DEFINED |
|                                |                |           | \$23     | 1,400     | SH | DEFINED |
|                                |                |           | \$28,179 | 1,708,855 | SH | DEFINED |
|                                |                |           | -        | -         |    |         |
|                                |                |           | \$52,200 | 3,165,569 |    |         |
| ARCHER DANIELS<br>MIDLAND CO   | COM            | 39483102  | \$615    | 36,207    | SH | DEFINED |
|                                |                |           | \$194    | 11,396    | SH | DEFINED |

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SEC # 28-539  
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| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|---------|
|                                 |                |           | \$2,763            | 162,718            | SH     |              | DEFINED            |         |
|                                 |                |           | -                  | -                  |        |              |                    |         |
|                                 |                |           | \$3,571            | 210,321            |        |              |                    |         |
| ARIAD<br>PHARMACEUTICALS<br>INC | COM            | 04033A100 | \$36               | 5,426              | SH     |              | DEFINED            |         |
|                                 |                |           | \$60               | 9,037              | SH     |              | DEFINED            |         |
|                                 |                |           | \$937              | 140,000            | SH     |              | DEFINED            |         |
|                                 |                |           | -                  | -                  |        |              |                    |         |
|                                 |                |           | \$1,033            | 154,463            |        |              |                    |         |
| ARRAY BIOPHARMA<br>INC          | COM            | 04269X105 | \$19               | 2,690              | SH     |              | DEFINED            |         |
|                                 |                |           | \$49               | 6,984              | SH     |              | DEFINED            |         |
|                                 |                |           | \$699              | 100,000            | SH     |              | DEFINED            |         |
|                                 |                |           | -                  | -                  |        |              |                    |         |
|                                 |                |           | \$767              | 109,674            |        |              |                    |         |
| ARTHROCARE CORP                 | COM            | 43136100  | \$1,465            | 50,000             | SH     |              | DEFINED            |         |



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|                                 |     |           |         |         |        |         |  |
|---------------------------------|-----|-----------|---------|---------|--------|---------|--|
|                                 |     |           |         | \$1,465 | 50,000 |         |  |
| ASHLAND INC                     | COM | 44204105  | \$921   | 16,419  | SH     | DEFINED |  |
|                                 |     |           | \$265   | 4,718   | SH     | DEFINED |  |
|                                 |     |           | \$198   | 3,538   | SH     | DEFINED |  |
|                                 |     |           | \$1,384 | 24,675  |        |         |  |
| ASK JEEVES INC                  | COM | 45174109  | \$59    | 1,809   | SH     | DEFINED |  |
|                                 |     |           | \$77    | 2,353   | SH     | DEFINED |  |
|                                 |     |           | \$1,252 | 38,278  | SH     | DEFINED |  |
|                                 |     |           | \$1,388 | 42,440  |        |         |  |
| ASSOCIATED ESTATES<br>RLTY CORP | COM | 45604105  | \$221   | 22,056  | SH     | DEFINED |  |
|                                 |     |           | \$1,198 | 120,000 | SH     | DEFINED |  |
|                                 |     |           | \$1,419 | 142,056 |        |         |  |
| ASTA FDG INC                    | COM | 46220109  | \$30    | 1,868   | SH     | DEFINED |  |
|                                 |     |           | \$3     | 168     | SH     | DEFINED |  |
|                                 |     |           | \$278   | 17,183  | SH     | DEFINED |  |
|                                 |     |           | \$311   | 19,219  |        |         |  |
| AT ROAD INC                     | COM | 04648K105 | \$422   | 100,000 | SH     | DEFINED |  |
|                                 |     |           | \$422   | 100,000 |        |         |  |

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| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|---------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|---------|
| ATHEROGENICS INC          | COM            | 47439104  | \$2,218            | 67,300             | SH     |              | DEFINED            |         |
|                           |                |           | \$2,218            | 67,300             |        |              |                    |         |
| AUGUST TECHNOLOGY<br>CORP | COM            | 05106U105 | \$689              | 100,344            | SH     |              | DEFINED            |         |
|                           |                |           | \$73               | 10,674             | SH     |              | DEFINED            |         |
|                           |                |           | \$1,567            | 228,156            | SH     |              | DEFINED            |         |
|                           |                |           | \$2,330            | 339,174            |        |              |                    |         |
| AULT INC                  | COM            | 51503100  | \$45               | 14,720             | SH     |              | DEFINED            |         |
|                           |                |           | \$995              | 323,000            | SH     |              | DEFINED            |         |
|                           |                |           | \$1,040            | 337,720            |        |              |                    |         |
| AUTODESK INC              | COM            | 52769106  | \$174              | 3,570              | SH     |              | DEFINED            |         |

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|                                 |     |           |          |         |    |         |
|---------------------------------|-----|-----------|----------|---------|----|---------|
|                                 |     |           | \$5      | 100     | SH | DEFINED |
|                                 |     |           | \$284    | 5,830   | SH | DEFINED |
|                                 |     |           | -----    | -----   |    |         |
|                                 |     |           | \$462    | 9,500   |    |         |
| AUTOLIV INC                     | COM | 52800109  | \$12     | 306     | SH | DEFINED |
|                                 |     |           | \$49     | 1,211   | SH | DEFINED |
|                                 |     |           | \$311    | 7,700   | SH | DEFINED |
|                                 |     |           | -----    | -----   |    |         |
|                                 |     |           | \$372    | 9,217   |    |         |
| AUTOMATIC DATA<br>PROCESSING IN | COM | 53015103  | \$23,777 | 575,442 | SH | DEFINED |
|                                 |     |           | \$4,090  | 98,993  | SH | DEFINED |
|                                 |     |           | \$25     | 600     | SH | DEFINED |
|                                 |     |           | \$2,054  | 49,721  | SH | DEFINED |
|                                 |     |           | -----    | -----   |    |         |
|                                 |     |           | \$29,947 | 724,756 |    |         |
| AUTONATION INC                  | COM | 05329W102 | \$118    | 6,914   | SH | DEFINED |
|                                 |     |           | \$96     | 5,600   | SH | DEFINED |
|                                 |     |           | \$234    | 13,681  | SH | DEFINED |
|                                 |     |           | -----    | -----   |    |         |
|                                 |     |           | \$447    | 26,195  |    |         |
| AUTOZONE INC                    | COM | 53332102  | \$179    | 2,320   | SH | DEFINED |
|                                 |     |           | \$16     | 210     | SH | DEFINED |
|                                 |     |           | \$328    | 4,247   | SH | DEFINED |
|                                 |     |           | -----    | -----   |    |         |
|                                 |     |           | \$524    | 6,777   |    |         |

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|------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|---------|
| -----                  | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----   |
| AVAYA INC              | COM            | 53499109  | \$291              | 20,893             | SH     |              | DEFINED            |         |
|                        |                |           | \$27               | 1,913              | SH     |              | DEFINED            |         |
|                        |                |           | \$2,710            | 194,403            | SH     |              | DEFINED            |         |
|                        |                |           | -----              | -----              |        |              |                    |         |
|                        |                |           | \$3,028            | 217,209            |        |              |                    |         |
| AVERY DENNISON<br>CORP | COM            | 53611109  | \$15,022           | 228,367            | SH     |              | DEFINED            |         |
|                        |                |           | \$5,750            | 87,415             | SH     |              | DEFINED            |         |
|                        |                |           | \$71               | 1,075              | SH     |              | DEFINED            |         |
|                        |                |           | \$4,246            | 64,541             | SH     |              | DEFINED            |         |
|                        |                |           | -----              | -----              |        |              |                    |         |
|                        |                |           | \$25,088           | 381,398            |        |              |                    |         |
| AVIALL INC NEW         | COM            | 05366B102 | \$239              | 11,736             | SH     |              | DEFINED            |         |
|                        |                |           | \$3,060            | 150,000            | SH     |              | DEFINED            |         |
|                        |                |           | -----              | -----              |        |              |                    |         |

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|                             |     |           |          |         |    |         |
|-----------------------------|-----|-----------|----------|---------|----|---------|
|                             |     |           | \$3,299  | 161,736 |    |         |
| AVID TECHNOLOGY<br>INC      | COM | 05367P100 | \$40     | 848     | SH | DEFINED |
|                             |     |           | \$52     | 1,100   | SH | DEFINED |
|                             |     |           | \$1,754  | 37,417  | SH | DEFINED |
|                             |     |           | -----    | -----   |    |         |
|                             |     |           | \$1,845  | 39,365  |    |         |
| AVOCENT CORP                | COM | 53893103  | \$2,127  | 81,723  | SH | DEFINED |
|                             |     |           | \$341    | 13,099  | SH | DEFINED |
|                             |     |           | \$6,527  | 250,750 | SH | DEFINED |
|                             |     |           | -----    | -----   |    |         |
|                             |     |           | \$8,995  | 345,572 |    |         |
| AVON PRODS INC              | COM | 54303102  | \$652    | 14,928  | SH | DEFINED |
|                             |     |           | \$932    | 21,329  | SH | DEFINED |
|                             |     |           | \$1,051  | 24,069  | SH | DEFINED |
|                             |     |           | -----    | -----   |    |         |
|                             |     |           | \$2,635  | 60,326  |    |         |
| AXCELIS<br>TECHNOLOGIES INC | COM | 54540109  | \$35     | 4,174   | SH | DEFINED |
|                             |     |           | \$83     | 10,027  | SH | DEFINED |
|                             |     |           | \$994    | 120,000 | SH | DEFINED |
|                             |     |           | -----    | -----   |    |         |
|                             |     |           | \$1,111  | 134,201 |    |         |
| BB&T CORP                   | COM | 54937107  | \$3,475  | 87,556  | SH | DEFINED |
|                             |     |           | \$10,134 | 255,332 | SH | DEFINED |
|                             |     |           | \$1,136  | 28,614  | SH | DEFINED |
|                             |     |           | -----    | -----   |    |         |
|                             |     |           | \$14,745 | 371,502 |    |         |

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|-------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|---------|
| -----                   | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----   |
| B A S F A G             | SPONSORED ADR  | 55262505  | \$118              | 2,000              | SH     |              | DEFINED           |         |
|                         |                |           | \$105              | 1,777              | SH     |              | DEFINED           |         |
|                         |                |           | -----              | -----              |        |              |                   |         |
|                         |                |           | \$223              | 3,777              |        |              |                   |         |
| BEI TECHNOLOGIES<br>INC | COM            | 05538P104 | \$11               | 400                | SH     |              | DEFINED           |         |
|                         |                |           | \$2,466            | 90,000             | SH     |              | DEFINED           |         |
|                         |                |           | -----              | -----              |        |              |                   |         |
|                         |                |           | \$2,477            | 90,400             |        |              |                   |         |
| BKF CAP GROUP INC       | COM            | 05548G102 | \$381              | 13,000             | SH     |              | DEFINED           |         |
|                         |                |           | \$3,662            | 125,000            | SH     |              | DEFINED           |         |

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|                    |               |          |          |          |           |         |  |
|--------------------|---------------|----------|----------|----------|-----------|---------|--|
|                    |               |          |          | \$4,043  | 138,000   |         |  |
| BJ SVCS CO         | COM           | 55482103 | \$220    | 4,196    | SH        | DEFINED |  |
|                    |               |          | \$431    | 8,230    | SH        | DEFINED |  |
|                    |               |          |          | \$651    | 12,426    |         |  |
| BP PLC             | SPONSORED ADR | 55622104 | \$40,915 | 711,202  | SH        | DEFINED |  |
|                    |               |          | \$20,453 | 355,522  | SH        | DEFINED |  |
|                    |               |          | \$9      | 150      | SH        | DEFINED |  |
|                    |               |          |          | \$61,377 | 1,066,874 |         |  |
| BMC SOFTWARE INC   | COM           | 55921100 | \$894    | 56,531   | SH        | DEFINED |  |
|                    |               |          | \$25     | 1,600    | SH        | DEFINED |  |
|                    |               |          | \$1,204  | 76,142   | SH        | DEFINED |  |
|                    |               |          |          | \$2,123  | 134,273   |         |  |
| BAKER MICHAEL CORP | COM           | 57149106 | \$589    | 37,500   | SH        | DEFINED |  |
|                    |               |          | \$4,239  | 270,000  | SH        | DEFINED |  |
|                    |               |          |          | \$4,828  | 307,500   |         |  |
| BAKER HUGHES INC   | COM           | 57224107 | \$598    | 13,672   | SH        | DEFINED |  |
|                    |               |          | \$217    | 4,955    | SH        | DEFINED |  |
|                    |               |          | \$742    | 16,981   | SH        | DEFINED |  |
|                    |               |          |          | \$1,557  | 35,608    |         |  |

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|-----------------------------|----------------|-----------|--------------------|--------------------|-----------|--------------|--------------------|---------|
| BALL CORP                   | COM            | 58498106  | \$281              | 7,520              | SH        |              | DEFINED            |         |
|                             |                |           | \$794              | 21,205             | SH        |              | DEFINED            |         |
|                             |                |           | \$447              | 11,944             | SH        |              | DEFINED            |         |
|                             |                |           |                    | \$1,522            | 40,669    |              |                    |         |
| BANCINSURANCE CORP          | COM            | 05945K102 | \$118              | 15,750             | SH        |              | DEFINED            |         |
|                             |                |           |                    | \$118              | 15,750    |              |                    |         |
| BANK OF AMERICA CORPORATION | COM            | 60505104  | \$74,540           | 1,720,289          | SH        |              | DEFINED            |         |
|                             |                |           | \$22,372           | 516,322            | SH        |              | DEFINED            |         |
|                             |                |           | \$69               | 1,600              | SH        |              | DEFINED            |         |
|                             |                |           | \$31,282           | 721,952            | SH        |              | DEFINED            |         |
|                             |                |           |                    | \$128,264          | 2,960,163 |              |                    |         |

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|                               |      |           |          |           |    |         |
|-------------------------------|------|-----------|----------|-----------|----|---------|
| BANK NEW YORK INC             | COM  | 64057102  | \$65,143 | 2,233,225 | SH | DEFINED |
|                               |      |           | \$9,608  | 329,367   | SH | DEFINED |
|                               |      |           | \$10     | 350       | SH | DEFINED |
|                               |      |           | \$12,604 | 432,094   | SH | DEFINED |
|                               |      |           | -        | -         | -  | -       |
|                               |      |           | \$87,365 | 2,995,036 |    |         |
| BANKUNITED FINL<br>CORP       | CL A | 06652B103 | \$729    | 25,000    | SH | DEFINED |
|                               |      |           | -        | -         | -  | -       |
|                               |      |           | \$729    | 25,000    |    |         |
| BARD C R INC                  | COM  | 67383109  | \$155    | 2,733     | SH | DEFINED |
|                               |      |           | \$221    | 3,910     | SH | DEFINED |
|                               |      |           | \$427    | 7,542     | SH | DEFINED |
|                               |      |           | -        | -         | -  | -       |
|                               |      |           | \$803    | 14,185    |    |         |
| BARRY RG CORP-OHIO            | COM  | 68798107  | \$77     | 30,000    | SH | DEFINED |
|                               |      |           | -        | -         | -  | -       |
|                               |      |           | \$77     | 30,000    |    |         |
| BASSETT FURNITURE<br>INDS INC | COM  | 70203104  | \$907    | 47,995    | SH | DEFINED |
|                               |      |           | \$4,663  | 247,000   | SH | DEFINED |
|                               |      |           | -        | -         | -  | -       |
|                               |      |           | \$5,570  | 294,995   |    |         |
| BAUSCH & LOMB INC             | COM  | 71707103  | \$107    | 1,612     | SH | DEFINED |
|                               |      |           | \$173    | 2,600     | SH | DEFINED |
|                               |      |           | \$1,283  | 19,310    | SH | DEFINED |
|                               |      |           | -        | -         | -  | -       |
|                               |      |           | \$1,563  | 23,522    |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER   | TITLE OF CLASS | CUSIP    | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | O<br>MA |
|------------------|----------------|----------|--------------------|--------------------|--------|--------------|-------------------|---------|
| BAXTER INTL INC  | COM            | 71813109 | \$2,380            | 74,010             | SH     |              | DEFINED           |         |
|                  |                |          | \$708              | 22,019             | SH     |              | DEFINED           |         |
|                  |                |          | \$8                | 250                | SH     |              | DEFINED           |         |
|                  |                |          | \$1,006            | 31,279             | SH     |              | DEFINED           |         |
|                  |                |          | -                  | -                  | -      | -            |                   |         |
|                  |                |          | \$4,102            | 127,558            |        |              |                   |         |
| BE AEROSPACE INC | COM            | 73302101 | \$1,092            | 120,000            | SH     |              | DEFINED           |         |
|                  |                |          | \$9                | 1,000              | SH     |              | DEFINED           |         |
|                  |                |          | -                  | -                  | -      | -            |                   |         |
|                  |                |          | \$1,101            | 121,000            |        |              |                   |         |

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|                          |     |          |         |         |       |         |
|--------------------------|-----|----------|---------|---------|-------|---------|
| BEA SYS INC              | COM | 73325102 | \$358   | 51,845  | SH    | DEFINED |
|                          |     |          | \$161   | 23,310  | SH    | DEFINED |
|                          |     |          | -       | -----   | ----- |         |
|                          |     |          | \$519   | 75,155  |       |         |
| BEAR STEARNS COS<br>INC  | COM | 73902108 | \$390   | 4,054   | SH    | DEFINED |
|                          |     |          | \$8     | 78      | SH    | DEFINED |
|                          |     |          | \$513   | 5,332   | SH    | DEFINED |
|                          |     |          | -       | -----   | ----- |         |
|                          |     |          | \$910   | 9,464   |       |         |
| BECKMAN COULTER<br>INC   | COM | 75811109 | \$2,179 | 38,834  | SH    | DEFINED |
|                          |     |          | \$323   | 5,750   | SH    | DEFINED |
|                          |     |          | \$5,974 | 106,450 | SH    | DEFINED |
|                          |     |          | -       | -----   | ----- |         |
|                          |     |          | \$8,476 | 151,034 |       |         |
| BECTON DICKINSON<br>& CO | COM | 75887109 | \$1,339 | 25,892  | SH    | DEFINED |
|                          |     |          | \$165   | 3,200   | SH    | DEFINED |
|                          |     |          | \$4,432 | 85,718  | SH    | DEFINED |
|                          |     |          | -       | -----   | ----- |         |
|                          |     |          | \$5,936 | 114,810 |       |         |
| BED BATH & BEYOND<br>INC | COM | 75896100 | \$723   | 19,476  | SH    | DEFINED |
|                          |     |          | \$466   | 12,555  | SH    | DEFINED |
|                          |     |          | \$571   | 15,384  | SH    | DEFINED |
|                          |     |          | -       | -----   | ----- |         |
|                          |     |          | \$1,760 | 47,415  |       |         |
| BELDEN CDT INC           | COM | 77454106 | \$2,616 | 120,000 | SH    | DEFINED |
|                          |     |          | -       | -----   | ----- |         |
|                          |     |          | \$2,616 | 120,000 |       |         |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DISCRETN | O<br>MA |
|----------------|----------------|-----------|--------------------|--------------------|--------|--------------|---------------------|---------|
| BELLSOUTH CORP | COM            | 79860102  | \$9,672            | 356,645            | SH     |              | DEFINED             |         |
|                |                |           | \$6,033            | 222,443            | SH     |              | DEFINED             |         |
|                |                |           | \$8                | 300                | SH     |              | DEFINED             |         |
|                |                |           | \$3,156            | 116,361            | SH     |              | DEFINED             |         |
|                |                |           | -                  | -----              | -----  |              |                     |         |
|                |                |           | \$18,869           | 695,749            |        |              |                     |         |
| BEMA GOLD CORP | COM            | 08135F107 | \$2                | 500                | SH     |              | DEFINED             |         |
|                |                |           | \$2,219            | 695,500            | SH     |              | DEFINED             |         |
|                |                |           | -                  | -----              | -----  |              |                     |         |

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|                               |      |           |          |           |    |         |
|-------------------------------|------|-----------|----------|-----------|----|---------|
|                               |      |           | \$2,220  | 696,000   |    |         |
| BEMIS INC                     | COM  | 81437105  | \$75     | 2,818     | SH | DEFINED |
|                               |      |           | \$146    | 5,482     | SH | DEFINED |
|                               |      | -         | -----    | -----     |    |         |
|                               |      |           | \$221    | 8,300     |    |         |
| BENCHMARK ELECTRS<br>INC      | COM  | 08160H101 | \$62     | 2,078     | SH | DEFINED |
|                               |      |           | \$86     | 2,883     | SH | DEFINED |
|                               |      |           | \$2,419  | 81,158    | SH | DEFINED |
|                               |      | -         | -----    | -----     |    |         |
|                               |      |           | \$2,566  | 86,119    |    |         |
| BENIHANA INC                  | CL A | 82047200  | \$402    | 30,000    | SH | DEFINED |
|                               |      |           | \$1,840  | 137,500   | SH | DEFINED |
|                               |      | -         | -----    | -----     |    |         |
|                               |      |           | \$2,241  | 167,500   |    |         |
| BERKLEY W R CORP              | COM  | 84423102  | \$31     | 737       | SH | DEFINED |
|                               |      |           | \$325    | 7,705     | SH | DEFINED |
|                               |      | -         | -----    | -----     |    |         |
|                               |      |           | \$356    | 8,442     |    |         |
| BERKSHIRE HATHAWAY<br>INC DEL | CL B | 84670207  | \$746    | 260       | SH | DEFINED |
|                               |      |           | \$1,272  | 443       | SH | DEFINED |
|                               |      |           | \$2,871  | 1,000     | SH | DEFINED |
|                               |      | -         | -----    | -----     |    |         |
|                               |      |           | \$4,889  | 1,703     |    |         |
| BEST BUY INC                  | COM  | 86516101  | \$29,685 | 547,282   | SH | DEFINED |
|                               |      |           | \$8,004  | 147,563   | SH | DEFINED |
|                               |      |           | \$31,273 | 576,558   | SH | DEFINED |
|                               |      | -         | -----    | -----     |    |         |
|                               |      |           | \$68,961 | 1,271,403 |    |         |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP    | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|----------------|----------------|----------|--------------------|--------------------|--------|--------------|--------------------|---------|
| -----          | -----          | -----    | -----              | -----              | -----  | -----        | -----              | -----   |
| BIG LOTS INC   | COM            | 89302103 | \$40               | 3,231              | SH     |              | DEFINED            |         |
|                |                |          | \$558              | 45,649             | SH     |              | DEFINED            |         |
|                |                | -        | -----              | -----              |        |              |                    |         |
|                |                |          | \$598              | 48,880             |        |              |                    |         |
| BIOMET INC     | COM            | 90613100 | \$41,064           | 875,929            | SH     |              | DEFINED            |         |
|                |                |          | \$17,238           | 367,711            | SH     |              | DEFINED            |         |
|                |                |          | \$73               | 1,560              | SH     |              | DEFINED            |         |
|                |                |          | \$7,476            | 159,479            | SH     |              | DEFINED            |         |
|                |                | -        | -----              | -----              |        |              |                    |         |

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|                                 |     |           | \$65,851 | 1,404,679 |    |         |  |
|---------------------------------|-----|-----------|----------|-----------|----|---------|--|
| BIOGEN IDEC INC                 | COM | 09062X103 | \$849    | 13,887    | SH | DEFINED |  |
|                                 |     |           | \$452    | 7,389     | SH | DEFINED |  |
|                                 |     |           | \$1,152  | 18,836    | SH | DEFINED |  |
|                                 |     |           | -        | -----     |    |         |  |
|                                 |     |           | \$2,454  | 40,112    |    |         |  |
| BIOMIRA INC                     | COM | 09161R106 | \$19     | 13,400    | SH | DEFINED |  |
|                                 |     |           | -        | -----     |    |         |  |
|                                 |     |           | \$19     | 13,400    |    |         |  |
| BLACK & DECKER<br>CORP          | COM | 91797100  | \$383    | 4,944     | SH | DEFINED |  |
|                                 |     |           | \$521    | 6,725     | SH | DEFINED |  |
|                                 |     |           | \$675    | 8,721     | SH | DEFINED |  |
|                                 |     |           | -        | -----     |    |         |  |
|                                 |     |           | \$1,579  | 20,390    |    |         |  |
| BLACKROCK INCOME<br>TR INC      | COM | 09247F100 | \$78     | 10,438    | SH | DEFINED |  |
|                                 |     |           | \$24     | 3,199     | SH | DEFINED |  |
|                                 |     |           | \$810    | 108,600   | SH | DEFINED |  |
|                                 |     |           | -        | -----     |    |         |  |
|                                 |     |           | \$912    | 122,237   |    |         |  |
| BLACKROCK MUN<br>TARGET TERM TR | COM | 09247M105 | \$85     | 8,000     | SH | DEFINED |  |
|                                 |     |           | \$93     | 8,765     | SH | DEFINED |  |
|                                 |     |           | -        | -----     |    |         |  |
|                                 |     |           | \$179    | 16,765    |    |         |  |
| BLACKROCK INCOME<br>OPP TRUST I | COM | 92475102  | \$35     | 3,100     | SH | DEFINED |  |
|                                 |     |           | \$2,536  | 225,000   | SH | DEFINED |  |
|                                 |     |           | -        | -----     |    |         |  |
|                                 |     |           | \$2,571  | 228,100   |    |         |  |
| BLAIR CORP                      | COM | 92828102  | \$367    | 13,000    | SH | DEFINED |  |

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| NAME OF ISSUER  | TITLE OF CLASS | CUSIP    | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|-----------------|----------------|----------|--------------------|--------------------|--------|--------------|--------------------|---------|
|                 |                |          | \$3,381            | 120,000            | SH     |              | DEFINED            |         |
|                 |                |          | \$3,748            | 133,000            |        |              |                    |         |
| BLOCK H & R INC | COM            | 93671105 | \$2,879            | 58,246             | SH     | DEFINED      |                    |         |
|                 |                |          | \$391              | 7,910              | SH     | DEFINED      |                    |         |
|                 |                |          | \$441              | 8,929              | SH     | DEFINED      |                    |         |



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|                           |     |           |          |           |        |         |  |
|---------------------------|-----|-----------|----------|-----------|--------|---------|--|
|                           |     |           |          | \$3,711   | 75,085 |         |  |
| BOB EVANS FARMS<br>INC    | COM | 96761101  | \$5,500  | 202,511   | SH     | DEFINED |  |
|                           |     |           | \$868    | 31,958    | SH     | DEFINED |  |
|                           |     |           | \$4,644  | 171,000   | SH     | DEFINED |  |
|                           |     |           | \$11,013 | 405,469   |        |         |  |
| BOEING CO                 | COM | 97023105  | \$6,028  | 116,770   | SH     | DEFINED |  |
|                           |     |           | \$1,025  | 19,864    | SH     | DEFINED |  |
|                           |     |           | \$2,847  | 55,151    | SH     | DEFINED |  |
|                           |     |           | \$9,900  | 191,785   |        |         |  |
| BOISE CASCADE CORP        | COM | 97383103  | \$76     | 2,283     | SH     | DEFINED |  |
|                           |     |           | \$151    | 4,525     | SH     | DEFINED |  |
|                           |     |           | \$227    | 6,808     |        |         |  |
| BOMBAY CO INC             | COM | 97924104  | \$738    | 100,628   | SH     | DEFINED |  |
|                           |     |           | \$2,382  | 325,000   | SH     | DEFINED |  |
|                           |     |           | \$3,120  | 425,628   |        |         |  |
| BORG WARNER INC           | COM | 99724106  | \$27     | 625       | SH     | DEFINED |  |
|                           |     |           | \$3      | 58        | SH     | DEFINED |  |
|                           |     |           | \$5,195  | 120,000   | SH     | DEFINED |  |
|                           |     |           | \$5,224  | 120,683   |        |         |  |
| BOSTON SCIENTIFIC<br>CORP | COM | 101137107 | \$42,722 | 1,075,309 | SH     | DEFINED |  |
|                           |     |           | \$5,683  | 143,046   | SH     | DEFINED |  |
|                           |     |           | \$20     | 500       | SH     | DEFINED |  |
|                           |     |           | \$50,648 | 1,274,798 | SH     | DEFINED |  |
|                           |     |           | \$99,073 | 2,493,653 |        |         |  |
| BOYKIN LODGING CO         | COM | 103430104 | \$532    | 63,180    | SH     | DEFINED |  |

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|-------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|---------|
|                   |                |           | \$1,514            | 180,000            | SH     |              | DEFINED            |         |
|                   |                |           | \$2,045            | 243,180            |        |              |                    |         |
| BRANTLEY CAP CORP | COM            | 105494108 | \$748              | 67,500             | SH     |              | DEFINED            |         |

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|                                    |               |           |          |           |    |         |
|------------------------------------|---------------|-----------|----------|-----------|----|---------|
|                                    |               |           | \$11     | 1,000     | SH | DEFINED |
|                                    |               |           | -----    | -----     |    |         |
|                                    |               |           | \$760    | 68,500    |    |         |
| BRISTOL MYERS<br>SQUIBB CO         | COM           | 110122108 | \$34,366 | 1,451,901 | SH | DEFINED |
|                                    |               |           | \$14,106 | 595,940   | SH | DEFINED |
|                                    |               |           | \$6      | 250       | SH | DEFINED |
|                                    |               |           | \$14,513 | 613,128   | SH | DEFINED |
|                                    |               |           | -----    | -----     |    |         |
|                                    |               |           | \$62,991 | 2,661,219 |    |         |
| BROADCOM CORP                      | CL A          | 111320107 | \$15,962 | 584,907   | SH | DEFINED |
|                                    |               |           | \$1,776  | 65,069    | SH | DEFINED |
|                                    |               |           | \$21,662 | 793,774   | SH | DEFINED |
|                                    |               |           | -----    | -----     |    |         |
|                                    |               |           | \$39,400 | 1,443,750 |    |         |
| BROCADE<br>COMMUNICATIONS<br>SYS I | NOTE 2.000% 1 | 111621AB4 | \$748    | 8,000     | SH | DEFINED |
|                                    |               |           | -----    | -----     |    |         |
|                                    |               |           | \$748    | 8,000     |    |         |
| BROWN FORMAN CORP                  | CL B          | 115637209 | \$614    | 13,406    | SH | DEFINED |
|                                    |               |           | \$847    | 18,490    | SH | DEFINED |
|                                    |               |           | \$282    | 6,163     | SH | DEFINED |
|                                    |               |           | -----    | -----     |    |         |
|                                    |               |           | \$1,743  | 38,059    |    |         |
| BRUNSWICK CORP                     | COM           | 117043109 | \$3,776  | 82,524    | SH | DEFINED |
|                                    |               |           | \$1,262  | 27,588    | SH | DEFINED |
|                                    |               |           | \$2,511  | 54,884    | SH | DEFINED |
|                                    |               |           | -----    | -----     |    |         |
|                                    |               |           | \$7,550  | 164,996   |    |         |
| BRUSH ENGINEERED<br>MATLS INC      | COM           | 117421107 | \$467    | 22,500    | SH | DEFINED |
|                                    |               |           | \$25     | 1,200     | SH | DEFINED |
|                                    |               |           | \$4,711  | 227,500   | SH | DEFINED |
|                                    |               |           | -----    | -----     |    |         |
|                                    |               |           | \$5,202  | 251,200   |    |         |
| BUCA INC                           | COM           | 117769109 | \$129    | 30,000    | SH | DEFINED |
|                                    |               |           | \$1,112  | 260,014   | SH | DEFINED |
|                                    |               |           | -----    | -----     |    |         |
|                                    |               |           | \$1,241  | 290,014   |    |         |

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|----------------|----------------|-------|--------------------|--------------------|--------|--------------|-------------------|---------|
| -----          | -----          | ----- | -----              | -----              | -----  | -----        | -----             | -----   |

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|                                 |     |           |          |         |    |         |
|---------------------------------|-----|-----------|----------|---------|----|---------|
| BURLINGTON NORTHN<br>SANTA FE C | COM | 12189T104 | \$688    | 17,956  | SH | DEFINED |
|                                 |     |           | \$579    | 15,121  | SH | DEFINED |
|                                 |     |           | \$725    | 18,913  | SH | DEFINED |
|                                 |     | -         | -----    | -----   |    |         |
|                                 |     |           | \$1,992  | 51,990  |    |         |
| BURLINGTON RES INC              | COM | 122014103 | \$2,735  | 67,042  | SH | DEFINED |
|                                 |     |           | \$2,790  | 68,382  | SH | DEFINED |
|                                 |     |           | \$6,815  | 167,045 | SH | DEFINED |
|                                 |     | -         | -----    | -----   |    |         |
|                                 |     |           | \$12,341 | 302,469 |    |         |
| C H ROBINSON<br>WORLDWIDE INC   | COM | 12541W100 | \$23,015 | 496,118 | SH | DEFINED |
|                                 |     |           | \$7,545  | 162,650 | SH | DEFINED |
|                                 |     |           | \$16     | 345     | SH | DEFINED |
|                                 |     |           | \$93     | 2,000   | SH | DEFINED |
|                                 |     | -         | -----    | -----   |    |         |
|                                 |     |           | \$30,669 | 661,113 |    |         |
| CIGNA CORP                      | COM | 125509109 | \$2,635  | 37,846  | SH | DEFINED |
|                                 |     |           | \$324    | 4,654   | SH | DEFINED |
|                                 |     |           | \$6,427  | 92,309  | SH | DEFINED |
|                                 |     | -         | -----    | -----   |    |         |
|                                 |     |           | \$9,387  | 134,809 |    |         |
| CIT GROUP INC                   | COM | 125581108 | \$4,742  | 126,830 | SH | DEFINED |
|                                 |     |           | \$5,658  | 151,330 | SH | DEFINED |
|                                 |     |           | \$12,226 | 326,999 | SH | DEFINED |
|                                 |     | -         | -----    | -----   |    |         |
|                                 |     |           | \$22,627 | 605,159 |    |         |
| CKE RESTAURANTS<br>INC          | COM | 1.26E+109 | \$19     | 1,721   | SH | DEFINED |
|                                 |     |           | \$49     | 4,463   | SH | DEFINED |
|                                 |     |           | \$2,652  | 240,000 | SH | DEFINED |
|                                 |     | -         | -----    | -----   |    |         |
|                                 |     |           | \$2,720  | 246,184 |    |         |
| CMS ENERGY CORP                 | COM | 125896100 | \$44     | 4,620   | SH | DEFINED |
|                                 |     |           | \$111    | 11,632  | SH | DEFINED |
|                                 |     |           | \$80     | 8,403   | SH | DEFINED |
|                                 |     | -         | -----    | -----   |    |         |
|                                 |     |           | \$235    | 24,655  |    |         |

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|----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|---------|
| -----          | -----          | ----- | -----              | -----              | -----  | -----        | -----              | -----   |

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|                                   |      |           |          |           |    |         |
|-----------------------------------|------|-----------|----------|-----------|----|---------|
| CNET NETWORKS INC                 | COM  | 12613R104 | \$1,746  | 190,794   | SH | DEFINED |
|                                   |      |           | \$233    | 25,430    | SH | DEFINED |
|                                   |      |           | \$4,908  | 536,420   | SH | DEFINED |
|                                   |      |           | -        | -         | -  | -       |
|                                   |      |           | \$6,887  | 752,644   |    |         |
| CSX CORP                          | COM  | 126408103 | \$852    | 25,672    | SH | DEFINED |
|                                   |      |           | \$327    | 9,842     | SH | DEFINED |
|                                   |      |           | \$2,022  | 60,917    | SH | DEFINED |
|                                   |      |           | -        | -         | -  | -       |
|                                   |      |           | \$3,202  | 96,431    |    |         |
| CVS CORP                          | COM  | 126650100 | \$9,866  | 234,187   | SH | DEFINED |
|                                   |      |           | \$12,378 | 293,795   | SH | DEFINED |
|                                   |      |           | \$22,921 | 544,055   | SH | DEFINED |
|                                   |      |           | -        | -         | -  | -       |
|                                   |      |           | \$45,165 | 1,072,037 |    |         |
| CABOT<br>MICROELECTRONICS<br>CORP | COM  | 12709P103 | \$65     | 1,792     | SH | DEFINED |
|                                   |      |           | \$725    | 20,000    | SH | DEFINED |
|                                   |      |           | -        | -         | -  | -       |
|                                   |      |           | \$790    | 21,792    |    |         |
| CACI INTL INC                     | CL A | 127190304 | \$957    | 18,124    | SH | DEFINED |
|                                   |      |           | -        | -         | -  | -       |
|                                   |      |           | \$957    | 18,124    |    |         |
| CADBURY SCHWEPPES<br>PLC          | ADR  | 127209302 | \$11,879 | 384,322   | SH | DEFINED |
|                                   |      |           | \$3,924  | 126,961   | SH | DEFINED |
|                                   |      |           | \$14,798 | 478,750   | SH | DEFINED |
|                                   |      |           | -        | -         | -  | -       |
|                                   |      |           | \$30,602 | 990,033   |    |         |
| CAL DIVE INTL INC                 | COM  | 127914109 | \$1,984  | 55,700    | SH | DEFINED |
|                                   |      |           | -        | -         | -  | -       |
|                                   |      |           | \$1,984  | 55,700    |    |         |
| CALAMP CORP                       | COM  | 128126109 | \$357    | 50,000    | SH | DEFINED |
|                                   |      |           | \$1,192  | 167,500   | SH | DEFINED |
|                                   |      |           | -        | -         | -  | -       |
|                                   |      |           | \$1,549  | 217,500   |    |         |
| CALGON CARBON CORP                | COM  | 129603106 | \$429    | 59,361    | SH | DEFINED |
|                                   |      |           | \$1,787  | 247,500   | SH | DEFINED |
|                                   |      |           | -        | -         | -  | -       |
|                                   |      |           | \$2,216  | 306,861   |    |         |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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VALUE SHARES/ PUT/ INVSTMT O

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| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | (X\$1000) | PRN AMT | SH/PRN | CALL    | DCRETN  | MA |
|------------------------------|----------------|-----------|-----------|---------|--------|---------|---------|----|
| CALPINE CORP                 | COM            | 131347106 | \$32      | 10,888  | SH     |         | DEFINED |    |
|                              |                |           | \$6       | 1,964   | SH     |         | DEFINED |    |
|                              |                |           | \$62      | 21,507  | SH     |         | DEFINED |    |
|                              |                |           | -         | \$100   |        | 34,359  |         |    |
| CAMBIOR INC                  | COM            | 13201L103 | \$767     | 249,100 | SH     |         | DEFINED |    |
|                              |                |           | -         | \$767   |        | 249,100 |         |    |
| CAMPBELL SOUP CO             | COM            | 134429109 | \$762     | 28,996  | SH     |         | DEFINED |    |
|                              |                |           | \$115     | 4,374   | SH     |         | DEFINED |    |
|                              |                |           | \$552     | 20,978  | SH     |         | DEFINED |    |
|                              |                |           | -         | \$1,429 |        | 54,348  |         |    |
| CANADIAN SUPERIOR ENERGY INC | COM            | 136644101 | \$28      | 15,000  | SH     |         | DEFINED |    |
|                              |                |           | -         | \$28    |        | 15,000  |         |    |
| CANDELA CORP                 | COM            | 136907102 | \$1,154   | 100,000 | SH     |         | DEFINED |    |
|                              |                |           | -         | \$1,154 |        | 100,000 |         |    |
| CAPITAL ONE FINL CORP        | COM            | 14040H105 | \$1,262   | 17,078  | SH     |         | DEFINED |    |
|                              |                |           | \$594     | 8,039   | SH     |         | DEFINED |    |
|                              |                |           | \$904     | 12,232  | SH     |         | DEFINED |    |
|                              |                |           | -         | \$2,760 |        | 37,349  |         |    |
| CAPSTONE TURBINE CORP        | COM            | 14067D102 | \$9       | 6,000   | SH     |         | DEFINED |    |
|                              |                |           | \$459     | 300,000 | SH     |         | DEFINED |    |
|                              |                |           | -         | \$468   |        | 306,000 |         |    |
| CARDINAL HEALTH INC          | COM            | 14149Y108 | \$5,480   | 125,190 | SH     |         | DEFINED |    |
|                              |                |           | \$439     | 10,036  | SH     |         | DEFINED |    |
|                              |                |           | \$1,185   | 27,067  | SH     |         | DEFINED |    |
|                              |                |           | -         | \$7,104 |        | 162,293 |         |    |
| CAREER EDUCATION CORP        | COM            | 141665109 | \$430     | 15,138  | SH     |         | DEFINED |    |
|                              |                |           | \$679     | 23,900  | SH     |         | DEFINED |    |
|                              |                |           | \$2,414   | 84,900  | SH     |         | DEFINED |    |
|                              |                |           | -         | \$3,524 |        | 123,938 |         |    |

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| NAME OF ISSUER         | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|---------|
| CAREMARK RX INC        | COM            | 141705103 | \$4,427            | 138,054            | SH     |              | DEFINED            |         |
|                        |                |           | \$1,660            | 51,762             | SH     |              | DEFINED            |         |
|                        |                |           | \$8,972            | 279,750            | SH     |              | DEFINED            |         |
|                        |                |           | -                  | -                  | -      | -            | -                  | -       |
|                        |                |           | \$15,059           | 469,566            |        |              |                    |         |
| CARNIVAL CORP          | DBCV 2.000% 4  | 143658AN2 | \$523              | 4,000              | SH     |              | DEFINED            |         |
|                        |                |           | -                  | -                  | -      | -            | -                  | -       |
|                        |                |           | \$523              | 4,000              |        |              |                    |         |
| CARNIVAL CORP          | PAIRED CTF     | 143658300 | \$3,752            | 79,340             | SH     |              | DEFINED            |         |
|                        |                |           | \$5,343            | 112,991            | SH     |              | DEFINED            |         |
|                        |                |           | \$8,874            | 187,659            | SH     |              | DEFINED            |         |
|                        |                |           | -                  | -                  | -      | -            | -                  | -       |
|                        |                |           | \$17,970           | 379,990            |        |              |                    |         |
| CARRIER ACCESS<br>CORP | COM            | 144460102 | \$16               | 2,247              | SH     |              | DEFINED            |         |
|                        |                |           | \$37               | 5,294              | SH     |              | DEFINED            |         |
|                        |                |           | \$730              | 105,000            | SH     |              | DEFINED            |         |
|                        |                |           | -                  | -                  | -      | -            | -                  | -       |
|                        |                |           | \$782              | 112,541            |        |              |                    |         |
| CARRINGTON LABS<br>INC | COM            | 144525102 | \$481              | 130,220            | SH     |              | DEFINED            |         |
|                        |                |           | -                  | -                  | -      | -            | -                  | -       |
|                        |                |           | \$481              | 130,220            |        |              |                    |         |
| CASTLE A M & CO        | COM            | 148411101 | \$305              | 30,000             | SH     |              | DEFINED            |         |
|                        |                |           | \$23               | 2,283              | SH     |              | DEFINED            |         |
|                        |                |           | \$914              | 90,000             | SH     |              | DEFINED            |         |
|                        |                |           | -                  | -                  | -      | -            | -                  | -       |
|                        |                |           | \$1,241            | 122,283            |        |              |                    |         |
| CATERPILLAR INC<br>DEL | COM            | 149123101 | \$7,762            | 96,477             | SH     |              | DEFINED            |         |
|                        |                |           | \$6,036            | 75,032             | SH     |              | DEFINED            |         |
|                        |                |           | \$15,745           | 195,712            | SH     |              | DEFINED            |         |
|                        |                |           | -                  | -                  | -      | -            | -                  | -       |
|                        |                |           | \$29,543           | 367,221            |        |              |                    |         |
| CEDAR FAIR L P         | DEPOSITRY UNIT | 150185106 | \$831              | 27,100             | SH     |              | DEFINED            |         |
|                        |                |           | \$49               | 1,600              | SH     |              | DEFINED            |         |
|                        |                |           | -                  | -                  | -      | -            | -                  | -       |
|                        |                |           | \$880              | 28,700             |        |              |                    |         |
| CELADON GROUP INC      | COM            | 150838100 | \$648              | 34,500             | SH     |              | DEFINED            |         |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN |
|----------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|
|                |                |           | \$2,142            | 112,500            | SH     |              | DEFINED           |
|                |                |           | \$2,800            | 147,000            |        |              |                   |
| CEMEX S A      | SPON ADR 5 ORD | 151290889 | \$107              | 3,800              | SH     |              | DEFINED           |
|                |                |           | \$109              | 3,866              | SH     |              | DEFINED           |
|                |                |           | \$216              | 7,666              |        |              |                   |

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| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN |
|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|
| CENDANT CORP               | COM            | 151313103 | \$595              | 27,529             | SH     |              | DEFINED           |
|                            |                |           | \$86               | 3,973              | SH     |              | DEFINED           |
|                            |                |           | \$1,158            | 53,629             | SH     |              | DEFINED           |
|                            |                |           | \$1,839            | 85,131             |        |              |                   |
| CENTENE CORP DEL           | COM            | 15135B101 | \$2,014            | 47,300             | SH     |              | DEFINED           |
|                            |                |           | \$2,014            | 47,300             |        |              |                   |
| CENTERPOINT ENERGY<br>INC  | COM            | 15189T107 | \$146              | 14,070             | SH     |              | DEFINED           |
|                            |                |           | \$62               | 6,015              | SH     |              | DEFINED           |
|                            |                |           | \$160              | 15,481             | SH     |              | DEFINED           |
|                            |                |           | \$368              | 35,566             |        |              |                   |
| CENTEX CORP                | COM            | 152312104 | \$163              | 3,226              | SH     |              | DEFINED           |
|                            |                |           | \$318              | 6,294              | SH     |              | DEFINED           |
|                            |                |           | \$480              | 9,520              |        |              |                   |
| CENTRAL GARDEN & PET<br>CO | COM            | 153527106 | \$851              | 27,806             | SH     |              | DEFINED           |
|                            |                |           | \$57               | 1,864              | SH     |              | DEFINED           |
|                            |                |           | \$2,266            | 74,000             | SH     |              | DEFINED           |
|                            |                |           | \$3,174            | 103,670            |        |              |                   |

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| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN |
|------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|
| CENTURY BUSINESS<br>SVCS INC | COM            | 156490104 | \$113              | 25,112             | SH     |              | DEFINED           |
|                              |                |           | \$1,824            | 406,183            | SH     |              | DEFINED           |
|                              |                |           | \$1,937            | 431,295            |        |              |                   |
| CEPHEID                      | COM            | 15670R107 | \$222              | 25,703             | SH     |              | DEFINED           |
|                              |                |           | \$862              | 100,000            | SH     |              | DEFINED           |
|                              |                |           | \$1,084            | 125,703            |        |              |                   |
| CENTURYTEL INC               | COM            | 156700106 | \$1,837            | 53,661             | SH     |              | DEFINED           |
|                              |                |           | \$188              | 5,504              | SH     |              | DEFINED           |
|                              |                |           | \$244              | 7,129              | SH     |              | DEFINED           |
|                              |                |           | \$2,270            | 66,294             |        |              |                   |
| CEPHALON INC                 | COM            | 156708109 | \$5,220            | 108,972            | SH     |              | DEFINED           |
|                              |                |           | \$431              | 9,008              | SH     |              | DEFINED           |
|                              |                |           | \$8,038            | 167,800            | SH     |              | DEFINED           |
|                              |                |           | \$13,689           | 285,780            |        |              |                   |
| CERADYNE INC                 | COM            | 156710105 | \$1,002            | 22,812             | SH     |              | DEFINED           |
|                              |                |           | \$62               | 1,404              | SH     |              | DEFINED           |
|                              |                |           | \$3,115            | 70,950             | SH     |              | DEFINED           |
|                              |                |           | \$4,179            | 95,166             |        |              |                   |
| CERTEGY INC                  | COM            | 156880106 | \$242              | 6,500              | SH     |              | DEFINED           |
|                              |                |           | \$634              | 17,025             | SH     |              | DEFINED           |
|                              |                |           | \$875              | 23,525             |        |              |                   |
| CHARLES & COLVARD<br>LTD     | COM            | 159765106 | \$1,960            | 229,520            | SH     |              | DEFINED           |
|                              |                |           | \$1,960            | 229,520            |        |              |                   |
| CHECKFREE CORP NEW           | COM            | 162813109 | \$2                | 70                 | SH     |              | DEFINED           |
|                              |                |           | \$899              | 32,500             | SH     |              | DEFINED           |
|                              |                |           | \$901              | 32,570             |        |              |                   |
| CHEESECAKE FACTORY<br>INC    | COM            | 163072101 | \$890              | 20,501             | SH     |              | DEFINED           |



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|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|
|                                 |                |           | \$263              | 6,055              | SH     |              | DEFINED            |
|                                 |                |           | \$4,492            | 103,500            | SH     |              | DEFINED            |
|                                 |                | -         | \$5,644            | 130,056            |        |              |                    |
| CHEMICAL FINL CORP              | COM            | 163731102 | \$1,736            | 47,526             | SH     |              | DEFINED            |
|                                 |                | -         | \$1,736            | 47,526             |        |              |                    |
| CHEVRONTEXACO CORP              | COM            | 166764100 | \$70,513           | 1,314,552          | SH     |              | DEFINED            |
|                                 |                |           | \$23,424           | 436,681            | SH     |              | DEFINED            |
|                                 |                |           | \$67               | 1,250              | SH     |              | DEFINED            |
|                                 |                |           | \$29,668           | 553,098            | SH     |              | DEFINED            |
|                                 |                | -         | \$123,671          | 2,305,581          |        |              |                    |
| CHICOS FAS INC                  | COM            | 168615102 | \$4,196            | 122,694            | SH     |              | DEFINED            |
|                                 |                |           | \$1,308            | 38,236             | SH     |              | DEFINED            |
|                                 |                |           | \$6,067            | 177,400            | SH     |              | DEFINED            |
|                                 |                | -         | \$11,571           | 338,330            |        |              |                    |
| CHILDRENS PL RETAIL<br>STORES I | COM            | 168905107 | \$1,657            | 69,299             | SH     |              | DEFINED            |
|                                 |                |           | \$83               | 3,455              | SH     |              | DEFINED            |
|                                 |                |           | \$2,547            | 106,545            | SH     |              | DEFINED            |
|                                 |                | -         | \$4,287            | 179,299            |        |              |                    |
| CHINA MOBILE HONG<br>KONG LTD   | SPONSORED ADR  | 16941M109 | \$71               | 4,650              | SH     |              | DEFINED            |
|                                 |                |           | \$109              | 7,148              | SH     |              | DEFINED            |
|                                 |                | -         | \$181              | 11,798             |        |              |                    |
| CHOICE HOTELS INTL<br>INC       | COM            | 169905106 | \$2,731            | 47,430             | SH     |              | DEFINED            |
|                                 |                | -         | \$2,731            | 47,430             |        |              |                    |
| CHIRON CORP                     | COM            | 170040109 | \$226              | 5,107              | SH     |              | DEFINED            |
|                                 |                |           | \$17               | 380                | SH     |              | DEFINED            |
|                                 |                |           | \$424              | 9,601              | SH     |              | DEFINED            |
|                                 |                | -         | \$667              | 15,088             |        |              |                    |
| CHOICEPOINT INC                 | COM            | 170388102 | \$230              | 5,400              | SH     |              | DEFINED            |
|                                 |                |           | \$576              | 13,516             | SH     |              | DEFINED            |
|                                 |                | -         |                    |                    |        |              |                    |

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\$807 18,916

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| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN |
|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|
| CHRONIMED INC              | COM            | 171164106 | \$371              | 61,538             | SH     |              | DEFINED            |
|                            |                |           | \$1,389            | 230,835            | SH     | DEFINED      |                    |
|                            |                |           | -                  | -                  | -      | -            |                    |
|                            |                |           | \$1,760            | 292,373            |        |              |                    |
| CHUBB CORP                 | COM            | 171232101 | \$1,340            | 19,071             | SH     |              | DEFINED            |
|                            |                |           | \$181              | 2,580              | SH     | DEFINED      |                    |
|                            |                |           | \$678              | 9,649              | SH     | DEFINED      |                    |
|                            |                |           | -                  | -                  | -      | -            |                    |
|                            |                |           | \$2,200            | 31,300             |        |              |                    |
| CIENA CORP                 | COM            | 171779101 | \$42               | 21,252             | SH     |              | DEFINED            |
|                            |                |           | \$1                | 540                | SH     | DEFINED      |                    |
|                            |                |           | \$55               | 27,989             | SH     | DEFINED      |                    |
|                            |                |           | -                  | -                  | -      | -            |                    |
|                            |                |           | \$99               | 49,781             |        |              |                    |
| CINCINNATI BELL INC<br>NEW | COM            | 171871106 | \$1,102            | 315,784            | SH     |              | DEFINED            |
|                            |                |           | \$83               | 23,836             | SH     | DEFINED      |                    |
|                            |                |           | -                  | -                  | -      | -            |                    |
|                            |                |           | \$1,185            | 339,620            |        |              |                    |
| CINCINNATI FINL CORP       | COM            | 172062101 | \$141,954          | 3,443,813          | SH     |              | DEFINED            |
|                            |                |           | \$5,238            | 127,073            | SH     | DEFINED      |                    |
|                            |                |           | \$9                | 210                | SH     | DEFINED      |                    |
|                            |                |           | \$1,220            | 29,598             | SH     | DEFINED      |                    |
|                            |                |           | -                  | -                  | -      | -            |                    |
|                            |                |           | \$148,421          | 3,600,694          |        |              |                    |
| CINERGY CORP               | COM            | 172474108 | \$8,086            | 204,201            | SH     |              | DEFINED            |
|                            |                |           | \$1,389            | 35,088             | SH     | DEFINED      |                    |
|                            |                |           | \$363              | 9,161              | SH     | DEFINED      |                    |
|                            |                |           | -                  | -                  | -      | -            |                    |
|                            |                |           | \$9,839            | 248,450            |        |              |                    |
| CIRCUIT CITY STORE<br>INC  | COM            | 172737108 | \$80               | 5,239              | SH     |              | DEFINED            |
|                            |                |           | \$35               | 2,300              | SH     | DEFINED      |                    |
|                            |                |           | \$156              | 10,173             | SH     | DEFINED      |                    |
|                            |                |           | -                  | -                  | -      | -            |                    |
|                            |                |           | \$272              | 17,712             |        |              |                    |

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|               |     |           |          |           |    |         |
|---------------|-----|-----------|----------|-----------|----|---------|
| CISCO SYS INC | COM | 17275R102 | \$79,832 | 4,410,579 | SH | DEFINED |
|               |     |           | \$20,745 | 1,146,133 | SH | DEFINED |
|               |     |           | \$152    | 8,400     | SH | DEFINED |

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|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|
|                                 |                |           | \$50,973           | 2,816,168          | SH     |              | DEFINED            |
|                                 |                |           | \$151,701          | 8,381,280          |        |              |                    |
| CINTAS CORP                     | COM            | 172908105 | \$169,803          | 4,039,092          | SH     |              | DEFINED            |
|                                 |                |           | \$4,219            | 100,350            | SH     |              | DEFINED            |
|                                 |                |           | \$30,099           | 715,956            | SH     |              | DEFINED            |
|                                 |                |           | \$204,121          | 4,855,398          |        |              |                    |
| CITIGROUP INC                   | COM            | 172967101 | \$73,221           | 1,659,595          | SH     |              | DEFINED            |
|                                 |                |           | \$22,662           | 513,646            | SH     |              | DEFINED            |
|                                 |                |           | \$155              | 3,513              | SH     |              | DEFINED            |
|                                 |                |           | \$16,905           | 383,168            | SH     |              | DEFINED            |
|                                 |                |           | \$112,944          | 2,559,922          |        |              |                    |
| CITIZENS BKG CORP<br>MICH       | COM            | 174420109 | \$274              | 8,411              | SH     |              | DEFINED            |
|                                 |                |           | \$274              | 8,411              |        |              |                    |
| CITIZENS<br>COMMUNICATIONS CO   | COM            | 17453B101 | \$383              | 28,616             | SH     |              | DEFINED            |
|                                 |                |           | \$95               | 7,080              | SH     |              | DEFINED            |
|                                 |                |           | \$194              | 14,461             | SH     |              | DEFINED            |
|                                 |                |           | \$672              | 50,157             |        |              |                    |
| CITRIX SYS INC                  | COM            | 177376100 | \$76               | 4,321              | SH     |              | DEFINED            |
|                                 |                |           | \$154              | 8,777              | SH     |              | DEFINED            |
|                                 |                |           | \$229              | 13,098             |        |              |                    |
| CLARCOR INC                     | COM            | 179895107 | \$980              | 20,566             | SH     |              | DEFINED            |
|                                 |                |           | \$980              | 20,566             |        |              |                    |
| CLEAR CHANNEL<br>COMMUNICATIONS | COM            | 184502102 | \$15,852           | 508,565            | SH     |              | DEFINED            |
|                                 |                |           | \$2,997            | 96,152             | SH     |              | DEFINED            |
|                                 |                |           | \$19               | 625                | SH     |              | DEFINED            |
|                                 |                |           | \$11,139           | 357,353            | SH     |              | DEFINED            |
|                                 |                |           | \$30,007           | 962,695            |        |              |                    |

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|               |     |           |         |        |    |         |
|---------------|-----|-----------|---------|--------|----|---------|
| CLOROX CO DEL | COM | 189054109 | \$800   | 15,018 | SH | DEFINED |
|               |     |           | \$1,246 | 23,382 | SH | DEFINED |
|               |     |           | \$574   | 10,775 | SH | DEFINED |
|               |     | -         | -----   | -----  |    |         |
|               |     |           | \$2,621 | 49,175 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP  
SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|
| -----                           | -----          | -----     | -----              | -----              | -----  | -----        | -----             |
| CLOSURE MED CORP                | COM            | 189093107 | \$527              | 37,022             | SH     |              | DEFINED           |
|                                 |                |           | \$32               | 2,246              | SH     |              | DEFINED           |
|                                 |                |           | \$394              | 27,678             | SH     |              | DEFINED           |
|                                 |                | -         | -----              | -----              |        |              |                   |
|                                 |                |           | \$953              | 66,946             |        |              |                   |
| COACH INC                       | COM            | 189754104 | \$975              | 22,993             | SH     |              | DEFINED           |
|                                 |                |           | \$1,042            | 24,564             | SH     |              | DEFINED           |
|                                 |                |           | \$475              | 11,200             | SH     |              | DEFINED           |
|                                 |                | -         | -----              | -----              |        |              |                   |
|                                 |                |           | \$2,492            | 58,757             |        |              |                   |
| COBRA ELECTRS CORP              | COM            | 191042100 | \$487              | 67,500             | SH     |              | DEFINED           |
|                                 |                |           | \$2,470            | 342,654            | SH     |              | DEFINED           |
|                                 |                | -         | -----              | -----              |        |              |                   |
|                                 |                |           | \$2,957            | 410,154            |        |              |                   |
| COCA COLA CO                    | COM            | 191216100 | \$31,762           | 793,053            | SH     |              | DEFINED           |
|                                 |                |           | \$11,680           | 291,645            | SH     |              | DEFINED           |
|                                 |                |           | \$5,535            | 138,213            | SH     |              | DEFINED           |
|                                 |                | -         | -----              | -----              |        |              |                   |
|                                 |                |           | \$48,978           | 1,222,911          |        |              |                   |
| COCA COLA<br>ENTERPRISES INC    | COM            | 191219104 | \$229              | 12,095             | SH     |              | DEFINED           |
|                                 |                |           | \$454              | 24,001             | SH     |              | DEFINED           |
|                                 |                | -         | -----              | -----              |        |              |                   |
|                                 |                |           | \$682              | 36,096             |        |              |                   |
| COGNEX CORP                     | COM            | 192422103 | \$1,179            | 45,000             | SH     |              | DEFINED           |
|                                 |                | -         | -----              | -----              |        |              |                   |
|                                 |                |           | \$1,179            | 45,000             |        |              |                   |
| COGNIZANT TECHNOLOGY<br>SOLUTIO | CL A           | 192446102 | \$14               | 462                | SH     |              | DEFINED           |
|                                 |                |           | \$839              | 27,500             | SH     |              | DEFINED           |
|                                 |                | -         | -----              | -----              |        |              |                   |
|                                 |                |           | \$853              | 27,962             |        |              |                   |
| COHEN & STEERS PREM             |                |           |                    |                    |        |              |                   |

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|                                 |     |           |       |        |    |         |
|---------------------------------|-----|-----------|-------|--------|----|---------|
| INC RLTY                        | COM | 19247V104 | \$196 | 10,350 | SH | DEFINED |
|                                 |     | -         | ----- | -----  |    |         |
|                                 |     |           | \$196 | 10,350 |    |         |
| COHEN & STEERS REIT<br>& UTIL I | COM | 19247Y108 | \$269 | 15,200 | SH | DEFINED |
|                                 |     |           | \$27  | 1,500  | SH | DEFINED |
|                                 |     | -         | ----- | -----  |    |         |
|                                 |     |           | \$296 | 16,700 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN |
|-------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|
| -----                         | -----          | -----     | -----              | -----              | -----  | -----        | -----             |
| COHERENT INC                  | COM            | 192479103 | \$9                | 350                | SH     |              | DEFINED           |
|                               |                |           | \$4,066            | 156,750            | SH     |              | DEFINED           |
|                               |                | -         | -----              | -----              |        |              |                   |
|                               |                |           | \$4,075            | 157,100            |        |              |                   |
| COLGATE PALMOLIVE CO          | COM            | 194162103 | \$9,517            | 210,650            | SH     |              | DEFINED           |
|                               |                |           | \$3,885            | 85,997             | SH     |              | DEFINED           |
|                               |                |           | \$1,226            | 27,145             | SH     |              | DEFINED           |
|                               |                | -         | -----              | -----              |        |              |                   |
|                               |                |           | \$14,629           | 323,792            |        |              |                   |
| COLONIAL PPTYS TR             | COM SH BEN INT | 195872106 | \$402              | 10,000             | SH     |              | DEFINED           |
|                               |                | -         | -----              | -----              |        |              |                   |
|                               |                |           | \$402              | 10,000             |        |              |                   |
| COMCAST CORP NEW              | CL A           | 20030N101 | \$2,662            | 94,265             | SH     |              | DEFINED           |
|                               |                |           | \$3,342            | 118,329            | SH     |              | DEFINED           |
|                               |                |           | \$13               | 450                | SH     |              | DEFINED           |
|                               |                |           | \$3,230            | 114,377            | SH     |              | DEFINED           |
|                               |                | -         | -----              | -----              |        |              |                   |
|                               |                |           | \$9,246            | 327,421            |        |              |                   |
| COMCAST CORP NEW              | CL A SPL       | 20030N200 | \$296              | 10,616             | SH     |              | DEFINED           |
|                               |                |           | \$507              | 18,149             | SH     |              | DEFINED           |
|                               |                | -         | -----              | -----              |        |              |                   |
|                               |                |           | \$803              | 28,765             |        |              |                   |
| COMERICA INC                  | COM            | 200340107 | \$697              | 11,737             | SH     |              | DEFINED           |
|                               |                |           | \$1,261            | 21,248             | SH     |              | DEFINED           |
|                               |                |           | \$524              | 8,837              | SH     |              | DEFINED           |
|                               |                | -         | -----              | -----              |        |              |                   |
|                               |                |           | \$2,482            | 41,822             |        |              |                   |
| COMMERCIAL CAP<br>BANCORP INC | COM            | 20162L105 | \$75               | 3,290              | SH     |              | DEFINED           |

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|               |     |           |         |         |    |         |
|---------------|-----|-----------|---------|---------|----|---------|
|               |     |           | \$97    | 4,283   | SH | DEFINED |
|               |     |           | \$2,950 | 130,000 | SH | DEFINED |
|               |     |           | -----   | -----   |    |         |
|               |     |           | \$3,122 | 137,573 |    |         |
| COMMSCOPE INC | COM | 203372107 | \$1,512 | 70,000  | SH | DEFINED |
|               |     |           | -----   | -----   |    |         |
|               |     |           | \$1,512 | 70,000  |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP  
SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN |
|--------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|
| -----                          | -----          | -----     | -----              | -----              | -----  | -----        | -----             |
| COMMUNITY CENTRAL<br>BANK CORP | COM            | 20363J107 | \$486              | 42,365             | SH     |              | DEFINED           |
|                                |                |           | -----              | -----              |        |              |                   |
|                                |                |           | \$486              | 42,365             |        |              |                   |
| COMPASS BANCSHARE S<br>INC     | COM            | 20449H109 | \$35,872           | 818,621            | SH     |              | DEFINED           |
|                                |                |           | \$3,574            | 81,556             | SH     |              | DEFINED           |
|                                |                |           | \$32               | 725                | SH     |              | DEFINED           |
|                                |                |           | -----              | -----              |        |              |                   |
|                                |                |           | \$39,478           | 900,902            |        |              |                   |
| COMPUDYNE CORP                 | COM PAR \$0.75 | 204795306 | \$230              | 29,000             | SH     |              | DEFINED           |
|                                |                |           | \$1,173            | 147,500            | SH     |              | DEFINED           |
|                                |                |           | -----              | -----              |        |              |                   |
|                                |                |           | \$1,403            | 176,500            |        |              |                   |
| COMPUTER ASSOC<br>INTL INC     | NOTE 5.000% 3  | 204912AR0 | \$232              | 2,000              | SH     |              | DEFINED           |
|                                |                |           | -----              | -----              |        |              |                   |
|                                |                |           | \$232              | 2,000              |        |              |                   |
| COMPUTER ASSOC<br>INTL INC     | COM            | 204912109 | \$420              | 15,962             | SH     |              | DEFINED           |
|                                |                |           | \$160              | 6,090              | SH     |              | DEFINED           |
|                                |                |           | \$784              | 29,828             | SH     |              | DEFINED           |
|                                |                |           | -----              | -----              |        |              |                   |
|                                |                |           | \$1,364            | 51,880             |        |              |                   |
| COMPUTER SCIENCES<br>CORP      | COM            | 205363104 | \$323              | 6,853              | SH     |              | DEFINED           |
|                                |                |           | \$121              | 2,573              | SH     |              | DEFINED           |
|                                |                |           | \$14               | 300                | SH     |              | DEFINED           |
|                                |                |           | \$698              | 14,828             | SH     |              | DEFINED           |
|                                |                |           | -----              | -----              |        |              |                   |
|                                |                |           | \$1,156            | 24,554             |        |              |                   |
| COMPUWARE CORP                 | COM            | 205638109 | \$52               | 10,130             | SH     |              | DEFINED           |
|                                |                |           | \$10               | 2,000              | SH     |              | DEFINED           |

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|                            |                |           |         |         |    |         |
|----------------------------|----------------|-----------|---------|---------|----|---------|
|                            |                |           | \$103   | 19,968  | SH | DEFINED |
|                            |                |           | -----   | -----   |    |         |
|                            |                |           | \$165   | 32,098  |    |         |
| COMSTOCK RES INC           | COM NEW        | 205768203 | \$189   | 9,038   | SH | DEFINED |
|                            |                |           | \$61    | 2,936   | SH | DEFINED |
|                            |                |           | \$7,613 | 363,917 | SH | DEFINED |
|                            |                |           | -----   | -----   |    |         |
|                            |                |           | \$7,864 | 375,891 |    |         |
| COMVERSE TECHNOLOGY<br>INC | COM PAR \$0.10 | 205862402 | \$191   | 10,152  | SH | DEFINED |
|                            |                |           | \$17    | 900     | SH | DEFINED |

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN |
|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|
| -----                      | -----          | -----     | -----              | -----              | -----  | -----        | -----             |
|                            |                |           | \$2,542            | 134,994            | SH     |              | DEFINED           |
|                            |                |           | -----              | -----              |        |              |                   |
|                            |                |           | \$2,750            | 146,046            |        |              |                   |
| CONAGRA FOODS INC          | COM            | 205887102 | \$43,193           | 1,680,005          | SH     |              | DEFINED           |
|                            |                |           | \$9,715            | 377,884            | SH     |              | DEFINED           |
|                            |                |           | \$46               | 1,800              | SH     |              | DEFINED           |
|                            |                |           | \$18,583           | 722,804            | SH     |              | DEFINED           |
|                            |                |           | -----              | -----              |        |              |                   |
|                            |                |           | \$71,538           | 2,782,493          |        |              |                   |
| CONCORD CAMERA CORP        | COM            | 206156101 | \$160              | 85,588             | SH     |              | DEFINED           |
|                            |                |           | \$577              | 310,379            | SH     |              | DEFINED           |
|                            |                |           | -----              | -----              |        |              |                   |
|                            |                |           | \$736              | 395,967            |        |              |                   |
| CONEXANT SYSTEMS INC       | COM            | 207142100 | \$11               | 7,028              | SH     |              | DEFINED           |
|                            |                |           | \$42               | 26,378             | SH     |              | DEFINED           |
|                            |                |           | -----              | -----              |        |              |                   |
|                            |                |           | \$53               | 33,406             |        |              |                   |
| CONOCOPHILLIPS             | COM            | 20825C104 | \$34,833           | 420,432            | SH     |              | DEFINED           |
|                            |                |           | \$17,756           | 214,316            | SH     |              | DEFINED           |
|                            |                |           | \$9                | 113                | SH     |              | DEFINED           |
|                            |                |           | \$30,968           | 373,784            | SH     |              | DEFINED           |
|                            |                |           | -----              | -----              |        |              |                   |
|                            |                |           | \$83,566           | 1,008,645          |        |              |                   |
| CONSOLIDATED EDISON<br>INC | COM            | 209115104 | \$478              | 11,367             | SH     |              | DEFINED           |
|                            |                |           | \$882              | 20,969             | SH     |              | DEFINED           |
|                            |                |           | \$516              | 12,285             | SH     |              | DEFINED           |
|                            |                |           | -----              | -----              |        |              |                   |
|                            |                |           | \$1,876            | 44,621             |        |              |                   |

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|                             |      |           |         |        |    |         |
|-----------------------------|------|-----------|---------|--------|----|---------|
| CONSTELLATION BRANDS<br>INC | CL A | 21036P108 | \$97    | 2,550  | SH | DEFINED |
|                             |      |           | \$103   | 2,700  | SH | DEFINED |
|                             |      |           | \$952   | 25,000 | SH | DEFINED |
|                             |      | -         | -----   | -----  |    |         |
|                             |      |           | \$1,151 | 30,250 |    |         |

|                                 |     |           |         |        |    |         |
|---------------------------------|-----|-----------|---------|--------|----|---------|
| CONSTELLATION ENERGY<br>GROUP I | COM | 210371100 | \$425   | 10,658 | SH | DEFINED |
|                                 |     |           | \$102   | 2,550  | SH | DEFINED |
|                                 |     |           | \$1,094 | 27,449 | SH | DEFINED |
|                                 |     | -         | -----   | -----  |    |         |
|                                 |     |           | \$1,620 | 40,657 |    |         |

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| NAME OF ISSUER           | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN |
|--------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|
| -----                    | -----          | -----     | -----              | -----              | -----  | -----        | -----              |
| CONVERGYS CORP           | COM            | 212485106 | \$5,908            | 439,883            | SH     |              | DEFINED            |
|                          |                |           | \$171              | 12,749             | SH     |              | DEFINED            |
|                          |                |           | \$100              | 7,418              | SH     |              | DEFINED            |
|                          |                | -         | -----              | -----              |        |              |                    |
|                          |                |           | \$6,178            | 460,050            |        |              |                    |
| COOPER COS INC           | COM NEW        | 216648402 | \$2,125            | 31,000             | SH     |              | DEFINED            |
|                          |                | -         | -----              | -----              |        |              |                    |
|                          |                |           | \$2,125            | 31,000             |        |              |                    |
| COOPER TIRE & RUBR<br>CO | COM            | 216831107 | \$1,099            | 54,508             | SH     |              | DEFINED            |
|                          |                |           | \$58               | 2,900              | SH     |              | DEFINED            |
|                          |                |           | \$74               | 3,663              | SH     |              | DEFINED            |
|                          |                | -         | -----              | -----              |        |              |                    |
|                          |                |           | \$1,232            | 61,071             |        |              |                    |
| COORS ADOLPH CO          | CL B           | 217016104 | \$65               | 959                | SH     |              | DEFINED            |
|                          |                |           | \$24               | 350                | SH     |              | DEFINED            |
|                          |                |           | \$365              | 5,374              | SH     |              | DEFINED            |
|                          |                | -         | -----              | -----              |        |              |                    |
|                          |                |           | \$454              | 6,683              |        |              |                    |
| CORN PRODS INTL INC      | COM            | 219023108 | \$166              | 3,607              | SH     |              | DEFINED            |
|                          |                |           | \$63               | 1,362              | SH     |              | DEFINED            |
|                          |                | -         | -----              | -----              |        |              |                    |
|                          |                |           | \$229              | 4,969              |        |              |                    |
| CORNING INC              | COM            | 219350105 | \$1,120            | 101,090            | SH     |              | DEFINED            |
|                          |                |           | \$172              | 15,499             | SH     |              | DEFINED            |
|                          |                |           | \$1,441            | 130,071            | SH     |              | DEFINED            |
|                          |                | -         | -----              | -----              |        |              |                    |
|                          |                |           | \$2,733            | 246,660            |        |              |                    |



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|                               |     |           |          |         |    |         |
|-------------------------------|-----|-----------|----------|---------|----|---------|
| CORPORATE EXECUTIVE<br>BRD CO | COM | 21988R102 | \$1,141  | 18,629  | SH | DEFINED |
|                               |     |           | \$2,163  | 35,319  | SH | DEFINED |
|                               |     |           | \$6,991  | 114,150 | SH | DEFINED |
|                               |     | -         | -----    | -----   |    |         |
|                               |     |           | \$10,294 | 168,098 |    |         |
| COSTCO WHSL CORP NEW          | COM | 22160K105 | \$1,418  | 34,171  | SH | DEFINED |
|                               |     |           | \$153    | 3,683   | SH | DEFINED |
|                               |     |           | \$972    | 23,418  | SH | DEFINED |
|                               |     | -         | -----    | -----   |    |         |
|                               |     |           | \$2,543  | 61,272  |    |         |
| COUNTRYWIDE<br>FINANCIAL CORP | COM | 222372104 | \$688    | 17,455  | SH | DEFINED |

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| NAME OF ISSUER                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | M |
|-------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|---|
|                               |                |           | \$412              | 10,458             | SH     |              | DEFINED            |   |
|                               |                |           | \$1,122            | 28,490             | SH     |              | DEFINED            |   |
|                               |                | -         | -----              | -----              |        |              |                    |   |
|                               |                |           | \$2,222            | 56,403             |        |              |                    |   |
| COVANCE INC                   | COM            | 222816100 | \$3,524            | 88,160             | SH     |              | DEFINED            |   |
|                               |                |           | \$399              | 9,988              | SH     |              | DEFINED            |   |
|                               |                |           | \$8,042            | 201,195            | SH     |              | DEFINED            |   |
|                               |                | -         | -----              | -----              |        |              |                    |   |
|                               |                |           | \$11,965           | 299,343            |        |              |                    |   |
| COVENANT TRANS INC            | CL A           | 22284P105 | \$657              | 34,000             | SH     |              | DEFINED            |   |
|                               |                |           | \$2,608            | 135,000            | SH     |              | DEFINED            |   |
|                               |                | -         | -----              | -----              |        |              |                    |   |
|                               |                |           | \$3,265            | 169,000            |        |              |                    |   |
| COX COMMUNICATIONS<br>INC NEW | CL A           | 224044107 | \$9,091            | 274,404            | SH     |              | DEFINED            |   |
|                               |                |           | \$349              | 10,548             | SH     |              | DEFINED            |   |
|                               |                |           | \$41               | 1,250              | SH     |              | DEFINED            |   |
|                               |                | -         | -----              | -----              |        |              |                    |   |
|                               |                |           | \$9,482            | 286,202            |        |              |                    |   |
| CRANE CO                      | COM            | 224399105 | \$46               | 1,588              | SH     |              | DEFINED            |   |
|                               |                |           | \$1,044            | 36,085             | SH     |              | DEFINED            |   |
|                               |                |           | \$88               | 3,037              | SH     |              | DEFINED            |   |
|                               |                | -         | -----              | -----              |        |              |                    |   |
|                               |                |           | \$1,177            | 40,710             |        |              |                    |   |

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|                   |         |           |          |         |    |         |
|-------------------|---------|-----------|----------|---------|----|---------|
| CRAWFORD & CO     | CL B    | 224633107 | \$369    | 55,000  | SH | DEFINED |
|                   |         |           | \$990    | 147,800 | SH | DEFINED |
|                   |         |           | -        | -----   |    |         |
|                   |         |           | \$1,359  | 202,800 |    |         |
| CREE INC          | COM     | 225447101 | \$3,677  | 120,558 | SH | DEFINED |
|                   |         |           | \$592    | 19,406  | SH | DEFINED |
|                   |         |           | \$8,475  | 277,875 | SH | DEFINED |
|                   |         |           | -        | -----   |    |         |
|                   |         |           | \$12,744 | 417,839 |    |         |
| CRITICAL PATH INC | COM NEW | 22674V506 | \$15     | 22,600  | SH | DEFINED |
|                   |         |           | -        | -----   |    |         |
|                   |         |           | \$15     | 22,600  |    |         |
| CROSS A T CO      | CLA     | 227478104 | \$319    | 57,500  | SH | DEFINED |
|                   |         |           | \$833    | 150,000 | SH | DEFINED |
|                   |         |           | -        | -----   |    |         |
|                   |         |           | \$1,152  | 207,500 |    |         |

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SEC # 28-539  
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| NAME OF ISSUER       | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN |
|----------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|
| CRYSTALLEX INTL CORP | COM            | 22942F101 | \$73               | 21,670             | SH     |              | DEFINED            |
|                      |                |           | -                  | -----              |        |              |                    |
|                      |                |           | \$73               | 21,670             |        |              |                    |
| CUMMINS INC          | COM            | 231021106 | \$83               | 1,117              | SH     |              | DEFINED            |
|                      |                |           | \$613              | 8,300              | SH     | DEFINED      |                    |
|                      |                |           | \$161              | 2,183              | SH     | DEFINED      |                    |
|                      |                |           | -                  | -----              |        |              |                    |
|                      |                |           | \$857              | 11,600             |        |              |                    |
| CUTTER & BUCK INC    | COM            | 232217109 | \$523              | 47,500             | SH     |              | DEFINED            |
|                      |                |           | \$2,099            | 190,801            | SH     | DEFINED      |                    |
|                      |                |           | -                  | -----              |        |              |                    |
|                      |                |           | \$2,621            | 238,301            |        |              |                    |
| CYTEC INDS INC       | COM            | 232820100 | \$121              | 2,478              | SH     |              | DEFINED            |
|                      |                |           | \$88               | 1,801              | SH     | DEFINED      |                    |
|                      |                |           | -                  | -----              |        |              |                    |
|                      |                |           | \$209              | 4,279              |        |              |                    |
| CYTYC CORP           | COM            | 232946103 | \$3,171            | 131,291            | SH     |              | DEFINED            |
|                      |                |           | \$371              | 15,359             | SH     | DEFINED      |                    |
|                      |                |           | \$7,549            | 312,600            | SH     | DEFINED      |                    |
|                      |                |           | -                  | -----              |        |              |                    |
|                      |                |           | \$11,091           | 459,250            |        |              |                    |
| DHB INDS INC         | COM            | 2.33E+107 | \$791              | 55,706             | SH     |              | DEFINED            |
|                      |                |           | \$2,769            | 195,000            | SH     | DEFINED      |                    |
|                      |                |           | -                  | -----              |        |              |                    |
|                      |                |           | \$3,560            | 250,706            |        |              |                    |

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|                      |     |           |         |        |    |         |
|----------------------|-----|-----------|---------|--------|----|---------|
| DNP SELECT INCOME FD | COM | 23325P104 | \$126   | 11,212 | SH | DEFINED |
|                      |     |           | \$333   | 29,619 | SH | DEFINED |
|                      |     |           | -----   | -----  |    |         |
|                      |     |           | \$459   | 40,831 |    |         |
| DPL INC              | COM | 233293109 | \$1,129 | 54,853 | SH | DEFINED |
|                      |     |           | \$169   | 8,222  | SH | DEFINED |
|                      |     |           | -----   | -----  |    |         |
|                      |     |           | \$1,298 | 63,075 |    |         |
| DRS TECHNOLOGIES INC | COM | 23330X100 | \$842   | 22,500 | SH | DEFINED |
|                      |     |           | -----   | -----  |    |         |
|                      |     |           | \$842   | 22,500 |    |         |

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| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN |
|---------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|
| -----                     | -----          | -----     | -----              | -----              | -----  | -----        | -----              |
| D R HORTON INC            | COM            | 23331A109 | \$1,422            | 42,951             | SH     |              | DEFINED            |
|                           |                |           | \$573              | 17,318             | SH     |              | DEFINED            |
|                           |                |           | \$8,390            | 253,400            | SH     |              | DEFINED            |
|                           |                |           | -----              | -----              |        |              |                    |
|                           |                |           | \$10,386           | 313,669            |        |              |                    |
| DTE ENERGY CO             | COM            | 233331107 | \$409              | 9,692              | SH     |              | DEFINED            |
|                           |                |           | \$1,053            | 24,949             | SH     |              | DEFINED            |
|                           |                |           | \$373              | 8,852              | SH     |              | DEFINED            |
|                           |                |           | -----              | -----              |        |              |                    |
|                           |                |           | \$1,835            | 43,493             |        |              |                    |
| DANA CORP                 | COM            | 235811106 | \$947              | 53,513             | SH     |              | DEFINED            |
|                           |                |           | \$265              | 15,000             | SH     |              | DEFINED            |
|                           |                |           | \$133              | 7,493              | SH     |              | DEFINED            |
|                           |                |           | -----              | -----              |        |              |                    |
|                           |                |           | \$1,345            | 76,006             |        |              |                    |
| DANAHER CORP DEL          | COM            | 235851102 | \$1,924            | 37,527             | SH     |              | DEFINED            |
|                           |                |           | \$1,841            | 35,910             | SH     |              | DEFINED            |
|                           |                |           | \$909              | 17,720             | SH     |              | DEFINED            |
|                           |                |           | -----              | -----              |        |              |                    |
|                           |                |           | \$4,675            | 91,157             |        |              |                    |
| DARDEN RESTAURANTS<br>INC | COM            | 237194105 | \$306              | 13,125             | SH     |              | DEFINED            |
|                           |                |           | \$14               | 580                | SH     |              | DEFINED            |
|                           |                |           | \$192              | 8,233              | SH     |              | DEFINED            |
|                           |                |           | -----              | -----              |        |              |                    |
|                           |                |           | \$512              | 21,938             |        |              |                    |
| DEAN FOODS CO NEW         | COM            | 242370104 | \$7                | 225                | SH     |              | DEFINED            |

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|               |     |           |         |         |    |         |
|---------------|-----|-----------|---------|---------|----|---------|
|               |     |           | \$213   | 7,109   | SH | DEFINED |
|               |     |           | \$84    | 2,800   | SH | DEFINED |
|               |     | -         | -----   | -----   |    |         |
|               |     |           | \$304   | 10,134  |    |         |
| DEB SHOPS INC | COM | 242728103 | \$610   | 24,998  | SH | DEFINED |
|               |     |           | \$2,635 | 108,000 | SH | DEFINED |
|               |     | -         | -----   | -----   |    |         |
|               |     |           | \$3,245 | 132,998 |    |         |
| DEERE & CO    | COM | 244199105 | \$1,349 | 20,902  | SH | DEFINED |
|               |     |           | \$593   | 9,187   | SH | DEFINED |
|               |     |           | \$7     | 101     | SH | DEFINED |
|               |     |           | \$1,228 | 19,019  | SH | DEFINED |
|               |     | -         | -----   | -----   |    |         |
|               |     |           | \$3,176 | 49,209  |    |         |

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| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN |
|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|
| -----                      | -----          | -----     | -----              | -----              | -----  | -----        | -----             |
| DEL MONTE FOODS CO         | COM            | 24522P103 | \$117              | 11,176             | SH     |              | DEFINED           |
|                            |                |           | \$58               | 5,515              | SH     |              | DEFINED           |
|                            |                | -         | -----              | -----              |        |              |                   |
|                            |                |           | \$175              | 16,691             |        |              |                   |
| DELL INC                   | COM            | 24702R101 | \$6,713            | 188,549            | SH     |              | DEFINED           |
|                            |                |           | \$3,097            | 87,005             | SH     |              | DEFINED           |
|                            |                |           | \$24               | 685                | SH     |              | DEFINED           |
|                            |                |           | \$5,057            | 142,056            | SH     |              | DEFINED           |
|                            |                | -         | -----              | -----              |        |              |                   |
|                            |                |           | \$14,891           | 418,295            |        |              |                   |
| DELPHI CORP                | COM            | 247126105 | \$208              | 22,370             | SH     |              | DEFINED           |
|                            |                |           | \$131              | 14,103             | SH     |              | DEFINED           |
|                            |                |           | \$265              | 28,540             | SH     |              | DEFINED           |
|                            |                | -         | -----              | -----              |        |              |                   |
|                            |                |           | \$604              | 65,013             |        |              |                   |
| DELPHI FINL GROUP<br>INC   | CL A           | 247131105 | \$1,852            | 46,116             | SH     |              | DEFINED           |
|                            |                | -         | -----              | -----              |        |              |                   |
|                            |                |           | \$1,852            | 46,116             |        |              |                   |
| DELTA AIR LINES INC<br>DEL | COM            | 247361108 | \$11               | 3,282              | SH     |              | DEFINED           |
|                            |                |           | \$3                | 1,000              | SH     |              | DEFINED           |
|                            |                |           | \$20               | 6,118              | SH     |              | DEFINED           |
|                            |                | -         | -----              | -----              |        |              |                   |
|                            |                |           | \$34               | 10,400             |        |              |                   |
| DENBURY RES INC            | COM NEW        | 247916208 | \$1,270            | 50,000             | SH     |              | DEFINED           |

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|                   |     |           |         |         |        |         |  |
|-------------------|-----|-----------|---------|---------|--------|---------|--|
|                   |     |           |         | \$1,270 | 50,000 |         |  |
| DELUXE CORP       | COM | 248019101 | \$53    | 1,283   | SH     | DEFINED |  |
|                   |     |           | \$1,819 | 44,341  | SH     | DEFINED |  |
|                   |     |           | \$104   | 2,540   | SH     | DEFINED |  |
|                   |     |           | \$1,976 | 48,164  |        |         |  |
| DENDRITE INTL INC | COM | 248239105 | \$68    | 4,231   | SH     | DEFINED |  |
|                   |     |           | \$90    | 5,559   | SH     | DEFINED |  |
|                   |     |           | \$1,932 | 119,867 | SH     | DEFINED |  |
|                   |     |           | \$2,090 | 129,657 |        |         |  |

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| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|
| DEVELOPERS<br>DIVERSIFIED RLTY | COM            | 251591103 | \$392              | 10,000             | SH         |              | DEFINED            |
|                                |                |           | \$80               | 2,034              | SH         |              | DEFINED            |
|                                |                |           | \$685              | 17,500             | SH         |              | DEFINED            |
|                                |                |           | \$1,156            | 29,534             |            |              |                    |
| DEVON ENERGY CORP<br>NEW       | COM            | 25179M103 | \$796              | 11,211             | SH         |              | DEFINED            |
|                                |                |           | \$155              | 2,187              | SH         |              | DEFINED            |
|                                |                |           | \$870              | 12,245             | SH         |              | DEFINED            |
|                                |                |           | \$1,821            | 25,643             |            |              |                    |
| DIAMONDS TR                    | UNIT SER 1     | 252787106 | \$931              | 9,230              | SH         |              | DEFINED            |
|                                |                |           | \$491              | 4,868              | SH         |              | DEFINED            |
|                                |                |           | \$1,422            | 14,098             |            |              |                    |
| DIEBOLD INC                    | COM            | 253651103 | \$14,462           | 309,696            | SH         |              | DEFINED            |
|                                |                |           | \$2,562            | 54,851             | SH         |              | DEFINED            |
|                                |                |           | \$4                | 75                 | SH         |              | DEFINED            |
|                                |                |           | \$4,813            | 103,062            | SH         |              | DEFINED            |
|                                |                |           | \$21,841           | 467,684            |            |              |                    |
| DIGENE CORP                    | COM            | 253752109 | \$741              | 28,560             | SH         |              | DEFINED            |
|                                |                |           | \$741              | 28,560             |            |              |                    |
| DIGIMARC CORP                  | COM            | 253807101 | \$136              | 15,000             | SH         |              | DEFINED            |
|                                |                |           | \$904              | 100,000            | SH         |              | DEFINED            |
|                                |                |           | \$1,040            | 115,000            |            |              |                    |

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|                   |               |           |         |        |    |         |
|-------------------|---------------|-----------|---------|--------|----|---------|
| DIRECT GEN CORP   | COM           | 25456W204 | \$1,193 | 41,237 | SH | DEFINED |
|                   |               |           | \$110   | 3,801  | SH | DEFINED |
|                   |               |           | \$1,206 | 41,700 | SH | DEFINED |
|                   |               | -         | -----   | -----  |    |         |
|                   |               |           | \$2,508 | 86,738 |    |         |
| DIRECTV GROUP INC | COM           | 25459L106 | \$25    | 1,446  | SH | DEFINED |
|                   |               |           | \$189   | 10,770 | SH | DEFINED |
|                   |               | -         | -----   | -----  |    |         |
|                   |               |           | \$215   | 12,216 |    |         |
| DISNEY WALT CO    | NOTE 2.125% 4 | 254687AU0 | \$308   | 3,000  | SH | DEFINED |
|                   |               | -         | -----   | -----  |    |         |
|                   |               |           | \$308   | 3,000  |    |         |

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|-------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|
| -----                         | -----          | -----     | -----              | -----              | -----      | -----        | -----              |
| DISNEY WALT CO                | COM DISNEY     | 254687106 | \$9,594            | 425,469            | SH         |              | DEFINED            |
|                               |                |           | \$3,081            | 136,642            | SH         |              | DEFINED            |
|                               |                |           | \$18               | 800                | SH         |              | DEFINED            |
|                               |                |           | \$6,528            | 289,508            | SH         |              | DEFINED            |
|                               |                | -         | -----              | -----              |            |              |                    |
|                               |                |           | \$19,222           | 852,419            |            |              |                    |
| DITECH<br>COMMUNICATIONS CORP | COM            | 25500M103 | \$13               | 575                | SH         |              | DEFINED            |
|                               |                |           | \$1,735            | 77,500             | SH         |              | DEFINED            |
|                               |                | -         | -----              | -----              |            |              |                    |
|                               |                |           | \$1,748            | 78,075             |            |              |                    |
| DOLLAR GEN CORP               | COM            | 256669102 | \$277              | 13,764             | SH         |              | DEFINED            |
|                               |                |           | \$165              | 8,200              | SH         |              | DEFINED            |
|                               |                |           | \$339              | 16,843             | SH         |              | DEFINED            |
|                               |                | -         | -----              | -----              |            |              |                    |
|                               |                |           | \$782              | 38,807             |            |              |                    |
| DOLLAR TREE STORES<br>INC     | COM            | 256747106 | \$1,085            | 40,243             | SH         |              | DEFINED            |
|                               |                |           | \$2,580            | 95,731             | SH         |              | DEFINED            |
|                               |                |           | \$5,367            | 199,150            | SH         |              | DEFINED            |
|                               |                | -         | -----              | -----              |            |              |                    |
|                               |                |           | \$9,032            | 335,124            |            |              |                    |
| DOMINION RES INC VA<br>NEW    | COM            | 25746U109 | \$3,509            | 53,778             | SH         |              | DEFINED            |
|                               |                |           | \$1,049            | 16,076             | SH         |              | DEFINED            |
|                               |                |           | \$2,065            | 31,645             | SH         |              | DEFINED            |
|                               |                | -         | -----              | -----              |            |              |                    |
|                               |                |           | \$6,623            | 101,499            |            |              |                    |

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|                            |     |           |         |        |    |         |
|----------------------------|-----|-----------|---------|--------|----|---------|
| DONNELLEY R R & SONS<br>CO | COM | 257867101 | \$1,137 | 36,304 | SH | DEFINED |
|                            |     |           | \$87    | 2,787  | SH | DEFINED |
|                            |     |           | \$345   | 11,030 | SH | DEFINED |
|                            |     | -         | -----   | -----  |    |         |
|                            |     |           | \$1,570 | 50,121 |    |         |
| DORAL FINL CORP            | COM | 25811P100 | \$293   | 7,055  | SH | DEFINED |
|                            |     |           | \$280   | 6,750  | SH | DEFINED |
|                            |     | -         | -----   | -----  |    |         |
|                            |     |           | \$572   | 13,805 |    |         |
| DOT HILL SYS CORP          | COM | 25848T109 | \$709   | 88,400 | SH | DEFINED |
|                            |     | -         | -----   | -----  |    |         |
|                            |     |           | \$709   | 88,400 |    |         |

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|
| -----                          | -----          | -----     | -----              | -----              | -----      | -----        | -----              |
| DOVER CORP                     | COM            | 260003108 | \$6,054            | 155,751            | SH         |              | DEFINED            |
|                                |                |           | \$2,138            | 55,011             | SH         |              | DEFINED            |
|                                |                |           | \$2                | 50                 | SH         |              | DEFINED            |
|                                |                |           | \$404              | 10,390             | SH         |              | DEFINED            |
|                                |                | -         | -----              | -----              |            |              |                    |
|                                |                |           | \$8,598            | 221,202            |            |              |                    |
| DOW CHEM CO                    | COM            | 260543103 | \$14,747           | 326,410            | SH         |              | DEFINED            |
|                                |                |           | \$8,277            | 183,206            | SH         |              | DEFINED            |
|                                |                |           | \$22,472           | 497,395            | SH         |              | DEFINED            |
|                                |                | -         | -----              | -----              |            |              |                    |
|                                |                |           | \$45,497           | 1,007,011          |            |              |                    |
| DOW JONES & CO INC             | COM            | 260561105 | \$167              | 4,115              | SH         |              | DEFINED            |
|                                |                |           | \$167              | 4,111              | SH         |              | DEFINED            |
|                                |                | -         | -----              | -----              |            |              |                    |
|                                |                |           | \$334              | 8,226              |            |              |                    |
| DREYFUS STRATEGIC<br>MUNS INC  | COM            | 261932107 | \$71               | 8,047              | SH         |              | DEFINED            |
|                                |                |           | \$24               | 2,742              | SH         |              | DEFINED            |
|                                |                | -         | -----              | -----              |            |              |                    |
|                                |                |           | \$96               | 10,789             |            |              |                    |
| DRIL-QUIP INC                  | COM            | 262037104 | \$630              | 28,248             | SH         |              | DEFINED            |
|                                |                |           | \$4,125            | 185,000            | SH         |              | DEFINED            |
|                                |                | -         | -----              | -----              |            |              |                    |
|                                |                |           | \$4,755            | 213,248            |            |              |                    |
| DU PONT E I DE<br>NEMOURS & CO | COM            | 263534109 | \$19,956           | 466,243            | SH         |              | DEFINED            |

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|                  |         |           |          |         |    |         |
|------------------|---------|-----------|----------|---------|----|---------|
|                  |         |           | \$7,629  | 178,244 | SH | DEFINED |
|                  |         |           | \$33     | 778     | SH | DEFINED |
|                  |         |           | \$2,184  | 51,028  | SH | DEFINED |
|                  |         | -         | -----    | -----   |    |         |
|                  |         |           | \$29,801 | 696,293 |    |         |
| DUKE ENERGY CORP | COM     | 264399106 | \$7,565  | 330,489 | SH | DEFINED |
|                  |         |           | \$2,294  | 100,230 | SH | DEFINED |
|                  |         |           | \$3,586  | 156,652 | SH | DEFINED |
|                  |         | -         | -----    | -----   |    |         |
|                  |         |           | \$13,445 | 587,371 |    |         |
| DUKE REALTY CORP | COM NEW | 264411505 | \$117    | 3,532   | SH | DEFINED |
|                  |         |           | \$302    | 9,110   | SH | DEFINED |
|                  |         |           | \$860    | 25,900  | SH | DEFINED |
|                  |         | -         | -----    | -----   |    |         |
|                  |         |           | \$1,280  | 38,542  |    |         |

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SEC # 28-539  
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| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DISCRETN |
|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|
| -----                           | -----          | -----     | -----              | -----              | -----      | -----        | -----               |
| DUN & BRADSTREET<br>CORP DEL NE | COM            | 2.65E+104 | \$44               | 750                | SH         |              | DEFINED             |
|                                 |                |           | \$165              | 2,810              | SH         |              | DEFINED             |
|                                 |                |           | \$340              | 5,800              | SH         |              | DEFINED             |
|                                 |                | -         | -----              | -----              |            |              |                     |
|                                 |                |           | \$549              | 9,360              |            |              |                     |
| DYNEGY INC NEW                  | CL A           | 26816Q101 | \$50               | 9,929              | SH         |              | DEFINED             |
|                                 |                |           | \$16               | 3,244              | SH         |              | DEFINED             |
|                                 |                |           | \$97               | 19,522             | SH         |              | DEFINED             |
|                                 |                | -         | -----              | -----              |            |              |                     |
|                                 |                |           | \$163              | 32,695             |            |              |                     |
| E M C CORP MASS                 | COM            | 268648102 | \$34,599           | 2,998,236          | SH         |              | DEFINED             |
|                                 |                |           | \$5,685            | 492,667            | SH         |              | DEFINED             |
|                                 |                |           | \$40               | 3,450              | SH         |              | DEFINED             |
|                                 |                |           | \$35,232           | 3,053,033          | SH         |              | DEFINED             |
|                                 |                | -         | -----              | -----              |            |              |                     |
|                                 |                |           | \$75,557           | 6,547,386          |            |              |                     |
| EOG RES INC                     | COM            | 26875P101 | \$200              | 3,033              | SH         |              | DEFINED             |
|                                 |                |           | \$12               | 182                | SH         |              | DEFINED             |
|                                 |                |           | \$389              | 5,908              | SH         |              | DEFINED             |
|                                 |                | -         | -----              | -----              |            |              |                     |
|                                 |                |           | \$601              | 9,123              |            |              |                     |
| E ON AG                         | SPONSORED ADR  | 268780103 | \$111              | 1,500              | SH         |              | DEFINED             |
|                                 |                |           | \$111              | 1,512              | SH         |              | DEFINED             |
|                                 |                | -         | -----              | -----              |            |              |                     |
|                                 |                |           | \$222              | 3,012              |            |              |                     |



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|                           |     |           |         |         |    |         |
|---------------------------|-----|-----------|---------|---------|----|---------|
| EPIX MEDICAL INC          | COM | 26881Q101 | \$24    | 1,266   | SH | DEFINED |
|                           |     |           | \$57    | 2,930   | SH | DEFINED |
|                           |     |           | \$1,624 | 84,095  | SH | DEFINED |
|                           |     |           | -----   | -----   |    |         |
|                           |     |           | \$1,705 | 88,291  |    |         |
| ESS TECHNOLOGY INC        | COM | 269151106 | \$137   | 20,000  | SH | DEFINED |
|                           |     |           | -----   | -----   |    |         |
|                           |     |           | \$137   | 20,000  |    |         |
| E TRADE FINANCIAL<br>CORP | COM | 269246104 | \$118   | 10,372  | SH | DEFINED |
|                           |     |           | \$27    | 2,350   | SH | DEFINED |
|                           |     |           | \$2,664 | 233,276 | SH | DEFINED |
|                           |     |           | -----   | -----   |    |         |
|                           |     |           |         |         |    | \$2,809 |

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| NAME OF ISSUER           | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN |
|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|
| EAST WEST BANCORP<br>INC | COM            | 27579R104 | \$906              | 26,984             | SH         |              | DEFINED            |
|                          |                |           | \$67               | 1,982              | SH         |              | DEFINED            |
|                          |                |           | \$2,947            | 87,734             | SH         |              | DEFINED            |
|                          |                |           | -----              | -----              |            |              |                    |
|                          |                |           | \$3,920            | 116,700            |            |              |                    |
| EASTMAN CHEM CO          | COM            | 277432100 | \$240              | 5,044              | SH         |              | DEFINED            |
|                          |                |           | \$110              | 2,314              | SH         |              | DEFINED            |
|                          |                |           | \$188              | 3,956              | SH         |              | DEFINED            |
|                          |                |           | -----              | -----              |            |              |                    |
|                          |                |           | \$538              | 11,314             |            |              |                    |
| EASTMAN KODAK CO         | COM            | 277461109 | \$371              | 11,527             | SH         |              | DEFINED            |
|                          |                |           | \$390              | 12,118             | SH         |              | DEFINED            |
|                          |                |           | \$469              | 14,568             | SH         |              | DEFINED            |
|                          |                |           | -----              | -----              |            |              |                    |
|                          |                |           | \$1,231            | 38,213             |            |              |                    |
| EATON CORP               | COM            | 278058102 | \$15,555           | 245,307            | SH         |              | DEFINED            |
|                          |                |           | \$2,958            | 46,646             | SH         |              | DEFINED            |
|                          |                |           | \$23,100           | 364,291            | SH         |              | DEFINED            |
|                          |                |           | -----              | -----              |            |              |                    |
|                          |                |           | \$41,612           | 656,244            |            |              |                    |
| EBAY INC                 | COM            | 278642103 | \$2,892            | 31,450             | SH         |              | DEFINED            |
|                          |                |           | \$339              | 3,691              | SH         |              | DEFINED            |
|                          |                |           | \$3,081            | 33,516             | SH         |              | DEFINED            |
|                          |                |           | -----              | -----              |            |              |                    |
|                          |                |           |                    |                    |            | \$6,312      | 68,657             |

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|               |     |           |          |           |    |         |
|---------------|-----|-----------|----------|-----------|----|---------|
| ECOLAB INC    | COM | 278865100 | \$26,436 | 840,838   | SH | DEFINED |
|               |     |           | \$10,875 | 345,903   | SH | DEFINED |
|               |     |           | \$20     | 645       | SH | DEFINED |
|               |     |           | \$413    | 13,142    | SH | DEFINED |
|               |     | -         | -----    |           |    |         |
|               |     |           | \$37,745 | 1,200,528 |    |         |
| EDELROCK CORP | COM | 279434104 | \$438    | 26,500    | SH | DEFINED |
|               |     |           | \$3,138  | 190,000   | SH | DEFINED |
|               |     |           | -        | -----     |    |         |
|               |     |           | \$3,577  | 216,500   |    |         |
| EDISON INTL   | COM | 281020107 | \$368    | 13,892    | SH | DEFINED |

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|---------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|
|                           |                |           | \$103              | 3,881              | SH         |              | DEFINED            |
|                           |                |           | \$440              | 16,613             | SH         |              | DEFINED            |
|                           |                | -         | -----              |                    |            |              |                    |
|                           |                |           | \$912              | 34,386             |            |              |                    |
| EDUCATION MGMT CORP       | COM            | 28139T101 | \$721              | 27,059             | SH         |              | DEFINED            |
|                           |                |           | \$229              | 8,599              | SH         |              | DEFINED            |
|                           |                |           | \$4,422            | 166,000            | SH         |              | DEFINED            |
|                           |                | -         | -----              |                    |            |              |                    |
|                           |                |           | \$5,372            | 201,658            |            |              |                    |
| EDWARDS AG INC            | COM            | 281760108 | \$1,300            | 37,542             | SH         |              | DEFINED            |
|                           |                |           | \$843              | 24,354             | SH         |              | DEFINED            |
|                           |                |           | \$4,125            | 119,150            | SH         |              | DEFINED            |
|                           |                | -         | -----              |                    |            |              |                    |
|                           |                |           | \$6,268            | 181,046            |            |              |                    |
| EFUNDS CORP               | COM            | 28224R101 | \$507              | 27,274             | SH         |              | DEFINED            |
|                           |                |           | -                  | -----              |            |              |                    |
|                           |                |           | \$507              | 27,274             |            |              |                    |
| 1838 BD-DEB TRADING<br>FD | COM            | 282520105 | \$6                | 300                | SH         |              | DEFINED            |
|                           |                |           | \$2,348            | 127,000            | SH         |              | DEFINED            |
|                           |                |           | -                  | -----              |            |              |                    |
|                           |                |           | \$2,354            | 127,300            |            |              |                    |
| EL PASO CORP              | COM            | 28336L109 | \$334              | 36,398             | SH         |              | DEFINED            |
|                           |                |           | \$45               | 4,850              | SH         |              | DEFINED            |
|                           |                |           | \$300              | 32,617             | SH         |              | DEFINED            |
|                           |                |           | -                  | -----              |            |              |                    |
|                           |                |           | \$679              | 73,865             |            |              |                    |

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|                           |     |           |         |         |    |         |
|---------------------------|-----|-----------|---------|---------|----|---------|
| ELAN PLC                  | ADR | 284131208 | \$166   | 7,100   | SH | DEFINED |
|                           |     |           | \$39    | 1,650   | SH | DEFINED |
|                           |     |           | \$205   | 8,750   |    |         |
| ELDORADO GOLD CORP<br>NEW | COM | 284902103 | \$716   | 219,700 | SH | DEFINED |
|                           |     |           | \$716   | 219,700 |    |         |
| ELECTRO RENT CORP         | COM | 285218103 | \$331   | 30,000  | SH | DEFINED |
|                           |     |           | \$1,269 | 115,000 | SH | DEFINED |
|                           |     |           | \$1,601 | 145,000 |    |         |

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|------------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| ELECTRONIC ARTS<br>INC             | COM            | 285512109 | \$402              | 8,737              | SH     |              | DEFINED            |             |
|                                    |                |           | \$17               | 380                | SH     |              | DEFINED            |             |
|                                    |                |           | \$707              | 15,379             | SH     |              | DEFINED            |             |
|                                    |                |           | \$1,127            | 24,496             |        |              |                    |             |
| ELECTRONIC DATA<br>SYS NEW         | COM            | 285661104 | \$298              | 15,392             | SH     |              | DEFINED            |             |
|                                    |                |           | \$60               | 3,120              | SH     |              | DEFINED            |             |
|                                    |                |           | \$479              | 24,685             | SH     |              | DEFINED            |             |
|                                    |                |           | \$838              | 43,197             |        |              |                    |             |
| ELLIS PERRY<br>INTL INC            | COM            | 288853104 | \$1,331            | 59,200             | SH     |              | DEFINED            |             |
|                                    |                |           | \$1,331            | 59,200             |        |              |                    |             |
| EMBARCADERO<br>TECHNOLOGIES<br>INC | COM            | 290787100 | \$46               | 5,436              | SH     |              | DEFINED            |             |
|                                    |                |           | \$62               | 7,277              | SH     |              | DEFINED            |             |
|                                    |                |           | \$1,913            | 226,083            | SH     |              | DEFINED            |             |
|                                    |                |           | \$2,020            | 238,796            |        |              |                    |             |
| EMERSON ELEC CO                    | COM            | 291011104 | \$64,796           | 1,046,952          | SH     |              | DEFINED            |             |

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|                            |                |           |           |           |    |         |
|----------------------------|----------------|-----------|-----------|-----------|----|---------|
|                            |                |           | \$18,438  | 297,919   | SH | DEFINED |
|                            |                |           | \$42      | 675       | SH | DEFINED |
|                            |                |           | \$21,216  | 342,796   | SH | DEFINED |
|                            |                |           | -----     | -----     |    |         |
|                            |                |           | \$104,492 | 1,688,342 |    |         |
| EMERSON RADIO CORP         | COM NEW        | 291087203 | \$370     | 140,000   | SH | DEFINED |
|                            |                |           | \$1,161   | 440,000   | SH | DEFINED |
|                            |                |           | -----     | -----     |    |         |
|                            |                |           | \$1,531   | 580,000   |    |         |
| ENCANA CORP                | COM            | 292505104 | \$176     | 3,800     | SH | DEFINED |
|                            |                |           | \$116     | 2,498     | SH | DEFINED |
|                            |                |           | -----     | -----     |    |         |
|                            |                |           | \$292     | 6,298     |    |         |
| ENERGY PARTNERS LTD        | COM            | 29270U105 | \$1,194   | 73,350    | SH | DEFINED |
|                            |                |           | -----     | -----     |    |         |
|                            |                |           | \$1,194   | 73,350    |    |         |
| ENERGY TRANSFER PRTNRS L P | UNIT LTD PARTN | 29273R109 | \$286     | 6,000     | SH | DEFINED |
|                            |                |           | -----     | -----     |    |         |
|                            |                |           | \$286     | 6,000     |    |         |

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|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| ENERPLUS RES FD            | UNIT TR G NEW  | 29274D604 | \$147              | 4,505              | SH     |              | DEFINED            |             |
|                            |                |           | \$113              | 3,490              | SH     |              | DEFINED            |             |
|                            |                |           | -----              | -----              |        |              |                    |             |
|                            |                |           | \$260              | 7,995              |        |              |                    |             |
| ENGELHARD CORP             | COM            | 292845104 | \$142              | 4,996              | SH     |              | DEFINED            |             |
|                            |                |           | \$179              | 6,304              | SH     |              | DEFINED            |             |
|                            |                |           | -----              | -----              |        |              |                    |             |
|                            |                |           | \$320              | 11,300             |        |              |                    |             |
| ENGINEERED SUPPORT SYS INC | COM            | 292866100 | \$2,170            | 47,546             | SH     |              | DEFINED            |             |
|                            |                |           | \$720              | 15,783             | SH     |              | DEFINED            |             |
|                            |                |           | \$7,808            | 171,076            | SH     |              | DEFINED            |             |
|                            |                |           | -----              | -----              |        |              |                    |             |
|                            |                |           | \$10,698           | 234,405            |        |              |                    |             |
| ENESCO GROUP INC           | COM            | 292973104 | \$377              | 55,000             | SH     |              | DEFINED            |             |
|                            |                |           | \$1,713            | 250,000            | SH     |              | DEFINED            |             |
|                            |                |           | -----              | -----              |        |              |                    |             |
|                            |                |           | \$2,089            | 305,000            |        |              |                    |             |

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|                         |         |           |         |         |       |         |
|-------------------------|---------|-----------|---------|---------|-------|---------|
| ENERGY CORP NEW         | COM     | 29364G103 | \$373   | 6,155   | SH    | DEFINED |
|                         |         |           | \$189   | 3,112   | SH    | DEFINED |
|                         |         |           | \$714   | 11,777  | SH    | DEFINED |
|                         |         |           | -       | -----   | ----- |         |
|                         |         |           | \$1,275 | 21,044  |       |         |
| EPICOR<br>SOFTWARE CORP | COM     | 29426L108 | \$58    | 4,845   | SH    | DEFINED |
|                         |         |           | \$94    | 7,809   | SH    | DEFINED |
|                         |         |           | \$2,659 | 221,000 | SH    | DEFINED |
|                         |         |           | -       | -----   | ----- |         |
|                         |         |           | \$2,811 | 233,654 |       |         |
| EQUIFAX INC             | COM     | 294429105 | \$523   | 19,836  | SH    | DEFINED |
|                         |         |           | \$938   | 35,600  | SH    | DEFINED |
|                         |         |           | \$183   | 6,936   | SH    | DEFINED |
|                         |         |           | -       | -----   | ----- |         |
|                         |         |           | \$1,644 | 62,372  |       |         |
| EQUINIX INC             | COM NEW | 29444U502 | \$462   | 15,000  | SH    | DEFINED |
|                         |         |           | -       | -----   | ----- |         |
|                         |         |           | \$462   | 15,000  |       |         |
| EQUITABLE RES INC       | COM     | 294549100 | \$402   | 7,400   | SH    | DEFINED |
|                         |         |           | \$49    | 900     | SH    | DEFINED |
|                         |         |           | -       | -----   | ----- |         |
|                         |         |           | \$451   | 8,300   |       |         |

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|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| EQUITY OFFICE<br>PROPERTIES TRU | COM            | 294741103 | \$3,114            | 114,263            | SH     |              | DEFINED            |             |
|                                 |                |           | \$3,571            | 131,034            | SH     |              | DEFINED            |             |
|                                 |                |           | \$2,109            | 77,380             | SH     |              | DEFINED            |             |
|                                 |                |           | -                  | -----              | -----  |              |                    |             |
|                                 |                |           | \$8,793            | 322,677            |        |              |                    |             |
| EQUITY RESIDENTIAL              | SH BEN INT     | 29476L107 | \$361              | 11,641             | SH     |              | DEFINED            |             |
|                                 |                |           | \$330              | 10,648             | SH     |              | DEFINED            |             |
|                                 |                |           | \$1,262            | 40,710             | SH     |              | DEFINED            |             |
|                                 |                |           | -                  | -----              | -----  |              |                    |             |
|                                 |                |           | \$1,953            | 62,999             |        |              |                    |             |
| EQUUS II INC                    | COM            | 294766100 | \$1,221            | 149,091            | SH     |              | DEFINED            |             |
|                                 |                |           | -                  | -----              | -----  |              |                    |             |
|                                 |                |           | \$1,221            | 149,091            |        |              |                    |             |
| ERESEARCHTECHNOLOGY<br>INC      | COM            | 29481V108 | \$962              | 72,166             | SH     |              | DEFINED            |             |
|                                 |                |           | -                  | -----              | -----  |              |                    |             |

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|                                   |     |           |           |           |    |         |
|-----------------------------------|-----|-----------|-----------|-----------|----|---------|
|                                   |     |           | \$962     | 72,166    |    |         |
| EURONET WORLDWIDE<br>INC          | COM | 298736109 | \$468     | 25,000    | SH | DEFINED |
|                                   |     | -         | -----     | -----     |    |         |
|                                   |     |           | \$468     | 25,000    |    |         |
| EXELON CORP                       | COM | 30161N101 | \$784     | 21,356    | SH | DEFINED |
|                                   |     |           | \$2,268   | 61,823    | SH | DEFINED |
|                                   |     |           | \$1,236   | 33,698    | SH | DEFINED |
|                                   |     | -         | -----     | -----     |    |         |
|                                   |     |           | \$4,288   | 116,877   |    |         |
| EXPRESS SCRIPTS INC               | COM | 302182100 | \$133     | 2,035     | SH | DEFINED |
|                                   |     |           | \$259     | 3,965     | SH | DEFINED |
|                                   |     | -         | -----     | -----     |    |         |
|                                   |     |           | \$392     | 6,000     |    |         |
| EYETECH<br>PHARMACEUTICALS<br>INC | COM | 302297106 | \$2,767   | 81,400    | SH | DEFINED |
|                                   |     | -         | -----     | -----     |    |         |
|                                   |     |           | \$2,767   | 81,400    |    |         |
| EXXON MOBIL CORP                  | COM | 30231G102 | \$239,835 | 4,962,456 | SH | DEFINED |
|                                   |     |           | \$68,026  | 1,407,528 | SH | DEFINED |
|                                   |     |           | \$106     | 2,185     | SH | DEFINED |
|                                   |     |           | \$36,205  | 749,130   | SH | DEFINED |
|                                   |     | -         | -----     | -----     |    |         |
|                                   |     |           | \$344,173 | 7,121,299 |    |         |

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|----------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| FLIR SYS INC   | COM            | 302445101 | \$59               | 1,000              | SH     |              | DEFINED            |             |
|                |                |           | \$1,890            | 32,300             | SH     |              | DEFINED            |             |
|                |                | -         | -----              | -----              |        |              |                    |             |
|                |                |           | \$1,948            | 33,300             |        |              |                    |             |
| FPL GROUP INC  | COM            | 302571104 | \$25,485           | 373,037            | SH     |              | DEFINED            |             |
|                |                |           | \$14,763           | 216,082            | SH     |              | DEFINED            |             |
|                |                |           | \$9                | 125                | SH     |              | DEFINED            |             |
|                |                |           | \$13,864           | 202,923            | SH     |              | DEFINED            |             |
|                |                | -         | -----              | -----              |        |              |                    |             |
|                |                |           | \$54,121           | 792,167            |        |              |                    |             |
| FSI INTL INC   | COM            | 302633102 | \$836              | 200,000            | SH     |              | DEFINED            |             |
|                |                | -         | -----              | -----              |        |              |                    |             |
|                |                |           | \$836              | 200,000            |        |              |                    |             |

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|                             |                |           |          |         |    |         |
|-----------------------------|----------------|-----------|----------|---------|----|---------|
| STORES INC                  | COM            | 307000109 | \$134    | 4,957   | SH | DEFINED |
|                             |                |           | \$237    | 8,740   | SH | DEFINED |
|                             |                |           | -----    | -----   |    |         |
|                             |                |           | \$371    | 13,697  |    |         |
| FASTENAL CO                 | COM            | 311900104 | \$1,337  | 23,210  | SH | DEFINED |
|                             |                |           | \$646    | 11,213  | SH | DEFINED |
|                             |                |           | \$5,242  | 91,000  | SH | DEFINED |
|                             |                |           | -----    | -----   |    |         |
|                             |                |           | \$7,224  | 125,423 |    |         |
| FEDERAL HOME<br>LN MTG CORP | COM            | 313400301 | \$13,715 | 210,230 | SH | DEFINED |
|                             |                |           | \$724    | 11,091  | SH | DEFINED |
|                             |                |           | \$2,290  | 35,108  | SH | DEFINED |
|                             |                |           | -----    | -----   |    |         |
|                             |                |           | \$16,729 | 256,429 |    |         |
| FEDERAL NATL<br>MTG ASSN    | COM            | 313586109 | \$12,934 | 204,004 | SH | DEFINED |
|                             |                |           | \$2,266  | 35,740  | SH | DEFINED |
|                             |                |           | \$13     | 200     | SH | DEFINED |
|                             |                |           | \$3,133  | 49,424  | SH | DEFINED |
|                             |                |           | -----    | -----   |    |         |
|                             |                |           | \$18,346 | 289,368 |    |         |
| FEDERAL REALTY<br>INVT TR   | SH BEN INT NEW | 313747206 | \$110    | 2,500   | SH | DEFINED |
|                             |                |           | \$110    | 2,492   | SH | DEFINED |
|                             |                |           | -----    | -----   |    |         |
|                             |                |           | \$220    | 4,992   |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| FEDERATED DEPT<br>STORES INC DE | COM            | 31410H101 | \$418              | 9,197              | SH     |              | DEFINED            |             |
|                                 |                |           | \$117              | 2,585              | SH     |              | DEFINED            |             |
|                                 |                |           | \$1,521            | 33,483             | SH     |              | DEFINED            |             |
|                                 |                |           | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$2,056            | 45,265             |        |              |                    |             |
| FEDERATED INVS<br>INC PA        | CL B           | 314211103 | \$79               | 2,795              | SH     |              | DEFINED            |             |
|                                 |                |           | \$159              | 5,590              | SH     |              | DEFINED            |             |
|                                 |                |           | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$238              | 8,385              |        |              |                    |             |
| FEDEX CORP                      | COM            | 31428X106 | \$7,087            | 82,706             | SH     |              | DEFINED            |             |
|                                 |                |           | \$3,553            | 41,463             | SH     |              | DEFINED            |             |
|                                 |                |           | \$4,757            | 55,517             | SH     |              | DEFINED            |             |

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|                           |     |           |   |             |            |    |         |
|---------------------------|-----|-----------|---|-------------|------------|----|---------|
|                           |     |           | - | -----       | -----      |    |         |
|                           |     |           |   | \$15,397    | 179,686    |    |         |
| F5 NETWORKS INC           | COM | 315616102 |   | \$1,575     | 51,698     | SH | DEFINED |
|                           |     |           |   | \$91        | 2,998      | SH | DEFINED |
|                           |     |           |   | \$2,741     | 90,000     | SH | DEFINED |
|                           |     |           | - | -----       | -----      |    |         |
|                           |     |           |   | \$4,407     | 144,696    |    |         |
| FIDELITY NATL<br>FINL INC | COM | 316326107 |   | \$1,234     | 32,382     | SH | DEFINED |
|                           |     |           |   | \$639       | 16,776     | SH | DEFINED |
|                           |     |           |   | \$7,372     | 193,500    | SH | DEFINED |
|                           |     |           | - | -----       | -----      |    |         |
|                           |     |           |   | \$9,245     | 242,658    |    |         |
| FIFTH THIRD<br>BANCORP    | COM | 316773100 |   | \$835,534   | 16,975,487 | SH | DEFINED |
|                           |     |           |   | \$228,008   | 4,632,432  | SH | DEFINED |
|                           |     |           |   | \$1,414     | 28,724     | SH | DEFINED |
|                           |     |           | - | -----       | -----      |    |         |
|                           |     |           |   | \$1,064,956 | 21,636,643 |    |         |
| FINISAR                   | COM | 31787A101 |   | \$1         | 500        | SH | DEFINED |
|                           |     |           |   | \$260       | 200,000    | SH | DEFINED |
|                           |     |           | - | -----       | -----      |    |         |
|                           |     |           |   | \$261       | 200,500    |    |         |
| FIRST AMERN<br>CORP CALIF | COM | 318522307 |   | \$23        | 750        | SH | DEFINED |
|                           |     |           |   | \$1,521     | 49,321     | SH | DEFINED |
|                           |     |           | - | -----       | -----      |    |         |
|                           |     |           |   | \$1,544     | 50,071     |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER              | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|-----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                       | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| FIRST BANCORP P R           | COM            | 318672102 | \$1,449            | 30,000             | SH     |              | DEFINED           |             |
|                             |                |           | -----              | -----              |        |              |                   |             |
|                             |                |           | \$1,449            | 30,000             |        |              |                   |             |
| FIRST CASH FINL<br>SVCS INC | COM            | 31942D107 | \$1,391            | 69,439             | SH     |              | DEFINED           |             |
|                             |                |           | \$99               | 4,951              | SH     |              | DEFINED           |             |
|                             |                |           | \$2,253            | 112,500            | SH     |              | DEFINED           |             |
|                             |                |           | -                  | -----              | -----  |              |                   |             |
|                             |                |           | \$3,743            | 186,890            |        |              |                   |             |
| FIRST DATA CORP             | COM            | 319963104 | \$6,874            | 158,034            | SH     |              | DEFINED           |             |
|                             |                |           | \$2,131            | 48,994             | SH     |              | DEFINED           |             |
|                             |                |           | \$11               | 250                | SH     |              | DEFINED           |             |



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|                                 |     |           |   |          |           |    |         |
|---------------------------------|-----|-----------|---|----------|-----------|----|---------|
|                                 |     |           |   | \$1,936  | 44,496    | SH | DEFINED |
|                                 |     |           | - | -----    | -----     |    |         |
|                                 |     |           |   | \$10,952 | 251,774   |    |         |
| FIRST FINL<br>BANCORP OH        | COM | 320209109 |   | \$280    | 16,420    | SH | DEFINED |
|                                 |     |           |   | \$252    | 14,768    | SH | DEFINED |
|                                 |     |           | - | -----    | -----     |    |         |
|                                 |     |           |   | \$533    | 31,188    |    |         |
| FIRST HORIZON<br>NATL CORP      | COM | 320517105 |   | \$42,978 | 991,189   | SH | DEFINED |
|                                 |     |           |   | \$4,433  | 102,245   | SH | DEFINED |
|                                 |     |           |   | \$30     | 690       | SH | DEFINED |
|                                 |     |           |   | \$951    | 21,937    | SH | DEFINED |
|                                 |     |           | - | -----    | -----     |    |         |
|                                 |     |           |   | \$48,392 | 1,116,061 |    |         |
| FIRST INDUSTRIAL<br>REALTY TRUS | COM | 32054K103 |   | \$229    | 6,200     | SH | DEFINED |
|                                 |     |           |   | \$37     | 1,000     | SH | DEFINED |
|                                 |     |           | - | -----    | -----     |    |         |
|                                 |     |           |   | \$266    | 7,200     |    |         |
| FIRST IND CORP                  | COM | 32054R108 |   | \$1,414  | 70,365    | SH | DEFINED |
|                                 |     |           | - | -----    | -----     |    |         |
|                                 |     |           |   | \$1,414  | 70,365    |    |         |
| FIRST MIDWEST<br>BANCORP DEL    | COM | 320867104 |   | \$779    | 22,553    | SH | DEFINED |
|                                 |     |           | - | -----    | -----     |    |         |
|                                 |     |           |   | \$779    | 22,553    |    |         |
| FIRST HEALTH<br>GROUP CORP      | COM | 320960107 |   | \$16     | 1,000     | SH | DEFINED |
|                                 |     |           |   | \$3,540  | 220,000   | SH | DEFINED |
|                                 |     |           | - | -----    | -----     |    |         |
|                                 |     |           |   | \$3,556  | 221,000   |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|-------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----                   | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----       |
| FISERV INC              | COM            | 337738108 | \$17,293           | 496,057            | SH     |              | DEFINED            |             |
|                         |                |           | \$4,400            | 126,223            | SH     |              | DEFINED            |             |
|                         |                |           | \$40               | 1,150              | SH     |              | DEFINED            |             |
|                         |                |           | \$10,114           | 290,140            | SH     |              | DEFINED            |             |
|                         |                |           | -                  | -----              | -----  |              |                    |             |
|                         |                |           | \$31,847           | 913,570            |        |              |                    |             |
| FLAGSTAR<br>BANCORP INC | COM            | 337930101 | \$168              | 7,910              | SH     |              | DEFINED            |             |

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|                               |         |           |          |         |    |         |
|-------------------------------|---------|-----------|----------|---------|----|---------|
|                               |         |           | \$2,788  | 131,000 | SH | DEFINED |
|                               |         |           | -----    | -----   |    |         |
|                               |         |           | \$2,956  | 138,910 |    |         |
| FIRSTENERGY CORP              | COM     | 337932107 | \$486    | 11,841  | SH | DEFINED |
|                               |         |           | \$563    | 13,701  | SH | DEFINED |
|                               |         |           | \$901    | 21,923  | SH | DEFINED |
|                               |         |           | -----    | -----   |    |         |
|                               |         |           | \$1,950  | 47,465  |    |         |
| FISHER SCIENTIFIC<br>INTL INC | COM NEW | 338032204 | \$7,122  | 122,105 | SH | DEFINED |
|                               |         |           | \$4,315  | 73,975  | SH | DEFINED |
|                               |         |           | \$9,040  | 154,973 | SH | DEFINED |
|                               |         |           | -----    | -----   |    |         |
|                               |         |           | \$20,477 | 351,053 |    |         |
| FLORIDA<br>EAST COAST INDS    | COM     | 340632108 | \$390    | 10,375  | SH | DEFINED |
|                               |         |           | \$3,980  | 106,000 | SH | DEFINED |
|                               |         |           | -----    | -----   |    |         |
|                               |         |           | \$4,370  | 116,375 |    |         |
| FLUOR CORP NEW                | COM     | 343412102 | \$101    | 2,262   | SH | DEFINED |
|                               |         |           | \$56     | 1,250   | SH | DEFINED |
|                               |         |           | \$187    | 4,205   | SH | DEFINED |
|                               |         |           | -----    | -----   |    |         |
|                               |         |           | \$344    | 7,717   |    |         |
| FLOW INTL CORP                | COM     | 343468104 | \$480    | 150,000 | SH | DEFINED |
|                               |         |           | -----    | -----   |    |         |
|                               |         |           | \$480    | 150,000 |    |         |
| FOOT LOCKER INC               | COM     | 344849104 | \$17     | 700     | SH | DEFINED |
|                               |         |           | \$9      | 400     | SH | DEFINED |
|                               |         |           | \$1,896  | 80,000  | SH | DEFINED |
|                               |         |           | -----    | -----   |    |         |
|                               |         |           | \$1,922  | 81,100  |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER           | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|--------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----                    | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----       |
| FORD MTR CO DEL          | COM PAR \$0.01 | 345370860 | \$1,082            | 77,017             | SH     |              | DEFINED            |             |
|                          |                |           | \$2,022            | 143,913            | SH     |              | DEFINED            |             |
|                          |                |           | \$1,743            | 124,030            | SH     |              | DEFINED            |             |
|                          |                |           | -----              | -----              |        |              |                    |             |
|                          |                |           | \$4,847            | 344,960            |        |              |                    |             |
| FORD MTR CO<br>CAP TR II | PFD TR CV6.5%  | 345395206 | \$435              | 8,315              | SH     |              | DEFINED            |             |
|                          |                |           | \$523              | 10,000             | SH     |              | DEFINED            |             |

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|                    |     |           |         |         |        |         |  |
|--------------------|-----|-----------|---------|---------|--------|---------|--|
|                    |     |           |         | \$958   | 18,315 |         |  |
| FOREST LABS INC    | COM | 345838106 | \$3,157 | 70,216  | SH     | DEFINED |  |
|                    |     |           | \$2,114 | 47,011  | SH     | DEFINED |  |
|                    |     |           | \$938   | 20,857  | SH     | DEFINED |  |
|                    |     |           |         |         |        |         |  |
|                    |     |           | \$6,208 | 138,084 |        |         |  |
| FORTUNE BRANDS INC | COM | 349631101 | \$1,912 | 25,811  | SH     | DEFINED |  |
|                    |     |           | \$1,742 | 23,516  | SH     | DEFINED |  |
|                    |     |           | \$550   | 7,430   | SH     | DEFINED |  |
|                    |     |           |         |         |        |         |  |
|                    |     |           | \$4,205 | 56,757  |        |         |  |
| FORWARD AIR CORP   | COM | 349853101 | \$104   | 2,591   | SH     | DEFINED |  |
|                    |     |           | \$135   | 3,379   | SH     | DEFINED |  |
|                    |     |           | \$2,001 | 50,000  | SH     | DEFINED |  |
|                    |     |           |         |         |        |         |  |
|                    |     |           | \$2,240 | 55,970  |        |         |  |
| FOSSIL INC         | COM | 349882100 | \$2,052 | 66,323  | SH     | DEFINED |  |
|                    |     |           | \$62    | 2,000   | SH     | DEFINED |  |
|                    |     |           | \$1,467 | 47,425  | SH     | DEFINED |  |
|                    |     |           |         |         |        |         |  |
|                    |     |           | \$3,581 | 115,748 |        |         |  |
| FRANKLIN ELEC INC  | COM | 353514102 | \$1,381 | 34,886  | SH     | DEFINED |  |
|                    |     |           |         |         |        |         |  |
|                    |     |           | \$1,381 | 34,886  |        |         |  |
| FRANKLIN RES INC   | COM | 354613101 | \$452   | 8,100   | SH     | DEFINED |  |
|                    |     |           | \$19    | 341     | SH     | DEFINED |  |
|                    |     |           | \$712   | 12,768  | SH     | DEFINED |  |
|                    |     |           |         |         |        |         |  |
|                    |     |           | \$1,183 | 21,209  |        |         |  |

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SEC # 28-539  
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| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| FREEPORT-MCMORAN<br>COPPER & GO | CL B           | 35671D857 | \$264              | 6,514              | SH     |              | DEFINED            |             |
|                                 |                |           | \$65               | 1,615              | SH     |              | DEFINED            |             |
|                                 |                |           | \$367              | 9,069              | SH     |              | DEFINED            |             |
|                                 |                |           |                    |                    |        |              |                    |             |
|                                 |                |           | \$697              | 17,198             |        |              |                    |             |
| FROZEN FOOD<br>EXPRESS INDS INC | COM            | 359360104 | \$665              | 87,500             | SH     |              | DEFINED            |             |
|                                 |                |           | \$2,489            | 328,000            | SH     |              | DEFINED            |             |

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|                              |               |           | \$3,154  | 415,500   |    |         |  |
|------------------------------|---------------|-----------|----------|-----------|----|---------|--|
| FURNITURE BRANDS<br>INTL INC | COM           | 360921100 | \$12     | 475       | SH | DEFINED |  |
|                              |               |           | \$14     | 575       | SH | DEFINED |  |
|                              |               |           | \$3,386  | 135,000   | SH | DEFINED |  |
|                              |               |           | -----    | -----     |    |         |  |
|                              |               |           | \$3,412  | 136,050   |    |         |  |
| GATX CORP                    | COM           | 361448103 | \$518    | 19,416    | SH | DEFINED |  |
|                              |               |           | \$38     | 1,414     | SH | DEFINED |  |
|                              |               |           | -----    | -----     |    |         |  |
|                              |               |           | \$555    | 20,830    |    |         |  |
| GSI LUMONICS INC             | COM           | 36229U102 | \$1,618  | 155,000   | SH | DEFINED |  |
|                              |               |           | -----    | -----     |    |         |  |
|                              |               |           | \$1,618  | 155,000   |    |         |  |
| GABELLI EQUITY<br>TR INC     | COM           | 362397101 | \$154    | 18,485    | SH | DEFINED |  |
|                              |               |           | \$146    | 17,474    | SH | DEFINED |  |
|                              |               |           | -----    | -----     |    |         |  |
|                              |               |           | \$300    | 35,959    |    |         |  |
| GALLAGHER<br>ARTHUR J & CO   | COM           | 363576109 | \$50,122 | 1,512,912 | SH | DEFINED |  |
|                              |               |           | \$10,406 | 314,087   | SH | DEFINED |  |
|                              |               |           | \$9      | 260       | SH | DEFINED |  |
|                              |               |           | \$2,957  | 89,250    | SH | DEFINED |  |
|                              |               |           | -----    | -----     |    |         |  |
|                              |               |           | \$63,494 | 1,916,509 |    |         |  |
| GALLAHER GROUP PLC           | SPONSORED ADR | 363595109 | \$309    | 6,648     | SH | DEFINED |  |
|                              |               |           | \$75     | 1,623     | SH | DEFINED |  |
|                              |               |           | -----    | -----     |    |         |  |
|                              |               |           | \$384    | 8,271     |    |         |  |
| GANNETT INC                  | COM           | 364730101 | \$15,397 | 183,817   | SH | DEFINED |  |
|                              |               |           | \$6,628  | 79,136    | SH | DEFINED |  |
|                              |               |           | \$20,752 | 247,753   | SH | DEFINED |  |
|                              |               |           | -----    | -----     |    |         |  |
|                              |               |           | \$42,777 | 510,706   |    |         |  |

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|----------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----          | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| GAP INC DEL    | NOTE 5.750% 3  | 364760AJ7 | \$244              | 2,000              | SH     |              | DEFINED           |             |
|                |                |           | -----              | -----              |        |              |                   |             |
|                |                |           | \$244              | 2,000              |        |              |                   |             |
| GAP INC DEL    | COM            | 364760108 | \$455              | 24,402             | SH     |              | DEFINED           |             |

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|                               |         |           |           |            |    |         |
|-------------------------------|---------|-----------|-----------|------------|----|---------|
|                               |         |           | \$151     | 8,112      | SH | DEFINED |
|                               |         |           | \$1,617   | 86,681     | SH | DEFINED |
|                               |         | -         | -----     | -----      |    |         |
|                               |         |           | \$2,223   | 119,195    |    |         |
| GATEWAY INC                   | COM     | 367626108 | \$49      | 9,868      | SH | DEFINED |
|                               |         |           | \$96      | 19,458     | SH | DEFINED |
|                               |         | -         | -----     | -----      |    |         |
|                               |         |           | \$145     | 29,326     |    |         |
| GEN-PROBE INC NEW             | COM     | 36866T103 | \$1,288   | 32,300     | SH | DEFINED |
|                               |         | -         | -----     | -----      |    |         |
|                               |         |           | \$1,288   | 32,300     |    |         |
| GENENTECH INC                 | COM NEW | 368710406 | \$332     | 6,340      | SH | DEFINED |
|                               |         |           | \$237     | 4,522      | SH | DEFINED |
|                               |         |           | \$16      | 300        | SH | DEFINED |
|                               |         | -         | -----     | -----      |    |         |
|                               |         |           | \$585     | 11,162     |    |         |
| GENERAL CABLE<br>CORP DEL NEW | COM     | 369300108 | \$23      | 2,172      | SH | DEFINED |
|                               |         |           | \$56      | 5,274      | SH | DEFINED |
|                               |         |           | \$2,554   | 240,000    | SH | DEFINED |
|                               |         | -         | -----     | -----      |    |         |
|                               |         |           | \$2,633   | 247,446    |    |         |
| GENERAL DYNAMICS<br>CORP      | COM     | 369550108 | \$13,081  | 128,017    | SH | DEFINED |
|                               |         |           | \$10,643  | 104,239    | SH | DEFINED |
|                               |         |           | \$10      | 100        | SH | DEFINED |
|                               |         |           | \$28,662  | 280,726    | SH | DEFINED |
|                               |         | -         | -----     | -----      |    |         |
|                               |         |           | \$52,386  | 513,082    |    |         |
| GENERAL ELEC CO               | COM     | 369604103 | \$294,465 | 8,769,067  | SH | DEFINED |
|                               |         |           | \$89,179  | 2,655,709  | SH | DEFINED |
|                               |         |           | \$148     | 4,410      | SH | DEFINED |
|                               |         |           | \$70,647  | 2,103,854  | SH | DEFINED |
|                               |         | -         | -----     | -----      |    |         |
|                               |         |           | \$454,440 | 13,533,040 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|-----------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| GENERAL MLS INC | COM            | 370334104 | \$1,721            | 38,322             | SH     |              | DEFINED            |             |
|                 |                |           | \$961              | 21,399             | SH     |              | DEFINED            |             |
|                 |                |           | \$865              | 19,262             | SH     |              | DEFINED            |             |
|                 |                | -         | -----              | -----              |        |              |                    |             |
|                 |                |           | \$3,546            | 78,983             |        |              |                    |             |

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|                   |              |           |          |         |       |         |
|-------------------|--------------|-----------|----------|---------|-------|---------|
| GENERAL MTRS CORP | COM          | 370442105 | \$3,578  | 84,228  | SH    | DEFINED |
|                   |              |           | \$2,961  | 69,698  | SH    | DEFINED |
|                   |              |           | \$1,224  | 28,822  | SH    | DEFINED |
|                   |              |           | -        | -----   | ----- |         |
|                   |              |           | \$7,763  | 182,748 |       |         |
| GENESCO INC       | COM          | 371532102 | \$824    | 35,000  | SH    | DEFINED |
|                   |              |           | -        | -----   | ----- |         |
|                   |              |           | \$824    | 35,000  |       |         |
| GENTEX CORP       | COM          | 371901109 | \$1,289  | 36,692  | SH    | DEFINED |
|                   |              |           | \$1,208  | 34,391  | SH    | DEFINED |
|                   |              |           | \$5,048  | 143,700 | SH    | DEFINED |
|                   |              |           | -        | -----   | ----- |         |
|                   |              |           | \$7,545  | 214,783 |       |         |
| GENUINE PARTS CO  | COM          | 372460105 | \$16,542 | 431,004 | SH    | DEFINED |
|                   |              |           | \$5,321  | 138,642 | SH    | DEFINED |
|                   |              |           | \$9,974  | 259,867 | SH    | DEFINED |
|                   |              |           | -        | -----   | ----- |         |
|                   |              |           | \$31,837 | 829,513 |       |         |
| GENZYME CORP      | COM GENL DIV | 372917104 | \$5,239  | 96,283  | SH    | DEFINED |
|                   |              |           | \$433    | 7,962   | SH    | DEFINED |
|                   |              |           | \$11,834 | 217,496 | SH    | DEFINED |
|                   |              |           | -        | -----   | ----- |         |
|                   |              |           | \$17,506 | 321,741 |       |         |
| GEORGIA PAC CORP  | COM          | 373298108 | \$413    | 11,490  | SH    | DEFINED |
|                   |              |           | \$576    | 16,029  | SH    | DEFINED |
|                   |              |           | \$465    | 12,938  | SH    | DEFINED |
|                   |              |           | -        | -----   | ----- |         |
|                   |              |           | \$1,454  | 40,457  |       |         |
| GERON CORP        | COM          | 374163103 | \$8      | 1,400   | SH    | DEFINED |
|                   |              |           | \$215    | 35,872  | SH    | DEFINED |
|                   |              |           | -        | -----   | ----- |         |
|                   |              |           | \$223    | 37,272  |       |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER      | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|---------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| GILEAD SCIENCES INC | COM            | 375558103 | \$21,031           | 562,618            | SH     |              | DEFINED            |             |
|                     |                |           | \$5,257            | 140,632            | SH     |              | DEFINED            |             |
|                     |                |           | \$37,739           | 1,009,592          | SH     |              | DEFINED            |             |
|                     |                |           | -                  | -----              | -----  |              |                    |             |
|                     |                |           | \$64,026           | 1,712,842          |        |              |                    |             |
| GILLETTE CO         | COM            | 375766102 | \$15,967           | 382,534            | SH     |              | DEFINED            |             |
|                     |                |           | \$9,585            | 229,634            | SH     |              | DEFINED            |             |

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|                              |               |           |          |         |    |         |
|------------------------------|---------------|-----------|----------|---------|----|---------|
|                              |               |           | \$5      | 125     | SH | DEFINED |
|                              |               |           | \$2,587  | 61,978  | SH | DEFINED |
|                              |               | -         | -----    | -----   |    |         |
|                              |               |           | \$28,144 | 674,271 |    |         |
| GLAXOSMITHKLINE<br>PLC       | SPONSORED ADR | 37733W105 | \$1,303  | 29,799  | SH | DEFINED |
|                              |               |           | \$700    | 15,999  | SH | DEFINED |
|                              |               | -         | -----    | -----   |    |         |
|                              |               |           | \$2,003  | 45,798  |    |         |
| GLENBOROUGH RLTY<br>TR INC   | PFD CV SER A% | 37803P204 | \$1      | 50      | SH | DEFINED |
|                              |               |           | \$1,278  | 50,915  | SH | DEFINED |
|                              |               | -         | -----    | -----   |    |         |
|                              |               |           | \$1,280  | 50,965  |    |         |
| GLIMCHER RLTY TR             | SH BEN INT    | 379302102 | \$207    | 8,500   | SH | DEFINED |
|                              |               |           | \$36     | 1,500   | SH | DEFINED |
|                              |               | -         | -----    | -----   |    |         |
|                              |               |           | \$243    | 10,000  |    |         |
| GLOBAL INDS LTD              | COM           | 379336100 | \$3      | 450     | SH | DEFINED |
|                              |               |           | \$773    | 125,000 | SH | DEFINED |
|                              |               | -         | -----    | -----   |    |         |
|                              |               |           | \$775    | 125,450 |    |         |
| GLOBAL PMTS INC              | COM           | 37940X102 | \$2,202  | 41,123  | SH | DEFINED |
|                              |               | -         | -----    | -----   |    |         |
|                              |               |           | \$2,202  | 41,123  |    |         |
| GOLDEN STAR RES<br>LTD CDA   | COM           | 38119T104 | \$1,994  | 378,400 | SH | DEFINED |
|                              |               | -         | -----    | -----   |    |         |
|                              |               |           | \$1,994  | 378,400 |    |         |
| GOLDEN WEST<br>FINL CORP DEL | COM           | 381317106 | \$442    | 3,981   | SH | DEFINED |
|                              |               |           | \$508    | 4,575   | SH | DEFINED |
|                              |               |           | \$867    | 7,812   | SH | DEFINED |
|                              |               | -         | -----    | -----   |    |         |
|                              |               |           | \$1,816  | 16,368  |    |         |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| GOLDMAN SACHS<br>GROUP INC | COM            | 38141G104 | \$33,563           | 359,959            | SH     |              | DEFINED           |             |
|                            |                |           | \$5,029            | 53,937             | SH     |              | DEFINED           |             |

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|                               |     |           |   |          |         |    |         |
|-------------------------------|-----|-----------|---|----------|---------|----|---------|
|                               |     |           |   | \$38,939 | 417,617 | SH | DEFINED |
|                               |     |           | - | -----    | -----   |    |         |
|                               |     |           |   | \$77,530 | 831,513 |    |         |
| GOODRICH CORP                 | COM | 382388106 |   | \$229    | 7,301   | SH | DEFINED |
|                               |     |           | - | \$1,126  | 35,916  | SH | DEFINED |
|                               |     |           |   | -----    | -----   |    |         |
|                               |     |           |   | \$1,355  | 43,217  |    |         |
| GOODYEAR TIRE &<br>RUBR CO    | COM | 382550101 |   | \$406    | 37,792  | SH | DEFINED |
|                               |     |           |   | \$193    | 18,006  | SH | DEFINED |
|                               |     |           | - | \$1,842  | 171,467 | SH | DEFINED |
|                               |     |           |   | -----    | -----   |    |         |
|                               |     |           |   | \$2,441  | 227,265 |    |         |
| GOODYS FAMILY<br>CLOTHING INC | COM | 382588101 |   | \$313    | 37,200  | SH | DEFINED |
|                               |     |           | - | -----    | -----   |    |         |
|                               |     |           |   | \$313    | 37,200  |    |         |
| GRAINGER W W INC              | COM | 384802104 |   | \$354    | 6,145   | SH | DEFINED |
|                               |     |           |   | \$288    | 4,990   | SH | DEFINED |
|                               |     |           | - | \$268    | 4,654   | SH | DEFINED |
|                               |     |           |   | -----    | -----   |    |         |
|                               |     |           |   | \$910    | 15,789  |    |         |
| GREAT LAKES<br>CHEM CORP      | COM | 390568103 |   | \$39     | 1,533   | SH | DEFINED |
|                               |     |           |   | \$440    | 17,200  | SH | DEFINED |
|                               |     |           | - | \$67     | 2,601   | SH | DEFINED |
|                               |     |           |   | -----    | -----   |    |         |
|                               |     |           |   | \$546    | 21,334  |    |         |
| GREY WOLF INC                 | COM | 397888108 |   | \$734    | 150,000 | SH | DEFINED |
|                               |     |           | - | -----    | -----   |    |         |
|                               |     |           |   | \$734    | 150,000 |    |         |
| GUIDANT CORP                  | COM | 401698105 |   | \$11,965 | 181,179 | SH | DEFINED |
|                               |     |           |   | \$4,677  | 70,819  | SH | DEFINED |
|                               |     |           |   | \$3      | 50      | SH | DEFINED |
|                               |     |           | - | \$5,320  | 80,564  | SH | DEFINED |
|                               |     |           |   | -----    | -----   |    |         |
|                               |     |           |   | \$21,966 | 332,612 |    |         |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                           | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| GULFTERRA ENERGY<br>PARTNERS LP | COM            | 40274U108 | \$462              | 11,000             | SH     |              | DEFINED           |             |
|                                 |                |           | -                  | -----              | -----  |              |                   |             |



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|                                |              |           |          |         |    |         |
|--------------------------------|--------------|-----------|----------|---------|----|---------|
|                                |              |           | \$462    | 11,000  |    |         |
| HCA INC                        | COM          | 404119109 | \$3,840  | 100,660 | SH | DEFINED |
|                                |              |           | \$5,864  | 153,697 | SH | DEFINED |
|                                |              |           | \$8,112  | 212,622 | SH | DEFINED |
|                                |              | -         | -----    | -----   |    |         |
|                                |              |           | \$17,815 | 466,979 |    |         |
| HNI CORP                       | COM          | 404251100 | \$1,287  | 32,515  | SH | DEFINED |
|                                |              | -         | -----    | -----   |    |         |
|                                |              |           | \$1,287  | 32,515  |    |         |
| HSBC HLDGS PLC                 | SPON ADR NEW | 404280406 | \$2,570  | 32,200  | SH | DEFINED |
|                                |              |           | \$772    | 9,671   | SH | DEFINED |
|                                |              | -         | -----    | -----   |    |         |
|                                |              |           | \$3,341  | 41,871  |    |         |
| HAGGAR CORP                    | COM          | 405173105 | \$52     | 3,000   | SH | DEFINED |
|                                |              |           | \$2,401  | 140,000 | SH | DEFINED |
|                                |              | -         | -----    | -----   |    |         |
|                                |              |           | \$2,452  | 143,000 |    |         |
| HALLIBURTON CO                 | COM          | 406216101 | \$6,268  | 186,040 | SH | DEFINED |
|                                |              |           | \$3,916  | 116,224 | SH | DEFINED |
|                                |              |           | \$12,067 | 358,183 | SH | DEFINED |
|                                |              | -         | -----    | -----   |    |         |
|                                |              |           | \$22,250 | 660,447 |    |         |
| JOHN HANCOCK BK<br>&THRIFT OPP | SH BEN INT   | 409735107 | \$96     | 9,722   | SH | DEFINED |
|                                |              |           | \$1,966  | 200,000 | SH | DEFINED |
|                                |              | -         | -----    | -----   |    |         |
|                                |              |           | \$2,062  | 209,722 |    |         |
| HANCOCK JOHN<br>INCOME SECS TR | COM          | 410123103 | \$15     | 1,000   | SH | DEFINED |
|                                |              |           | \$164    | 10,714  | SH | DEFINED |
|                                |              | -         | -----    | -----   |    |         |
|                                |              |           | \$179    | 11,714  |    |         |
| HARDINGE INC                   | COM          | 412324303 | \$469    | 45,000  | SH | DEFINED |
|                                |              | -         | -----    | -----   |    |         |
|                                |              |           | \$469    | 45,000  |    |         |
| HARKEN ENERGY CORP             | COM NEW      | 412552309 | \$13     | 25,000  | SH | DEFINED |
|                                |              |           | \$122    | 240,000 | SH | DEFINED |
|                                |              | -         | -----    | -----   |    |         |
|                                |              |           | \$135    | 265,000 |    |         |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----          | -----          | ----- | -----              | -----              | -----  | -----        | -----              | -----       |

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|                                 |     |           |          |         |    |         |
|---------------------------------|-----|-----------|----------|---------|----|---------|
| HARLEY DAVIDSON INC             | COM | 412822108 | \$20,489 | 344,693 | SH | DEFINED |
|                                 |     |           | \$7,813  | 131,440 | SH | DEFINED |
|                                 |     |           | \$16,706 | 281,052 | SH | DEFINED |
|                                 |     |           | -        | -       | -  | -       |
|                                 |     |           | \$45,007 | 757,185 |    |         |
| HARMONIC INC                    | COM | 413160102 | \$70     | 10,572  | SH | DEFINED |
|                                 |     |           | \$81     | 12,157  | SH | DEFINED |
|                                 |     |           | \$2,240  | 336,872 | SH | DEFINED |
|                                 |     |           | -        | -       | -  | -       |
|                                 |     |           | \$2,391  | 359,601 |    |         |
| HARRAHS ENTMT INC               | COM | 413619107 | \$376    | 7,090   | SH | DEFINED |
|                                 |     |           | \$106    | 2,000   | SH | DEFINED |
|                                 |     |           | \$305    | 5,760   | SH | DEFINED |
|                                 |     |           | -        | -       | -  | -       |
|                                 |     |           | \$787    | 14,850  |    |         |
| HARRIS CORP DEL                 | COM | 413875105 | \$345    | 6,285   | SH | DEFINED |
|                                 |     |           | \$56     | 1,019   | SH | DEFINED |
|                                 |     |           | \$5,692  | 103,600 | SH | DEFINED |
|                                 |     |           | -        | -       | -  | -       |
|                                 |     |           | \$6,093  | 110,904 |    |         |
| HARSCO CORP                     | COM | 415864107 | \$395    | 8,790   | SH | DEFINED |
|                                 |     |           | -        | -       | -  | -       |
|                                 |     |           | \$395    | 8,790   |    |         |
| HARTFORD FINL<br>SVCS GROUP INC | COM | 416515104 | \$6,590  | 106,409 | SH | DEFINED |
|                                 |     |           | \$3,762  | 60,742  | SH | DEFINED |
|                                 |     |           | \$15,664 | 252,926 | SH | DEFINED |
|                                 |     |           | -        | -       | -  | -       |
|                                 |     |           | \$26,015 | 420,077 |    |         |
| HARTMARX CORP                   | COM | 417119104 | \$594    | 80,000  | SH | DEFINED |
|                                 |     |           | \$3,264  | 440,000 | SH | DEFINED |
|                                 |     |           | -        | -       | -  | -       |
|                                 |     |           | \$3,858  | 520,000 |    |         |
| HASBRO INC                      | COM | 418056107 | \$88     | 4,703   | SH | DEFINED |
|                                 |     |           | \$21     | 1,100   | SH | DEFINED |
|                                 |     |           | \$171    | 9,097   | SH | DEFINED |
|                                 |     |           | -        | -       | -  | -       |
|                                 |     |           | \$280    | 14,900  |    |         |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| HEALTH CARE    |                |       |                    |                    |        |              |                    |             |

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|                                 |      |           |          |           |       |         |
|---------------------------------|------|-----------|----------|-----------|-------|---------|
| PPTY INVS INC                   | COM  | 421915109 | \$1,475  | 56,721    | SH    | DEFINED |
|                                 |      |           | \$1,696  | 65,222    | SH    | DEFINED |
|                                 |      |           | \$1,034  | 39,750    | SH    | DEFINED |
|                                 |      |           | -        | -----     | ----- |         |
|                                 |      |           | \$4,204  | 161,693   |       |         |
| HEALTH MGMT ASSOC<br>INC NEW    | CL A | 421933102 | \$144    | 7,052     | SH    | DEFINED |
|                                 |      |           | \$74     | 3,613     | SH    | DEFINED |
|                                 |      |           | \$251    | 12,273    | SH    | DEFINED |
|                                 |      |           | -        | -----     | ----- |         |
|                                 |      |           | \$469    | 22,938    |       |         |
| HEADWATERS INC                  | COM  | 42210P102 | \$2,297  | 74,421    | SH    | DEFINED |
|                                 |      |           | \$104    | 3,354     | SH    | DEFINED |
|                                 |      |           | \$5,937  | 192,400   | SH    | DEFINED |
|                                 |      |           | -        | -----     | ----- |         |
|                                 |      |           | \$8,338  | 270,175   |       |         |
| HEALTH CARE<br>REIT INC         | COM  | 42217K106 | \$318    | 9,023     | SH    | DEFINED |
|                                 |      |           | \$18     | 500       | SH    | DEFINED |
|                                 |      |           | -        | -----     | ----- |         |
|                                 |      |           |          |           |       | \$335   |
| HEIDRICK &<br>STRUGGLES INTL IN | COM  | 422819102 | \$190    | 6,600     | SH    | DEFINED |
|                                 |      |           | \$2,882  | 100,000   | SH    | DEFINED |
|                                 |      |           | -        | -----     | ----- |         |
|                                 |      |           |          |           |       | \$3,072 |
| HEINZ H J CO                    | COM  | 423074103 | \$3,217  | 89,308    | SH    | DEFINED |
|                                 |      |           | \$795    | 22,060    | SH    | DEFINED |
|                                 |      |           | \$1,104  | 30,657    | SH    | DEFINED |
|                                 |      |           | -        | -----     | ----- |         |
|                                 |      |           | \$5,116  | 142,025   |       |         |
| HERSHEY FOODS CORP              | COM  | 427866108 | \$34,617 | 741,103   | SH    | DEFINED |
|                                 |      |           | \$9,399  | 201,221   | SH    | DEFINED |
|                                 |      |           | \$9      | 195       | SH    | DEFINED |
|                                 |      |           | \$617    | 13,206    | SH    | DEFINED |
|                                 |      |           | -        | -----     | ----- |         |
|                                 |      |           | \$44,642 | 955,725   |       |         |
| HEWLETT PACKARD CO              | COM  | 428236103 | \$16,578 | 884,165   | SH    | DEFINED |
|                                 |      |           | \$7,634  | 407,119   | SH    | DEFINED |
|                                 |      |           | \$27     | 1,450     | SH    | DEFINED |
|                                 |      |           | \$15,768 | 840,947   | SH    | DEFINED |
|                                 |      |           | -        | -----     | ----- |         |
|                                 |      |           | \$40,007 | 2,133,681 |       |         |

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SEC # 28-539  
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VALUE SHARES/ PUT/ INVSTMT OTH

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| NAME OF ISSUER                | TITLE OF CLASS | CUSIP     | (X\$1000) | PRN AMT   | SH/PRN | CALL | DSCRETN | MANA |
|-------------------------------|----------------|-----------|-----------|-----------|--------|------|---------|------|
| HIBBETT SPORTING<br>GOODS INC | COM            | 428565105 | \$996     | 48,625    | SH     |      | DEFINED |      |
|                               |                | -         | \$996     | 48,625    |        |      |         |      |
| HILB ROGAL &<br>HOBBS CO      | COM            | 431294107 | \$36      | 1,000     | SH     |      | DEFINED |      |
|                               |                | -         | \$2,898   | 80,000    | SH     |      | DEFINED |      |
|                               |                |           | \$2,934   | 81,000    |        |      |         |      |
| HILLENBRAND INDS<br>INC       | COM            | 431573104 | \$18,087  | 357,951   | SH     |      | DEFINED |      |
|                               |                | -         | \$187     | 3,709     | SH     |      | DEFINED |      |
|                               |                |           | \$2,527   | 50,000    | SH     |      | DEFINED |      |
|                               |                |           | \$20,801  | 411,660   |        |      |         |      |
| HILTON HOTELS CORP            | COM            | 432848109 | \$188     | 9,998     | SH     |      | DEFINED |      |
|                               |                | -         | \$6       | 303       | SH     |      | DEFINED |      |
|                               |                |           | \$365     | 19,394    | SH     |      | DEFINED |      |
|                               |                |           | \$559     | 29,695    |        |      |         |      |
| HOLOGIC INC                   | COM            | 436440101 | \$59      | 3,000     | SH     |      | DEFINED |      |
|                               |                | -         | \$3,901   | 202,500   | SH     |      | DEFINED |      |
|                               |                |           | \$3,960   | 205,500   |        |      |         |      |
| HOME DEPOT INC                | COM            | 437076102 | \$88,838  | 2,266,275 | SH     |      | DEFINED |      |
|                               |                | -         | \$23,276  | 593,786   | SH     |      | DEFINED |      |
|                               |                |           | \$113     | 2,875     | SH     |      | DEFINED |      |
|                               |                |           | \$55,540  | 1,416,833 | SH     |      | DEFINED |      |
|                               |                |           | \$167,767 | 4,279,769 |        |      |         |      |
| HONDA MOTOR LTD               | AMERN SHS      | 438128308 | \$13,381  | 549,302   | SH     |      | DEFINED |      |
|                               |                | -         | \$4,983   | 204,550   | SH     |      | DEFINED |      |
|                               |                |           | \$15,828  | 649,738   | SH     |      | DEFINED |      |
|                               |                |           | \$34,191  | 1,403,590 |        |      |         |      |
| HONEYWELL INTL INC            | COM            | 438516106 | \$16,839  | 469,598   | SH     |      | DEFINED |      |
|                               |                | -         | \$7,865   | 219,334   | SH     |      | DEFINED |      |
|                               |                |           | \$22      | 600       | SH     |      | DEFINED |      |
|                               |                |           | \$29,073  | 810,725   | SH     |      | DEFINED |      |
|                               |                |           | \$53,799  | 1,500,257 |        |      |         |      |

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SEC # 28-539  
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| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)            | SHARES/<br>PRN AMT           | SH/PRN         | PUT/<br>CALL | INVSTMT<br>DSCRETN            | OTH<br>MANA |
|---------------------------------|----------------|-----------|-------------------------------|------------------------------|----------------|--------------|-------------------------------|-------------|
| HORACE MANN<br>EDUCATORS CORP N | COM            | 440327104 | \$69<br>\$5,837               | 3,915<br>332,000             | SH<br>SH       |              | DEFINED<br>DEFINED            |             |
|                                 |                | -         | \$5,905                       | 335,915                      |                |              |                               |             |
| HORIZON OFFSHORE<br>INC         | COM            | 44043J105 | \$107<br>\$357                | 152,468<br>510,000           | SH<br>SH       |              | DEFINED<br>DEFINED            |             |
|                                 |                | -         | \$464                         | 662,468                      |                |              |                               |             |
| HOSPITALITY<br>PPTY S TR        | COM SH BEN INT | 44106M102 | \$331<br>\$210                | 7,800<br>4,950               | SH<br>SH       |              | DEFINED<br>DEFINED            |             |
|                                 |                | -         | \$542                         | 12,750                       |                |              |                               |             |
| HOSPIRA INC                     | COM            | 441060100 | \$1,778<br>\$667<br>\$246     | 58,089<br>21,792<br>8,036    | SH<br>SH<br>SH |              | DEFINED<br>DEFINED<br>DEFINED |             |
|                                 |                | -         | \$2,690                       | 87,917                       |                |              |                               |             |
| HUBBELL INC                     | CL A           | 443510102 | \$573<br>\$21                 | 13,616<br>500                | SH<br>SH       |              | DEFINED<br>DEFINED            |             |
|                                 |                | -         | \$594                         | 14,116                       |                |              |                               |             |
| HUBBELL INC                     | CL B           | 443510201 | \$1,829<br>\$38               | 40,799<br>837                | SH<br>SH       |              | DEFINED<br>DEFINED            |             |
|                                 |                | -         | \$1,867                       | 41,636                       |                |              |                               |             |
| HUFFY CORP                      | COM            | 444356109 | \$6                           | 35,000                       | SH             |              | DEFINED                       |             |
|                                 |                | -         | \$6                           | 35,000                       |                |              |                               |             |
| HUGHES SUPPLY INC               | COM            | 444482103 | \$3,025<br>\$1,820<br>\$7,845 | 100,588<br>60,524<br>260,900 | SH<br>SH<br>SH |              | DEFINED<br>DEFINED<br>DEFINED |             |
|                                 |                | -         | \$12,690                      | 422,012                      |                |              |                               |             |

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|----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|-------------|
|----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|-------------|

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|                              |            |           |          |         |    |         |
|------------------------------|------------|-----------|----------|---------|----|---------|
| HUMANA INC                   | COM        | 444859102 | \$783    | 39,202  | SH | DEFINED |
|                              |            |           | \$1,894  | 94,782  | SH | DEFINED |
|                              |            |           | \$7,652  | 382,980 | SH | DEFINED |
|                              |            | -         | -----    | -----   |    |         |
|                              |            |           | \$10,329 | 516,964 |    |         |
| HUNT J B TRANS<br>SVCS INC   | COM        | 445658107 | \$9      | 250     | SH | DEFINED |
|                              |            |           | \$2,108  | 56,750  | SH | DEFINED |
|                              |            | -         | -----    | -----   |    |         |
|                              |            |           | \$2,117  | 57,000  |    |         |
| HUNTINGTON<br>BANCSHARES INC | COM        | 446150104 | \$2,797  | 112,269 | SH | DEFINED |
|                              |            |           | \$5,538  | 222,306 | SH | DEFINED |
|                              |            |           | \$290    | 11,635  | SH | DEFINED |
|                              |            | -         | -----    | -----   |    |         |
|                              |            |           | \$8,624  | 346,210 |    |         |
| HYPERION<br>SOLUTIONS CORP   | COM        | 44914M104 | \$19     | 566     | SH | DEFINED |
|                              |            |           | \$49     | 1,432   | SH | DEFINED |
|                              |            |           | \$1,020  | 30,000  | SH | DEFINED |
|                              |            | -         | -----    | -----   |    |         |
|                              |            |           | \$1,088  | 31,998  |    |         |
| ICO INC NEW                  | COM        | 449293109 | \$511    | 175,000 | SH | DEFINED |
|                              |            | -         | -----    | -----   |    |         |
|                              |            |           | \$511    | 175,000 |    |         |
| IDX SYS CORP                 | COM        | 449491109 | \$649    | 20,000  | SH | DEFINED |
|                              |            | -         | -----    | -----   |    |         |
|                              |            |           | \$649    | 20,000  |    |         |
| ING PRIME RATE TR            | SH BEN INT | 44977W106 | \$1,274  | 160,400 | SH | DEFINED |
|                              |            | -         | -----    | -----   |    |         |
|                              |            |           | \$1,274  | 160,400 |    |         |
| IMS HEALTH INC               | COM        | 449934108 | \$375    | 15,675  | SH | DEFINED |
|                              |            |           | \$300    | 12,558  | SH | DEFINED |
|                              |            |           | \$1,290  | 53,909  | SH | DEFINED |
|                              |            | -         | -----    | -----   |    |         |
|                              |            |           | \$1,965  | 82,142  |    |         |
| ISTAR FINL INC               | COM        | 45031U101 | \$421    | 10,200  | SH | DEFINED |
|                              |            | -         | -----    | -----   |    |         |
|                              |            |           | \$421    | 10,200  |    |         |
| ITT INDS INC IND             | COM        | 450911102 | \$286    | 3,580   | SH | DEFINED |
|                              |            |           | \$1,096  | 13,700  | SH | DEFINED |
|                              |            |           | \$380    | 4,753   | SH | DEFINED |
|                              |            | -         | -----    | -----   |    |         |
|                              |            |           | \$1,762  | 22,033  |    |         |

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| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|--------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| IDEXX LABS INC                 | COM            | 45168D104 | \$30               | 585                | SH     |              | DEFINED           |             |
|                                |                |           | \$2,277            | 44,884             | SH     |              | DEFINED           |             |
|                                |                |           | -                  | -                  | -      | -            |                   |             |
|                                |                |           | \$2,307            | 45,469             |        |              |                   |             |
| ILLINOIS TOOL<br>WKS INC       | COM            | 452308109 | \$54,684           | 586,933            | SH     |              | DEFINED           |             |
|                                |                |           | \$16,943           | 181,850            | SH     |              | DEFINED           |             |
|                                |                |           | \$34               | 360                | SH     |              | DEFINED           |             |
|                                |                |           | \$22,995           | 246,802            | SH     |              | DEFINED           |             |
|                                |                |           | -                  | -                  | -      | -            |                   |             |
|                                |                |           | \$94,656           | 1,015,945          |        |              |                   |             |
| IMATION CORP                   | COM            | 45245A107 | \$214              | 6,022              | SH     |              | DEFINED           |             |
|                                |                |           | \$17               | 490                | SH     |              | DEFINED           |             |
|                                |                |           | -                  | -                  | -      | -            |                   |             |
|                                |                |           | \$232              | 6,512              |        |              |                   |             |
| IMPAX LABORATORIES<br>INC      | COM            | 45256B101 | \$1,382            | 90,000             | SH     |              | DEFINED           |             |
|                                |                |           | -                  | -                  | -      | -            |                   |             |
|                                |                |           | \$1,382            | 90,000             |        |              |                   |             |
| INDEPENDENT BANK<br>CORP MICH  | COM            | 453838104 | \$1,106            | 40,980             | SH     |              | DEFINED           |             |
|                                |                |           | -                  | -                  | -      | -            |                   |             |
|                                |                |           | \$1,106            | 40,980             |        |              |                   |             |
| INDUSTRIAS BACHOCO<br>S A DE C | SP ADR B&L SHS | 456463108 | \$5                | 425                | SH     |              | DEFINED           |             |
|                                |                |           | \$1,312            | 115,000            | SH     |              | DEFINED           |             |
|                                |                |           | -                  | -                  | -      | -            |                   |             |
|                                |                |           | \$1,317            | 115,425            |        |              |                   |             |
| INFOCUS CORP                   | COM            | 45665B106 | \$614              | 66,984             | SH     |              | DEFINED           |             |
|                                |                |           | \$2,472            | 270,000            | SH     |              | DEFINED           |             |
|                                |                |           | -                  | -                  | -      | -            |                   |             |
|                                |                |           | \$3,087            | 336,984            |        |              |                   |             |
| INFOSPACE INC                  | COM NEW        | 45678T201 | \$6                | 136                | SH     |              | DEFINED           |             |
|                                |                |           | \$1,659            | 35,000             | SH     |              | DEFINED           |             |
|                                |                |           | -                  | -                  | -      | -            |                   |             |
|                                |                |           | \$1,665            | 35,136             |        |              |                   |             |
| ING GROUP N V                  | SPONSORED ADR  | 456837103 | \$150              | 5,952              | SH     |              | DEFINED           |             |
|                                |                |           | \$108              | 4,285              | SH     |              | DEFINED           |             |
|                                |                |           | -                  | -                  | -      | -            |                   |             |
|                                |                |           | \$259              | 10,237             |        |              |                   |             |

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| NAME OF ISSUER                   | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|----------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| INKINE<br>PHARMACEUTICALS<br>INC | COM            | 457214104 | \$91               | 17,850             | SH     |              | DEFINED           |             |
|                                  |                | -         | -----<br>\$91      | -----<br>17,850    |        |              |                   |             |
| INPUT/OUTPUT INC                 | COM            | 457652105 | \$600              | 58,155             | SH     |              | DEFINED           |             |
|                                  |                | -         | \$3,505            | 340,000            | SH     |              | DEFINED           |             |
|                                  |                | -         | -----<br>\$4,105   | -----<br>398,155   |        |              |                   |             |
| INTEGRA BK CORP                  | COM            | 45814P105 | \$1,062            | 48,934             | SH     |              | DEFINED           |             |
|                                  |                | -         | -----<br>\$1,062   | -----<br>48,934    |        |              |                   |             |
| INTEL CORP                       | COM            | 458140100 | \$98,612           | 4,915,858          | SH     |              | DEFINED           |             |
|                                  |                | -         | \$23,450           | 1,169,001          | SH     |              | DEFINED           |             |
|                                  |                | -         | \$89               | 4,450              | SH     |              | DEFINED           |             |
|                                  |                | -         | \$54,671           | 2,725,386          | SH     |              | DEFINED           |             |
|                                  |                | -         | -----<br>\$176,823 | -----<br>8,814,695 |        |              |                   |             |
| INTERMAGNETICS<br>GEN CORP       | COM            | 458771102 | \$50               | 2,166              | SH     |              | DEFINED           |             |
|                                  |                | -         | \$55               | 2,370              | SH     |              | DEFINED           |             |
|                                  |                | -         | \$1,803            | 77,875             | SH     |              | DEFINED           |             |
|                                  |                | -         | -----<br>\$1,908   | -----<br>82,411    |        |              |                   |             |
| INTERNATIONAL<br>BUSINESS MACHS  | COM            | 459200101 | \$67,522           | 787,524            | SH     |              | DEFINED           |             |
|                                  |                | -         | \$31,724           | 369,997            | SH     |              | DEFINED           |             |
|                                  |                | -         | \$41               | 475                | SH     |              | DEFINED           |             |
|                                  |                | -         | \$45,806           | 534,245            | SH     |              | DEFINED           |             |
|                                  |                | -         | -----<br>\$145,093 | -----<br>1,692,241 |        |              |                   |             |
| INTERNATIONAL<br>FLAVORS&FRAGRA  | COM            | 459506101 | \$475              | 12,427             | SH     |              | DEFINED           |             |
|                                  |                | -         | \$53               | 1,400              | SH     |              | DEFINED           |             |
|                                  |                | -         | \$406              | 10,623             | SH     |              | DEFINED           |             |
|                                  |                | -         | -----<br>\$934     | -----<br>24,450    |        |              |                   |             |
| INTERNATIONAL<br>GAME TECHNOLOG  | DBCV 1         | 459902AL6 | \$395              | 5,000              | SH     |              | DEFINED           |             |
|                                  |                | -         | -----<br>\$395     | -----<br>5,000     |        |              |                   |             |

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|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| INTERNATIONAL GAME<br>TECHNOLOG | COM            | 459902102 | \$21,854           | 607,904            | SH     |              | DEFINED           |             |
|                                 |                |           | \$1,722            | 47,887             | SH     |              | DEFINED           |             |
|                                 |                |           | \$37,294           | 1,037,393          | SH     |              | DEFINED           |             |
|                                 |                |           | \$60,870           | 1,693,184          |        |              |                   |             |
| INTL PAPER CO                   | COM            | 460146103 | \$5,777            | 142,957            | SH     |              | DEFINED           |             |
|                                 |                |           | \$3,298            | 81,609             | SH     |              | DEFINED           |             |
|                                 |                |           | \$17,870           | 442,228            | SH     |              | DEFINED           |             |
|                                 |                |           | \$26,945           | 666,794            |        |              |                   |             |
| INTERNATIONAL<br>RECTIFIER CORP | COM            | 460254105 | \$2,265            | 66,039             | SH     |              | DEFINED           |             |
|                                 |                |           | \$330              | 9,619              | SH     |              | DEFINED           |             |
|                                 |                |           | \$6,095            | 177,700            | SH     |              | DEFINED           |             |
|                                 |                |           | \$8,690            | 253,358            |        |              |                   |             |
| INTERSIL CORP                   | CL A           | 46069S109 | \$2,033            | 127,645            | SH     |              | DEFINED           |             |
|                                 |                |           | \$240              | 15,092             | SH     |              | DEFINED           |             |
|                                 |                |           | \$5,255            | 329,900            | SH     |              | DEFINED           |             |
|                                 |                |           | \$7,529            | 472,637            |        |              |                   |             |
| INTERPUBLIC GROUP<br>COS INC    | COM            | 460690100 | \$1,548            | 146,200            | SH     |              | DEFINED           |             |
|                                 |                |           | \$81               | 7,608              | SH     |              | DEFINED           |             |
|                                 |                |           | \$968              | 91,416             | SH     |              | DEFINED           |             |
|                                 |                |           | \$2,597            | 245,224            |        |              |                   |             |
| INTUIT                          | COM            | 461202103 | \$387              | 8,520              | SH     |              | DEFINED           |             |
|                                 |                |           | \$962              | 21,194             | SH     |              | DEFINED           |             |
|                                 |                |           | \$444              | 9,773              | SH     |              | DEFINED           |             |
|                                 |                |           | \$1,793            | 39,487             |        |              |                   |             |
| INVACARE CORP                   | COM            | 461203101 | \$2,383            | 51,795             | SH     |              | DEFINED           |             |
|                                 |                |           | \$269              | 5,855              | SH     |              | DEFINED           |             |
|                                 |                |           | \$5,423            | 117,900            | SH     |              | DEFINED           |             |
|                                 |                |           | \$8,075            | 175,550            |        |              |                   |             |
| INVERESK RESH<br>GROUP INC      | COM            | 461238107 | \$3,102            | 84,101             | SH     |              | DEFINED           |             |
|                                 |                |           | \$581              | 15,751             | SH     |              | DEFINED           |             |
|                                 |                |           | \$9,489            | 257,232            | SH     |              | DEFINED           |             |
|                                 |                |           | \$13,173           | 357,084            |        |              |                   |             |

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|-----------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| INVITROGEN CORP | COM            | 46185R100 | \$19               | 340                | SH     |              | DEFINED           |             |
|                 |                |           | \$148              | 2,700              | SH     |              | DEFINED           |             |
|                 |                |           | \$825              | 15,000             | SH     |              | DEFINED           |             |
|                 |                |           | -                  | -                  | -      | -            | -                 | -           |
|                 |                |           | \$992              | 18,040             |        |              |                   |             |
| IOMEGA CORP     | COM NEW        | 462030305 | \$144              | 31,000             | SH     |              | DEFINED           |             |
|                 |                |           | -                  | -                  | -      | -            | -                 | -           |
|                 |                |           | \$144              | 31,000             |        |              |                   |             |
| IONICS INC      | COM            | 462218108 | \$15               | 550                | SH     |              | DEFINED           |             |
|                 |                |           | \$3,240            | 120,000            | SH     |              | DEFINED           |             |
|                 |                |           | -                  | -                  | -      | -            | -                 | -           |
|                 |                |           | \$3,255            | 120,550            |        |              |                   |             |
| ISHARES INC     | MSCI GERMAN    | 464286806 | \$189              | 12,000             | SH     |              | DEFINED           |             |
|                 |                |           | -                  | -                  | -      | -            | -                 | -           |
|                 |                |           | \$189              | 12,000             |        |              |                   |             |
| ISHARES TR      | DJ SEL DIV INX | 464287168 | \$453              | 7,898              | SH     |              | DEFINED           |             |
|                 |                |           | \$27,784           | 484,035            | SH     |              | DEFINED           |             |
|                 |                |           | \$16               | 277                | SH     |              | DEFINED           |             |
|                 |                |           | -                  | -                  | -      | -            | -                 | -           |
|                 |                |           | \$28,253           | 492,210            |        |              |                   |             |
| ISHARES TR      | US TIPS BD FD  | 464287176 | \$927              | 8,893              | SH     |              | DEFINED           |             |
|                 |                |           | \$5,042            | 48,395             | SH     |              | DEFINED           |             |
|                 |                |           | -                  | -                  | -      | -            | -                 | -           |
|                 |                |           | \$5,969            | 57,288             |        |              |                   |             |
| ISHARES TR      | S&P 500 INDEX  | 464287200 | \$4,709            | 42,122             | SH     |              | DEFINED           |             |
|                 |                |           | \$4,945            | 44,231             | SH     |              | DEFINED           |             |
|                 |                |           | -                  | -                  | -      | -            | -                 | -           |
|                 |                |           | \$9,654            | 86,353             |        |              |                   |             |
| ISHARES TR      | LEHMAN AGG BND | 464287226 | \$1,497            | 14,578             | SH     |              | DEFINED           |             |
|                 |                |           | \$5,678            | 55,303             | SH     |              | DEFINED           |             |
|                 |                |           | -                  | -                  | -      | -            | -                 | -           |
|                 |                |           | \$7,175            | 69,881             |        |              |                   |             |
| ISHARES TR      | GS CORP BD FD  | 464287242 | \$2,308            | 20,650             | SH     |              | DEFINED           |             |
|                 |                |           | \$1,083            | 9,690              | SH     |              | DEFINED           |             |
|                 |                |           | -                  | -                  | -      | -            | -                 | -           |
|                 |                |           | \$3,391            | 30,340             |        |              |                   |             |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|----------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| ISHARES TR     | S&P500/BAR GRW | 464287309 | \$323              | 6,000              | SH     |              | DEFINED            |             |
|                |                |           | \$2,275            | 42,237             | SH     |              | DEFINED            |             |
|                |                |           | -                  | -----              | -----  |              |                    |             |
|                |                |           | \$2,598            | 48,237             |        |              |                    |             |
| ISHARES TR     | S&P500/BAR VAL | 464287408 | \$1,341            | 23,300             | SH     |              | DEFINED            |             |
|                |                |           | \$6,641            | 115,374            | SH     |              | DEFINED            |             |
|                |                |           | -                  | -----              | -----  |              |                    |             |
|                |                |           | \$7,982            | 138,674            |        |              |                    |             |
| ISHARES TR     | 7-10 YR TRS BD | 464287440 | \$26               | 300                | SH     |              | DEFINED            |             |
|                |                |           | -                  | -----              | -----  |              |                    |             |
|                |                |           | \$26               | 300                |        |              |                    |             |
| ISHARES TR     | 1-3 YR TRS BD  | 464287457 | \$723              | 8,817              | SH     |              | DEFINED            |             |
|                |                |           | \$2,353            | 28,685             | SH     |              | DEFINED            |             |
|                |                |           | -                  | -----              | -----  |              |                    |             |
|                |                |           | \$3,077            | 37,502             |        |              |                    |             |
| ISHARES TR     | MSCI EAFE IDX  | 464287465 | \$2,093            | 14,802             | SH     |              | DEFINED            |             |
|                |                |           | \$20,619           | 145,818            | SH     |              | DEFINED            |             |
|                |                |           | -                  | -----              | -----  |              |                    |             |
|                |                |           | \$22,712           | 160,620            |        |              |                    |             |
| ISHARES TR     | RUSSELL MCP VL | 464287473 | \$1,164            | 11,654             | SH     |              | DEFINED            |             |
|                |                |           | \$6,100            | 61,058             | SH     |              | DEFINED            |             |
|                |                |           | -                  | -----              | -----  |              |                    |             |
|                |                |           | \$7,264            | 72,712             |        |              |                    |             |
| ISHARES TR     | RUSSELL MCP GR | 464287481 | \$1,124            | 15,153             | SH     |              | DEFINED            |             |
|                |                |           | \$10,197           | 137,444            | SH     |              | DEFINED            |             |
|                |                |           | -                  | -----              | -----  |              |                    |             |
|                |                |           | \$11,321           | 152,597            |        |              |                    |             |
| ISHARES TR     | RUSSELL MIDCAP | 464287499 | \$3,050            | 43,506             | SH     |              | DEFINED            |             |
|                |                |           | \$18,033           | 257,208            | SH     |              | DEFINED            |             |
|                |                |           | -                  | -----              | -----  |              |                    |             |
|                |                |           | \$21,083           | 300,714            |        |              |                    |             |
| ISHARES TR     | S&P MIDCAP 400 | 464287507 | \$2,094            | 17,623             | SH     |              | DEFINED            |             |
|                |                |           | \$145              | 1,223              | SH     |              | DEFINED            |             |
|                |                |           | -                  | -----              | -----  |              |                    |             |
|                |                |           | \$2,240            | 18,846             |        |              |                    |             |
| ISHARES TR     | GOLDMAN SACHS  | 464287549 | \$71               | 1,745              | SH     |              | DEFINED            |             |
|                |                |           | -                  | -----              | -----  |              |                    |             |
|                |                |           | \$71               | 1,745              |        |              |                    |             |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|----------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| ISHARES TR     | COHEN&ST RLTY  | 464287564 | \$1,118            | 9,428              | SH     |              | DEFINED            |             |
|                |                |           | \$8,048            | 67,859             | SH     |              | DEFINED            |             |
|                |                |           | -                  | -                  | -      | -            |                    |             |
|                |                |           | \$9,166            | 77,287             |        |              |                    |             |
| ISHARES TR     | RUSSELL1000VAL | 464287598 | \$8,655            | 142,924            | SH     |              | DEFINED            |             |
|                |                |           | \$3,890            | 64,235             | SH     |              | DEFINED            |             |
|                |                |           | \$3,028            | 50,000             | SH     |              | DEFINED            |             |
|                |                |           | -                  | -                  | -      | -            |                    |             |
|                |                |           | \$15,574           | 257,159            |        |              |                    |             |
| ISHARES TR     | S&P MIDCP GROW | 464287606 | \$415              | 3,460              | SH     |              | DEFINED            |             |
|                |                |           | \$184              | 1,536              | SH     |              | DEFINED            |             |
|                |                |           | -                  | -                  | -      | -            |                    |             |
|                |                |           | \$600              | 4,996              |        |              |                    |             |
| ISHARES TR     | RUSSELL1000GRW | 464287614 | \$4,895            | 108,289            | SH     |              | DEFINED            |             |
|                |                |           | \$3,071            | 67,935             | SH     |              | DEFINED            |             |
|                |                |           | -                  | -                  | -      | -            |                    |             |
|                |                |           | \$7,965            | 176,224            |        |              |                    |             |
| ISHARES TR     | RUSSELL 1000   | 464287622 | \$1,575            | 26,400             | SH     |              | DEFINED            |             |
|                |                |           | \$3,179            | 53,291             | SH     |              | DEFINED            |             |
|                |                |           | -                  | -                  | -      | -            |                    |             |
|                |                |           | \$4,754            | 79,691             |        |              |                    |             |
| ISHARES TR     | RUSL 2000 VALU | 464287630 | \$14,291           | 83,235             | SH     |              | DEFINED            |             |
|                |                |           | \$5,135            | 29,907             | SH     |              | DEFINED            |             |
|                |                |           | -                  | -                  | -      | -            |                    |             |
|                |                |           | \$19,425           | 113,142            |        |              |                    |             |
| ISHARES TR     | RUSL 2000 GROW | 464287648 | \$735              | 12,541             | SH     |              | DEFINED            |             |
|                |                |           | \$2,147            | 36,630             | SH     |              | DEFINED            |             |
|                |                |           | -                  | -                  | -      | -            |                    |             |
|                |                |           | \$2,881            | 49,171             |        |              |                    |             |
| ISHARES TR     | RUSSELL 2000   | 464287655 | \$1,676            | 14,725             | SH     |              | DEFINED            |             |
|                |                |           | \$11,211           | 98,475             | SH     |              | DEFINED            |             |
|                |                |           | -                  | -                  | -      | -            |                    |             |
|                |                |           | \$12,888           | 113,200            |        |              |                    |             |
| ISHARES TR     | RUSL 3000 VALU | 464287663 | \$3                | 36                 | SH     |              | DEFINED            |             |
|                |                |           | \$787              | 10,000             | SH     |              | DEFINED            |             |
|                |                |           | -                  | -                  | -      | -            |                    |             |
|                |                |           | \$790              | 10,036             |        |              |                    |             |

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|--------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| ISHARES TR               | S&P MIDCP VALU | 464287705 | \$568              | 4,926              | SH     |              | DEFINED            |             |
|                          |                |           | \$187              | 1,620              | SH     |              | DEFINED            |             |
|                          |                |           | \$755              | 6,546              |        |              |                    |             |
| ISHARES TR               | S&P SMLCAP 600 | 464287804 | \$1,362            | 9,446              | SH     |              | DEFINED            |             |
|                          |                |           | \$701              | 4,857              | SH     |              | DEFINED            |             |
|                          |                |           | \$2,063            | 14,303             |        |              |                    |             |
| JDS UNIPHASE CORP        | COM            | 46612J101 | \$160              | 47,524             | SH     |              | DEFINED            |             |
|                          |                |           | \$61               | 18,100             | SH     |              | DEFINED            |             |
|                          |                |           | \$1,005            | 298,156            | SH     |              | DEFINED            |             |
|                          |                |           | \$1,226            | 363,780            |        |              |                    |             |
| JPMORGAN & CHASE<br>& CO | COM            | 46625H100 | \$43,146           | 1,085,967          | SH     |              | DEFINED            |             |
|                          |                |           | \$19,946           | 502,048            | SH     |              | DEFINED            |             |
|                          |                |           | \$93               | 2,350              | SH     |              | DEFINED            |             |
|                          |                |           | \$33,945           | 854,382            | SH     |              | DEFINED            |             |
|                          |                |           | \$97,130           | 2,444,747          |        |              |                    |             |
| JABIL CIRCUIT INC        | COM            | 466313103 | \$3,936            | 171,143            | SH     |              | DEFINED            |             |
|                          |                |           | \$754              | 32,797             | SH     |              | DEFINED            |             |
|                          |                |           | \$9,108            | 395,991            | SH     |              | DEFINED            |             |
|                          |                |           | \$13,798           | 599,931            |        |              |                    |             |
| JACK IN THE BOX INC      | COM            | 466367109 | \$587              | 18,500             | SH     |              | DEFINED            |             |
|                          |                |           | \$587              | 18,500             |        |              |                    |             |
| JACUZZI BRANDS INC       | COM            | 469865109 | \$41               | 4,401              | SH     |              | DEFINED            |             |
|                          |                |           | \$106              | 11,411             | SH     |              | DEFINED            |             |
|                          |                |           | \$2,790            | 300,000            | SH     |              | DEFINED            |             |
|                          |                |           | \$2,937            | 315,812            |        |              |                    |             |
| JAKKS PAC INC            | COM            | 4.70E+110 | \$8                | 350                | SH     |              | DEFINED            |             |
|                          |                |           | \$2,530            | 110,000            | SH     |              | DEFINED            |             |
|                          |                |           | \$2,538            | 110,350            |        |              |                    |             |

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|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| JAMESON INNS INC           | COM            | 470457102 | \$18               | 10,000             | SH     |              | DEFINED           |             |
|                            |                |           | \$259              | 145,700            | SH     |              | DEFINED           |             |
|                            |                |           | -                  | -----              | -----  |              |                   |             |
|                            |                |           | \$277              | 155,700            |        |              |                   |             |
| JANUS CAP GROUP INC        | COM            | 47102X105 | \$108              | 7,968              | SH     |              | DEFINED           |             |
|                            |                |           | \$164              | 12,069             | SH     |              | DEFINED           |             |
|                            |                |           | -                  | -----              | -----  |              |                   |             |
|                            |                |           | \$273              | 20,037             |        |              |                   |             |
| JARDEN CORP                | COM            | 471109108 | \$57               | 1,565              | SH     |              | DEFINED           |             |
|                            |                |           | \$89               | 2,437              | SH     |              | DEFINED           |             |
|                            |                |           | \$2,883            | 79,017             | SH     |              | DEFINED           |             |
|                            |                |           | -                  | -----              | -----  |              |                   |             |
|                            |                |           | \$3,029            | 83,019             |        |              |                   |             |
| JEFFERIES GROUP<br>INC NEW | COM            | 472319102 | \$1,547            | 44,878             | SH     |              | DEFINED           |             |
|                            |                |           | -                  | -----              | -----  |              |                   |             |
|                            |                |           | \$1,547            | 44,878             |        |              |                   |             |
| JEFFERSON PILOT<br>CORP    | COM            | 475070108 | \$5,201            | 104,738            | SH     |              | DEFINED           |             |
|                            |                |           | \$1,229            | 24,749             | SH     |              | DEFINED           |             |
|                            |                |           | \$2,127            | 42,833             | SH     |              | DEFINED           |             |
|                            |                |           | -                  | -----              | -----  |              |                   |             |
|                            |                |           | \$8,557            | 172,320            |        |              |                   |             |
| JOHNSON & JOHNSON          | COM            | 478160104 | \$133,020          | 2,361,439          | SH     |              | DEFINED           |             |
|                            |                |           | \$46,730           | 829,565            | SH     |              | DEFINED           |             |
|                            |                |           | \$70               | 1,250              | SH     |              | DEFINED           |             |
|                            |                |           | \$14,386           | 255,388            | SH     |              | DEFINED           |             |
|                            |                |           | -                  | -----              | -----  |              |                   |             |
|                            |                |           | \$194,206          | 3,447,642          |        |              |                   |             |
| JOHNSON CTLS INC           | COM            | 478366107 | \$4,168            | 73,365             | SH     |              | DEFINED           |             |
|                            |                |           | \$5,543            | 97,573             | SH     |              | DEFINED           |             |
|                            |                |           | \$10               | 175                | SH     |              | DEFINED           |             |
|                            |                |           | \$553              | 9,728              | SH     |              | DEFINED           |             |
|                            |                |           | -                  | -----              | -----  |              |                   |             |
|                            |                |           | \$10,274           | 180,841            |        |              |                   |             |
| JONES APPAREL<br>GROUP INC | COM            | 480074103 | \$119              | 3,329              | SH     |              | DEFINED           |             |
|                            |                |           | \$229              | 6,386              | SH     |              | DEFINED           |             |
|                            |                |           | -                  | -----              | -----  |              |                   |             |
|                            |                |           | \$348              | 9,715              |        |              |                   |             |

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|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|------------------|-------------|
| JOY GLOBAL INC                  | COM            | 481165108 | \$2,276            | 66,200             | SH     |              | DEFINED          |             |
|                                 |                | -         | -----              | -----              |        |              |                  |             |
|                                 |                |           | \$2,276            | 66,200             |        |              |                  |             |
| JUNIPER NETWORKS<br>INC         | COM            | 48203R104 | \$24               | 1,025              | SH     |              | DEFINED          |             |
|                                 |                |           | \$4                | 154                | SH     |              | DEFINED          |             |
|                                 |                |           | \$767              | 32,500             | SH     |              | DEFINED          |             |
|                                 |                | -         | -----              | -----              |        |              |                  |             |
|                                 |                |           | \$795              | 33,679             |        |              |                  |             |
| KLA-TENCOR CORP                 | COM            | 482480100 | \$221              | 5,317              | SH     |              | DEFINED          |             |
|                                 |                |           | \$4                | 100                | SH     |              | DEFINED          |             |
|                                 |                |           | \$416              | 10,037             | SH     |              | DEFINED          |             |
|                                 |                | -         | -----              | -----              |        |              |                  |             |
|                                 |                |           | \$641              | 15,454             |        |              |                  |             |
| K2 INC                          | COM            | 482732104 | \$445              | 31,106             | SH     |              | DEFINED          |             |
|                                 |                |           | \$1,481            | 103,480            | SH     |              | DEFINED          |             |
|                                 |                | -         | -----              | -----              |        |              |                  |             |
|                                 |                |           | \$1,926            | 134,586            |        |              |                  |             |
| K V PHARMACEUTICAL<br>CO        | CL A           | 482740206 | \$58               | 3,260              | SH     |              | DEFINED          |             |
|                                 |                |           | \$76               | 4,257              | SH     |              | DEFINED          |             |
|                                 |                |           | \$805              | 44,950             | SH     |              | DEFINED          |             |
|                                 |                | -         | -----              | -----              |        |              |                  |             |
|                                 |                |           | \$939              | 52,467             |        |              |                  |             |
| KANEB PIPE LINE<br>PARTNERS L P | SR PREF UNIT   | 484169107 | \$23               | 450                | SH     |              | DEFINED          |             |
|                                 |                |           | \$326              | 6,300              | SH     |              | DEFINED          |             |
|                                 |                | -         | -----              | -----              |        |              |                  |             |
|                                 |                |           | \$349              | 6,750              |        |              |                  |             |
| KANEB SERVICES LLC              | COM            | 484173109 | \$75               | 2,333              | SH     |              | DEFINED          |             |
|                                 |                |           | \$972              | 30,100             | SH     |              | DEFINED          |             |
|                                 |                | -         | -----              | -----              |        |              |                  |             |
|                                 |                |           | \$1,047            | 32,433             |        |              |                  |             |
| KB HOME                         | COM            | 48666K109 | \$103              | 1,219              | SH     |              | DEFINED          |             |
|                                 |                |           | \$3                | 33                 | SH     |              | DEFINED          |             |
|                                 |                |           | \$202              | 2,390              | SH     |              | DEFINED          |             |
|                                 |                | -         | -----              | -----              |        |              |                  |             |
|                                 |                |           | \$308              | 3,642              |        |              |                  |             |
| KELLOGG CO                      | COM            | 487836108 | \$1,518            | 35,577             | SH     |              | DEFINED          |             |
|                                 |                |           | \$6,392            | 149,827            | SH     |              | DEFINED          |             |
|                                 |                |           | \$1,375            | 32,226             | SH     |              | DEFINED          |             |
|                                 |                | -         | -----              | -----              |        |              |                  |             |
|                                 |                |           | \$9,284            | 217,630            |        |              |                  |             |

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|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| KERR MCGEE CORP                 | COM            | 492386107 | \$296              | 5,175              | SH     |              | DEFINED            |             |
|                                 |                |           | \$28               | 491                | SH     |              | DEFINED            |             |
|                                 |                |           | \$3,873            | 67,658             | SH     |              | DEFINED            |             |
|                                 |                |           | \$4,198            | 73,324             |        |              |                    |             |
| KEY ENERGY SVCS INC             | COM            | 492914106 | \$1,596            | 144,400            | SH     |              | DEFINED            |             |
|                                 |                |           | \$1,596            | 144,400            |        |              |                    |             |
| KEYCORP NEW                     | COM            | 493267108 | \$18,145           | 574,203            | SH     |              | DEFINED            |             |
|                                 |                |           | \$5,935            | 187,802            | SH     |              | DEFINED            |             |
|                                 |                |           | \$23,327           | 738,198            | SH     |              | DEFINED            |             |
|                                 |                |           | \$47,406           | 1,500,203          |        |              |                    |             |
| KEYSPAN CORP                    | COM            | 49337W100 | \$168              | 4,292              | SH     |              | DEFINED            |             |
|                                 |                |           | \$80               | 2,050              | SH     |              | DEFINED            |             |
|                                 |                |           | \$323              | 8,230              | SH     |              | DEFINED            |             |
|                                 |                |           | \$571              | 14,572             |        |              |                    |             |
| KIMBERLY CLARK CORP             | COM            | 494368103 | \$7,949            | 123,075            | SH     |              | DEFINED            |             |
|                                 |                |           | \$2,189            | 33,886             | SH     |              | DEFINED            |             |
|                                 |                |           | \$5,956            | 92,205             | SH     |              | DEFINED            |             |
|                                 |                |           | \$16,094           | 249,166            |        |              |                    |             |
| KIMCO REALTY CORP               | COM            | 49446R109 | \$115              | 2,250              | SH     |              | DEFINED            |             |
|                                 |                |           | \$96               | 1,877              | SH     |              | DEFINED            |             |
|                                 |                |           | \$1,996            | 38,900             | SH     |              | DEFINED            |             |
|                                 |                |           | \$2,207            | 43,027             |        |              |                    |             |
| KINDER MORGAN INC<br>KANS       | COM            | 49455P101 | \$274              | 4,368              | SH     |              | DEFINED            |             |
|                                 |                |           | \$111              | 1,771              | SH     |              | DEFINED            |             |
|                                 |                |           | \$399              | 6,357              | SH     |              | DEFINED            |             |
|                                 |                |           | \$785              | 12,496             |        |              |                    |             |
| KINDER MORGAN<br>ENERGY PARTNER | UT LTD PARTNER | 494550106 | \$1,000            | 21,350             | SH     |              | DEFINED            |             |
|                                 |                |           | \$261              | 5,580              | SH     |              | DEFINED            |             |
|                                 |                |           | \$1,261            | 26,930             |        |              |                    |             |



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|--------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| KING<br>PHARMACEUTICALS<br>INC | COM            | 495582108 | \$615              | 51,510             | SH     |              | DEFINED            |             |
|                                |                |           | \$425              | 35,614             | SH     |              | DEFINED            |             |
|                                |                |           | \$1,040            | 87,093             | SH     |              | DEFINED            |             |
|                                |                | -         | -----              | -----              |        |              |                    |             |
|                                |                |           | \$2,080            | 174,217            |        |              |                    |             |
| KNIGHT RIDDER INC              | COM            | 499040103 | \$134              | 2,052              | SH     |              | DEFINED            |             |
|                                |                |           | \$4                | 55                 | SH     |              | DEFINED            |             |
|                                |                |           | \$264              | 4,033              | SH     |              | DEFINED            |             |
|                                |                | -         | -----              | -----              |        |              |                    |             |
|                                |                |           | \$402              | 6,140              |        |              |                    |             |
| KOHL'S CORP                    | COM            | 500255104 | \$4,202            | 87,205             | SH     |              | DEFINED            |             |
|                                |                |           | \$1,975            | 40,985             | SH     |              | DEFINED            |             |
|                                |                |           | \$839              | 17,410             | SH     |              | DEFINED            |             |
|                                |                | -         | -----              | -----              |        |              |                    |             |
|                                |                |           | \$7,016            | 145,600            |        |              |                    |             |
| KONINKLIJKE<br>PHILIPS ELECTRS | NY REG SH NEW  | 500472303 | \$307              | 13,386             | SH     |              | DEFINED            |             |
|                                |                |           | \$158              | 6,908              | SH     |              | DEFINED            |             |
|                                |                | -         | -----              | -----              |        |              |                    |             |
|                                |                |           | \$465              | 20,294             |        |              |                    |             |
| KRAFT FOODS INC                | CL A           | 50075N104 | \$571              | 18,000             | SH     |              | DEFINED            |             |
|                                |                |           | \$112              | 3,540              | SH     |              | DEFINED            |             |
|                                |                |           | \$3,172            | 100,000            | SH     |              | DEFINED            |             |
|                                |                | -         | -----              | -----              |        |              |                    |             |
|                                |                |           | \$3,855            | 121,540            |        |              |                    |             |
| KROGER CO                      | COM            | 501044101 | \$4,105            | 264,493            | SH     |              | DEFINED            |             |
|                                |                |           | \$70               | 4,522              | SH     |              | DEFINED            |             |
|                                |                |           | \$588              | 37,907             | SH     |              | DEFINED            |             |
|                                |                | -         | -----              | -----              |        |              |                    |             |
|                                |                |           | \$4,763            | 306,922            |        |              |                    |             |
| LSI LOGIC CORP                 | COM            | 502161102 | \$50               | 11,490             | SH     |              | DEFINED            |             |
|                                |                |           | \$20               | 4,650              | SH     |              | DEFINED            |             |
|                                |                |           | \$175              | 40,658             | SH     |              | DEFINED            |             |
|                                |                | -         | -----              | -----              |        |              |                    |             |
|                                |                |           | \$245              | 56,798             |        |              |                    |             |
| LTX CORP                       | COM            | 502392103 | \$799              | 147,639            | SH     |              | DEFINED            |             |
|                                |                | -         | -----              | -----              |        |              |                    |             |
|                                |                |           | \$799              | 147,639            |        |              |                    |             |

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FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| L-3 COMMUNICATIONS<br>HLDGS INC | COM            | 502424104 | \$30,749           | 458,938            | SH     |              | DEFINED            |             |
|                                 |                |           | \$16,065           | 239,777            | SH     |              | DEFINED            |             |
|                                 |                |           | \$50               | 750                | SH     |              | DEFINED            |             |
|                                 |                |           | \$15,611           | 233,000            | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$62,475           | 932,465            |        |              |                    |             |
| LA Z BOY INC                    | COM            | 505336107 | \$91               | 6,000              | SH     |              | DEFINED            |             |
|                                 |                |           | \$1,512            | 99,614             | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$1,603            | 105,614            |        |              |                    |             |
| LABOR READY INC                 | COM NEW        | 505401208 | \$81               | 5,790              | SH     |              | DEFINED            |             |
|                                 |                |           | \$105              | 7,521              | SH     |              | DEFINED            |             |
|                                 |                |           | \$2,920            | 208,244            | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$3,106            | 221,555            |        |              |                    |             |
| LAM RESEARCH CORP               | COM            | 512807108 | \$4                | 200                | SH     |              | DEFINED            |             |
|                                 |                |           | \$667              | 30,500             | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$672              | 30,700             |        |              |                    |             |
| LAUREATE EDUCATION<br>INC       | COM            | 518613104 | \$3,601            | 96,737             | SH     |              | DEFINED            |             |
|                                 |                |           | \$3,029            | 81,370             | SH     |              | DEFINED            |             |
|                                 |                |           | \$6,584            | 176,900            | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$13,213           | 355,007            |        |              |                    |             |
| LAZARE KAPLAN<br>INTL INC       | COM            | 521078105 | \$282              | 37,000             | SH     |              | DEFINED            |             |
|                                 |                |           | \$1,817            | 235,600            | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$2,099            | 272,600            |        |              |                    |             |
| LEGGETT & PLATT INC             | COM            | 524660107 | \$840              | 29,880             | SH     |              | DEFINED            |             |
|                                 |                |           | \$47               | 1,684              | SH     |              | DEFINED            |             |
|                                 |                |           | \$273              | 9,700              | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$1,160            | 41,264             |        |              |                    |             |
| LEHMAN BROS HLDGS<br>INC        | COM            | 524908100 | \$2,815            | 35,314             | SH     |              | DEFINED            |             |
|                                 |                |           | \$209              | 2,619              | SH     |              | DEFINED            |             |

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|   |         |        |    |         |
|---|---------|--------|----|---------|
|   | \$1,127 | 14,131 | SH | DEFINED |
| - | -----   | -----  |    |         |
|   | \$4,151 | 52,064 |    |         |

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| NAME OF ISSUER                   | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|----------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                            | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| LENNAR CORP                      | CL A           | 526057104 | \$995              | 20,905             | SH     |              | DEFINED           |             |
|                                  |                |           | \$311              | 6,524              | SH     |              | DEFINED           |             |
|                                  |                |           | \$5,588            | 117,400            | SH     |              | DEFINED           |             |
|                                  |                | -         | -----              | -----              |        |              |                   |             |
|                                  |                |           | \$6,894            | 144,829            |        |              |                   |             |
| LESCO INC OHIO                   | COM            | 526872106 | \$531              | 40,000             | SH     |              | DEFINED           |             |
|                                  |                |           | \$2,881            | 217,500            | SH     |              | DEFINED           |             |
|                                  |                | -         | -----              | -----              |        |              |                   |             |
|                                  |                |           | \$3,412            | 257,500            |        |              |                   |             |
| LEVEL 3<br>COMMUNICATIONS<br>INC | COM            | 52729N100 | \$3                | 1,000              | SH     |              | DEFINED           |             |
|                                  |                |           | \$98               | 37,730             | SH     |              | DEFINED           |             |
|                                  |                | -         | -----              | -----              |        |              |                   |             |
|                                  |                |           | \$100              | 38,730             |        |              |                   |             |
| LEXMARK INTL NEW                 | CL A           | 529771107 | \$1,852            | 22,047             | SH     |              | DEFINED           |             |
|                                  |                |           | \$3,447            | 41,031             | SH     |              | DEFINED           |             |
|                                  |                |           | \$6                | 75                 | SH     |              | DEFINED           |             |
|                                  |                |           | \$557              | 6,636              | SH     |              | DEFINED           |             |
|                                  |                | -         | -----              | -----              |        |              |                   |             |
|                                  |                |           | \$5,863            | 69,789             |        |              |                   |             |
| LIBERTY MEDIA CORP<br>NEW        | COM SER A      | 530718105 | \$94               | 10,791             | SH     |              | DEFINED           |             |
|                                  |                |           | \$38               | 4,374              | SH     |              | DEFINED           |             |
|                                  |                |           | \$3,183            | 365,000            | SH     |              | DEFINED           |             |
|                                  |                | -         | -----              | -----              |        |              |                   |             |
|                                  |                |           | \$3,315            | 380,165            |        |              |                   |             |
| LILLY ELI & CO                   | COM            | 532457108 | \$65,773           | 1,095,301          | SH     |              | DEFINED           |             |
|                                  |                |           | \$20,051           | 333,902            | SH     |              | DEFINED           |             |
|                                  |                |           | \$70               | 1,165              | SH     |              | DEFINED           |             |
|                                  |                |           | \$3,888            | 64,742             | SH     |              | DEFINED           |             |
|                                  |                | -         | -----              | -----              |        |              |                   |             |
|                                  |                |           | \$89,782           | 1,495,110          |        |              |                   |             |
| LIMITED BRANDS INC               | COM            | 532716107 | \$949              | 42,592             | SH     |              | DEFINED           |             |
|                                  |                |           | \$30               | 1,325              | SH     |              | DEFINED           |             |
|                                  |                |           | \$536              | 24,060             | SH     |              | DEFINED           |             |
|                                  |                | -         | -----              | -----              |        |              |                   |             |

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\$1,515 67,977

|                           |     |           |       |       |    |         |
|---------------------------|-----|-----------|-------|-------|----|---------|
| LINCOLN ELEC HLDGS<br>INC | COM | 533900106 | \$260 | 8,300 | SH | DEFINED |
|                           |     | -         | ----- | ----- |    |         |
|                           |     |           | \$260 | 8,300 |    |         |

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| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----                     | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----       |
| LINCOLN NATL CORP<br>IND  | COM            | 534187109 | \$1,633            | 34,737             | SH     |              | DEFINED            |             |
|                           |                |           | \$2,828            | 60,170             | SH     |              | DEFINED            |             |
|                           |                |           | \$1,556            | 33,109             | SH     |              | DEFINED            |             |
|                           |                | -         | -----              | -----              |        |              |                    |             |
|                           |                |           | \$6,017            | 128,016            |        |              |                    |             |
| LINEAR TECHNOLOGY<br>CORP | COM            | 535678106 | \$292              | 8,047              | SH     |              | DEFINED            |             |
|                           |                |           | \$812              | 22,400             | SH     |              | DEFINED            |             |
|                           |                |           | \$572              | 15,782             | SH     |              | DEFINED            |             |
|                           |                | -         | -----              | -----              |        |              |                    |             |
|                           |                |           | \$1,675            | 46,229             |        |              |                    |             |
| LIZ CLAIBORNE INC         | COM            | 539320101 | \$139              | 3,676              | SH     |              | DEFINED            |             |
|                           |                |           | \$213              | 5,660              | SH     |              | DEFINED            |             |
|                           |                | -         | -----              | -----              |        |              |                    |             |
|                           |                |           | \$352              | 9,336              |        |              |                    |             |
| LOCKHEED MARTIN<br>CORP   | COM            | 539830109 | \$1,452            | 26,036             | SH     |              | DEFINED            |             |
|                           |                |           | \$2,072            | 37,150             | SH     |              | DEFINED            |             |
|                           |                |           | \$1,277            | 22,897             | SH     |              | DEFINED            |             |
|                           |                | -         | -----              | -----              |        |              |                    |             |
|                           |                |           | \$4,802            | 86,083             |        |              |                    |             |
| LOEWS CORP                | NOTE 3.125% 9  | 540424AL2 | \$21,043           | 215,000            | SH     |              | DEFINED            |             |
|                           |                | -         | -----              | -----              |        |              |                    |             |
|                           |                |           | \$21,043           | 215,000            |        |              |                    |             |
| LOEWS CORP                | COM            | 540424108 | \$587              | 10,040             | SH     |              | DEFINED            |             |
|                           |                |           | \$37               | 636                | SH     |              | DEFINED            |             |
|                           |                |           | \$554              | 9,462              | SH     |              | DEFINED            |             |
|                           |                | -         | -----              | -----              |        |              |                    |             |
|                           |                |           | \$1,178            | 20,138             |        |              |                    |             |
| LOUISIANA PAC CORP        | COM            | 546347105 | \$93               | 3,587              | SH     |              | DEFINED            |             |
|                           |                |           | \$75               | 2,902              | SH     |              | DEFINED            |             |
|                           |                |           | \$143              | 5,511              | SH     |              | DEFINED            |             |
|                           |                | -         | -----              | -----              |        |              |                    |             |

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|               |        |           |          |           |    |         |
|---------------|--------|-----------|----------|-----------|----|---------|
|               |        |           | \$311    | 12,000    |    |         |
| LOWES COS INC | NOTE 2 | 548661CF2 | \$270    | 3,000     | SH | DEFINED |
|               |        | -         | -----    | -----     |    |         |
|               |        |           | \$270    | 3,000     |    |         |
| LOWES COS INC | COM    | 548661107 | \$53,764 | 989,213   | SH | DEFINED |
|               |        |           | \$11,750 | 216,191   | SH | DEFINED |
|               |        |           | \$13     | 240       | SH | DEFINED |
|               |        |           | \$21,055 | 387,398   | SH | DEFINED |
|               |        | -         | -----    | -----     |    |         |
|               |        |           | \$86,582 | 1,593,042 |    |         |

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|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                      | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| LUBRIZOL CORP              | COM            | 549271104 | \$561              | 16,225             | SH     |              | DEFINED           |             |
|                            |                |           | \$22               | 650                | SH     |              | DEFINED           |             |
|                            |                |           | \$2,076            | 60,000             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$2,660            | 76,875             |        |              |                   |             |
| LUCENT TECHNOLOGIES<br>INC | COM            | 549463107 | \$694              | 218,855            | SH     |              | DEFINED           |             |
|                            |                |           | \$230              | 72,446             | SH     |              | DEFINED           |             |
|                            |                |           | \$3,705            | 1,168,746          | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$4,628            | 1,460,047          |        |              |                   |             |
| LYDALL INC DEL             | COM            | 550819106 | \$93               | 10,000             | SH     |              | DEFINED           |             |
|                            |                |           | \$930              | 100,000            | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$1,023            | 110,000            |        |              |                   |             |
| M & T BK CORP              | COM            | 55261F104 | \$347              | 3,629              | SH     |              | DEFINED           |             |
|                            |                |           | \$579              | 6,047              | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$926              | 9,676              |        |              |                   |             |
| MBIA INC                   | COM            | 55262C100 | \$289              | 4,970              | SH     |              | DEFINED           |             |
|                            |                |           | \$95               | 1,628              | SH     |              | DEFINED           |             |
|                            |                |           | \$431              | 7,403              | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$815              | 14,001             |        |              |                   |             |
| MBNA CORP                  | COM            | 55262L100 | \$11,590           | 459,916            | SH     |              | DEFINED           |             |
|                            |                |           | \$1,107            | 43,936             | SH     |              | DEFINED           |             |
|                            |                |           | \$2,761            | 109,582            | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$15,459           | 613,434            |        |              |                   |             |

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|                     |            |           |       |        |    |         |
|---------------------|------------|-----------|-------|--------|----|---------|
| MDI, INC            | COM        | 552705105 | \$28  | 30,000 | SH | DEFINED |
|                     |            | -         | ----- | -----  |    |         |
|                     |            |           | \$28  | 30,000 |    |         |
| MFS INTER INCOME TR | SH BEN INT | 55273C107 | \$9   | 1,400  | SH | DEFINED |
|                     |            |           | \$36  | 5,500  | SH | DEFINED |
|                     |            |           | \$322 | 49,000 | SH | DEFINED |
|                     |            | -         | ----- | -----  |    |         |
|                     |            |           | \$368 | 55,900 |    |         |

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|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|---------------------|-------------|
| -----                           | -----          | -----     | -----              | -----              | -----  | -----        | -----               | -----       |
| MGIC INVT CORP WIS              | COM            | 552848103 | \$498              | 7,479              | SH     |              | DEFINED             |             |
|                                 |                |           | \$340              | 5,108              | SH     |              | DEFINED             |             |
|                                 |                |           | \$338              | 5,072              | SH     |              | DEFINED             |             |
|                                 |                | -         | -----              | -----              |        |              |                     |             |
|                                 |                |           | \$1,175            | 17,659             |        |              |                     |             |
| MGI PHARMA INC                  | COM            | 552880106 | \$65               | 2,440              | SH     |              | DEFINED             |             |
|                                 |                |           | \$164              | 6,128              | SH     |              | DEFINED             |             |
|                                 |                |           | \$3,097            | 116,022            | SH     |              | DEFINED             |             |
|                                 |                | -         | -----              | -----              |        |              |                     |             |
|                                 |                |           | \$3,325            | 124,590            |        |              |                     |             |
| MFS GOVT MKTS<br>INCOME TR      | SH BEN INT     | 552939100 | \$75               | 11,200             | SH     |              | DEFINED             |             |
|                                 |                |           | \$1,448            | 217,400            | SH     |              | DEFINED             |             |
|                                 |                | -         | -----              | -----              |        |              |                     |             |
|                                 |                |           | \$1,522            | 228,600            |        |              |                     |             |
| MVC CAPITAL INC                 | COM            | 553829102 | \$375              | 40,000             | SH     |              | DEFINED             |             |
|                                 |                | -         | -----              | -----              |        |              |                     |             |
|                                 |                |           | \$375              | 40,000             |        |              |                     |             |
| MACATAWA BK CORP                | COM            | 554225102 | \$314              | 11,212             | SH     |              | DEFINED             |             |
|                                 |                | -         | -----              | -----              |        |              |                     |             |
|                                 |                |           | \$314              | 11,212             |        |              |                     |             |
| MACROVISION CORP                | COM            | 555904101 | \$931              | 38,650             | SH     |              | DEFINED             |             |
|                                 |                | -         | -----              | -----              |        |              |                     |             |
|                                 |                |           | \$931              | 38,650             |        |              |                     |             |
| MAGELLAN MIDSTREAM<br>PRTNRS LP | COM UNIT RP LP | 559080106 | \$192              | 3,500              | SH     |              | DEFINED             |             |
|                                 |                |           | \$66               | 1,200              | SH     |              | DEFINED             |             |
|                                 |                | -         | -----              | -----              |        |              |                     |             |
|                                 |                |           | \$258              | 4,700              |        |              |                     |             |

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|                          |                 |           |         |         |    |         |
|--------------------------|-----------------|-----------|---------|---------|----|---------|
| MAGNUM HUNTER RES<br>INC | COM PAR \$0.002 | 55972F203 | \$1,264 | 109,500 | SH | DEFINED |
|                          |                 | -         | -----   | -----   |    |         |
|                          |                 |           | \$1,264 | 109,500 |    |         |
| MAIR HOLDINGS INC        | COM             | 560635104 | \$330   | 40,184  | SH | DEFINED |
|                          |                 |           | \$1,473 | 179,685 | SH | DEFINED |
|                          |                 | -         | -----   | -----   |    |         |
|                          |                 |           | \$1,803 | 219,869 |    |         |

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|-----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----                       | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----       |
| MALAYSIA FD INC             | COM            | 560905101 | \$144              | 25,000             | SH     |              | DEFINED            |             |
|                             |                | -         | -----              | -----              |        |              |                    |             |
|                             |                |           | \$144              | 25,000             |        |              |                    |             |
| MANOR CARE INC NEW          | COM            | 564055101 | \$70               | 2,337              | SH     |              | DEFINED            |             |
|                             |                |           | \$135              | 4,495              | SH     |              | DEFINED            |             |
|                             |                | -         | -----              | -----              |        |              |                    |             |
|                             |                |           | \$205              | 6,832              |        |              |                    |             |
| MANPOWER INC                | DCV 8          | 56418HAC4 | \$260              | 4,000              | SH     |              | DEFINED            |             |
|                             |                | -         | -----              | -----              |        |              |                    |             |
|                             |                |           | \$260              | 4,000              |        |              |                    |             |
| MANPOWER INC                | COM            | 56418H100 | \$25,115           | 564,500            | SH     |              | DEFINED            |             |
|                             |                |           | \$1,650            | 37,080             | SH     |              | DEFINED            |             |
|                             |                |           | \$37,131           | 834,600            | SH     |              | DEFINED            |             |
|                             |                | -         | -----              | -----              |        |              |                    |             |
|                             |                |           | \$63,896           | 1,436,180          |        |              |                    |             |
| MANULIFE FINL CORP          | COM            | 56501R106 | \$1,491            | 34,040             | SH     |              | DEFINED            |             |
|                             |                |           | \$1,025            | 23,406             | SH     |              | DEFINED            |             |
|                             |                | -         | -----              | -----              |        |              |                    |             |
|                             |                |           | \$2,516            | 57,446             |        |              |                    |             |
| MARATHON OIL CORP           | COM            | 565849106 | \$10,005           | 242,373            | SH     |              | DEFINED            |             |
|                             |                |           | \$13,542           | 328,042            | SH     |              | DEFINED            |             |
|                             |                |           | \$20,768           | 503,102            | SH     |              | DEFINED            |             |
|                             |                | -         | -----              | -----              |        |              |                    |             |
|                             |                |           | \$44,315           | 1,073,517          |        |              |                    |             |
| MARSH & MCLENNAN<br>COS INC | COM            | 571748102 | \$19,480           | 425,718            | SH     |              | DEFINED            |             |
|                             |                |           | \$3,904            | 85,317             | SH     |              | DEFINED            |             |
|                             |                |           | \$5                | 100                | SH     |              | DEFINED            |             |
|                             |                |           | \$1,222            | 26,699             | SH     |              | DEFINED            |             |
|                             |                | -         | -----              | -----              |        |              |                    |             |

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|                           |      |           |          |           |    |         |
|---------------------------|------|-----------|----------|-----------|----|---------|
|                           |      |           | \$24,611 | 537,834   |    |         |
| MARSHALL & ILSLEY<br>CORP | COM  | 571834100 | \$43,686 | 1,084,026 | SH | DEFINED |
|                           |      |           | \$3,409  | 84,590    | SH | DEFINED |
|                           |      |           | \$6      | 145       | SH | DEFINED |
|                           |      |           | \$799    | 19,833    | SH | DEFINED |
|                           |      | -         | -----    | -----     |    |         |
|                           |      |           | \$47,900 | 1,188,594 |    |         |
| MARRIOTT INTL INC<br>NEW  | CL A | 571903202 | \$445    | 8,571     | SH | DEFINED |
|                           |      |           | \$157    | 3,025     | SH | DEFINED |
|                           |      |           | \$601    | 11,562    | SH | DEFINED |
|                           |      | -         | -----    | -----     |    |         |
|                           |      |           | \$1,203  | 23,158    |    |         |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|-------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| MASCO CORP                    | COM            | 574599106 | \$12,207           | 353,511            | SH     |              | DEFINED            |             |
|                               |                |           | \$5,682            | 164,538            | SH     |              | DEFINED            |             |
|                               |                |           | \$13,423           | 388,721            | SH     |              | DEFINED            |             |
|                               |                | -         | -----              | -----              |        |              |                    |             |
|                               |                |           | \$31,311           | 906,770            |        |              |                    |             |
| MASSEY ENERGY CORP            | COM            | 576206106 | \$3                | 100                | SH     |              | DEFINED            |             |
|                               |                |           | \$231              | 8,000              | SH     |              | DEFINED            |             |
|                               |                | -         | -----              | -----              |        |              |                    |             |
|                               |                |           | \$234              | 8,100              |        |              |                    |             |
| MATERIAL SCIENCES<br>CORP     | COM            | 576674105 | \$1,344            | 99,621             | SH     |              | DEFINED            |             |
|                               |                |           | \$5,733            | 425,000            | SH     |              | DEFINED            |             |
|                               |                | -         | -----              | -----              |        |              |                    |             |
|                               |                |           | \$7,077            | 524,621            |        |              |                    |             |
| MATTEL INC                    | COM            | 577081102 | \$249              | 13,740             | SH     |              | DEFINED            |             |
|                               |                |           | \$66               | 3,629              | SH     |              | DEFINED            |             |
|                               |                |           | \$391              | 21,593             | SH     |              | DEFINED            |             |
|                               |                | -         | -----              | -----              |        |              |                    |             |
|                               |                |           | \$706              | 38,962             |        |              |                    |             |
| MAXIM INTEGRATED<br>PRODS INC | COM            | 57772K101 | \$36,008           | 851,446            | SH     |              | DEFINED            |             |
|                               |                |           | \$9,327            | 220,557            | SH     |              | DEFINED            |             |
|                               |                |           | \$16               | 385                | SH     |              | DEFINED            |             |
|                               |                |           | \$28,771           | 680,334            | SH     |              | DEFINED            |             |
|                               |                | -         | -----              | -----              |        |              |                    |             |
|                               |                |           | \$74,123           | 1,752,722          |        |              |                    |             |



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|                    |     |           |          |         |    |         |  |
|--------------------|-----|-----------|----------|---------|----|---------|--|
| MAXWELL            |     |           |          |         |    |         |  |
| TECHNOLOGIES INC   | COM | 577767106 | \$340    | 33,000  | SH | DEFINED |  |
|                    |     |           | \$2,062  | 200,000 | SH | DEFINED |  |
|                    |     | -         | -----    | -----   |    |         |  |
|                    |     |           | \$2,402  | 233,000 |    |         |  |
| MAY DEPT STORES CO | COM | 577778103 | \$8,703  | 339,561 | SH | DEFINED |  |
|                    |     |           | \$1,890  | 73,727  | SH | DEFINED |  |
|                    |     |           | \$10,171 | 396,839 | SH | DEFINED |  |
|                    |     | -         | -----    | -----   |    |         |  |
|                    |     |           | \$20,764 | 810,127 |    |         |  |
| MBT FINL CORP      | COM | 578877102 | \$29     | 1,500   | SH | DEFINED |  |
|                    |     |           | \$986    | 50,241  | SH | DEFINED |  |
|                    |     | -         | -----    | -----   |    |         |  |
|                    |     |           | \$1,016  | 51,741  |    |         |  |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

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| NAME OF ISSUER      | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|---------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| MCAFEE INC          | COM            | 579064106 | \$2,810            | 139,800            | SH     |              | DEFINED            |             |
|                     |                | -         | -----              | -----              |        |              |                    |             |
|                     |                |           | \$2,810            | 139,800            |        |              |                    |             |
| MCCORMICK & CO INC  | COM NON VTG    | 579780206 | \$424              | 12,356             | SH     |              | DEFINED            |             |
|                     |                |           | \$109              | 3,165              | SH     |              | DEFINED            |             |
|                     |                |           | \$243              | 7,085              | SH     |              | DEFINED            |             |
|                     |                | -         | -----              | -----              |        |              |                    |             |
|                     |                |           | \$776              | 22,606             |        |              |                    |             |
| MCDONALDS CORP      | COM            | 580135101 | \$13,461           | 480,221            | SH     |              | DEFINED            |             |
|                     |                |           | \$6,987            | 249,267            | SH     |              | DEFINED            |             |
|                     |                |           | \$14,549           | 519,054            | SH     |              | DEFINED            |             |
|                     |                | -         | -----              | -----              |        |              |                    |             |
|                     |                |           | \$34,997           | 1,248,542          |        |              |                    |             |
| MCGRAW HILL COS INC | COM            | 580645109 | \$6,046            | 75,866             | SH     |              | DEFINED            |             |
|                     |                |           | \$4,802            | 60,256             | SH     |              | DEFINED            |             |
|                     |                |           | \$1,942            | 24,364             | SH     |              | DEFINED            |             |
|                     |                | -         | -----              | -----              |        |              |                    |             |
|                     |                |           | \$12,789           | 160,486            |        |              |                    |             |
| MCKESSON CORP       | COM            | 58155Q103 | \$311              | 12,120             | SH     |              | DEFINED            |             |
|                     |                |           | \$56               | 2,192              | SH     |              | DEFINED            |             |
|                     |                |           | \$26               | 1,000              | SH     |              | DEFINED            |             |
|                     |                |           | \$381              | 14,861             | SH     |              | DEFINED            |             |
|                     |                | -         | -----              | -----              |        |              |                    |             |
|                     |                |           | \$774              | 30,173             |        |              |                    |             |

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|                              |      |           |         |         |    |         |
|------------------------------|------|-----------|---------|---------|----|---------|
| MCLEODUSA INC                | CL A | 582266706 | \$44    | 101,611 | SH | DEFINED |
|                              |      | -         | -----   | -----   |    |         |
|                              |      |           | \$44    | 101,611 |    |         |
| MEADE INSTRUMENTS<br>CORP    | COM  | 583062104 | \$510   | 164,000 | SH | DEFINED |
|                              |      |           | \$1,415 | 455,000 | SH | DEFINED |
|                              |      | -         | -----   | -----   |    |         |
|                              |      |           | \$1,925 | 619,000 |    |         |
| MEADOWBROOK INS<br>GROUP INC | COM  | 58319P108 | \$98    | 20,000  | SH | DEFINED |
|                              |      |           | \$779   | 160,000 | SH | DEFINED |
|                              |      | -         | -----   | -----   |    |         |
|                              |      |           | \$877   | 180,000 |    |         |

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|-------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----                         | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----       |
| MEADWESTVACO CORP             | COM            | 583334107 | \$2,202            | 69,030             | SH     |              | DEFINED            |             |
|                               |                |           | \$57               | 1,800              | SH     |              | DEFINED            |             |
|                               |                |           | \$325              | 10,188             | SH     |              | DEFINED            |             |
|                               |                | -         | -----              | -----              |        |              |                    |             |
|                               |                |           | \$2,584            | 81,018             |        |              |                    |             |
| MEDCO HEALTH<br>SOLUTIONS INC | COM            | 58405U102 | \$4,999            | 161,761            | SH     |              | DEFINED            |             |
|                               |                |           | \$2,594            | 83,938             | SH     |              | DEFINED            |             |
|                               |                |           | \$2                | 75                 | SH     |              | DEFINED            |             |
|                               |                |           | \$3,937            | 127,426            | SH     |              | DEFINED            |             |
|                               |                | -         | -----              | -----              |        |              |                    |             |
|                               |                |           | \$11,532           | 373,200            |        |              |                    |             |
| MEDIMMUNE INC                 | COM            | 584699102 | \$1,015            | 42,839             | SH     |              | DEFINED            |             |
|                               |                |           | \$75               | 3,175              | SH     |              | DEFINED            |             |
|                               |                |           | \$299              | 12,595             | SH     |              | DEFINED            |             |
|                               |                | -         | -----              | -----              |        |              |                    |             |
|                               |                |           | \$1,389            | 58,609             |        |              |                    |             |
| MEDTOX SCIENTIFIC<br>INC      | COM NEW        | 584977201 | \$432              | 60,000             | SH     |              | DEFINED            |             |
|                               |                | -         | -----              | -----              |        |              |                    |             |
|                               |                |           | \$432              | 60,000             |        |              |                    |             |
| MEDTRONIC INC                 | COM            | 585055106 | \$53,069           | 1,022,534          | SH     |              | DEFINED            |             |
|                               |                |           | \$23,278           | 448,516            | SH     |              | DEFINED            |             |
|                               |                |           | \$111              | 2,135              | SH     |              | DEFINED            |             |
|                               |                |           | \$3,209            | 61,826             | SH     |              | DEFINED            |             |
|                               |                | -         | -----              | -----              |        |              |                    |             |
|                               |                |           | \$79,667           | 1,535,011          |        |              |                    |             |

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|                               |     |           |          |           |       |         |
|-------------------------------|-----|-----------|----------|-----------|-------|---------|
| MELLON FINL CORP              | COM | 58551A108 | \$40,479 | 1,461,852 | SH    | DEFINED |
|                               |     |           | \$4,827  | 174,334   | SH    | DEFINED |
|                               |     |           | \$10     | 375       | SH    | DEFINED |
|                               |     |           | \$26,094 | 942,345   | SH    | DEFINED |
|                               |     | -         | -----    | -----     |       |         |
|                               |     |           | \$71,410 | 2,578,906 |       |         |
| MERCANTILE<br>BANKSHARES CORP | COM | 587405101 | \$7,615  | 158,772   | SH    | DEFINED |
|                               |     |           | \$26     | 550       | SH    | DEFINED |
|                               |     |           |          | -----     | ----- |         |
|                               |     | -         | \$7,641  | 159,322   |       |         |
| MERCK & CO INC                | COM | 589331107 | \$52,882 | 1,602,485 | SH    | DEFINED |
|                               |     |           | \$16,691 | 505,800   | SH    | DEFINED |
|                               |     |           | \$2      | 75        | SH    | DEFINED |
|                               |     |           | \$16,406 | 497,146   | SH    | DEFINED |
|                               |     |           |          | -----     | ----- |         |
|                               |     | -         | \$85,982 | 2,605,506 |       |         |

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|-----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| MERCURY AIR GROUP<br>INC    | COM NEW        | 589354406 | \$180              | 35,000             | SH     |              | DEFINED            |             |
|                             |                |           | \$727              | 144,500            | SH     |              | DEFINED            |             |
|                             |                |           |                    | -----              | -----  |              |                    |             |
|                             |                | -         | \$907              | 177,500            |        |              |                    |             |
| MERCURY GENL CORP<br>NEW    | COM            | 589400100 | \$116              | 2,200              | SH     |              | DEFINED            |             |
|                             |                |           | \$58               | 1,100              | SH     |              | DEFINED            |             |
|                             |                |           | \$455              | 8,600              | SH     |              | DEFINED            |             |
|                             |                |           |                    | -----              | -----  |              |                    |             |
|                             |                |           |                    | \$629              | 11,900 |              |                    |             |
| MERCURY INTERACTIVE<br>CORP | COM            | 589405109 | \$191              | 5,463              | SH     |              | DEFINED            |             |
|                             |                |           | \$156              | 4,482              | SH     |              | DEFINED            |             |
|                             |                |           | \$166              | 4,758              | SH     |              | DEFINED            |             |
|                             |                |           |                    | -----              | -----  |              |                    |             |
|                             |                |           |                    | \$513              | 14,703 |              |                    |             |
| MEREDITH CORP               | COM            | 589433101 | \$211              | 4,099              | SH     |              | DEFINED            |             |
|                             |                |           | \$134              | 2,601              | SH     |              | DEFINED            |             |
|                             |                |           |                    | -----              | -----  |              |                    |             |
|                             |                | -         | \$344              | 6,700              |        |              |                    |             |

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|                             |               |           |          |         |    |         |
|-----------------------------|---------------|-----------|----------|---------|----|---------|
| MERIDIAN<br>DIAGNOSTICS INC | SDCV 7.000% 9 | 589602AB7 | \$2,989  | 30,000  | SH | DEFINED |
|                             |               | -         | -----    | -----   |    |         |
|                             |               |           | \$2,989  | 30,000  |    |         |
| MERRILL LYNCH &<br>CO INC   | COM           | 590188108 | \$8,286  | 166,659 | SH | DEFINED |
|                             |               |           | \$4,012  | 80,698  | SH | DEFINED |
|                             |               |           | \$18,467 | 371,414 | SH | DEFINED |
|                             |               | -         | -----    | -----   |    |         |
|                             |               |           | \$30,765 | 618,771 |    |         |
| METHODE ELECTRS INC         | COM           | 591520200 | \$18     | 1,400   | SH | DEFINED |
|                             |               |           | \$3,607  | 282,000 | SH | DEFINED |
|                             |               | -         | -----    | -----   |    |         |
|                             |               |           | \$3,625  | 283,400 |    |         |
| METLIFE INC                 | COM           | 59156R108 | \$5,323  | 137,732 | SH | DEFINED |
|                             |               |           | \$6,728  | 174,083 | SH | DEFINED |
|                             |               |           | \$21,355 | 552,525 | SH | DEFINED |
|                             |               | -         | -----    | -----   |    |         |
|                             |               |           | \$33,407 | 864,340 |    |         |

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|-----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                       | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| MICHAELS STORES INC         | COM            | 594087108 | \$2,761            | 46,633             | SH     |              | DEFINED           |             |
|                             |                |           | \$2,030            | 34,281             | SH     |              | DEFINED           |             |
|                             |                |           | \$7,093            | 119,800            | SH     |              | DEFINED           |             |
|                             |                | -         | -----              | -----              |        |              |                   |             |
|                             |                |           | \$11,884           | 200,714            |        |              |                   |             |
| MICROSOFT CORP              | COM            | 594918104 | \$129,006          | 4,665,673          | SH     |              | DEFINED           |             |
|                             |                |           | \$36,726           | 1,328,225          | SH     |              | DEFINED           |             |
|                             |                |           | \$237              | 8,565              | SH     |              | DEFINED           |             |
|                             |                |           | \$64,059           | 2,316,784          | SH     |              | DEFINED           |             |
|                             |                | -         | -----              | -----              |        |              |                   |             |
|                             |                |           | \$230,027          | 8,319,247          |        |              |                   |             |
| MICROCHIP<br>TECHNOLOGY INC | COM            | 595017104 | \$3,371            | 125,589            | SH     |              | DEFINED           |             |
|                             |                |           | \$888              | 33,086             | SH     |              | DEFINED           |             |
|                             |                |           | \$7,005            | 261,000            | SH     |              | DEFINED           |             |
|                             |                | -         | -----              | -----              |        |              |                   |             |
|                             |                |           | \$11,264           | 419,675            |        |              |                   |             |
| MICRON TECHNOLOGY<br>INC    | COM            | 595112103 | \$210              | 17,492             | SH     |              | DEFINED           |             |
|                             |                |           | \$4                | 330                | SH     |              | DEFINED           |             |
|                             |                |           | \$1,366            | 113,586            | SH     |              | DEFINED           |             |

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|                                 |            |           |   |          |         |    |         |
|---------------------------------|------------|-----------|---|----------|---------|----|---------|
|                                 |            |           | - | -----    | -----   |    |         |
|                                 |            |           |   | \$1,581  | 131,408 |    |         |
| MICROSEMI CORP                  | COM        | 595137100 | - | \$1,607  | 114,000 | SH | DEFINED |
|                                 |            |           | - | -----    | -----   |    |         |
|                                 |            |           |   | \$1,607  | 114,000 |    |         |
| MIDCAP SPDR TR                  | UNIT SER 1 | 595635103 | - | \$141    | 1,300   | SH | DEFINED |
|                                 |            |           | - | \$201    | 1,853   | SH | DEFINED |
|                                 |            |           | - | -----    | -----   |    |         |
|                                 |            |           |   | \$342    | 3,153   |    |         |
| MIDDLEBY CORP                   | COM        | 596278101 | - | \$15,244 | 289,530 | SH | DEFINED |
|                                 |            |           | - | -----    | -----   |    |         |
|                                 |            |           |   | \$15,244 | 289,530 |    |         |
| MILLENNIUM<br>PHARMACEUTICALS I | COM        | 99902103  | - | \$11     | 800     | SH | DEFINED |
|                                 |            |           | - | \$3,007  | 220,000 | SH | DEFINED |
|                                 |            |           | - | -----    | -----   |    |         |
|                                 |            |           |   | \$3,018  | 220,800 |    |         |
| MILLER HERMAN INC               | COM        | 600544100 | - | \$723    | 29,350  | SH | DEFINED |
|                                 |            |           | - | -----    | -----   |    |         |
|                                 |            |           |   | \$723    | 29,350  |    |         |

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|---------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----               | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----       |
| MILLS CORP          | COM            | 601148109 | \$126              | 2,426              | SH     |              | DEFINED            |             |
|                     |                |           | \$892              | 17,200             | SH     |              | DEFINED            |             |
|                     |                |           | -                  | -----              | -----  |              |                    |             |
|                     |                |           | \$1,018            | 19,626             |        |              |                    |             |
| MOBILE MINI INC     | COM            | 60740F105 | \$535              | 21,556             | SH     |              | DEFINED            |             |
|                     |                |           | \$2,604            | 105,000            | SH     |              | DEFINED            |             |
|                     |                |           | -                  | -----              | -----  |              |                    |             |
|                     |                |           | \$3,139            | 126,556            |        |              |                    |             |
| MOLEX INC           | COM            | 608554101 | \$242              | 8,110              | SH     |              | DEFINED            |             |
|                     |                |           | \$6                | 200                | SH     |              | DEFINED            |             |
|                     |                |           | \$287              | 9,635              | SH     |              | DEFINED            |             |
|                     |                |           | -                  | -----              | -----  |              |                    |             |
|                     |                |           | \$535              | 17,945             |        |              |                    |             |
| MONDAVI ROBERT CORP | CL A           | 609200100 | \$1,351            | 34,500             | SH     |              | DEFINED            |             |
|                     |                |           | -                  | -----              | -----  |              |                    |             |
|                     |                |           | \$1,351            | 34,500             |        |              |                    |             |
| MONSANTO CO NEW     | COM            | 61166W101 | \$753              | 20,672             | SH     |              | DEFINED            |             |

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|                          |         |           |          |         |    |         |
|--------------------------|---------|-----------|----------|---------|----|---------|
|                          |         |           | \$7,814  | 214,542 | SH | DEFINED |
|                          |         |           | \$758    | 20,800  | SH | DEFINED |
|                          |         | -         | -----    | -----   |    |         |
|                          |         |           | \$9,324  | 256,014 |    |         |
| MONSTER WORLDWIDE<br>INC | COM     | 611742107 | \$73     | 2,978   | SH | DEFINED |
|                          |         |           | \$145    | 5,869   | SH | DEFINED |
|                          |         | -         | -----    | -----   |    |         |
|                          |         |           | \$218    | 8,847   |    |         |
| MONTEREY PASTA CO        | COM     | 612570101 | \$439    | 130,000 | SH | DEFINED |
|                          |         |           | \$1,555  | 460,000 | SH | DEFINED |
|                          |         | -         | -----    | -----   |    |         |
|                          |         |           | \$1,994  | 590,000 |    |         |
| MOODYS CORP              | COM     | 615369105 | \$1,140  | 15,567  | SH | DEFINED |
|                          |         |           | \$402    | 5,493   | SH | DEFINED |
|                          |         |           | \$560    | 7,648   | SH | DEFINED |
|                          |         | -         | -----    | -----   |    |         |
|                          |         |           | \$2,103  | 28,708  |    |         |
| MORGAN STANLEY           | COM NEW | 617446448 | \$2,125  | 43,113  | SH | DEFINED |
|                          |         |           | \$13,881 | 281,555 | SH | DEFINED |
|                          |         |           | \$3,415  | 69,272  | SH | DEFINED |
|                          |         | -         | -----    | -----   |    |         |
|                          |         |           | \$19,421 | 393,940 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER   | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| MORGAN STANLEY   | MUN PREM INCOM | 61745P429 | \$87               | 9,470              | SH     |              | DEFINED            |             |
|                  |                |           | \$52               | 5,700              | SH     |              | DEFINED            |             |
|                  |                | -         | -----              | -----              |        |              |                    |             |
|                  |                |           | \$139              | 15,170             |        |              |                    |             |
| MORGAN STANLEY   | MUN INC OPP II | 61745P445 | \$104              | 13,450             | SH     |              | DEFINED            |             |
|                  |                |           | \$47               | 6,000              | SH     |              | DEFINED            |             |
|                  |                | -         | -----              | -----              |        |              |                    |             |
|                  |                |           | \$151              | 19,450             |        |              |                    |             |
| MOTOROLA INC     | COM            | 620076109 | \$3,825            | 212,026            | SH     |              | DEFINED            |             |
|                  |                |           | \$4,061            | 225,112            | SH     |              | DEFINED            |             |
|                  |                |           | \$7,404            | 410,414            | SH     |              | DEFINED            |             |
|                  |                | -         | -----              | -----              |        |              |                    |             |
|                  |                |           | \$15,290           | 847,552            |        |              |                    |             |
| MOVADO GROUP INC | COM            | 624580106 | \$1,700            | 100,000            | SH     |              | DEFINED            |             |
|                  |                | -         | -----              | -----              |        |              |                    |             |
|                  |                |           | \$1,700            | 100,000            |        |              |                    |             |

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|                                 |     |           |       |        |    |         |
|---------------------------------|-----|-----------|-------|--------|----|---------|
| MUNIENHANCED FD INC             | COM | 626243109 | \$22  | 2,032  | SH | DEFINED |
|                                 |     |           | \$131 | 12,132 | SH | DEFINED |
|                                 |     |           |       |        |    |         |
|                                 |     |           | \$153 | 14,164 |    |         |
| MUNIYIELD FLA FD                | COM | 626297105 | \$45  | 3,242  | SH | DEFINED |
|                                 |     |           | \$174 | 12,465 | SH | DEFINED |
|                                 |     |           |       |        |    |         |
|                                 |     |           | \$219 | 15,707 |    |         |
| MUNIYIELD INSD FD<br>INC        | COM | 6.26E+111 | \$77  | 5,305  | SH | DEFINED |
|                                 |     |           | \$145 | 9,968  | SH | DEFINED |
|                                 |     |           |       |        |    |         |
|                                 |     |           | \$222 | 15,273 |    |         |
| MUNIYIELD MICH INSD<br>FD INC   | COM | 62630J106 | \$274 | 18,000 | SH | DEFINED |
|                                 |     |           | \$166 | 10,918 | SH | DEFINED |
|                                 |     |           |       |        |    |         |
|                                 |     |           | \$440 | 28,918 |    |         |
| MUNIYIELD MICH INSD<br>FD II IN | COM | 626300107 | \$287 | 20,000 | SH | DEFINED |
|                                 |     |           | \$164 | 11,439 | SH | DEFINED |
|                                 |     |           |       |        |    |         |
|                                 |     |           | \$451 | 31,439 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER              | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|-----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| MUNIYIELD QUALITY<br>FD INC | COM            | 626302103 | \$27               | 1,830              | SH     |              | DEFINED            |             |
|                             |                |           | \$192              | 13,164             | SH     |              | DEFINED            |             |
|                             |                |           |                    |                    |        |              |                    |             |
|                             |                |           | \$219              | 14,994             |        |              |                    |             |
| MYLAN LABS INC              | COM            | 628530107 | \$428              | 23,783             | SH     |              | DEFINED            |             |
|                             |                |           | \$7                | 400                | SH     |              | DEFINED            |             |
|                             |                |           | \$244              | 13,546             | SH     |              | DEFINED            |             |
|                             |                |           |                    |                    |        |              |                    |             |
|                             |                |           | \$679              | 37,729             |        |              |                    |             |
| NCR CORP NEW                | COM            | 6.29E+112 | \$160              | 3,220              | SH     |              | DEFINED            |             |
|                             |                |           | \$102              | 2,060              | SH     |              | DEFINED            |             |
|                             |                |           | \$690              | 13,919             | SH     |              | DEFINED            |             |
|                             |                |           |                    |                    |        |              |                    |             |
|                             |                |           | \$952              | 19,199             |        |              |                    |             |

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|                                |            |           |          |         |    |         |
|--------------------------------|------------|-----------|----------|---------|----|---------|
| NMS COMMUNICATIONS<br>CORP     | COM        | 629248105 | \$14     | 2,873   | SH | DEFINED |
|                                |            |           | \$36     | 7,441   | SH | DEFINED |
|                                |            |           | \$1,708  | 350,000 | SH | DEFINED |
|                                |            |           |          |         |    |         |
|                                |            |           | \$1,758  | 360,314 |    |         |
| NANOMETRICS INC                | COM        | 630077105 | \$2,052  | 180,000 | SH | DEFINED |
|                                |            |           |          |         |    |         |
|                                |            |           | \$2,052  | 180,000 |    |         |
| NASDAQ 100 TR                  | UNIT SER 1 | 631100104 | \$529    | 15,061  | SH | DEFINED |
|                                |            |           | \$2,372  | 67,504  | SH | DEFINED |
|                                |            |           | \$14     | 400     | SH | DEFINED |
|                                |            |           |          |         |    |         |
|                                |            |           | \$2,915  | 82,965  |    |         |
| NATIONAL CITY CORP             | COM        | 635405103 | \$15,319 | 396,651 | SH | DEFINED |
|                                |            |           | \$6,500  | 168,307 | SH | DEFINED |
|                                |            |           | \$1,900  | 49,193  | SH | DEFINED |
|                                |            |           |          |         |    |         |
|                                |            |           | \$23,719 | 614,151 |    |         |
| NATIONAL COMMERCE<br>FINL CORP | COM        | 63545P104 | \$12,990 | 379,700 | SH | DEFINED |
|                                |            |           | \$4,444  | 129,890 | SH | DEFINED |
|                                |            |           | \$3      | 100     | SH | DEFINED |
|                                |            |           |          |         |    |         |
|                                |            |           | \$17,437 | 509,690 |    |         |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER                    | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|-----------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| NATIONAL DENTEX CORP              | COM            | 63563H109 | \$240              | 8,500              | SH     |              | DEFINED            |             |
|                                   |                |           | \$1,972            | 70,000             | SH     |              | DEFINED            |             |
|                                   |                |           |                    |                    |        |              |                    |             |
|                                   |                |           | \$2,212            | 78,500             |        |              |                    |             |
| NATIONAL FUEL GAS<br>CO N J       | COM            | 636180101 | \$309              | 10,896             | SH     |              | DEFINED            |             |
|                                   |                |           | \$98               | 3,472              | SH     |              | DEFINED            |             |
|                                   |                |           |                    |                    |        |              |                    |             |
|                                   |                |           | \$407              | 14,368             |        |              |                    |             |
| NATIONAL<br>SEMICONDUCTOR<br>CORP | COM            | 637640103 | \$201              | 12,984             | SH     |              | DEFINED            |             |
|                                   |                |           | \$69               | 4,460              | SH     |              | DEFINED            |             |
|                                   |                |           | \$285              | 18,370             | SH     |              | DEFINED            |             |
|                                   |                |           |                    |                    |        |              |                    |             |



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|                               |      |           |         |         |    |         |
|-------------------------------|------|-----------|---------|---------|----|---------|
|                               |      |           | \$555   | 35,814  |    |         |
| NATIONWIDE HEALTH<br>PPTY INC | COM  | 638620104 | \$295   | 14,200  | SH | DEFINED |
|                               |      | -         | -----   | -----   |    |         |
|                               |      |           | \$295   | 14,200  |    |         |
| NATUZZI S P A                 | ADR  | 63905A101 | \$15    | 1,400   | SH | DEFINED |
|                               |      | -         | -----   | -----   |    |         |
|                               |      |           | \$1,188 | 110,000 | SH | DEFINED |
|                               |      |           | -----   | -----   |    |         |
|                               |      |           | \$1,203 | 111,400 |    |         |
| NAVIGANT CONSULTING<br>INC    | COM  | 63935N107 | \$1,675 | 76,267  | SH | DEFINED |
|                               |      |           | \$56    | 2,569   | SH | DEFINED |
|                               |      | -         | -----   | -----   |    |         |
|                               |      |           | \$2,121 | 96,578  | SH | DEFINED |
|                               |      |           | -----   | -----   |    |         |
|                               |      |           | \$3,852 | 175,414 |    |         |
| NEIMAN MARCUS GROUP<br>INC    | CL A | 640204202 | \$10    | 175     | SH | DEFINED |
|                               |      | -         | -----   | -----   |    |         |
|                               |      |           | \$2,760 | 48,000  | SH | DEFINED |
|                               |      |           | -----   | -----   |    |         |
|                               |      |           | \$2,770 | 48,175  |    |         |
| NEIMAN MARCUS GROUP<br>INC    | CL B | 640204301 | \$3     | 50      | SH | DEFINED |
|                               |      | -         | -----   | -----   |    |         |
|                               |      |           | \$596   | 11,200  | SH | DEFINED |
|                               |      |           | -----   | -----   |    |         |
|                               |      |           | \$599   | 11,250  |    |         |
| NETWORK APPLIANCE<br>INC      | COM  | 64120L104 | \$1,359 | 58,959  | SH | DEFINED |
|                               |      | -         | -----   | -----   |    |         |
|                               |      |           | \$403   | 17,498  | SH | DEFINED |
|                               |      |           | \$6,388 | 277,143 | SH | DEFINED |
|                               |      |           | -----   | -----   |    |         |
|                               |      |           | \$8,150 | 353,600 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|-------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----                         | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----       |
| NEUROCRINE<br>BIOSCIENCES INC | COM            | 64125C109 | \$1,867            | 39,585             | SH     |              | DEFINED            |             |
|                               |                |           | \$382              | 8,090              | SH     |              | DEFINED            |             |
|                               |                | -         | -----              | -----              |        |              |                    |             |
|                               |                |           | \$5,284            | 112,036            | SH     |              | DEFINED            |             |
|                               |                |           | -----              | -----              |        |              |                    |             |
|                               |                |           | \$7,532            | 159,711            |        |              |                    |             |
| NEW YORK TIMES CO             | CL A           | 650111107 | \$159              | 4,060              | SH     |              | DEFINED            |             |
|                               |                |           | \$73               | 1,857              | SH     |              | DEFINED            |             |

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|                                 |      |           |          |         |    |         |
|---------------------------------|------|-----------|----------|---------|----|---------|
|                                 |      |           | \$298    | 7,617   | SH | DEFINED |
|                                 |      |           | -----    | -----   |    |         |
|                                 |      |           | \$529    | 13,534  |    |         |
| NEWELL RUBBERMAID<br>INC        | COM  | 651229106 | \$10,374 | 517,655 | SH | DEFINED |
|                                 |      |           | \$5,892  | 294,022 | SH | DEFINED |
|                                 |      |           | \$881    | 43,951  | SH | DEFINED |
|                                 |      |           | -----    | -----   |    |         |
|                                 |      |           | \$17,147 | 855,628 |    |         |
| NEWMARKET CORP                  | COM  | 651587107 | \$125    | 6,000   | SH | DEFINED |
|                                 |      |           | \$0      | 15      | SH | DEFINED |
|                                 |      |           | \$1,357  | 65,000  | SH | DEFINED |
|                                 |      |           | -----    | -----   |    |         |
|                                 |      |           | \$1,483  | 71,015  |    |         |
| NEWMONT MINING CORP             | COM  | 651639106 | \$1,316  | 28,894  | SH | DEFINED |
|                                 |      |           | \$238    | 5,231   | SH | DEFINED |
|                                 |      |           | \$1,029  | 22,592  | SH | DEFINED |
|                                 |      |           | -----    | -----   |    |         |
|                                 |      |           | \$2,582  | 56,717  |    |         |
| NEXTEL<br>COMMUNICATIONS<br>INC | CL A | 65332V103 | \$868    | 36,408  | SH | DEFINED |
|                                 |      |           | \$1,323  | 55,485  | SH | DEFINED |
|                                 |      |           | \$2,314  | 97,055  | SH | DEFINED |
|                                 |      |           | -----    | -----   |    |         |
|                                 |      |           | \$4,505  | 188,948 |    |         |
| NICOR INC                       | COM  | 654086107 | \$79     | 2,150   | SH | DEFINED |
|                                 |      |           | \$242    | 6,585   | SH | DEFINED |
|                                 |      |           | \$79     | 2,163   | SH | DEFINED |
|                                 |      |           | -----    | -----   |    |         |
|                                 |      |           | \$400    | 10,898  |    |         |
| NIKE INC                        | CL B | 654106103 | \$542    | 6,877   | SH | DEFINED |
|                                 |      |           | \$92     | 1,165   | SH | DEFINED |
|                                 |      |           | \$1,061  | 13,460  | SH | DEFINED |
|                                 |      |           | -----    | -----   |    |         |
|                                 |      |           | \$1,694  | 21,502  |    |         |

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SEC # 28-539  
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|----------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----          | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| NISOURCE INC   | COM            | 65473P105 | \$10,428           | 496,325            | SH     |              | DEFINED           |             |
|                |                |           | \$6,804            | 323,863            | SH     |              | DEFINED           |             |
|                |                |           | \$46               | 2,200              | SH     |              | DEFINED           |             |

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|                                 |               |           |          |           |    |         |
|---------------------------------|---------------|-----------|----------|-----------|----|---------|
|                                 |               |           | \$7,857  | 373,987   | SH | DEFINED |
|                                 |               |           | -----    | -----     |    |         |
|                                 |               |           | \$25,136 | 1,196,375 |    |         |
| NOKIA CORP                      | SPONSORED ADR | 654902204 | \$359    | 26,202    | SH | DEFINED |
|                                 |               |           | \$454    | 33,116    | SH | DEFINED |
|                                 |               |           | \$14     | 1,000     | SH | DEFINED |
|                                 |               |           | -----    | -----     |    |         |
|                                 |               |           | \$828    | 60,318    |    |         |
| NORDSTROM INC                   | COM           | 655664100 | \$17,810 | 465,748   | SH | DEFINED |
|                                 |               |           | \$1,186  | 31,024    | SH | DEFINED |
|                                 |               |           | \$22,672 | 592,885   | SH | DEFINED |
|                                 |               |           | -----    | -----     |    |         |
|                                 |               |           | \$41,668 | 1,089,657 |    |         |
| NORFOLK SOUTHERN<br>CORP        | COM           | 655844108 | \$1,866  | 62,746    | SH | DEFINED |
|                                 |               |           | \$918    | 30,859    | SH | DEFINED |
|                                 |               |           | \$595    | 20,008    | SH | DEFINED |
|                                 |               |           | -----    | -----     |    |         |
|                                 |               |           | \$3,379  | 113,613   |    |         |
| NORTEL NETWORKS<br>CORP NEW     | COM           | 656568102 | \$242    | 71,135    | SH | DEFINED |
|                                 |               |           | \$47     | 13,775    | SH | DEFINED |
|                                 |               |           | -----    | -----     |    |         |
|                                 |               |           | \$289    | 84,910    |    |         |
| NORTH CTRY FINL<br>CORP         | COM           | 658788104 | \$41     | 39,486    | SH | DEFINED |
|                                 |               |           | -----    | -----     |    |         |
|                                 |               |           | \$41     | 39,486    |    |         |
| NORTH FORK<br>BANCORPORATION NY | COM           | 659424105 | \$58,290 | 1,311,357 | SH | DEFINED |
|                                 |               |           | \$11,036 | 248,267   | SH | DEFINED |
|                                 |               |           | \$18     | 405       | SH | DEFINED |
|                                 |               |           | \$6,234  | 140,241   | SH | DEFINED |
|                                 |               |           | -----    | -----     |    |         |
|                                 |               |           | \$75,577 | 1,700,270 |    |         |
| NORTHEAST UTILS                 | COM           | 664397106 | \$4      | 200       | SH | DEFINED |
|                                 |               |           | \$110    | 5,666     | SH | DEFINED |
|                                 |               |           | \$445    | 22,950    | SH | DEFINED |
|                                 |               |           | -----    | -----     |    |         |
|                                 |               |           | \$559    | 28,816    |    |         |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----          | -----          | ----- | -----              | -----              | -----  | -----        | -----              | -----       |

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|                              |                |           |          |           |    |         |
|------------------------------|----------------|-----------|----------|-----------|----|---------|
| NORTHERN BORDER PARTNERS L P | UNIT LTD PARTN | 664785102 | \$27     | 600       | SH | DEFINED |
|                              |                |           | \$210    | 4,600     | SH | DEFINED |
|                              |                |           | -----    | -----     |    |         |
|                              |                |           | \$238    | 5,200     |    |         |
| NORTHERN TR CORP             | COM            | 665859104 | \$31,219 | 765,170   | SH | DEFINED |
|                              |                |           | \$8,872  | 217,446   | SH | DEFINED |
|                              |                |           | \$34     | 825       | SH | DEFINED |
|                              |                |           | \$31,200 | 764,706   | SH | DEFINED |
|                              |                |           | -----    | -----     |    |         |
|                              |                |           | \$71,324 | 1,748,147 |    |         |
| NORTHROP GRUMMAN CORP        | COM            | 666807102 | \$695    | 13,034    | SH | DEFINED |
|                              |                |           | \$450    | 8,444     | SH | DEFINED |
|                              |                |           | \$978    | 18,347    | SH | DEFINED |
|                              |                |           | -----    | -----     |    |         |
|                              |                |           | \$2,124  | 39,825    |    |         |
| NORTHWEST AIRLS CORP         | CL A           | 667280101 | \$115    | 14,000    | SH | DEFINED |
|                              |                |           | -----    | -----     |    |         |
|                              |                |           | \$115    | 14,000    |    |         |
| NORTHWEST PIPE CO            | COM            | 667746101 | \$364    | 21,000    | SH | DEFINED |
|                              |                |           | \$1,302  | 75,000    | SH | DEFINED |
|                              |                |           | -----    | -----     |    |         |
|                              |                |           | \$1,667  | 96,000    |    |         |
| NOVAGOLD RES INC             | COM NEW        | 6.70E+210 | \$84     | 13,250    | SH | DEFINED |
|                              |                |           | -----    | -----     |    |         |
|                              |                |           | \$84     | 13,250    |    |         |
| NOVARTIS A G                 | SPONSORED ADR  | 66987V109 | \$320    | 6,850     | SH | DEFINED |
|                              |                |           | \$289    | 6,187     | SH | DEFINED |
|                              |                |           | -----    | -----     |    |         |
|                              |                |           | \$608    | 13,037    |    |         |
| NOVELL INC                   | COM            | 670006105 | \$114    | 18,021    | SH | DEFINED |
|                              |                |           | \$1,859  | 294,610   | SH | DEFINED |
|                              |                |           | -----    | -----     |    |         |
|                              |                |           | \$1,973  | 312,631   |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER   | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| NOVELLUS SYS INC | COM            | 670008101 | \$105              | 3,957              | SH     |              | DEFINED            |             |
|                  |                |           | \$202              | 7,569              | SH     |              | DEFINED            |             |

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|                                 |            |           |   |       |        |    |         |
|---------------------------------|------------|-----------|---|-------|--------|----|---------|
|                                 |            |           | - | ----- | -----  |    |         |
|                                 |            |           |   | \$307 | 11,526 |    |         |
| NUCOR CORP                      | COM        | 670346105 |   | \$265 | 2,899  | SH | DEFINED |
|                                 |            |           |   | \$241 | 2,634  | SH | DEFINED |
|                                 |            |           |   | \$368 | 4,026  | SH | DEFINED |
|                                 |            |           | - | ----- | -----  |    |         |
|                                 |            |           |   | \$873 | 9,559  |    |         |
| NUVEEN INSD PREM<br>INCOME MUN  | COM        | 6706D8104 |   | \$499 | 36,100 | SH | DEFINED |
|                                 |            |           | - | ----- | -----  |    |         |
|                                 |            |           |   | \$499 | 36,100 |    |         |
| NUVEEN SELECT TAX<br>FREE INCM  | SH BEN INT | 67062F100 |   | \$14  | 1,000  | SH | DEFINED |
|                                 |            |           |   | \$204 | 14,834 | SH | DEFINED |
|                                 |            |           | - | ----- | -----  |    |         |
|                                 |            |           |   | \$218 | 15,834 |    |         |
| NUVEEN PREM INCOME<br>MUN FD    | COM        | 67062T100 |   | \$3   | 200    | SH | DEFINED |
|                                 |            |           |   | \$427 | 30,039 | SH | DEFINED |
|                                 |            |           | - | ----- | -----  |    |         |
|                                 |            |           |   | \$430 | 30,239 |    |         |
| NUVEEN MUN MKT<br>OPPORTUNITY F | COM        | 67062W103 |   | \$104 | 7,222  | SH | DEFINED |
|                                 |            |           |   | \$144 | 9,991  | SH | DEFINED |
|                                 |            |           | - | ----- | -----  |    |         |
|                                 |            |           |   | \$248 | 17,213 |    |         |
| NUVEEN SELECT TAX<br>FREE INCM  | SH BEN INT | 67063C106 |   | \$26  | 2,000  | SH | DEFINED |
|                                 |            |           |   | \$150 | 11,410 | SH | DEFINED |
|                                 |            |           | - | ----- | -----  |    |         |
|                                 |            |           |   | \$177 | 13,410 |    |         |
| NUVEEN PREM INCOME<br>MUN FD 2  | COM        | 67063W102 |   | \$174 | 12,085 | SH | DEFINED |
|                                 |            |           | - | ----- | -----  |    |         |
|                                 |            |           |   | \$174 | 12,085 |    |         |
| NUVEEN INS FL TX<br>FR ADV MUN  | COM        | 670655109 |   | \$195 | 13,333 | SH | DEFINED |
|                                 |            |           | - | ----- | -----  |    |         |
|                                 |            |           |   | \$195 | 13,333 |    |         |
| NVIDIA CORP                     | COM        | 67066G104 |   | \$97  | 6,700  | SH | DEFINED |
|                                 |            |           |   | \$122 | 8,400  | SH | DEFINED |
|                                 |            |           | - | ----- | -----  |    |         |
|                                 |            |           |   | \$219 | 15,100 |    |         |

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SEC # 28-539  
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| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| NUVEEN MUN HIGH<br>INC OPP FD   | COM            | 670682103 | \$6                | 400                | SH     |              | DEFINED           |             |
|                                 |                |           | \$207              | 14,000             | SH     |              | DEFINED           |             |
|                                 |                |           | -                  | -                  | -      | -            |                   |             |
|                                 |                |           | \$213              | 14,400             |        |              |                   |             |
| NUVEEN QUALITY PFD<br>INCOME FD | COM            | 67071S101 | \$663              | 45,408             | SH     |              | DEFINED           |             |
|                                 |                |           | \$30               | 2,050              | SH     |              | DEFINED           |             |
|                                 |                |           | -                  | -                  | -      | -            |                   |             |
|                                 |                |           | \$693              | 47,458             |        |              |                   |             |
| OCA INC                         | COM            | 67083Q101 | \$4                | 800                | SH     |              | DEFINED           |             |
|                                 |                |           | \$1,067            | 225,000            | SH     |              | DEFINED           |             |
|                                 |                |           | -                  | -                  | -      | -            |                   |             |
|                                 |                |           | \$1,070            | 225,800            |        |              |                   |             |
| NUVEEN INVTS INC                | CL A           | 67090F106 | \$14,004           | 473,100            | SH     |              | DEFINED           |             |
|                                 |                |           | \$61               | 2,050              | SH     |              | DEFINED           |             |
|                                 |                |           | -                  | -                  | -      | -            |                   |             |
|                                 |                |           | \$14,064           | 475,150            |        |              |                   |             |
| NUVEEN MUN VALUE<br>FD INC      | COM            | 670928100 | \$76               | 8,299              | SH     |              | DEFINED           |             |
|                                 |                |           | \$115              | 12,562             | SH     |              | DEFINED           |             |
|                                 |                |           | -                  | -                  | -      | -            |                   |             |
|                                 |                |           | \$191              | 20,861             |        |              |                   |             |
| NUVEEN QUALITY<br>INCOME MUN FD | COM            | 670977107 | \$41               | 2,837              | SH     |              | DEFINED           |             |
|                                 |                |           | \$479              | 33,043             | SH     |              | DEFINED           |             |
|                                 |                |           | -                  | -                  | -      | -            |                   |             |
|                                 |                |           | \$520              | 35,880             |        |              |                   |             |
| NUVEEN MICH<br>QUALITY INCOME M | COM            | 670979103 | \$215              | 13,640             | SH     |              | DEFINED           |             |
|                                 |                |           | \$1,491            | 94,733             | SH     |              | DEFINED           |             |
|                                 |                |           | -                  | -                  | -      | -            |                   |             |
|                                 |                |           | \$1,706            | 108,373            |        |              |                   |             |
| NUVEEN OHIO<br>QUALITY INCOME M | COM            | 670980101 | \$688              | 40,338             | SH     |              | DEFINED           |             |
|                                 |                |           | -                  | -                  | -      | -            |                   |             |
|                                 |                |           |                    | \$688              | 40,338 |              |                   |             |
| NUVEEN INSD MUN<br>OPPORTUNITY  | COM            | 670984103 | \$52               | 3,350              | SH     |              | DEFINED           |             |
|                                 |                |           | \$520              | 33,552             | SH     |              | DEFINED           |             |
|                                 |                |           | -                  | -                  | -      | -            |                   |             |
|                                 |                |           | \$572              | 36,902             |        |              |                   |             |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

AS OF 9/30/04

| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|--------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| NUVEEN MICH PREM<br>INCOME MUN | COM            | 67101Q109 | \$721              | 47,231             | SH     |              | DEFINED            |             |
|                                |                |           | \$721              | 47,231             |        |              |                    |             |
| OSI PHARMACEUTICALS<br>INC     | COM            | 671040103 | \$21               | 340                | SH     |              | DEFINED            |             |
|                                |                |           | \$88               | 1,425              |        |              |                    |             |
|                                |                |           | \$918              | 14,939             |        |              |                    |             |
|                                |                |           | \$1,027            | 16,704             |        |              |                    |             |
| OSI SYSTEMS INC                | COM            | 671044105 | \$1,368            | 84,792             | SH     |              | DEFINED            |             |
|                                |                |           | \$2,616            | 162,500            |        |              |                    |             |
|                                |                |           | \$3,984            | 247,472            |        |              |                    |             |
| OCCIDENTAL PETE<br>CORP DEL    | COM            | 674599105 | \$605              | 10,825             | SH     |              | DEFINED            |             |
|                                |                |           | \$931              | 16,648             |        |              |                    |             |
|                                |                |           | \$2,315            | 41,388             |        |              |                    |             |
|                                |                |           | \$3,851            | 68,861             |        |              |                    |             |
| ODYSSEY HEALTHCARE<br>INC      | COM            | 67611V101 | \$2                | 115                | SH     |              | DEFINED            |             |
|                                |                |           | \$3,055            | 172,100            |        |              |                    |             |
|                                |                |           | \$3,057            | 172,215            |        |              |                    |             |
| OFFICE DEPOT INC               | COM            | 676220106 | \$277              | 18,434             | SH     |              | DEFINED            |             |
|                                |                |           | \$2                | 100                |        |              |                    |             |
|                                |                |           | \$238              | 15,861             |        |              |                    |             |
|                                |                |           | \$517              | 34,395             |        |              |                    |             |
| OHIO CAS CORP                  | COM            | 677240103 | \$375              | 17,900             | SH     |              | DEFINED            |             |
|                                |                |           | \$375              | 17,900             |        |              |                    |             |
| OLD NATL BANCORP<br>IND        | COM            | 680033107 | \$2,480            | 99,840             | SH     |              | DEFINED            |             |
|                                |                |           | \$2,480            | 99,840             |        |              |                    |             |
| OLD SECOND BANCORP<br>INC ILL  | COM            | 680277100 | \$2,555            | 91,362             | SH     |              | DEFINED            |             |
|                                |                |           | \$2,555            | 91,362             |        |              |                    |             |
| OLYMPIC STEEL INC              | COM            | 68162K106 | \$95               | 5,000              | SH     |              | DEFINED            |             |
|                                |                |           | \$2,835            | 150,000            |        |              |                    |             |

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 \$2,930 155,000

FORM 13F BREAKDOWN REPORT  
 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
 AS OF 9/30/04

| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|--------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                          | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| OMNICARE INC                   | COM            | 681904108 | \$544              | 19,183             | SH     |              | DEFINED           |             |
|                                |                |           | \$4,648            | 163,908            | SH     |              | DEFINED           |             |
|                                |                |           | -----              | -----              |        |              |                   |             |
|                                |                |           | \$5,192            | 183,091            |        |              |                   |             |
| OMNICOM GROUP INC              | COM            | 681919106 | \$29,511           | 403,921            | SH     |              | DEFINED           |             |
|                                |                |           | \$10,787           | 147,643            | SH     |              | DEFINED           |             |
|                                |                |           | \$40               | 550                | SH     |              | DEFINED           |             |
|                                |                |           | \$3,967            | 54,300             | SH     |              | DEFINED           |             |
|                                |                |           | -----              | -----              |        |              |                   |             |
|                                |                |           | \$44,305           | 606,414            |        |              |                   |             |
| OMNIVISION<br>TECHNOLOGIES INC | COM            | 682128103 | \$8                | 550                | SH     |              | DEFINED           |             |
|                                |                |           | \$2,547            | 180,000            | SH     |              | DEFINED           |             |
|                                |                |           | -----              | -----              |        |              |                   |             |
|                                |                |           | \$2,555            | 180,550            |        |              |                   |             |
| OMNICELL INC                   | COM            | 68213N109 | \$46               | 3,452              | SH     |              | DEFINED           |             |
|                                |                |           | \$59               | 4,496              | SH     |              | DEFINED           |             |
|                                |                |           | \$1,256            | 95,000             | SH     |              | DEFINED           |             |
|                                |                |           | -----              | -----              |        |              |                   |             |
|                                |                |           | \$1,361            | 102,948            |        |              |                   |             |
| ON ASSIGNMENT INC              | COM            | 682159108 | \$424              | 95,000             | SH     |              | DEFINED           |             |
|                                |                |           | \$1,601            | 360,000            | SH     |              | DEFINED           |             |
|                                |                |           | -----              | -----              |        |              |                   |             |
|                                |                |           | \$2,025            | 455,000            |        |              |                   |             |
| ONEOK INC NEW                  | COM            | 682680103 | \$2,511            | 96,500             | SH     |              | DEFINED           |             |
|                                |                |           | -----              | -----              |        |              |                   |             |
|                                |                |           | \$2,511            | 96,500             |        |              |                   |             |
| ONYX<br>PHARMACEUTICALS<br>INC | COM            | 683399109 | \$61               | 1,422              | SH     |              | DEFINED           |             |
|                                |                |           | \$74               | 1,715              | SH     |              | DEFINED           |             |
|                                |                |           | \$2,286            | 53,161             | SH     |              | DEFINED           |             |
|                                |                |           | -----              | -----              |        |              |                   |             |
|                                |                |           | \$2,421            | 56,298             |        |              |                   |             |
| OPTIMAL GROUP INC              | CL A NEW       | 68388R208 | \$1,974            | 215,009            | SH     |              | DEFINED           |             |
|                                |                |           | -----              | -----              |        |              |                   |             |
|                                |                |           | \$1,974            | 215,009            |        |              |                   |             |



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| NAME OF ISSUER                     | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|------------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| ORACLE CORP                        | COM            | 68389X105 | \$20,184           | 1,789,357          | SH     |              | DEFINED            |             |
|                                    |                |           | \$3,937            | 349,041            | SH     |              | DEFINED            |             |
|                                    |                |           | \$89               | 7,915              | SH     |              | DEFINED            |             |
|                                    |                |           | \$2,989            | 264,941            | SH     |              | DEFINED            |             |
|                                    |                | -         | -----              | -----              |        |              |                    |             |
|                                    |                |           | \$27,199           | 2,411,254          |        |              |                    |             |
| OREGON STL MLS INC                 | COM            | 686079104 | \$666              | 40,000             | SH     |              | DEFINED            |             |
|                                    |                |           | \$4,739            | 285,000            | SH     |              | DEFINED            |             |
|                                    |                |           | -                  | -----              | -----  |              |                    |             |
|                                    |                |           | \$5,405            | 325,000            |        |              |                    |             |
| ORTHOLOGIC CORP                    | COM            | 68750J107 | \$1                | 100                | SH     |              | DEFINED            |             |
|                                    |                |           | \$805              | 114,400            | SH     |              | DEFINED            |             |
|                                    |                |           | -                  | -----              | -----  |              |                    |             |
|                                    |                |           | \$806              | 114,500            |        |              |                    |             |
| OSHKOSH TRUCK CORP                 | COM            | 688239201 | \$51               | 900                | SH     |              | DEFINED            |             |
|                                    |                |           | \$1,984            | 34,772             | SH     |              | DEFINED            |             |
|                                    |                |           | -                  | -----              | -----  |              |                    |             |
|                                    |                |           | \$2,035            | 35,672             |        |              |                    |             |
| OSTEOTECH INC                      | COM            | 688582105 | \$507              | 128,446            | SH     |              | DEFINED            |             |
|                                    |                |           | \$1,536            | 390,000            | SH     |              | DEFINED            |             |
|                                    |                |           | -                  | -----              | -----  |              |                    |             |
|                                    |                |           | \$2,043            | 518,446            |        |              |                    |             |
| OVERLAND STORAGE<br>INC            | COM            | 690310107 | \$1,049            | 75,000             | SH     |              | DEFINED            |             |
|                                    |                |           | -                  | -----              | -----  |              |                    |             |
|                                    |                |           | \$1,049            | 75,000             |        |              |                    |             |
| OVERSEAS<br>SHIPHOLDING<br>GROUP I | COM            | 690368105 | \$24               | 478                | SH     |              | DEFINED            |             |
|                                    |                |           | \$59               | 1,182              | SH     |              | DEFINED            |             |
|                                    |                |           | \$1,986            | 40,000             | SH     |              | DEFINED            |             |
|                                    |                |           | -                  | -----              | -----  |              |                    |             |
|                                    |                |           | \$2,068            | 41,660             |        |              |                    |             |
| OVERSTOCK COM INC<br>DEL           | COM            | 690370101 | \$735              | 20,000             | SH     |              | DEFINED            |             |
|                                    |                |           | -                  | -----              | -----  |              |                    |             |
|                                    |                |           | \$735              | 20,000             |        |              |                    |             |

P A M TRANSN SVCS

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|     |     |           |         |        |    |         |
|-----|-----|-----------|---------|--------|----|---------|
| INC | COM | 693149106 | \$480   | 25,000 | SH | DEFINED |
|     |     |           | \$1,005 | 52,500 | SH | DEFINED |
|     |     | -         | -----   | -----  |    |         |
|     |     |           | \$1,485 | 77,500 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP  
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| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| PG&E CORP                  | COM            | 69331C108 | \$331              | 10,902             | SH     |              | DEFINED           |             |
|                            |                |           | \$65               | 2,151              | SH     |              | DEFINED           |             |
|                            |                |           | \$650              | 21,370             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$1,046            | 34,423             |        |              |                   |             |
| PLX TECHNOLOGY INC         | COM            | 693417107 | \$60               | 8,279              | SH     |              | DEFINED           |             |
|                            |                |           | \$73               | 10,081             | SH     |              | DEFINED           |             |
|                            |                |           | \$2,105            | 291,900            | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$2,237            | 310,260            |        |              |                   |             |
| PMC-SIERRA INC             | COM            | 69344F106 | \$44               | 4,978              | SH     |              | DEFINED           |             |
|                            |                |           | \$4                | 400                | SH     |              | DEFINED           |             |
|                            |                |           | \$79               | 8,988              | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$127              | 14,366             |        |              |                   |             |
| PNC FINL SVCS<br>GROUP INC | COM            | 693475105 | \$6,042            | 111,675            | SH     |              | DEFINED           |             |
|                            |                |           | \$429              | 7,933              | SH     |              | DEFINED           |             |
|                            |                |           | \$780              | 14,421             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$7,251            | 134,029            |        |              |                   |             |
| PPG INDS INC               | COM            | 693506107 | \$7,097            | 115,813            | SH     |              | DEFINED           |             |
|                            |                |           | \$1,081            | 17,648             | SH     |              | DEFINED           |             |
|                            |                |           | \$1,659            | 27,069             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$9,837            | 160,530            |        |              |                   |             |
| PPL CORP                   | COM            | 69351T106 | \$284              | 6,021              | SH     |              | DEFINED           |             |
|                            |                |           | \$154              | 3,265              | SH     |              | DEFINED           |             |
|                            |                |           | \$426              | 9,024              | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$864              | 18,310             |        |              |                   |             |
| PACCAR INC                 | COM            | 693718108 | \$373              | 5,390              | SH     |              | DEFINED           |             |
|                            |                |           | \$49               | 707                | SH     |              | DEFINED           |             |
|                            |                |           | \$955              | 13,818             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$1,377            | 19,915             |        |              |                   |             |

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|             |     |           |       |        |    |         |
|-------------|-----|-----------|-------|--------|----|---------|
| PACTIV CORP | COM | 695257105 | \$106 | 4,540  | SH | DEFINED |
|             |     |           | \$33  | 1,400  | SH | DEFINED |
|             |     |           | \$182 | 7,842  | SH | DEFINED |
|             |     | -         | ----- | -----  |    |         |
|             |     |           | \$320 | 13,782 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP  
SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----                           | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----       |
| PALL CORP                       | COM            | 696429307 | \$1,044            | 42,658             | SH     |              | DEFINED            |             |
|                                 |                |           | \$70               | 2,869              | SH     |              | DEFINED            |             |
|                                 |                |           | \$4,071            | 166,299            | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$5,186            | 211,826            |        |              |                    |             |
| PAN PACIFIC RETAIL<br>PPTYS INC | COM            | 69806L104 | \$207              | 3,822              | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$207              | 3,822              |        |              |                    |             |
| PANERA BREAD CO                 | CL A           | 69840W108 | \$189              | 5,025              | SH     |              | DEFINED            |             |
|                                 |                |           | \$30               | 800                | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$219              | 5,825              |        |              |                    |             |
| PARAMETRIC<br>TECHNOLOGY CORP   | COM            | 699173100 | \$120              | 22,719             | SH     |              | DEFINED            |             |
|                                 |                |           | \$106              | 20,116             | SH     |              | DEFINED            |             |
|                                 |                |           | \$4,060            | 768,872            | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$4,286            | 811,707            |        |              |                    |             |
| PAREXEL INTL CORP               | COM            | 699462107 | \$76               | 3,863              | SH     |              | DEFINED            |             |
|                                 |                |           | \$392              | 20,000             | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$468              | 23,863             |        |              |                    |             |
| PARK NATL CORP                  | COM            | 700658107 | \$2,422            | 19,039             | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$2,422            | 19,039             |        |              |                    |             |
| PARKER HANNIFIN<br>CORP         | COM            | 701094104 | \$5,763            | 97,898             | SH     |              | DEFINED            |             |
|                                 |                |           | \$5,475            | 93,014             | SH     |              | DEFINED            |             |
|                                 |                |           | \$4                | 75                 | SH     |              | DEFINED            |             |
|                                 |                |           | \$14,959           | 254,139            | SH     |              | DEFINED            |             |
|                                 |                | -         | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$26,200           | 445,126            |        |              |                    |             |

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|                            |     |           |         |        |    |         |
|----------------------------|-----|-----------|---------|--------|----|---------|
| PATINA OIL & GAS<br>CORP   | COM | 703224105 | \$179   | 6,050  | SH | DEFINED |
|                            |     |           | \$4     | 132    | SH | DEFINED |
|                            |     |           | \$1,713 | 57,936 | SH | DEFINED |
|                            |     |           | -       | -      | -  | -       |
|                            |     |           | \$1,896 | 64,118 |    |         |
| PATTERSON<br>COMPANIES INC | COM | 703395103 | \$372   | 4,858  | SH | DEFINED |
|                            |     |           | \$1,315 | 17,175 | SH | DEFINED |
|                            |     |           | -       | -      | -  | -       |
|                            |     |           | \$1,687 | 22,033 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| PAYCHEX INC               | COM            | 704326107 | \$6,038            | 200,272            | SH     |              | DEFINED           |             |
|                           |                |           | \$825              | 27,347             | SH     |              | DEFINED           |             |
|                           |                |           | \$584              | 19,379             | SH     |              | DEFINED           |             |
|                           |                |           | -                  | -                  | -      | -            |                   |             |
|                           |                |           | \$7,447            | 246,998            |        |              |                   |             |
| PAYLESS SHOESOURCE<br>INC | COM            | 704379106 | \$7                | 725                | SH     |              | DEFINED           |             |
|                           |                |           | \$4                | 432                | SH     |              | DEFINED           |             |
|                           |                |           | \$2,178            | 215,000            | SH     |              | DEFINED           |             |
|                           |                |           | -                  | -                  | -      | -            |                   |             |
|                           |                |           | \$2,190            | 216,157            |        |              |                   |             |
| PEMSTAR INC               | COM            | 706552106 | \$247              | 135,057            | SH     |              | DEFINED           |             |
|                           |                |           | \$985              | 541,885            | SH     |              | DEFINED           |             |
|                           |                |           | -                  | -                  | -      | -            |                   |             |
|                           |                |           | \$1,232            | 676,942            |        |              |                   |             |
| PENNEY J C INC            | NOTE 5.000%10  | 708160BV7 | \$371              | 3,000              | SH     |              | DEFINED           |             |
|                           |                |           | -                  | -                  | -      | -            |                   |             |
|                           |                |           | \$371              | 3,000              |        |              |                   |             |
| PENNEY J C INC            | COM            | 708160106 | \$1,253            | 35,517             | SH     |              | DEFINED           |             |
|                           |                |           | \$249              | 7,053              | SH     |              | DEFINED           |             |
|                           |                |           | \$2,910            | 82,487             | SH     |              | DEFINED           |             |
|                           |                |           | -                  | -                  | -      | -            |                   |             |
|                           |                |           | \$4,412            | 125,057            |        |              |                   |             |
| PEOPLES BANCORP INC       | COM            | 709789101 | \$868              | 32,993             | SH     |              | DEFINED           |             |
|                           |                |           | -                  | -                  | -      | -            |                   |             |
|                           |                |           | \$868              | 32,993             |        |              |                   |             |
| PEOPLES ENERGY CORP       | COM            | 711030106 | \$136              | 3,259              | SH     |              | DEFINED           |             |
|                           |                |           | \$608              | 14,577             | SH     |              | DEFINED           |             |

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|               |     |           |       |        |    |         |
|---------------|-----|-----------|-------|--------|----|---------|
|               |     |           | \$79  | 1,904  | SH | DEFINED |
|               |     |           | ----- | -----  |    |         |
|               |     |           | \$823 | 19,740 |    |         |
| PEOPLESFT INC | COM | 712713106 | \$200 | 10,076 | SH | DEFINED |
|               |     |           | \$16  | 800    | SH | DEFINED |
|               |     |           | \$370 | 18,623 | SH | DEFINED |
|               |     |           | ----- | -----  |    |         |
|               |     |           | \$586 | 29,499 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP  
SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----                        | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----       |
| PEPCO HOLDINGS INC           | COM            | 713291102 | \$2,392            | 120,223            | SH     |              | DEFINED            |             |
|                              |                |           | \$656              | 32,959             | SH     |              | DEFINED            |             |
|                              |                |           | \$2,786            | 140,000            | SH     |              | DEFINED            |             |
|                              |                |           | -----              | -----              |        |              |                    |             |
|                              |                |           | \$5,834            | 293,182            |        |              |                    |             |
| PEPSI BOTTLING<br>GROUP INC  | COM            | 713409100 | \$182              | 6,716              | SH     |              | DEFINED            |             |
|                              |                |           | \$33               | 1,200              | SH     |              | DEFINED            |             |
|                              |                |           | \$357              | 13,149             | SH     |              | DEFINED            |             |
|                              |                |           | -----              | -----              |        |              |                    |             |
|                              |                |           | \$572              | 21,065             |        |              |                    |             |
| PEPSIAMERICAS INC            | COM            | 71343P200 | \$17               | 895                | SH     |              | DEFINED            |             |
|                              |                |           | \$8                | 400                | SH     |              | DEFINED            |             |
|                              |                |           | \$923              | 48,300             | SH     |              | DEFINED            |             |
|                              |                |           | -----              | -----              |        |              |                    |             |
|                              |                |           | \$947              | 49,595             |        |              |                    |             |
| PEPSICO INC                  | COM            | 713448108 | \$49,876           | 1,025,185          | SH     |              | DEFINED            |             |
|                              |                |           | \$16,958           | 348,572            | SH     |              | DEFINED            |             |
|                              |                |           | \$102              | 2,100              | SH     |              | DEFINED            |             |
|                              |                |           | \$7,157            | 147,102            | SH     |              | DEFINED            |             |
|                              |                |           | -----              | -----              |        |              |                    |             |
|                              |                |           | \$74,092           | 1,522,959          |        |              |                    |             |
| PERCEPTRON INC               | COM            | 71361F100 | \$67               | 10,000             | SH     |              | DEFINED            |             |
|                              |                |           | \$540              | 80,213             | SH     |              | DEFINED            |             |
|                              |                |           | -----              | -----              |        |              |                    |             |
|                              |                |           | \$607              | 90,213             |        |              |                    |             |
| PERFORMANCE FOOD<br>GROUP CO | COM            | 713755106 | \$2                | 100                | SH     |              | DEFINED            |             |
|                              |                |           | \$360              | 15,200             | SH     |              | DEFINED            |             |
|                              |                |           | -----              | -----              |        |              |                    |             |
|                              |                |           | \$363              | 15,300             |        |              |                    |             |

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|                 |      |           |          |         |    |         |
|-----------------|------|-----------|----------|---------|----|---------|
| PERKINELMER INC | COM  | 714046109 | \$609    | 35,364  | SH | DEFINED |
|                 |      |           | \$83     | 4,800   | SH | DEFINED |
|                 |      |           | \$113    | 6,566   | SH | DEFINED |
|                 |      | -         | -----    | -----   |    |         |
|                 |      |           | \$805    | 46,730  |    |         |
| PEROT SYS CORP  | CL A | 714265105 | \$1,064  | 66,250  | SH | DEFINED |
|                 |      | -         | -----    | -----   |    |         |
|                 |      |           | \$1,064  | 66,250  |    |         |
| PERRIGO CO      | COM  | 714290103 | \$14,950 | 727,497 | SH | DEFINED |
|                 |      | -         | -----    | -----   |    |         |
|                 |      |           | \$14,950 | 727,497 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                           | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| PERUSAHAAN PERS<br>INDO SATELLI | SPONSORED ADR  | 715680104 | \$2,443            | 101,800            | SH     |              | DEFINED           |             |
|                                 |                | -         | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$2,443            | 101,800            |        |              |                   |             |
| PETROLEUM & RES<br>CORP         | COM            | 716549100 | \$211              | 8,019              | SH     |              | DEFINED           |             |
|                                 |                | -         | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$211              | 8,019              |        |              |                   |             |
| PFIZER INC                      | COM            | 717081103 | \$164,373          | 5,371,669          | SH     |              | DEFINED           |             |
|                                 |                |           | \$118,877          | 3,884,860          | SH     |              | DEFINED           |             |
|                                 |                |           | \$134              | 4,384              | SH     |              | DEFINED           |             |
|                                 |                |           | \$21,962           | 717,702            | SH     |              | DEFINED           |             |
|                                 |                | -         | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$305,346          | 9,978,615          |        |              |                   |             |
| PHARMACOPEIA DRUG<br>DISCVRY IN | COM            | 7171EP101 | \$49               | 10,075             | SH     |              | DEFINED           |             |
|                                 |                |           | \$441              | 90,000             | SH     |              | DEFINED           |             |
|                                 |                | -         | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$490              | 100,075            |        |              |                   |             |
| PHARMION CORP                   | COM            | 71715B409 | \$15               | 282                | SH     |              | DEFINED           |             |
|                                 |                |           | \$51               | 987                | SH     |              | DEFINED           |             |
|                                 |                |           | \$1,861            | 36,000             | SH     |              | DEFINED           |             |
|                                 |                | -         | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$1,927            | 37,269             |        |              |                   |             |
| PHELPS DODGE CORP               | COM            | 717265102 | \$237              | 2,571              | SH     |              | DEFINED           |             |
|                                 |                |           | \$145              | 1,574              | SH     |              | DEFINED           |             |
|                                 |                |           | \$673              | 7,309              | SH     |              | DEFINED           |             |
|                                 |                | -         | -----              | -----              |        |              |                   |             |

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|                        |     |           |         |         |    |         |
|------------------------|-----|-----------|---------|---------|----|---------|
|                        |     |           | \$1,054 | 11,454  |    |         |
| PHOENIX COS<br>INC NEW | COM | 7.19E+113 | \$233   | 22,369  | SH | DEFINED |
|                        |     |           | \$34    | 3,222   | SH | DEFINED |
|                        |     | -         | -----   | -----   |    |         |
|                        |     |           | \$267   | 25,591  |    |         |
| PHOTRONICS INC         | COM | 719405102 | \$3,158 | 190,000 | SH | DEFINED |
|                        |     | -         | -----   | -----   |    |         |
|                        |     |           | \$3,158 | 190,000 |    |         |
| PIER 1 IMPORTS INC     | COM | 720279108 | \$4     | 225     | SH | DEFINED |
|                        |     |           | \$1,085 | 60,000  | SH | DEFINED |
|                        |     | -         | -----   | -----   |    |         |
|                        |     |           | \$1,089 | 60,225  |    |         |

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----                        | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----       |
| PIMCO MUNICIPAL<br>INCOME FD | COM            | 72200R107 | \$373              | 26,135             | SH     |              | DEFINED            |             |
|                              |                | -         | -----              | -----              |        |              |                    |             |
|                              |                |           | \$373              | 26,135             |        |              |                    |             |
| PINNACLE WEST<br>CAP CORP    | COM            | 723484101 | \$100              | 2,405              | SH     |              | DEFINED            |             |
|                              |                |           | \$126              | 3,030              | SH     |              | DEFINED            |             |
|                              |                |           | \$191              | 4,593              | SH     |              | DEFINED            |             |
|                              |                | -         | -----              | -----              |        |              |                    |             |
|                              |                |           | \$416              | 10,028             |        |              |                    |             |
| PIONEER INTREST SHS          | COM            | 723703104 | \$34               | 2,950              | SH     |              | DEFINED            |             |
|                              |                |           | \$1,043            | 90,700             | SH     |              | DEFINED            |             |
|                              |                | -         | -----              | -----              |        |              |                    |             |
|                              |                |           | \$1,077            | 93,650             |        |              |                    |             |
| PIPER JAFFRAY COS            | COM            | 724078100 | \$432              | 10,902             | SH     |              | DEFINED            |             |
|                              |                |           | \$97               | 2,444              | SH     |              | DEFINED            |             |
|                              |                |           | \$1,694            | 42,800             | SH     |              | DEFINED            |             |
|                              |                | -         | -----              | -----              |        |              |                    |             |
|                              |                |           | \$2,223            | 56,146             |        |              |                    |             |
| PITNEY BOWES INC             | COM            | 724479100 | \$11,263           | 255,407            | SH     |              | DEFINED            |             |
|                              |                |           | \$1,103            | 25,010             | SH     |              | DEFINED            |             |
|                              |                |           | \$1,351            | 30,625             | SH     |              | DEFINED            |             |
|                              |                | -         | -----              | -----              |        |              |                    |             |
|                              |                |           | \$13,717           | 311,042            |        |              |                    |             |
| PIXELWORKS INC               | COM            | 72581M107 | \$300              | 30,000             | SH     |              | DEFINED            |             |

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|                            |     |           |   |          |         |    |         |
|----------------------------|-----|-----------|---|----------|---------|----|---------|
|                            |     |           | - | -----    | -----   |    |         |
|                            |     |           |   | \$300    | 30,000  |    |         |
| PLAINS EXPL &<br>PRODTN CO | COM | 726505100 | - | -----    | -----   |    |         |
|                            |     |           |   | \$2      | 100     | SH | DEFINED |
|                            |     |           | - | -----    | -----   |    |         |
|                            |     |           |   | \$2      | 100     |    |         |
| PLANAR SYS INC             | COM | 726900103 | - | -----    | -----   |    |         |
|                            |     |           |   | \$1,121  | 100,000 | SH | DEFINED |
|                            |     |           | - | -----    | -----   |    |         |
|                            |     |           |   | \$1,121  | 100,000 |    |         |
| PLANTRONICS INC NEW        | COM | 727493108 | - | -----    | -----   |    |         |
|                            |     |           |   | \$2,404  | 55,593  | SH | DEFINED |
|                            |     |           |   | \$320    | 7,400   | SH | DEFINED |
|                            |     |           |   | \$9,992  | 231,083 | SH | DEFINED |
|                            |     |           | - | -----    | -----   |    |         |
|                            |     |           |   | \$12,716 | 294,076 |    |         |
| PLATO LEARNING INC         | COM | 72764Y100 | - | -----    | -----   |    |         |
|                            |     |           |   | \$486    | 55,000  | SH | DEFINED |
|                            |     |           |   | \$2,431  | 275,000 | SH | DEFINED |
|                            |     |           | - | -----    | -----   |    |         |
|                            |     |           |   | \$2,917  | 330,000 |    |         |

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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| NAME OF ISSUER              | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN  | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|-----------------------------|----------------|-----------|--------------------|--------------------|---------|--------------|-------------------|-------------|
| -----                       | -----          | -----     | -----              | -----              | -----   | -----        | -----             | -----       |
| PLEXUS CORP                 | COM            | 729132100 | \$891              | 80,722             | SH      |              | DEFINED           |             |
|                             |                |           | -                  | -----              | -----   |              |                   |             |
|                             |                |           |                    | \$891              | 80,722  |              |                   |             |
| PLUM CREEK TIMBER<br>CO INC | COM            | 729251108 | \$386              | 11,011             | SH      |              | DEFINED           |             |
|                             |                |           | \$325              | 9,267              | SH      |              | DEFINED           |             |
|                             |                |           | \$2,079            | 59,349             | SH      |              | DEFINED           |             |
|                             |                |           | -                  | -----              | -----   |              |                   |             |
|                             |                |           |                    | \$2,789            | 79,627  |              |                   |             |
| POLO RALPH LAUREN<br>CORP   | CL A           | 731572103 | \$2,296            | 63,132             | SH      |              | DEFINED           |             |
|                             |                |           | \$1,425            | 39,177             | SH      |              | DEFINED           |             |
|                             |                |           | \$7,830            | 215,300            | SH      |              | DEFINED           |             |
|                             |                |           | -                  | -----              | -----   |              |                   |             |
|                             |                |           |                    | \$11,551           | 317,609 |              |                   |             |
| POLYONE CORP                | COM            | 73179P106 | \$49               | 6,471              | SH      |              | DEFINED           |             |
|                             |                |           | \$2,470            | 328,400            | SH      |              | DEFINED           |             |
|                             |                |           | -                  | -----              | -----   |              |                   |             |
|                             |                |           |                    | \$2,518            | 334,871 |              |                   |             |
| POSSIS MEDICAL INC          | COM            | 737407106 | \$11               | 714                | SH      |              | DEFINED           |             |



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|                 |     |           |          |           |    |         |
|-----------------|-----|-----------|----------|-----------|----|---------|
|                 |     |           | \$29     | 1,860     | SH | DEFINED |
|                 |     |           | \$1,018  | 65,000    | SH | DEFINED |
|                 |     | -         | -----    | -----     |    |         |
|                 |     |           | \$1,058  | 67,574    |    |         |
| POWELL INDS INC | COM | 739128106 | \$521    | 30,872    | SH | DEFINED |
|                 |     |           | \$2,400  | 142,500   | SH | DEFINED |
|                 |     | -         | -----    | -----     |    |         |
|                 |     |           | \$2,921  | 173,372   |    |         |
| PRAXAIR INC     | COM | 74005P104 | \$29,805 | 697,348   | SH | DEFINED |
|                 |     |           | \$11,763 | 275,224   | SH | DEFINED |
|                 |     |           | \$24     | 560       | SH | DEFINED |
|                 |     |           | \$3,904  | 91,333    | SH | DEFINED |
|                 |     | -         | -----    | -----     |    |         |
|                 |     |           | \$45,495 | 1,064,465 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DISCRETN | OTH<br>MANA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|---------------------|-------------|
| -----                           | -----          | -----     | -----              | -----              | -----  | -----        | -----               | -----       |
| PRICE LEGACY CORP               | COM NEW        | 74144P502 | \$95               | 5,000              | SH     |              | DEFINED             |             |
|                                 |                |           | \$1,710            | 90,250             | SH     |              | DEFINED             |             |
|                                 |                | -         | -----              | -----              |        |              |                     |             |
|                                 |                |           | \$1,805            | 95,250             |        |              |                     |             |
| PRICE T ROWE GROUP<br>INC       | COM            | 74144T108 | \$8,186            | 160,707            | SH     |              | DEFINED             |             |
|                                 |                |           | \$3,446            | 67,656             | SH     |              | DEFINED             |             |
|                                 |                |           | \$9,676            | 189,957            | SH     |              | DEFINED             |             |
|                                 |                | -         | -----              | -----              |        |              |                     |             |
|                                 |                |           | \$21,309           | 418,320            |        |              |                     |             |
| PRIME HOSPITALITY<br>CORP       | COM            | 741917108 | \$10               | 10,725             | SH     |              | DEFINED             |             |
|                                 |                |           | \$4,122            | 338,800            | SH     |              | DEFINED             |             |
|                                 |                | -         | -----              | -----              |        |              |                     |             |
|                                 |                |           | \$4,132            | 339,525            |        |              |                     |             |
| PRINCIPAL FINANCIAL<br>GROUP IN | COM            | 74251V102 | \$605              | 16,821             | SH     |              | DEFINED             |             |
|                                 |                |           | \$80               | 2,231              | SH     |              | DEFINED             |             |
|                                 |                |           | \$586              | 16,297             | SH     |              | DEFINED             |             |
|                                 |                | -         | -----              | -----              |        |              |                     |             |
|                                 |                |           | \$1,272            | 35,349             |        |              |                     |             |
| PROCTER & GAMBLE CO             | COM            | 742718109 | \$851,626          | 15,735,880         | SH     |              | DEFINED             |             |
|                                 |                |           | \$49,478           | 914,221            | SH     |              | DEFINED             |             |
|                                 |                |           | \$35               | 655                | SH     |              | DEFINED             |             |
|                                 |                |           | \$10,907           | 201,537            | SH     |              | DEFINED             |             |
|                                 |                | -         | -----              | -----              |        |              |                     |             |

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\$912,046 16,852,293

|                           |     |           |         |        |    |         |
|---------------------------|-----|-----------|---------|--------|----|---------|
| PROGRESS ENERGY INC       | COM | 743263105 | \$686   | 16,195 | SH | DEFINED |
|                           |     |           | \$503   | 11,888 | SH | DEFINED |
|                           |     |           | \$532   | 12,575 | SH | DEFINED |
|                           |     | -         | -----   | -----  |    |         |
|                           |     |           | \$1,721 | 40,658 |    |         |
| PROGRESS SOFTWARE<br>CORP | COM | 743312100 | \$2     | 125    | SH | DEFINED |
|                           |     |           | \$1,563 | 78,533 | SH | DEFINED |
|                           |     | -         | -----   | -----  |    |         |
|                           |     |           | \$1,565 | 78,658 |    |         |
| PROGRESSIVE CORP<br>OHIO  | COM | 743315103 | \$479   | 5,650  | SH | DEFINED |
|                           |     |           | \$90    | 1,057  | SH | DEFINED |
|                           |     |           | \$2,084 | 24,591 | SH | DEFINED |
|                           |     | -         | -----   | -----  |    |         |
|                           |     |           | \$2,653 | 31,298 |    |         |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|--------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| PROLOGIS                       | SH BEN INT     | 743410102 | \$196              | 5,572              | SH     |              | DEFINED            |             |
|                                |                |           | \$1,559            | 44,251             | SH     |              | DEFINED            |             |
|                                |                |           | \$1,164            | 33,022             | SH     |              | DEFINED            |             |
|                                |                | -         | -----              | -----              |        |              |                    |             |
|                                |                |           | \$2,919            | 82,845             |        |              |                    |             |
| PROVIDIAN FINL<br>CORP         | COM            | 74406A102 | \$200              | 12,899             | SH     |              | DEFINED            |             |
|                                |                |           | \$827              | 53,192             | SH     |              | DEFINED            |             |
|                                |                |           | \$229              | 14,726             | SH     |              | DEFINED            |             |
|                                |                | -         | -----              | -----              |        |              |                    |             |
|                                |                |           | \$1,256            | 80,817             |        |              |                    |             |
| PRUDENTIAL FINL INC            | COM            | 744320102 | \$983              | 20,889             | SH     |              | DEFINED            |             |
|                                |                |           | \$499              | 10,616             | SH     |              | DEFINED            |             |
|                                |                |           | \$2,376            | 50,511             | SH     |              | DEFINED            |             |
|                                |                | -         | -----              | -----              |        |              |                    |             |
|                                |                |           | \$3,858            | 82,016             |        |              |                    |             |
| PUBLIC SVC<br>ENTERPRISE GROUP | COM            | 744573106 | \$361              | 8,477              | SH     |              | DEFINED            |             |
|                                |                |           | \$63               | 1,481              | SH     |              | DEFINED            |             |
|                                |                |           | \$514              | 12,072             | SH     |              | DEFINED            |             |
|                                |                | -         | -----              | -----              |        |              |                    |             |
|                                |                |           | \$938              | 22,030             |        |              |                    |             |
| PUBLIC STORAGE INC             | COM A DP1/1000 | 74460D729 | \$423              | 15,000             | SH     |              | DEFINED            |             |

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|                             |            |           |   |          |         |    |         |  |
|-----------------------------|------------|-----------|---|----------|---------|----|---------|--|
|                             |            |           | - | -----    | -----   |    |         |  |
|                             |            |           |   | \$423    | 15,000  |    |         |  |
| PULTE HOMES INC             | COM        | 745867101 |   | \$18,756 | 305,626 | SH | DEFINED |  |
|                             |            |           |   | \$2,710  | 44,166  | SH | DEFINED |  |
|                             |            |           |   | \$24,819 | 404,422 | SH | DEFINED |  |
|                             |            |           | - | -----    | -----   |    |         |  |
|                             |            |           |   | \$46,286 | 754,214 |    |         |  |
| PUTNAM HIGH YIELD<br>MUN TR | SH BEN INT | 746781103 |   | \$53     | 8,000   | SH | DEFINED |  |
|                             |            |           |   | \$211    | 31,610  | SH | DEFINED |  |
|                             |            |           | - | -----    | -----   |    |         |  |
|                             |            |           |   | \$264    | 39,610  |    |         |  |
| QLOGIC CORP                 | COM        | 747277101 |   | \$997    | 33,568  | SH | DEFINED |  |
|                             |            |           |   | \$154    | 5,197   | SH | DEFINED |  |
|                             |            |           |   | \$9      | 300     | SH | DEFINED |  |
|                             |            |           |   | \$3,432  | 115,508 | SH | DEFINED |  |
|                             |            |           | - | -----    | -----   |    |         |  |
|                             |            |           |   | \$4,592  | 154,573 |    |         |  |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| QUAKER FABRIC CORP<br>NEW | COM            | 747399103 | \$358              | 55,000             | SH     |              | DEFINED            |             |
|                           |                |           | \$877              | 135,000            | SH     |              | DEFINED            |             |
|                           |                |           | -                  | -----              | -----  |              |                    |             |
|                           |                |           | \$1,235            | 190,000            |        |              |                    |             |
| QUALCOMM INC              | COM            | 747525103 | \$2,071            | 53,046             | SH     |              | DEFINED            |             |
|                           |                |           | \$1,592            | 40,774             | SH     |              | DEFINED            |             |
|                           |                |           | \$3,226            | 82,636             | SH     |              | DEFINED            |             |
|                           |                |           | -                  | -----              | -----  |              |                    |             |
|                           |                |           | \$6,889            | 176,456            |        |              |                    |             |
| QUEST DIAGNOSTICS<br>INC  | DBCV 1.750%11  | 74834LAF7 | \$215              | 2,000              | SH     |              | DEFINED            |             |
|                           |                |           | -                  | -----              | -----  |              |                    |             |
|                           |                |           | \$215              | 2,000              |        |              |                    |             |
| QUEST DIAGNOSTICS<br>INC  | COM            | 74834L100 | \$282              | 3,197              | SH     |              | DEFINED            |             |
|                           |                |           | \$46               | 520                | SH     |              | DEFINED            |             |
|                           |                |           | \$464              | 5,256              | SH     |              | DEFINED            |             |
|                           |                |           | -                  | -----              | -----  |              |                    |             |
|                           |                |           | \$792              | 8,973              |        |              |                    |             |
| QUESTAR CORP              | COM            | 748356102 | \$11,847           | 258,542            | SH     |              | DEFINED            |             |
|                           |                |           | \$4,041            | 88,197             | SH     |              | DEFINED            |             |

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|                                    |     |           |          |         |    |         |
|------------------------------------|-----|-----------|----------|---------|----|---------|
|                                    |     |           | \$2      | 50      | SH | DEFINED |
|                                    |     |           | \$1,378  | 30,074  | SH | DEFINED |
|                                    |     | -         | -----    | -----   |    |         |
|                                    |     |           | \$17,268 | 376,863 |    |         |
| QUIKSILVER INC                     | COM | 74838C106 | \$59     | 2,329   | SH | DEFINED |
|                                    |     |           | \$77     | 3,036   | SH | DEFINED |
|                                    |     |           | \$3,178  | 125,000 | SH | DEFINED |
|                                    |     | -         | -----    | -----   |    |         |
|                                    |     |           | \$3,314  | 130,365 |    |         |
| QWEST<br>COMMUNICATIONS<br>INTL IN | COM | 749121109 | \$181    | 54,280  | SH | DEFINED |
|                                    |     |           | \$57     | 17,118  | SH | DEFINED |
|                                    |     |           | \$301    | 90,435  | SH | DEFINED |
|                                    |     | -         | -----    | -----   |    |         |
|                                    |     |           | \$539    | 161,833 |    |         |
| RC2 CORP                           | COM | 749388104 | \$1,241  | 37,707  | SH | DEFINED |
|                                    |     |           | \$128    | 3,900   | SH | DEFINED |
|                                    |     |           | \$3,423  | 104,028 | SH | DEFINED |
|                                    |     | -         | -----    | -----   |    |         |
|                                    |     |           | \$4,791  | 145,635 |    |         |

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SEC # 28-539  
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| NAME OF ISSUER      | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|---------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| RPM INTL INC        | COM            | 749685103 | \$5,368            | 304,163            | SH     |              | DEFINED           |             |
|                     |                |           | \$4,065            | 230,338            | SH     |              | DEFINED           |             |
|                     |                |           | \$3,364            | 190,594            | SH     |              | DEFINED           |             |
|                     |                | -         | -----              | -----              |        |              |                   |             |
|                     |                |           | \$12,798           | 725,095            |        |              |                   |             |
| RTI INTL METALS INC | COM            | 74973W107 | \$629              | 32,492             | SH     |              | DEFINED           |             |
|                     |                |           | \$3,148            | 162,500            | SH     |              | DEFINED           |             |
|                     |                | -         | -----              | -----              |        |              |                   |             |
|                     |                |           | \$3,777            | 194,992            |        |              |                   |             |
| RADIO ONE INC       | CL D NON VTG   | 75040P405 | \$1,760            | 123,672            | SH     |              | DEFINED           |             |
|                     |                |           | \$222              | 15,594             | SH     |              | DEFINED           |             |
|                     |                |           | \$4,529            | 318,300            | SH     |              | DEFINED           |             |
|                     |                | -         | -----              | -----              |        |              |                   |             |
|                     |                |           | \$6,511            | 457,566            |        |              |                   |             |
| RADIO SHACK CORP    | COM            | 750438103 | \$131              | 4,582              | SH     |              | DEFINED           |             |
|                     |                |           | \$260              | 9,070              | SH     |              | DEFINED           |             |
|                     |                |           | \$236              | 8,225              | SH     |              | DEFINED           |             |
|                     |                | -         | -----              | -----              |        |              |                   |             |
|                     |                |           | \$627              | 21,877             |        |              |                   |             |

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|                               |         |           |         |         |    |         |
|-------------------------------|---------|-----------|---------|---------|----|---------|
| RAYTHEON CO                   | COM NEW | 755111507 | \$2,597 | 68,368  | SH | DEFINED |
|                               |         |           | \$1,550 | 40,812  | SH | DEFINED |
|                               |         |           | \$868   | 22,860  | SH | DEFINED |
|                               |         |           | -       | -       | -  | -       |
|                               |         |           | \$5,015 | 132,040 |    |         |
| REGIS CORP MINN               | COM     | 758932107 | \$8     | 201     | SH | DEFINED |
|                               |         |           | \$2,177 | 54,139  | SH | DEFINED |
|                               |         |           | -       | -       | -  | -       |
|                               |         |           | \$2,186 | 54,340  |    |         |
| REGIONS FINANCIAL<br>CORP NEW | COM     | 7591EP100 | \$3,745 | 113,279 | SH | DEFINED |
|                               |         |           | \$187   | 5,668   | SH | DEFINED |
|                               |         |           | \$777   | 23,514  | SH | DEFINED |
|                               |         |           | -       | -       | -  | -       |
|                               |         |           | \$4,710 | 142,461 |    |         |
| REGISTER COM INC              | COM     | 75914G101 | \$445   | 82,219  | SH | DEFINED |
|                               |         |           | -       | -       | -  | -       |
|                               |         |           | \$445   | 82,219  |    |         |
| REPUBLIC BANCORP<br>INC       | COM     | 760282103 | \$541   | 35,109  | SH | DEFINED |
|                               |         |           | -       | -       | -  | -       |
|                               |         |           | \$541   | 35,109  |    |         |

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|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| RESPIRONICS INC                 | COM            | 761230101 | \$29               | 550                | SH     |              | DEFINED            |             |
|                                 |                |           | \$2,198            | 41,123             | SH     | DEFINED      |                    |             |
|                                 |                |           | -                  | -                  | -      | -            |                    |             |
|                                 |                |           | \$2,227            | 41,673             |        |              |                    |             |
| REYNOLDS &<br>REYNOLDS CO       | CL A           | 761695105 | \$255              | 10,350             | SH     |              | DEFINED            |             |
|                                 |                |           | -                  | -                  | -      | -            |                    |             |
|                                 |                |           | \$255              | 10,350             |        |              |                    |             |
| REYNOLDS AMERICAN<br>INC        | COM            | 761713106 | \$263              | 3,861              | SH     |              | DEFINED            |             |
|                                 |                |           | \$89               | 1,313              | SH     | DEFINED      |                    |             |
|                                 |                |           | \$1,473            | 21,649             | SH     | DEFINED      |                    |             |
|                                 |                |           | -                  | -                  | -      | -            |                    |             |
|                                 |                |           | \$1,825            | 26,823             |        |              |                    |             |
| RIGEL<br>PHARMACEUTICALS<br>INC | COM NEW        | 766559603 | \$60               | 2,363              | SH     |              | DEFINED            |             |
|                                 |                |           | \$147              | 5,798              | SH     | DEFINED      |                    |             |

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|                            |     |           |          |           |    |         |
|----------------------------|-----|-----------|----------|-----------|----|---------|
|                            |     |           | \$1,645  | 65,000    | SH | DEFINED |
|                            |     |           | -----    | -----     |    |         |
|                            |     |           | \$1,851  | 73,161    |    |         |
| RITE AID CORP              | COM | 767754104 | \$19     | 5,300     | SH | DEFINED |
|                            |     |           | \$80     | 22,735    | SH | DEFINED |
|                            |     |           | -----    | -----     |    |         |
|                            |     |           | \$99     | 28,035    |    |         |
| ROBERT HALF INTL<br>INC    | COM | 770323103 | \$116    | 4,512     | SH | DEFINED |
|                            |     |           | \$227    | 8,818     | SH | DEFINED |
|                            |     |           | -----    | -----     |    |         |
|                            |     |           | \$344    | 13,330    |    |         |
| ROCKFORD CORP              | COM | 77316P101 | \$386    | 102,000   | SH | DEFINED |
|                            |     |           | \$1,380  | 365,100   | SH | DEFINED |
|                            |     |           | -----    | -----     |    |         |
|                            |     |           | \$1,766  | 467,100   |    |         |
| ROCKWELL AUTOMATION<br>INC | COM | 773903109 | \$26,721 | 690,461   | SH | DEFINED |
|                            |     |           | \$3,050  | 78,812    | SH | DEFINED |
|                            |     |           | \$62     | 1,600     | SH | DEFINED |
|                            |     |           | \$11,215 | 289,781   | SH | DEFINED |
|                            |     |           | -----    | -----     |    |         |
|                            |     |           | \$41,047 | 1,060,654 |    |         |
| ROCKWELL COLLINS<br>INC    | COM | 774341101 | \$540    | 14,541    | SH | DEFINED |
|                            |     |           | \$1,324  | 35,657    | SH | DEFINED |
|                            |     |           | \$336    | 9,060     | SH | DEFINED |
|                            |     |           | -----    | -----     |    |         |
|                            |     |           | \$2,201  | 59,258    |    |         |

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|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                      | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| ROCKY SHOES &<br>BOOTS INC | COM            | 774830103 | \$315              | 18,000             | SH     |              | DEFINED           |             |
|                            |                |           | \$1,750            | 100,000            | SH     |              | DEFINED           |             |
|                            |                |           | -----              | -----              |        |              |                   |             |
|                            |                |           | \$2,065            | 118,000            |        |              |                   |             |
| ROHM & HAAS CO             | COM            | 775371107 | \$609              | 14,184             | SH     |              | DEFINED           |             |
|                            |                |           | \$81               | 1,884              | SH     |              | DEFINED           |             |
|                            |                |           | \$957              | 22,282             | SH     |              | DEFINED           |             |
|                            |                |           | -----              | -----              |        |              |                   |             |
|                            |                |           | \$1,648            | 38,350             |        |              |                   |             |
| ROSS STORES INC            | COM            | 778296103 | \$1,547            | 66,007             | SH     |              | DEFINED           |             |

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|                                |                |           |          |           |    |         |
|--------------------------------|----------------|-----------|----------|-----------|----|---------|
|                                |                |           | \$2,667  | 113,774   | SH | DEFINED |
|                                |                |           | \$3,917  | 167,100   | SH | DEFINED |
|                                |                | -         | -----    | -----     |    |         |
|                                |                |           | \$8,131  | 346,881   |    |         |
| ROWAN COS INC                  | COM            | 779382100 | \$72     | 2,744     | SH | DEFINED |
|                                |                |           | \$3      | 110       | SH | DEFINED |
|                                |                |           | \$143    | 5,423     | SH | DEFINED |
|                                |                | -         | -----    | -----     |    |         |
|                                |                |           | \$219    | 8,277     |    |         |
| ROYAL CARIBBEAN<br>CRUISES LTD | NOTE 5         | 780153AM4 | \$280    | 4,000     | SH | DEFINED |
|                                |                | -         | -----    | -----     |    |         |
|                                |                |           | \$280    | 4,000     |    |         |
| ROYAL DUTCH PETE<br>CO         | NY REG EUR .56 | 780257804 | \$27,214 | 527,404   | SH | DEFINED |
|                                |                |           | \$13,216 | 256,127   | SH | DEFINED |
|                                |                |           | \$21     | 400       | SH | DEFINED |
|                                |                |           | \$19,057 | 369,327   | SH | DEFINED |
|                                |                | -         | -----    | -----     |    |         |
|                                |                |           | \$59,508 | 1,153,258 |    |         |
| ROYCE MICRO-CAP TR<br>INC      | COM            | 780915104 | \$1,290  | 97,713    | SH | DEFINED |
|                                |                | -         | -----    | -----     |    |         |
|                                |                |           | \$1,290  | 97,713    |    |         |
| RUBY TUESDAY INC               | COM            | 781182100 | \$3,001  | 107,691   | SH | DEFINED |
|                                |                |           | \$1,099  | 39,449    | SH | DEFINED |
|                                |                |           | \$8,091  | 290,325   | SH | DEFINED |
|                                |                | -         | -----    | -----     |    |         |
|                                |                |           | \$12,192 | 437,465   |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| RYDER SYS INC             | COM            | 783549108 | \$80               | 1,710              | SH     |              | DEFINED           |             |
|                           |                |           | \$158              | 3,359              | SH     |              | DEFINED           |             |
|                           |                | -         | -----              | -----              |        |              |                   |             |
|                           |                |           | \$238              | 5,069              |        |              |                   |             |
| SBC COMMUNICATIONS<br>INC | COM            | 78387G103 | \$16,458           | 634,209            | SH     |              | DEFINED           |             |
|                           |                |           | \$11,267           | 434,185            | SH     |              | DEFINED           |             |
|                           |                |           | \$8                | 300                | SH     |              | DEFINED           |             |
|                           |                |           | \$4,884            | 188,219            | SH     |              | DEFINED           |             |
|                           |                | -         | -----              | -----              |        |              |                   |             |
|                           |                |           | \$32,617           | 1,256,913          |        |              |                   |             |

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|                 |               |           |         |        |    |         |
|-----------------|---------------|-----------|---------|--------|----|---------|
| SCI SYS INC     | NOTE 3.000% 3 | 783890AF3 | \$658   | 7,000  | SH | DEFINED |
|                 |               | -         | -----   | -----  |    |         |
|                 |               |           | \$658   | 7,000  |    |         |
| SCP POOL CORP   | COM           | 784028102 | \$844   | 31,561 | SH | DEFINED |
|                 |               | -         | -----   | -----  |    |         |
|                 |               |           | \$844   | 31,561 |    |         |
| SI INTL INC     | COM           | 78427V102 | \$46    | 2,098  | SH | DEFINED |
|                 |               |           | \$60    | 2,725  | SH | DEFINED |
|                 |               |           | \$1,424 | 65,000 | SH | DEFINED |
|                 |               | -         | -----   | -----  |    |         |
|                 |               |           | \$1,530 | 69,823 |    |         |
| SLM CORP        | COM           | 78442P106 | \$659   | 14,772 | SH | DEFINED |
|                 |               |           | \$33    | 730    | SH | DEFINED |
|                 |               |           | \$999   | 22,399 | SH | DEFINED |
|                 |               | -         | -----   | -----  |    |         |
|                 |               |           | \$1,690 | 37,901 |    |         |
| SPDR TR         | UNIT SER 1    | 78462F103 | \$1,599 | 14,303 | SH | DEFINED |
|                 |               |           | \$7,307 | 65,377 | SH | DEFINED |
|                 |               | -         | -----   | -----  |    |         |
|                 |               |           | \$8,905 | 79,680 |    |         |
| SPX CORP        | NOTE 2        | 784635AD6 | \$251   | 4,000  | SH | DEFINED |
|                 |               | -         | -----   | -----  |    |         |
|                 |               |           | \$251   | 4,000  |    |         |
| S Y BANCORP INC | COM           | 785060104 | \$18    | 800    | SH | DEFINED |
|                 |               |           | \$477   | 21,144 | SH | DEFINED |
|                 |               | -         | -----   | -----  |    |         |
|                 |               |           | \$495   | 21,944 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                        | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| SABRE HLDGS CORP             | CL A           | 785905100 | \$100              | 4,095              | SH     |              | DEFINED           |             |
|                              |                |           | \$172              | 7,003              | SH     |              | DEFINED           |             |
|                              |                | -         | -----              | -----              |        |              |                   |             |
|                              |                |           | \$272              | 11,098             |        |              |                   |             |
| SAFECO CORP                  | COM            | 786429100 | \$178              | 3,894              | SH     |              | DEFINED           |             |
|                              |                |           | \$2                | 46                 | SH     |              | DEFINED           |             |
|                              |                |           | \$325              | 7,124              | SH     |              | DEFINED           |             |
|                              |                | -         | -----              | -----              |        |              |                   |             |
|                              |                |           | \$505              | 11,064             |        |              |                   |             |
| SAFEGUARD<br>SCIENTIFICS INC | COM            | 786449108 | \$84               | 45,000             | SH     |              | DEFINED           |             |



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|                          |         |           |          |         |    |         |
|--------------------------|---------|-----------|----------|---------|----|---------|
|                          |         |           | \$982    | 525,000 | SH | DEFINED |
|                          |         |           | -----    | -----   |    |         |
|                          |         |           | \$1,066  | 570,000 |    |         |
| SAFEWAY INC              | COM NEW | 786514208 | \$1,785  | 92,416  | SH | DEFINED |
|                          |         |           | \$2,897  | 150,036 | SH | DEFINED |
|                          |         |           | \$6,752  | 349,656 | SH | DEFINED |
|                          |         |           | -----    | -----   |    |         |
|                          |         |           | \$11,434 | 592,108 |    |         |
| ST JUDE MED INC          | COM     | 790849103 | \$444    | 5,902   | SH | DEFINED |
|                          |         |           | \$678    | 9,005   | SH | DEFINED |
|                          |         |           | -----    | -----   |    |         |
|                          |         |           | \$1,122  | 14,907  |    |         |
| ST MARY LD &<br>EXPL CO  | COM     | 792228108 | \$1,136  | 28,548  | SH | DEFINED |
|                          |         |           | -----    | -----   |    |         |
|                          |         |           | \$1,136  | 28,548  |    |         |
| ST PAUL TRAVELERS<br>INC | COM     | 792860108 | \$676    | 20,456  | SH | DEFINED |
|                          |         |           | \$192    | 5,821   | SH | DEFINED |
|                          |         |           | \$1,125  | 34,042  | SH | DEFINED |
|                          |         |           | -----    | -----   |    |         |
|                          |         |           | \$1,994  | 60,319  |    |         |
| SAKS INC                 | COM     | 79377W108 | \$3      | 275     | SH | DEFINED |
|                          |         |           | \$7      | 600     | SH | DEFINED |
|                          |         |           | \$904    | 75,000  | SH | DEFINED |
|                          |         |           | -----    | -----   |    |         |
|                          |         |           | \$914    | 75,875  |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----                           | -----          | -----     | -----              | -----              | -----  | -----        | -----              | -----       |
| SALIX<br>PHARMACEUTICALS<br>INC | COM            | 795435106 | \$2,552            | 118,591            | SH     |              | DEFINED            |             |
|                                 |                |           | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$2,552            | 118,591            |        |              |                    |             |
| SANDISK CORP                    | COM            | 80004C101 | \$6,400            | 219,770            | SH     |              | DEFINED            |             |
|                                 |                |           | \$1,354            | 46,504             | SH     |              | DEFINED            |             |
|                                 |                |           | \$7,364            | 252,900            | SH     |              | DEFINED            |             |
|                                 |                |           | -----              | -----              |        |              |                    |             |
|                                 |                |           | \$15,118           | 519,174            |        |              |                    |             |
| SANMINA SCI CORP                | COM            | 800907107 | \$99               | 13,973             | SH     |              | DEFINED            |             |
|                                 |                |           | \$13               | 1,800              | SH     |              | DEFINED            |             |
|                                 |                |           | \$1,201            | 170,368            | SH     |              | DEFINED            |             |

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|                         |      |           |   |          |         |    |         |
|-------------------------|------|-----------|---|----------|---------|----|---------|
|                         |      |           | - | -----    | -----   |    |         |
|                         |      |           |   | \$1,312  | 186,141 |    |         |
| SAPIENT CORP            | COM  | 803062108 |   | \$3,358  | 440,050 | SH | DEFINED |
|                         |      |           | - | -----    | -----   |    |         |
|                         |      |           |   | \$3,358  | 440,050 |    |         |
| SARA LEE CORP           | COM  | 803111103 |   | \$10,269 | 449,233 | SH | DEFINED |
|                         |      |           |   | \$4,568  | 199,827 | SH | DEFINED |
|                         |      |           |   | \$1      | 30      | SH | DEFINED |
|                         |      |           |   | \$922    | 40,312  | SH | DEFINED |
|                         |      |           | - | -----    | -----   |    |         |
|                         |      |           |   | \$15,760 | 689,402 |    |         |
| SAUCONY INC             | CL A | 804120103 |   | \$1,246  | 50,000  | SH | DEFINED |
|                         |      |           | - | -----    | -----   |    |         |
|                         |      |           |   | \$1,246  | 50,000  |    |         |
| SCHERING PLOUGH<br>CORP | COM  | 806605101 |   | \$10,484 | 550,076 | SH | DEFINED |
|                         |      |           |   | \$1,341  | 70,379  | SH | DEFINED |
|                         |      |           |   | \$4,957  | 260,099 | SH | DEFINED |
|                         |      |           | - | -----    | -----   |    |         |
|                         |      |           |   | \$16,783 | 880,554 |    |         |
| SCHLUMBERGER LTD        | COM  | 806857108 |   | \$34,282 | 509,315 | SH | DEFINED |
|                         |      |           |   | \$6,547  | 97,259  | SH | DEFINED |
|                         |      |           |   | \$22     | 325     | SH | DEFINED |
|                         |      |           |   | \$21,977 | 326,511 | SH | DEFINED |
|                         |      |           | - | -----    | -----   |    |         |
|                         |      |           |   | \$62,828 | 933,410 |    |         |
| SCHULMAN A INC          | COM  | 808194104 |   | \$1,212  | 55,000  | SH | DEFINED |
|                         |      |           | - | -----    | -----   |    |         |
|                         |      |           |   | \$1,212  | 55,000  |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| SCHWAB CHARLES<br>CORP NEW | COM            | 808513105 | \$538              | 58,530             | SH     |              | DEFINED            |             |
|                            |                |           | \$31               | 3,342              | SH     |              | DEFINED            |             |
|                            |                |           | \$2,937            | 319,546            | SH     |              | DEFINED            |             |
|                            |                |           | -                  | -----              | -----  |              |                    |             |
|                            |                |           | \$3,505            | 381,418            |        |              |                    |             |
| SCIENTIFIC ATLANTA<br>INC  | COM            | 808655104 | \$109              | 4,188              | SH     |              | DEFINED            |             |
|                            |                |           | \$195              | 7,510              | SH     |              | DEFINED            |             |
|                            |                |           | \$1,572            | 60,641             | SH     |              | DEFINED            |             |
|                            |                |           | -                  | -----              | -----  |              |                    |             |

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|                          |                |           | \$1,875 | 72,339  |    |         |  |
|--------------------------|----------------|-----------|---------|---------|----|---------|--|
| SCIENTIFIC GAMES<br>CORP | CL A           | 80874P109 | \$36    | 1,877   | SH | DEFINED |  |
|                          |                |           | \$64    | 3,325   | SH | DEFINED |  |
|                          |                |           | \$840   | 44,000  | SH | DEFINED |  |
|                          |                | -         | -----   | -----   |    |         |  |
|                          |                |           | \$940   | 49,202  |    |         |  |
| SCRIPPS E W CO OHIO      | CL A           | 811054204 | \$2,695 | 56,400  | SH | DEFINED |  |
|                          |                |           | \$339   | 7,104   | SH | DEFINED |  |
|                          |                | -         | -----   | -----   |    |         |  |
|                          |                |           | \$3,034 | 63,504  |    |         |  |
| SCS TRANSN INC           | COM            | 81111T102 | \$1,216 | 64,209  | SH | DEFINED |  |
|                          |                |           | \$74    | 3,927   | SH | DEFINED |  |
|                          |                |           | \$1,970 | 104,028 | SH | DEFINED |  |
|                          |                | -         | -----   | -----   |    |         |  |
|                          |                |           | \$3,261 | 172,164 |    |         |  |
| SCUDDER MUN INCOME<br>TR | COM SH BEN INT | 81118R604 | \$88    | 7,233   | SH | DEFINED |  |
|                          |                |           | \$61    | 4,955   | SH | DEFINED |  |
|                          |                | -         | -----   | -----   |    |         |  |
|                          |                |           | \$149   | 12,188  |    |         |  |
| SEA CONTAINERS LTD       | CL A           | 811371707 | \$107   | 7,000   | SH | DEFINED |  |
|                          |                |           | \$12    | 800     | SH | DEFINED |  |
|                          |                |           | \$2,741 | 180,000 | SH | DEFINED |  |
|                          |                | -         | -----   | -----   |    |         |  |
|                          |                |           | \$2,860 | 187,800 |    |         |  |
| SEALED AIR CORP NEW      | COM            | 81211K100 | \$117   | 2,514   | SH | DEFINED |  |
|                          |                |           | \$2     | 52      | SH | DEFINED |  |
|                          |                |           | \$197   | 4,244   | SH | DEFINED |  |
|                          |                | -         | -----   | -----   |    |         |  |
|                          |                |           | \$316   | 6,810   |    |         |  |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|--------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| SEARS ROEBUCK & CO             | COM            | 812387108 | \$502              | 12,608             | SH     |              | DEFINED           |             |
|                                |                |           | \$5,913            | 148,386            | SH     |              | DEFINED           |             |
|                                |                |           | \$433              | 10,877             | SH     |              | DEFINED           |             |
|                                |                | -         | -----              | -----              |        |              |                   |             |
|                                |                |           | \$6,849            | 171,871            |        |              |                   |             |
| SEEBEYOND<br>TECHNOLOGIES CORP | COM            | 815704101 | \$400              | 130,000            | SH     |              | DEFINED           |             |
|                                |                | -         | -----              | -----              |        |              |                   |             |
|                                |                |           | \$400              | 130,000            |        |              |                   |             |

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|                     |     |           |         |         |    |         |
|---------------------|-----|-----------|---------|---------|----|---------|
| SELECT MEDICAL CORP | COM | 816196109 | \$840   | 62,537  | SH | DEFINED |
|                     |     | -         | -----   | -----   |    |         |
|                     |     |           | \$840   | 62,537  |    |         |
| SEMTECH CORP        | COM | 816850101 | \$2,187 | 114,061 | SH | DEFINED |
|                     |     | -         | -----   | -----   |    |         |
|                     |     |           | \$2,187 | 114,061 |    |         |
| SEMPRA ENERGY       | COM | 816851109 | \$291   | 8,047   | SH | DEFINED |
|                     |     |           | \$207   | 5,713   | SH | DEFINED |
|                     |     |           | \$1,515 | 41,868  | SH | DEFINED |
|                     |     | -         | -----   | -----   |    |         |
|                     |     |           | \$2,013 | 55,628  |    |         |
| SEMITOOL INC        | COM | 816909105 | \$42    | 5,539   | SH | DEFINED |
|                     |     |           | \$56    | 7,336   | SH | DEFINED |
|                     |     |           | \$852   | 112,300 | SH | DEFINED |
|                     |     | -         | -----   | -----   |    |         |
|                     |     |           | \$950   | 125,175 |    |         |
| SEROLOGICALS CORP   | COM | 817523103 | \$1,568 | 67,221  | SH | DEFINED |
|                     |     |           | \$99    | 4,244   | SH | DEFINED |
|                     |     |           | \$1,886 | 80,850  | SH | DEFINED |
|                     |     | -         | -----   | -----   |    |         |
|                     |     |           | \$3,554 | 152,315 |    |         |
| SERVICE CORP INTL   | COM | 817565104 | \$108   | 17,400  | SH | DEFINED |
|                     |     |           | \$3     | 500     | SH | DEFINED |
|                     |     |           | \$2,806 | 451,800 | SH | DEFINED |
|                     |     | -         | -----   | -----   |    |         |
|                     |     |           | \$2,917 | 469,700 |    |         |
| SERVICEMASTER CO    | COM | 81760N109 | \$503   | 39,125  | SH | DEFINED |
|                     |     |           | \$251   | 19,550  | SH | DEFINED |
|                     |     | -         | -----   | -----   |    |         |
|                     |     |           | \$755   | 58,675  |    |         |

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| SHELL TRANS &<br>TRADING PLC | ADR NY SHS NEW | 822703609 | \$111              | 2,500              | SH     |              | DEFINED            |             |
|                              |                |           | \$93               | 2,100              | SH     |              | DEFINED            |             |
|                              |                | -         | -----              | -----              |        |              |                    |             |
|                              |                |           | \$205              | 4,600              |        |              |                    |             |
| SHERWIN WILLIAMS CO          | COM            | 824348106 | \$1,534            | 34,885             | SH     |              | DEFINED            |             |
|                              |                |           | \$269              | 6,110              | SH     |              | DEFINED            |             |
|                              |                |           | \$13,621           | 309,853            | SH     |              | DEFINED            |             |

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|                               |      |           |          |          |         |         |  |
|-------------------------------|------|-----------|----------|----------|---------|---------|--|
|                               |      |           |          | \$15,423 | 350,848 |         |  |
| SIEBEL SYS INC                | COM  | 826170102 | \$181    | 23,993   | SH      | DEFINED |  |
|                               |      |           | \$29     | 3,800    | SH      | DEFINED |  |
|                               |      |           | \$194    | 25,766   | SH      | DEFINED |  |
|                               |      |           | \$404    | 53,559   |         |         |  |
| SIGMA ALDRICH CORP            | COM  | 826552101 | \$473    | 8,162    | SH      | DEFINED |  |
|                               |      |           | \$1,590  | 27,407   | SH      | DEFINED |  |
|                               |      |           | \$202    | 3,486    | SH      | DEFINED |  |
|                               |      |           | \$2,265  | 39,055   |         |         |  |
| SILICON IMAGE INC             | COM  | 82705T102 | \$24     | 1,865    | SH      | DEFINED |  |
|                               |      |           | \$62     | 4,933    | SH      | DEFINED |  |
|                               |      |           | \$2,402  | 190,000  | SH      | DEFINED |  |
|                               |      |           | \$2,488  | 196,798  |         |         |  |
| SIMON PPTY GROUP<br>INC NEW   | COM  | 828806109 | \$12,457 | 232,276  | SH      | DEFINED |  |
|                               |      |           | \$3,017  | 56,264   | SH      | DEFINED |  |
|                               |      |           | \$2,539  | 47,340   | SH      | DEFINED |  |
|                               |      |           | \$18,013 | 335,880  |         |         |  |
| SIRIUS SATELLITE<br>RADIO INC | COM  | 82966U103 | \$74     | 23,000   | SH      | DEFINED |  |
|                               |      |           | \$11     | 3,500    | SH      | DEFINED |  |
|                               |      |           | \$85     | 26,500   |         |         |  |
| SKECHERS U S A INC            | CL A | 830566105 | \$449    | 30,909   | SH      | DEFINED |  |
|                               |      |           | \$3,194  | 220,000  | SH      | DEFINED |  |
|                               |      |           | \$3,643  | 250,909  |         |         |  |

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SEC # 28-539  
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| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| SKY FINL GROUP INC        | COM            | 83080P103 | \$637              | 25,473             | SH     |              | DEFINED            |             |
|                           |                |           | \$637              | 25,473             |        |              |                    |             |
| SKYWORKS SOLUTIONS<br>INC | COM            | 83088M102 | \$22               | 2,334              | SH     |              | DEFINED            |             |
|                           |                |           | \$117              | 12,372             | SH     |              | DEFINED            |             |
|                           |                |           | \$948              | 100,000            | SH     |              | DEFINED            |             |

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|                                 |         |           | \$1,087 | 114,706 |    |         |  |
|---------------------------------|---------|-----------|---------|---------|----|---------|--|
| SMITH & WOLLENSKY<br>RESTAURANT | COM     | 831758107 | \$168   | 30,000  | SH | DEFINED |  |
|                                 |         |           | \$518   | 92,500  | SH | DEFINED |  |
|                                 |         |           | -       | -----   |    |         |  |
|                                 |         |           | \$686   | 122,500 |    |         |  |
| SMUCKER J M CO                  | COM NEW | 832696405 | \$2,970 | 66,873  | SH | DEFINED |  |
|                                 |         |           | \$168   | 3,792   | SH | DEFINED |  |
|                                 |         |           | -       | -----   |    |         |  |
|                                 |         |           | \$3,138 | 70,665  |    |         |  |
| SNAP ON INC                     | COM     | 833034101 | \$575   | 20,877  | SH | DEFINED |  |
|                                 |         |           | \$57    | 2,075   | SH | DEFINED |  |
|                                 |         |           | \$909   | 32,985  | SH | DEFINED |  |
|                                 |         |           | -       | -----   |    |         |  |
|                                 |         |           | \$1,542 | 55,937  |    |         |  |
| SOLECTRON CORP                  | COM     | 834182107 | \$129   | 25,980  | SH | DEFINED |  |
|                                 |         |           | \$133   | 26,815  | SH | DEFINED |  |
|                                 |         |           | \$240   | 48,577  | SH | DEFINED |  |
|                                 |         |           | -       | -----   |    |         |  |
|                                 |         |           | \$502   | 101,372 |    |         |  |
| SONICWALL INC                   | COM     | 835470105 | \$203   | 30,083  | SH | DEFINED |  |
|                                 |         |           | \$4,326 | 640,000 | SH | DEFINED |  |
|                                 |         |           | -       | -----   |    |         |  |
|                                 |         |           | \$4,530 | 670,083 |    |         |  |
| SONOCO PRODS CO                 | COM     | 835495102 | \$350   | 13,235  | SH | DEFINED |  |
|                                 |         |           | \$3     | 125     | SH | DEFINED |  |
|                                 |         |           | -       | -----   |    |         |  |
|                                 |         |           | \$353   | 13,360  |    |         |  |
| SONY CORP                       | ADR NEW | 835699307 | \$107   | 3,102   | SH | DEFINED |  |
|                                 |         |           | \$97    | 2,808   | SH | DEFINED |  |
|                                 |         |           | -       | -----   |    |         |  |
|                                 |         |           | \$203   | 5,910   |    |         |  |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| SOUTH FINL GROUP<br>INC      | COM            | 837841105 | \$1,481            | 52,534             | SH     |              | DEFINED            |             |
|                              |                |           | -                  | -----              |        |              |                    |             |
|                              |                |           | \$1,481            | 52,534             |        |              |                    |             |
| SOUTHCOAST<br>FINANCIAL CORP | COM            | 84129R100 | \$966              | 38,500             | SH     |              | DEFINED            |             |
|                              |                |           | -                  | -----              |        |              |                    |             |

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|                           |     |           |          |         |    |         |
|---------------------------|-----|-----------|----------|---------|----|---------|
|                           |     |           | \$966    | 38,500  |    |         |
| SOUTHERN CO               | COM | 842587107 | \$1,770  | 59,055  | SH | DEFINED |
|                           |     |           | \$2,244  | 74,858  | SH | DEFINED |
|                           |     |           | \$1,126  | 37,564  | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$5,141  | 171,477 |    |         |
| SOUTHTRUST CORP           | COM | 844730101 | \$15,273 | 366,605 | SH | DEFINED |
|                           |     |           | \$5,801  | 139,243 | SH | DEFINED |
|                           |     |           | \$7      | 180     | SH | DEFINED |
|                           |     |           | \$700    | 16,809  | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$21,781 | 522,837 |    |         |
| SOUTHWEST AIRLS CO        | COM | 844741108 | \$342    | 25,137  | SH | DEFINED |
|                           |     |           | \$198    | 14,550  | SH | DEFINED |
|                           |     |           | \$2      | 150     | SH | DEFINED |
|                           |     |           | \$550    | 40,371  | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$1,092  | 80,208  |    |         |
| SOUTHWESTERN<br>ENERGY CO | COM | 845467109 | \$75     | 1,787   | SH | DEFINED |
|                           |     |           | \$59     | 1,405   | SH | DEFINED |
|                           |     |           | \$2,797  | 66,611  | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$2,931  | 69,803  |    |         |
| SOVEREIGN BANCORP<br>INC  | COM | 845905108 | \$188    | 8,600   | SH | DEFINED |
|                           |     |           | \$381    | 17,470  | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$569    | 26,070  |    |         |
| SPINNAKER EXPL CO         | COM | 84855W109 | \$19     | 544     | SH | DEFINED |
|                           |     |           | \$48     | 1,356   | SH | DEFINED |
|                           |     |           | \$2,453  | 70,000  | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$2,519  | 71,900  |    |         |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|----------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| SPRINT CORP    | COM FON        | 852061100 | \$2,795            | 138,846            | SH     |              | DEFINED            |             |
|                |                |           | \$357              | 17,736             | SH     |              | DEFINED            |             |
|                |                |           | \$24               | 1,200              | SH     |              | DEFINED            |             |
|                |                |           | \$1,464            | 72,752             | SH     |              | DEFINED            |             |
|                |                | -         | -----              | -----              |        |              |                    |             |
|                |                |           | \$4,641            | 230,534            |        |              |                    |             |

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|                                    |            |           |                                     |  |                      |  |
|------------------------------------|------------|-----------|-------------------------------------|--|----------------------|--|
| STANDARD REGISTER<br>CO            | COM        | 853887107 | \$54,306<br>\$3,812<br>-            | 5,172,024<br>363,000<br>-----              | SH<br>SH             | DEFINED<br>DEFINED                       |
|                                    |            |           | \$58,118                            | 5,535,024                                  |                      |  |
| STANLEY WKS                        | COM        | 854616109 | \$103<br>\$21<br>\$3,366<br>-       | 2,431<br>490<br>79,144<br>-----            | SH<br>SH<br>SH       | DEFINED<br>DEFINED<br>DEFINED            |
|                                    |            |           | \$3,490                             | 82,065                                     |                      |  |
| STAPLES INC                        | COM        | 855030102 | \$537<br>\$471<br>\$3<br>\$757<br>- | 18,008<br>15,808<br>100<br>25,380<br>----- | SH<br>SH<br>SH<br>SH | DEFINED<br>DEFINED<br>DEFINED<br>DEFINED |
|                                    |            |           | \$1,768                             | 59,296                                     |                      |  |
| STARBUCKS CORP                     | COM        | 855244109 | \$790<br>\$1,012<br>\$919<br>-      | 17,371<br>22,265<br>20,215<br>-----        | SH<br>SH<br>SH       | DEFINED<br>DEFINED<br>DEFINED            |
|                                    |            |           | \$2,721                             | 59,851                                     |                      |  |
| STARWOOD<br>HOTELS&RESORTS<br>WRLD | PAIRED CTF | 85590A203 | \$290<br>\$15<br>\$490<br>-         | 6,246<br>316<br>10,552<br>-----            | SH<br>SH<br>SH       | DEFINED<br>DEFINED<br>DEFINED            |
|                                    |            |           | \$794                               | 17,114                                     |                      |  |
| STATE STR CORP                     | COM        | 857477103 | \$1,358<br>\$895<br>\$1,657<br>-    | 31,787<br>20,953<br>38,808<br>-----        | SH<br>SH<br>SH       | DEFINED<br>DEFINED<br>DEFINED            |
|                                    |            |           | \$3,910                             | 91,548                                     |                      |  |
| STATION CASINOS INC                | COM        | 857689103 | \$518<br>-                          | 10,570<br>-----                            | SH                   | DEFINED                                  |
|                                    |            |           | \$518                               | 10,570                                     |                      |  |

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SEC # 28-539  
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| NAME OF ISSUER   | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)   | SHARES/<br>PRN AMT       | SH/PRN   | PUT/<br>CALL | INVTMT<br>DSCRETN  | OTH<br>MANA |
|------------------|----------------|-----------|----------------------|--------------------------|----------|--------------|--------------------|-------------|
| STEAK N SHAKE CO | COM            | 857873103 | \$17<br>\$1,093<br>- | 1,000<br>64,000<br>----- | SH<br>SH |              | DEFINED<br>DEFINED |             |
|                  |                |           | \$1,110              | 65,000                   |          |              |                    |             |



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|                                |         |           |          |           |    |         |
|--------------------------------|---------|-----------|----------|-----------|----|---------|
| STEEL DYNAMICS INC             | COM     | 858119100 | \$30     | 776       | SH | DEFINED |
|                                |         |           | \$77     | 1,981     | SH | DEFINED |
|                                |         |           | \$2,510  | 65,000    | SH | DEFINED |
|                                |         |           | -        | -         | -  | -       |
|                                |         |           | \$2,617  | 67,757    |    |         |
| STEELCASE INC                  | CL A    | 858155203 | \$71,158 | 5,082,703 | SH | DEFINED |
|                                |         |           | -        | -         | -  | -       |
|                                |         |           | \$71,158 | 5,082,703 |    |         |
| STEIN MART INC                 | COM     | 858375108 | \$117    | 7,260     | SH | DEFINED |
|                                |         |           | \$55     | 3,600     | SH | DEFINED |
|                                |         |           | \$4,566  | 300,000   | SH | DEFINED |
|                                |         |           | -        | -         | -  | -       |
|                                |         |           | \$4,737  | 311,246   |    |         |
| STEINWAY MUSICAL<br>INSTRS INC | COM ORD | 858495104 | \$3,128  | 115,000   | SH | DEFINED |
|                                |         |           | -        | -         | -  | -       |
|                                |         |           | \$3,128  | 115,000   |    |         |
| STEPAN CO                      | COM     | 858586100 | \$802    | 33,685    | SH | DEFINED |
|                                |         |           | \$4,638  | 195,000   | SH | DEFINED |
|                                |         |           | -        | -         | -  | -       |
|                                |         |           | \$5,440  | 228,685   |    |         |
| STERICYCLE INC                 | COM     | 858912108 | \$2,861  | 62,333    | SH | DEFINED |
|                                |         |           | \$4,960  | 108,063   | SH | DEFINED |
|                                |         |           | \$4,168  | 90,804    | SH | DEFINED |
|                                |         |           | -        | -         | -  | -       |
|                                |         |           | \$11,989 | 261,200   |    |         |
| STERIS CORP                    | COM     | 859152100 | \$77     | 3,500     | SH | DEFINED |
|                                |         |           | \$44     | 2,000     | SH | DEFINED |
|                                |         |           | \$1,106  | 50,400    | SH | DEFINED |
|                                |         |           | -        | -         | -  | -       |
|                                |         |           | \$1,226  | 55,900    |    |         |
| STERLING FINL CORP<br>WASH     | COM     | 859319105 | \$705    | 20,000    | SH | DEFINED |
|                                |         |           | -        | -         | -  | -       |
|                                |         |           | \$705    | 20,000    |    |         |

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SEC # 28-539  
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| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| STEWART & STEVENSON<br>SVCS INC | COM            | 860342104 | \$748              | 42,359             | SH     |              | DEFINED           |             |
|                                 |                |           | \$4,683            | 265,000            | SH     |              | DEFINED           |             |
|                                 |                |           | -                  | -                  | -      | -            |                   |             |
|                                 |                |           | \$5,431            | 307,359            |        |              |                   |             |

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|                         |         |           |          |           |    |         |
|-------------------------|---------|-----------|----------|-----------|----|---------|
| STILLWATER MNG CO       | COM     | 86074Q102 | \$1,017  | 65,600    | SH | DEFINED |
|                         |         | -         | -----    | -----     |    |         |
|                         |         |           | \$1,017  | 65,600    |    |         |
| STRATEGIC DISTR INC     | COM NEW | 862701307 | \$113    | 7,500     | SH | DEFINED |
|                         |         | -         | -----    | -----     |    |         |
|                         |         |           | \$2,087  | 139,100   | SH | DEFINED |
|                         |         |           | -----    | -----     |    |         |
|                         |         |           | \$2,199  | 146,600   |    |         |
| STRIDE RITE CORP        | COM     | 863314100 | \$323    | 31,500    | SH | DEFINED |
|                         |         | -         | -----    | -----     |    |         |
|                         |         |           | \$323    | 31,500    |    |         |
| STRYKER CORP            | COM     | 863667101 | \$707    | 14,705    | SH | DEFINED |
|                         |         | -         | -----    | -----     |    |         |
|                         |         |           | \$9,245  | 192,277   | SH | DEFINED |
|                         |         |           | \$12     | 250       | SH | DEFINED |
|                         |         |           | \$982    | 20,415    | SH | DEFINED |
|                         |         | -         | -----    | -----     |    |         |
|                         |         |           | \$10,945 | 227,647   |    |         |
| SUN LIFE FINL INC       | COM     | 866796105 | \$766    | 25,514    | SH | DEFINED |
|                         |         | -         | -----    | -----     |    |         |
|                         |         |           | \$242    | 8,057     | SH | DEFINED |
|                         |         |           | -----    | -----     |    |         |
|                         |         |           | \$1,008  | 33,571    |    |         |
| SUN MICROSYSTEMS<br>INC | COM     | 866810104 | \$1,215  | 300,645   | SH | DEFINED |
|                         |         | -         | -----    | -----     |    |         |
|                         |         |           | \$319    | 78,915    | SH | DEFINED |
|                         |         |           | \$1,695  | 419,545   | SH | DEFINED |
|                         |         | -         | -----    | -----     |    |         |
|                         |         |           | \$3,228  | 799,105   |    |         |
| SUNGARD DATA SYS<br>INC | COM     | 867363103 | \$8,075  | 339,718   | SH | DEFINED |
|                         |         | -         | -----    | -----     |    |         |
|                         |         |           | \$7,413  | 311,862   | SH | DEFINED |
|                         |         |           | \$4      | 175       | SH | DEFINED |
|                         |         |           | \$11,295 | 475,196   | SH | DEFINED |
|                         |         | -         | -----    | -----     |    |         |
|                         |         |           | \$26,788 | 1,126,951 |    |         |

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|----------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----          | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| SUNOCO INC     | COM            | 86764P109 | \$203              | 2,742              | SH     |              | DEFINED           |             |
|                |                | -         | -----              | -----              |        |              |                   |             |
|                |                |           | \$155              | 2,092              | SH     |              | DEFINED           |             |
|                |                |           | \$286              | 3,861              | SH     |              | DEFINED           |             |
|                |                | -         | -----              | -----              |        |              |                   |             |
|                |                |           | \$643              | 8,695              |        |              |                   |             |

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|                           |     |           |          |         |    |         |
|---------------------------|-----|-----------|----------|---------|----|---------|
| SUNRISE SENIOR LIVING INC | COM | 86768K106 | \$1,212  | 34,500  | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$1,212  | 34,500  |    |         |
| SUNTRUST BKS INC          | COM | 867914103 | \$33,158 | 470,931 | SH | DEFINED |
|                           |     |           | \$6,272  | 89,074  | SH | DEFINED |
|                           |     |           | \$7      | 101     | SH | DEFINED |
|                           |     |           | \$22,398 | 318,115 | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$61,836 | 878,221 |    |         |
| SUPERIOR UNIFORM GP INC   | COM | 868358102 | \$343    | 25,000  | SH | DEFINED |
|                           |     |           | \$753    | 55,000  | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$1,096  | 80,000  |    |         |
| SUPERVALU INC             | COM | 868536103 | \$1,470  | 53,355  | SH | DEFINED |
|                           |     |           | \$521    | 18,927  | SH | DEFINED |
|                           |     |           | \$4,827  | 175,195 | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$6,818  | 247,477 |    |         |
| SURMODICS INC             | COM | 868873100 | \$187    | 7,875   | SH | DEFINED |
|                           |     |           | \$49     | 2,070   | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$236    | 9,945   |    |         |
| SYKES ENTERPRISES INC     | COM | 871237103 | \$459    | 100,000 | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$459    | 100,000 |    |         |
| SYMANTEC CORP             | COM | 871503108 | \$550    | 10,023  | SH | DEFINED |
|                           |     |           | \$62     | 1,130   | SH | DEFINED |
|                           |     |           | \$1,029  | 18,746  | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$1,641  | 29,899  |    |         |
| SYMBOL TECHNOLOGIES INC   | COM | 871508107 | \$77     | 6,093   | SH | DEFINED |
|                           |     |           | \$1      | 95      | SH | DEFINED |
|                           |     |           | \$8      | 600     | SH | DEFINED |
|                           |     |           | \$151    | 11,981  | SH | DEFINED |
|                           |     | -         | -----    | -----   |    |         |
|                           |     |           | \$237    | 18,769  |    |         |

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|----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|-------------|
|----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|-------------|

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|                                    |     |           |          |           |    |         |
|------------------------------------|-----|-----------|----------|-----------|----|---------|
| SYMMETRICOM INC                    | COM | 871543104 | \$778    | 82,201    | SH | DEFINED |
|                                    |     |           | \$6,906  | 730,154   | SH | DEFINED |
|                                    |     |           | -        | -         | -  | -       |
|                                    |     |           | \$7,685  | 812,355   |    |         |
| SYNOPSYS INC                       | COM | 871607107 | \$197    | 12,476    | SH | DEFINED |
|                                    |     |           | \$128    | 8,147     | SH | DEFINED |
|                                    |     |           | -        | -         | -  | -       |
|                                    |     |           | \$325    | 20,623    |    |         |
| SYNOVUS FINL CORP                  | COM | 87161C105 | \$918    | 35,099    | SH | DEFINED |
|                                    |     |           | \$244    | 9,320     | SH | DEFINED |
|                                    |     |           | \$407    | 15,563    | SH | DEFINED |
|                                    |     |           | -        | -         | -  | -       |
|                                    |     |           | \$1,569  | 59,982    |    |         |
| SYSCO CORP                         | COM | 871829107 | \$65,198 | 2,179,060 | SH | DEFINED |
|                                    |     |           | \$17,802 | 594,979   | SH | DEFINED |
|                                    |     |           | \$15     | 515       | SH | DEFINED |
|                                    |     |           | \$16,684 | 557,622   | SH | DEFINED |
|                                    |     |           | -        | -         | -  | -       |
|                                    |     |           | \$99,699 | 3,332,176 |    |         |
| SYSTEMAX INC                       | COM | 871851101 | \$396    | 70,000    | SH | DEFINED |
|                                    |     |           | -        | -         | -  | -       |
|                                    |     |           | \$396    | 70,000    |    |         |
| TCF FINL CORP                      | COM | 872275102 | \$32,995 | 1,089,318 | SH | DEFINED |
|                                    |     |           | \$1,004  | 33,154    | SH | DEFINED |
|                                    |     |           | \$55     | 1,800     | SH | DEFINED |
|                                    |     |           | -        | -         | -  | -       |
|                                    |     |           | \$34,054 | 1,124,272 |    |         |
| TECO ENERGY INC                    | COM | 872375100 | \$140    | 10,315    | SH | DEFINED |
|                                    |     |           | \$111    | 8,184     | SH | DEFINED |
|                                    |     |           | \$132    | 9,725     | SH | DEFINED |
|                                    |     |           | -        | -         | -  | -       |
|                                    |     |           | \$382    | 28,224    |    |         |
| TEPPCO PARTNERS L P UT LTD PARTNER |     | 872384102 | \$133    | 3,200     | SH | DEFINED |
|                                    |     |           | \$366    | 8,800     | SH | DEFINED |
|                                    |     |           | -        | -         | -  | -       |
|                                    |     |           | \$499    | 12,000    |    |         |

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|-----------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| TJX COS INC NEW | COM            | 872540109 | \$364              | 16,508             | SH     |              | DEFINED           |             |
|                 |                |           | \$7                | 300                | SH     |              | DEFINED           |             |
|                 |                |           | \$557              | 25,254             | SH     |              | DEFINED           |             |

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|                                    |               |           |          |          |           |         |  |
|------------------------------------|---------------|-----------|----------|----------|-----------|---------|--|
|                                    |               |           | -        | -----    | -----     |         |  |
|                                    |               |           |          | \$927    | 42,062    |         |  |
| TTM TECHNOLOGIES<br>INC            | COM           | 87305R109 | \$1,241  | 139,578  | SH        | DEFINED |  |
|                                    |               |           | \$58     | 6,488    | SH        | DEFINED |  |
|                                    |               |           | \$1,224  | 137,672  | SH        | DEFINED |  |
|                                    |               |           | -        | -----    | -----     |         |  |
|                                    |               |           |          | \$2,522  | 283,738   |         |  |
| TXU CORP                           | COM           | 873168108 | \$434    | 9,050    | SH        | DEFINED |  |
|                                    |               |           | \$174    | 3,634    | SH        | DEFINED |  |
|                                    |               |           | \$1,763  | 36,791   | SH        | DEFINED |  |
|                                    |               |           | -        | -----    | -----     |         |  |
|                                    |               |           |          | \$2,371  | 49,475    |         |  |
| TAIWAN<br>SEMICONDUCTOR<br>MFG LTD | SPONSORED ADR | 874039100 | \$24     | 3,423    | SH        | DEFINED |  |
|                                    |               |           | \$87     | 12,209   | SH        | DEFINED |  |
|                                    |               |           | -        | -----    | -----     |         |  |
|                                    |               |           |          | \$112    | 15,632    |         |  |
| TARGET CORP                        | COM           | 87212e106 | \$35,866 | 792,616  | SH        | DEFINED |  |
|                                    |               |           | \$18,318 | 404,821  | SH        | DEFINED |  |
|                                    |               |           | \$30     | 665      | SH        | DEFINED |  |
|                                    |               |           | \$3,641  | 80,459   | SH        | DEFINED |  |
|                                    |               |           | -        | -----    | -----     |         |  |
|                                    |               |           |          | \$57,855 | 1,278,561 |         |  |
| TECUMSEH PRODS CO                  | CL A          | 878895200 | \$40     | 950      | SH        | DEFINED |  |
|                                    |               |           | \$17     | 410      | SH        | DEFINED |  |
|                                    |               |           | \$4,187  | 100,000  | SH        | DEFINED |  |
|                                    |               |           | -        | -----    | -----     |         |  |
|                                    |               |           |          | \$4,244  | 101,360   |         |  |
| TEKELEC                            | COM           | 879101103 | \$3,739  | 224,150  | SH        | DEFINED |  |
|                                    |               |           | -        | -----    | -----     |         |  |
|                                    |               |           |          | \$3,739  | 224,150   |         |  |
| TEKTRONIX INC                      | COM           | 879131100 | \$75     | 2,256    | SH        | DEFINED |  |
|                                    |               |           | \$32     | 975      | SH        | DEFINED |  |
|                                    |               |           | \$520    | 15,644   | SH        | DEFINED |  |
|                                    |               |           | -        | -----    | -----     |         |  |
|                                    |               |           |          | \$628    | 18,875    |         |  |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|----------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| TELEFLEX INC   | COM            | 879369106 | \$1,229            | 28,925             | SH     |              | DEFINED            |             |
|                |                |           | \$211              | 4,961              | SH     |              | DEFINED            |             |

Edgar Filing: FIFTH THIRD BANCORP - Form 13F-HR

|                            |                |           |         |         |    |         |
|----------------------------|----------------|-----------|---------|---------|----|---------|
|                            |                |           | \$64    | 1,500   | SH | DEFINED |
|                            |                |           | -----   | -----   |    |         |
|                            |                |           | \$1,504 | 35,386  |    |         |
| TELEFONICA S A             | SPONSORED ADR  | 879382208 | \$204   | 4,545   | SH | DEFINED |
|                            |                |           | -----   | -----   |    |         |
|                            |                |           | \$204   | 4,545   |    |         |
| TELEFONOS DE MEXICO S A    | SPON ADR ORD L | 879403780 | \$195   | 6,050   | SH | DEFINED |
|                            |                |           | \$61    | 1,900   | SH | DEFINED |
|                            |                |           | -----   | -----   |    |         |
|                            |                |           | \$257   | 7,950   |    |         |
| TELIK INC                  | COM            | 87959M109 | \$67    | 2,986   | SH | DEFINED |
|                            |                |           | \$84    | 3,779   | SH | DEFINED |
|                            |                |           | \$2,002 | 89,761  | SH | DEFINED |
|                            |                |           | -----   | -----   |    |         |
|                            |                |           | \$2,153 | 96,526  |    |         |
| TELLABS INC                | COM            | 879664100 | \$205   | 22,326  | SH | DEFINED |
|                            |                |           | \$74    | 8,000   | SH | DEFINED |
|                            |                |           | \$1,239 | 134,873 | SH | DEFINED |
|                            |                |           | -----   | -----   |    |         |
|                            |                |           | \$1,518 | 165,199 |    |         |
| TEMPLE INLAND INC          | COM            | 879868107 | \$97    | 1,442   | SH | DEFINED |
|                            |                |           | \$251   | 3,742   | SH | DEFINED |
|                            |                |           | \$189   | 2,810   | SH | DEFINED |
|                            |                |           | -----   | -----   |    |         |
|                            |                |           | \$537   | 7,994   |    |         |
| TEMPLETON DRAGON FD INC    | COM            | 88018T101 | \$145   | 9,139   | SH | DEFINED |
|                            |                |           | \$92    | 5,800   | SH | DEFINED |
|                            |                |           | -----   | -----   |    |         |
|                            |                |           | \$238   | 14,939  |    |         |
| TEMPLETON GLOBAL INCOME FD | COM            | 880198106 | \$27    | 3,080   | SH | DEFINED |
|                            |                |           | \$267   | 30,600  | SH | DEFINED |
|                            |                |           | \$535   | 61,374  | SH | DEFINED |
|                            |                |           | -----   | -----   |    |         |
|                            |                |           | \$828   | 95,054  |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER        | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|-----------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                 | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| TENET HEALTHCARE CORP | COM            | 88033G100 | \$137              | 12,693             | SH     |              | DEFINED           |             |
|                       |                |           | \$32               | 3,000              | SH     |              | DEFINED           |             |

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|                                 |                |           |          |           |    |         |
|---------------------------------|----------------|-----------|----------|-----------|----|---------|
|                                 |                |           | \$255    | 23,650    | SH | DEFINED |
|                                 |                | -         | -----    | -----     |    |         |
|                                 |                |           | \$425    | 39,343    |    |         |
| TERADYNE INC                    | COM            | 880770102 | \$68     | 5,043     | SH | DEFINED |
|                                 |                |           | \$535    | 39,894    | SH | DEFINED |
|                                 |                | -         | -----    | -----     |    |         |
|                                 |                |           | \$602    | 44,937    |    |         |
| TERRA NITROGEN<br>CO L P        | COM UNIT       | 881005201 | \$1,264  | 55,000    | SH | DEFINED |
|                                 |                | -         | -----    | -----     |    |         |
|                                 |                |           | \$1,264  | 55,000    |    |         |
| TEVA PHARMACEUTICAL<br>INDS LTD | ADR            | 881624209 | \$26,338 | 1,014,936 | SH | DEFINED |
|                                 |                |           | \$7,893  | 304,144   | SH | DEFINED |
|                                 |                |           | \$29,656 | 1,142,800 | SH | DEFINED |
|                                 |                | -         | -----    | -----     |    |         |
|                                 |                |           | \$63,886 | 2,461,880 |    |         |
| TEXAS CAPITAL<br>BANCSHARES INC | COM            | 88224Q107 | \$908    | 50,000    | SH | DEFINED |
|                                 |                | -         | -----    | -----     |    |         |
|                                 |                |           | \$908    | 50,000    |    |         |
| TEXAS INSTRS INC                | COM            | 882508104 | \$30,909 | 1,452,471 | SH | DEFINED |
|                                 |                |           | \$6,366  | 299,136   | SH | DEFINED |
|                                 |                |           | \$32,890 | 1,545,596 | SH | DEFINED |
|                                 |                | -         | -----    | -----     |    |         |
|                                 |                |           | \$70,164 | 3,297,203 |    |         |
| TEXAS PAC LD TR                 | SUB CTF PROP I | 882610108 | \$450    | 4,500     | SH | DEFINED |
|                                 |                | -         | -----    | -----     |    |         |
|                                 |                |           | \$450    | 4,500     |    |         |
| TEXTRON INC                     | COM            | 883203101 | \$1,235  | 19,217    | SH | DEFINED |
|                                 |                |           | \$228    | 3,540     | SH | DEFINED |
|                                 |                |           | \$452    | 7,030     | SH | DEFINED |
|                                 |                | -         | -----    | -----     |    |         |
|                                 |                |           | \$1,914  | 29,787    |    |         |
| THERAGENICS CORP                | COM            | 883375107 | \$450    | 123,423   | SH | DEFINED |
|                                 |                |           | \$1,424  | 390,000   | SH | DEFINED |
|                                 |                | -         | -----    | -----     |    |         |
|                                 |                |           | \$1,874  | 513,423   |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER  | TITLE OF CLASS | CUSIP | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|-----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| -----           | -----          | ----- | -----              | -----              | -----  | -----        | -----              | -----       |
| THERMO ELECTRON |                |       |                    |                    |        |              |                    |             |

Edgar Filing: FIFTH THIRD BANCORP - Form 13F-HR

|                     |     |           |           |           |       |         |
|---------------------|-----|-----------|-----------|-----------|-------|---------|
| CORP                | COM | 883556102 | \$2,281   | 84,409    | SH    | DEFINED |
|                     |     |           | \$295     | 10,901    | SH    | DEFINED |
|                     |     |           | \$6,124   | 226,635   | SH    | DEFINED |
|                     |     |           | -         | -----     | ----- |         |
|                     |     |           | \$8,699   | 321,945   |       |         |
| THOMAS & BETTS CORP | COM | 884315102 | \$711     | 26,492    | SH    | DEFINED |
|                     |     |           | \$90      | 3,338     | SH    | DEFINED |
|                     |     |           | \$1,877   | 70,000    | SH    | DEFINED |
|                     |     |           | -         | -----     | ----- |         |
|                     |     |           | \$2,677   | 99,830    |       |         |
| THOR INDS INC       | COM | 885160101 | \$7       | 250       | SH    | DEFINED |
|                     |     |           | \$1,324   | 50,000    | SH    | DEFINED |
|                     |     |           | -         | -----     | ----- |         |
|                     |     |           | \$1,330   | 50,250    |       |         |
| THORNBURG MTG INC   | COM | 885218107 | \$109     | 3,750     | SH    | DEFINED |
|                     |     |           | \$12      | 400       | SH    | DEFINED |
|                     |     |           | \$1,416   | 48,800    | SH    | DEFINED |
|                     |     |           | -         | -----     | ----- |         |
|                     |     |           | \$1,536   | 52,950    |       |         |
| 3COM CORP           | COM | 885535104 | \$133     | 31,580    | SH    | DEFINED |
|                     |     |           | \$0       | 100       | SH    | DEFINED |
|                     |     |           | \$1,329   | 315,000   | SH    | DEFINED |
|                     |     |           | -         | -----     | ----- |         |
|                     |     |           | \$1,463   | 346,680   |       |         |
| 3M CO               | COM | 88579Y101 | \$93,224  | 1,165,731 | SH    | DEFINED |
|                     |     |           | \$20,297  | 253,806   | SH    | DEFINED |
|                     |     |           | \$64      | 800       | SH    | DEFINED |
|                     |     |           | \$28,588  | 357,484   | SH    | DEFINED |
|                     |     |           | -         | -----     | ----- |         |
|                     |     |           | \$142,172 | 1,777,821 |       |         |
| TIBCO SOFTWARE INC  | COM | 88632Q103 | \$1,064   | 125,000   | SH    | DEFINED |
|                     |     |           | -         | -----     | ----- |         |
|                     |     |           | \$1,064   | 125,000   |       |         |
| TIDEWATER INC       | COM | 886423102 | \$2,913   | 89,500    | SH    | DEFINED |
|                     |     |           | -         | -----     | ----- |         |
|                     |     |           | \$2,913   | 89,500    |       |         |
| TIFFANY & CO NEW    | COM | 886547108 | \$123     | 3,993     | SH    | DEFINED |
|                     |     |           | \$37      | 1,200     | SH    | DEFINED |
|                     |     |           | \$229     | 7,456     | SH    | DEFINED |
|                     |     |           | -         | -----     | ----- |         |
|                     |     |           | \$389     | 12,649    |       |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|-------------|
|----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|-------------|



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|                               |     |           |          |         |    |         |
|-------------------------------|-----|-----------|----------|---------|----|---------|
| TIME WARNER INC               | COM | 887317105 | \$5,524  | 342,221 | SH | DEFINED |
|                               |     |           | \$795    | 49,241  | SH | DEFINED |
|                               |     |           | \$32     | 2,000   | SH | DEFINED |
|                               |     |           | \$5,161  | 319,738 | SH | DEFINED |
|                               |     | -         | -----    | -----   |    |         |
|                               |     |           | \$11,511 | 713,200 |    |         |
| TORCHMARK CORP                | COM | 891027104 | \$234    | 4,402   | SH | DEFINED |
|                               |     |           | \$170    | 3,200   | SH | DEFINED |
|                               |     |           | \$302    | 5,675   | SH | DEFINED |
|                               |     | -         | -----    | -----   |    |         |
|                               |     |           | \$706    | 13,277  |    |         |
| TORO CO                       | COM | 891092108 | \$7      | 100     | SH | DEFINED |
|                               |     |           | \$2,049  | 30,000  | SH | DEFINED |
|                               |     | -         | -----    | -----   |    |         |
|                               |     |           | \$2,056  | 30,100  |    |         |
| TOWER AUTOMOTIVE<br>INC       | COM | 891707101 | \$187    | 89,514  | SH | DEFINED |
|                               |     | -         | -----    | -----   |    |         |
|                               |     |           | \$187    | 89,514  |    |         |
| TOYS R US INC                 | COM | 892335100 | \$851    | 47,946  | SH | DEFINED |
|                               |     |           | \$84     | 4,753   | SH | DEFINED |
|                               |     |           | \$192    | 10,826  | SH | DEFINED |
|                               |     | -         | -----    | -----   |    |         |
|                               |     |           | \$1,127  | 63,525  |    |         |
| TRANSPORT CORP OF<br>AMER INC | COM | 89385P102 | \$395    | 50,223  | SH | DEFINED |
|                               |     |           | \$1,179  | 150,000 | SH | DEFINED |
|                               |     | -         | -----    | -----   |    |         |
|                               |     |           | \$1,574  | 200,223 |    |         |
| TRIBUNE CO NEW                | COM | 896047107 | \$744    | 18,086  | SH | DEFINED |
|                               |     |           | \$177    | 4,300   | SH | DEFINED |
|                               |     |           | \$689    | 16,736  | SH | DEFINED |
|                               |     | -         | -----    | -----   |    |         |
|                               |     |           | \$1,610  | 39,122  |    |         |
| TRIMBLE NAVIGATION<br>LTD     | COM | 896239100 | \$122    | 3,866   | SH | DEFINED |
|                               |     |           | \$156    | 4,938   | SH | DEFINED |
|                               |     |           | \$3,823  | 120,975 | SH | DEFINED |
|                               |     | -         | -----    | -----   |    |         |
|                               |     |           | \$4,101  | 129,779 |    |         |

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|----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|-------------|
|----------------|----------------|-------|--------------------|--------------------|--------|--------------|--------------------|-------------|

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|                                 |             |           |                                 |                                 |                |                               |
|---------------------------------|-------------|-----------|---------------------------------|---------------------------------|----------------|-------------------------------|
| TRIZEC PROPERTIES<br>INC        | COM         | 89687P107 | \$7<br>\$1,996                  | 450<br>125,000                  | SH<br>SH       | DEFINED<br>DEFINED            |
|                                 |             | -         | \$2,003                         | 125,450                         |                |                               |
| TWEETER HOME ENTMT<br>GROUP INC | COM         | 901167106 | \$267<br>\$904                  | 47,184<br>160,000               | SH<br>SH       | DEFINED<br>DEFINED            |
|                                 |             | -         | \$1,171                         | 207,184                         |                |                               |
| TYCO INTL LTD NEW               | COM         | 902124106 | \$2,231<br>\$411<br>\$4,421     | 72,781<br>13,417<br>144,192     | SH<br>SH<br>SH | DEFINED<br>DEFINED<br>DEFINED |
|                                 |             | -         | \$7,064                         | 230,390                         |                |                               |
| TYSON FOODS INC                 | CL A        | 902494103 | \$29<br>\$58<br>\$292           | 1,800<br>3,600<br>18,250        | SH<br>SH<br>SH | DEFINED<br>DEFINED<br>DEFINED |
|                                 |             | -         | \$379                           | 23,650                          |                |                               |
| UST INC                         | COM         | 902911106 | \$225<br>\$369<br>\$341         | 5,601<br>9,155<br>8,468         | SH<br>SH<br>SH | DEFINED<br>DEFINED<br>DEFINED |
|                                 |             | -         | \$935                           | 23,224                          |                |                               |
| US BANCORP DEL                  | COM NEW     | 902973304 | \$61,444<br>\$11,759<br>\$5,105 | 2,126,081<br>406,885<br>176,656 | SH<br>SH<br>SH | DEFINED<br>DEFINED<br>DEFINED |
|                                 |             | -         | \$78,308                        | 2,709,622                       |                |                               |
| U S CONCRETE INC                | COM         | 90333L102 | \$433                           | 70,000                          | SH             | DEFINED                       |
|                                 |             | -         | \$433                           | 70,000                          |                |                               |
| UNILEVER N V                    | N Y SHS NEW | 904784709 | \$316<br>\$12                   | 5,472<br>200                    | SH<br>SH       | DEFINED<br>DEFINED            |
|                                 |             | -         | \$328                           | 5,672                           |                |                               |

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SEC # 28-539  
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|----------------|----------------|-----------|--------------------|--------------------|--------------|--------------------|-------------|
| UNION PAC CORP | COM            | 907818108 | \$1,036            | 17,673             | SH           | DEFINED            |             |

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|                                    |               |           |           |           |    |         |
|------------------------------------|---------------|-----------|-----------|-----------|----|---------|
|                                    |               |           | \$717     | 12,237    | SH | DEFINED |
|                                    |               |           | \$3,705   | 63,227    | SH | DEFINED |
|                                    |               | -         | -----     | -----     |    |         |
|                                    |               |           | \$5,458   | 93,137    |    |         |
| UNISYS CORP                        | COM           | 909214108 | \$98      | 9,485     | SH | DEFINED |
|                                    |               |           | \$14      | 1,359     | SH | DEFINED |
|                                    |               |           | \$173     | 16,775    | SH | DEFINED |
|                                    |               | -         | -----     | -----     |    |         |
|                                    |               |           | \$285     | 27,619    |    |         |
| UNITED<br>MICROELECTRONICS<br>CORP | SPONSORED ADR | 910873207 | \$507     | 150,000   | SH | DEFINED |
|                                    |               | -         | -----     | -----     |    |         |
|                                    |               |           | \$507     | 150,000   |    |         |
| UNITED PARCEL<br>SERVICE INC       | CL B          | 911312106 | \$2,465   | 32,465    | SH | DEFINED |
|                                    |               |           | \$2,749   | 36,214    | SH | DEFINED |
|                                    |               |           | \$4,857   | 63,979    | SH | DEFINED |
|                                    |               | -         | -----     | -----     |    |         |
|                                    |               |           | \$10,071  | 132,658   |    |         |
| UNITED STATES STL<br>CORP NEW      | COM           | 912909108 | \$114     | 3,020     | SH | DEFINED |
|                                    |               |           | \$17      | 457       | SH | DEFINED |
|                                    |               |           | \$219     | 5,809     | SH | DEFINED |
|                                    |               | -         | -----     | -----     |    |         |
|                                    |               |           | \$349     | 9,286     |    |         |
| UNITED SURGICAL<br>PARTNERS INT    | COM           | 913016309 | \$1,544   | 44,950    | SH | DEFINED |
|                                    |               | -         | -----     | -----     |    |         |
|                                    |               |           | \$1,544   | 44,950    |    |         |
| UNITED<br>TECHNOLOGIES CORP        | COM           | 913017109 | \$58,347  | 624,837   | SH | DEFINED |
|                                    |               |           | \$30,852  | 330,390   | SH | DEFINED |
|                                    |               |           | \$116     | 1,240     | SH | DEFINED |
|                                    |               |           | \$19,104  | 204,583   | SH | DEFINED |
|                                    |               | -         | -----     | -----     |    |         |
|                                    |               |           | \$108,419 | 1,161,050 |    |         |
| UNITEDHEALTH GROUP<br>INC          | COM           | 91324P102 | \$1,648   | 22,346    | SH | DEFINED |
|                                    |               |           | \$688     | 9,325     | SH | DEFINED |
|                                    |               |           | \$3,739   | 50,708    | SH | DEFINED |
|                                    |               | -         | -----     | -----     |    |         |
|                                    |               |           | \$6,075   | 82,379    |    |         |
| UNIVERSAL ELECTRS<br>INC           | COM           | 913483103 | \$655     | 39,000    | SH | DEFINED |
|                                    |               |           | \$2,432   | 145,000   | SH | DEFINED |
|                                    |               | -         | -----     | -----     |    |         |
|                                    |               |           | \$3,088   | 184,000   |    |         |

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| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)         | SHARES/<br>PRN AMT         | SH/PRN         | PUT/<br>CALL | INVTMT<br>DSCRETN             | OTH<br>MANA |
|---------------------------------|----------------|-----------|----------------------------|----------------------------|----------------|--------------|-------------------------------|-------------|
| UNIVISION<br>COMMUNICATIONS INC | CL A           | 914906102 | \$266<br>\$520             | 8,419<br>16,458            | SH<br>SH       |              | DEFINED<br>DEFINED            |             |
|                                 |                | -         | \$786                      | 24,877                     |                |              |                               |             |
| UNOCAL CORP                     | COM            | 915289102 | \$446<br>\$171<br>\$579    | 10,379<br>3,975<br>13,476  | SH<br>SH<br>SH |              | DEFINED<br>DEFINED<br>DEFINED |             |
|                                 |                | -         | \$1,197                    | 27,830                     |                |              |                               |             |
| UNUMPROVIDENT CORP              | COM            | 91529Y106 | \$130<br>\$7<br>\$236      | 8,302<br>418<br>15,044     | SH<br>SH<br>SH |              | DEFINED<br>DEFINED<br>DEFINED |             |
|                                 |                | -         | \$373                      | 23,764                     |                |              |                               |             |
| URBAN OUTFITTERS<br>INC         | COM            | 917047102 | \$3,426                    | 99,588                     | SH             |              | DEFINED                       |             |
|                                 |                | -         | \$3,426                    | 99,588                     |                |              |                               |             |
| UTSTARCOM INC                   | COM            | 918076100 | \$1,119<br>\$1,777<br>\$1  | 69,420<br>110,334<br>75    | SH<br>SH<br>SH |              | DEFINED<br>DEFINED<br>DEFINED |             |
|                                 |                | -         | \$2,897                    | 179,829                    |                |              |                               |             |
| VCA ANTECH INC                  | COM            | 918194101 | \$1,056<br>\$58<br>\$2,760 | 51,198<br>2,802<br>133,778 | SH<br>SH<br>SH |              | DEFINED<br>DEFINED<br>DEFINED |             |
|                                 |                | -         | \$3,874                    | 187,778                    |                |              |                               |             |
| V F CORP                        | COM            | 918204108 | \$175<br>\$633<br>\$278    | 3,530<br>12,800<br>5,620   | SH<br>SH<br>SH |              | DEFINED<br>DEFINED<br>DEFINED |             |
|                                 |                | -         | \$1,085                    | 21,950                     |                |              |                               |             |
| VALERO ENERGY CORP<br>NEW       | COM            | 91913Y100 | \$483<br>\$22<br>\$4,767   | 6,024<br>270<br>59,430     | SH<br>SH<br>SH |              | DEFINED<br>DEFINED<br>DEFINED |             |
|                                 |                | -         | \$5,272                    | 65,724                     |                |              |                               |             |

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| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|---------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| VALSPAR CORP                    | COM            | 920355104 | \$1,048            | 22,451             | SH     |              | DEFINED           |             |
|                                 |                |           | \$1,540            | 32,980             | SH     |              | DEFINED           |             |
|                                 |                |           | \$4,547            | 97,400             | SH     |              | DEFINED           |             |
|                                 |                |           | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$7,134            | 152,831            |        |              |                   |             |
| VALUECLICK INC                  | COM            | 92046N102 | \$43               | 4,563              | SH     |              | DEFINED           |             |
|                                 |                |           | \$57               | 6,011              | SH     |              | DEFINED           |             |
|                                 |                |           | \$1,086            | 115,000            | SH     |              | DEFINED           |             |
|                                 |                |           | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$1,185            | 125,574            |        |              |                   |             |
| VAN KAMPEN TR INSD<br>MUNS      | COM            | 920928108 | \$919              | 58,000             | SH     |              | DEFINED           |             |
|                                 |                |           | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$919              | 58,000             |        |              |                   |             |
| VAN KAMPEN TR INVT<br>GRADE MUN | COM            | 920929106 | \$250              | 16,300             | SH     |              | DEFINED           |             |
|                                 |                |           | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$250              | 16,300             |        |              |                   |             |
| VAN KAMPEN MUN<br>OPPORTUNITY I | COM            | 920944105 | \$169              | 11,900             | SH     |              | DEFINED           |             |
|                                 |                |           | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$169              | 11,900             |        |              |                   |             |
| VAN KAMPEN BD FD                | COM            | 920955101 | \$11               | 600                | SH     |              | DEFINED           |             |
|                                 |                |           | \$82               | 4,629              | SH     |              | DEFINED           |             |
|                                 |                |           | \$1,150            | 64,800             | SH     |              | DEFINED           |             |
|                                 |                |           | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$1,243            | 70,029             |        |              |                   |             |
| VAN KAMPEN SENIOR<br>INCOME TR  | COM            | 920961109 | \$9                | 1,000              | SH     |              | DEFINED           |             |
|                                 |                |           | \$608              | 69,801             | SH     |              | DEFINED           |             |
|                                 |                |           | \$1,324            | 152,000            | SH     |              | DEFINED           |             |
|                                 |                |           | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$1,941            | 222,801            |        |              |                   |             |
| VARCO INTL INC DEL              | COM            | 922122106 | \$49               | 1,826              | SH     |              | DEFINED           |             |
|                                 |                |           | \$408              | 15,213             | SH     |              | DEFINED           |             |
|                                 |                |           | \$215              | 8,000              | SH     |              | DEFINED           |             |
|                                 |                |           | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$672              | 25,039             |        |              |                   |             |
| VARIAN MED SYS INC              | COM            | 92220P105 | \$9,298            | 268,975            | SH     |              | DEFINED           |             |
|                                 |                |           | \$3,387            | 97,966             | SH     |              | DEFINED           |             |
|                                 |                |           | \$18,025           | 521,400            | SH     |              | DEFINED           |             |
|                                 |                |           | -----              | -----              |        |              |                   |             |
|                                 |                |           | \$30,710           | 888,341            |        |              |                   |             |

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FORM 13F BREAKDOWN REPORT  
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| NAME OF ISSUER                     | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|------------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| VARIAN INC                         | COM            | 922206107 | \$866              | 22,871             | SH     |              | DEFINED            |             |
|                                    |                |           | \$347              | 9,150              | SH     |              | DEFINED            |             |
|                                    |                |           | \$5,165            | 136,400            | SH     |              | DEFINED            |             |
|                                    |                | -         | -----              | -----              |        |              |                    |             |
|                                    |                |           | \$6,378            | 168,421            |        |              |                    |             |
| VARIAN<br>SEMICONDUCTOR<br>EQUIPMN | COM            | 922207105 | \$15               | 500                | SH     |              | DEFINED            |             |
|                                    |                |           | \$1,423            | 46,061             | SH     |              | DEFINED            |             |
|                                    |                | -         | -----              | -----              |        |              |                    |             |
|                                    |                |           | \$1,439            | 46,561             |        |              |                    |             |
| VECTREN CORP                       | COM            | 92240G101 | \$1,702            | 67,608             | SH     |              | DEFINED            |             |
|                                    |                |           | \$15,576           | 618,584            | SH     |              | DEFINED            |             |
|                                    |                | -         | -----              | -----              |        |              |                    |             |
|                                    |                |           | \$17,278           | 686,192            |        |              |                    |             |
| VERISIGN INC                       | COM            | 9.23E+106 | \$1,753            | 88,200             | SH     |              | DEFINED            |             |
|                                    |                |           | \$342              | 17,221             | SH     |              | DEFINED            |             |
|                                    |                |           | \$7,137            | 359,000            | SH     |              | DEFINED            |             |
|                                    |                | -         | -----              | -----              |        |              |                    |             |
|                                    |                |           | \$9,233            | 464,421            |        |              |                    |             |
| VERITAS DGC INC                    | COM            | 92343P107 | \$4,226            | 185,500            | SH     |              | DEFINED            |             |
|                                    |                | -         | -----              | -----              |        |              |                    |             |
|                                    |                |           | \$4,226            | 185,500            |        |              |                    |             |
| VERIZON<br>COMMUNICATIONS          | COM            | 92343V104 | \$33,819           | 858,372            | SH     |              | DEFINED            |             |
|                                    |                |           | \$18,706           | 475,012            | SH     |              | DEFINED            |             |
|                                    |                |           | \$16               | 405                | SH     |              | DEFINED            |             |
|                                    |                |           | \$27,329           | 693,991            | SH     |              | DEFINED            |             |
|                                    |                | -         | -----              | -----              |        |              |                    |             |
|                                    |                |           | \$79,854           | 2,027,780          |        |              |                    |             |
| VERITAS SOFTWARE CO                | COM            | 923436109 | \$1,390            | 78,116             | SH     |              | DEFINED            |             |
|                                    |                |           | \$150              | 8,408              | SH     |              | DEFINED            |             |
|                                    |                |           | \$2,162            | 121,471            | SH     |              | DEFINED            |             |
|                                    |                | -         | -----              | -----              |        |              |                    |             |
|                                    |                |           | \$3,702            | 207,995            |        |              |                    |             |
| VESTA INS GROUP INC                | COM            | 925391104 | \$169              | 37,500             | SH     |              | DEFINED            |             |
|                                    |                |           | \$1,010            | 225,000            | SH     |              | DEFINED            |             |
|                                    |                | -         | -----              | -----              |        |              |                    |             |
|                                    |                |           | \$1,179            | 262,500            |        |              |                    |             |

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| NAME OF ISSUER                   | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|----------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| VIACOM INC                       | CL A           | 925524100 | \$4,669            | 137,331            | SH     |              | DEFINED            |             |
|                                  |                |           | \$1,987            | 58,452             | SH     |              | DEFINED            |             |
|                                  |                |           | \$2                | 50                 | SH     |              | DEFINED            |             |
|                                  |                |           | \$1,653            | 48,606             | SH     |              | DEFINED            |             |
|                                  |                | -         | -----              | -----              |        |              |                    |             |
|                                  |                |           | \$8,311            | 244,439            |        |              |                    |             |
| VIACOM INC                       | CL B           | 925524308 | \$8,614            | 256,669            | SH     |              | DEFINED            |             |
|                                  |                |           | \$1,573            | 46,867             | SH     |              | DEFINED            |             |
|                                  |                |           | \$59               | 1,755              | SH     |              | DEFINED            |             |
|                                  |                |           | \$2,966            | 88,393             | SH     |              | DEFINED            |             |
|                                  |                |           |                    | -----              | -----  |              |                    |             |
|                                  |                | -         | \$13,212           | 393,684            |        |              |                    |             |
| VIGNETTE CORP                    | COM            | 926734104 | \$27               | 20,000             | SH     |              | DEFINED            |             |
|                                  |                |           | \$565              | 425,000            | SH     |              | DEFINED            |             |
|                                  |                |           |                    | -----              | -----  |              |                    |             |
|                                  |                | -         | \$592              | 445,000            |        |              |                    |             |
| VISHAY<br>INTERTECHNOLOGY<br>INC | COM            | 928298108 | \$31               | 2,426              | SH     |              | DEFINED            |             |
|                                  |                |           | \$15               | 1,150              | SH     |              | DEFINED            |             |
|                                  |                |           | \$968              | 75,000             | SH     |              | DEFINED            |             |
|                                  |                |           |                    | -----              | -----  |              |                    |             |
|                                  |                | -         | \$1,014            | 78,576             |        |              |                    |             |
| VISTEON CORP                     | COM            | 92839U107 | \$32               | 4,045              | SH     |              | DEFINED            |             |
|                                  |                |           | \$35               | 4,429              | SH     |              | DEFINED            |             |
|                                  |                |           | \$54               | 6,749              | SH     |              | DEFINED            |             |
|                                  |                |           |                    | -----              | -----  |              |                    |             |
|                                  |                | -         | \$122              | 15,223             |        |              |                    |             |
| VITESSE<br>SEMICONDUCTOR<br>CORP | COM            | 928497106 | \$6                | 2,300              | SH     |              | DEFINED            |             |
|                                  |                |           | \$641              | 234,850            | SH     |              | DEFINED            |             |
|                                  |                |           |                    | -----              | -----  |              |                    |             |
|                                  |                | -         | \$647              | 237,150            |        |              |                    |             |
| VODAFONE GROUP PLC<br>NEW        | SPONSORED ADR  | 92857W100 | \$1,072            | 44,440             | SH     |              | DEFINED            |             |
|                                  |                |           | \$1,123            | 46,570             | SH     |              | DEFINED            |             |
|                                  |                |           | \$14               | 600                | SH     |              | DEFINED            |             |
|                                  |                |           |                    | -----              | -----  |              |                    |             |
|                                  |                | -         | \$2,209            | 91,610             |        |              |                    |             |
| VOLT INFORMATION<br>SCIENCES IN  | COM            | 928703107 | \$288              | 10,000             | SH     |              | DEFINED            |             |
|                                  |                | -         | -----              | -----              |        |              |                    |             |

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\$288 10,000

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| NAME OF ISSUER           | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | OTH<br>MANA |
|--------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| VORNADO RLTY TR          | SH BEN INT     | 929042109 | \$152              | 2,425              | SH     |              | DEFINED            |             |
|                          |                |           | \$114              | 1,815              | SH     |              | DEFINED            |             |
|                          |                |           | \$1,987            | 31,700             | SH     |              | DEFINED            |             |
|                          |                |           | -                  | -                  |        |              |                    |             |
|                          |                |           | \$2,253            | 35,940             |        |              |                    |             |
| VULCAN INTL CORP         | COM            | 929136109 | \$628              | 14,071             | SH     |              | DEFINED            |             |
|                          |                |           | -                  | -                  |        |              |                    |             |
|                          |                |           | \$628              | 14,071             |        |              |                    |             |
| VULCAN MATLS CO          | COM            | 929160109 | \$198              | 3,880              | SH     |              | DEFINED            |             |
|                          |                |           | \$195              | 3,825              | SH     |              | DEFINED            |             |
|                          |                |           | \$620              | 12,162             | SH     |              | DEFINED            |             |
|                          |                |           | -                  | -                  |        |              |                    |             |
|                          |                |           | \$1,012            | 19,867             |        |              |                    |             |
| WCI CMNTYS INC           | COM            | 92923C104 | \$36               | 1,552              | SH     |              | DEFINED            |             |
|                          |                |           | \$140              | 6,022              | SH     |              | DEFINED            |             |
|                          |                |           | \$2,563            | 110,000            | SH     |              | DEFINED            |             |
|                          |                |           | -                  | -                  |        |              |                    |             |
|                          |                |           | \$2,739            | 117,574            |        |              |                    |             |
| W HLDG CO INC            | COM            | 929251106 | \$1,502            | 79,043             | SH     |              | DEFINED            |             |
|                          |                |           | -                  | -                  |        |              |                    |             |
|                          |                |           | \$1,502            | 79,043             |        |              |                    |             |
| WPS RESOURCES CORP       | COM            | 92931B106 | \$106              | 2,350              | SH     |              | DEFINED            |             |
|                          |                |           | \$151              | 3,346              | SH     |              | DEFINED            |             |
|                          |                |           | -                  | -                  |        |              |                    |             |
|                          |                |           | \$256              | 5,696              |        |              |                    |             |
| WACHOVIA CORP 2ND<br>NEW | COM            | 929903102 | \$37,153           | 791,339            | SH     |              | DEFINED            |             |
|                          |                |           | \$2,529            | 53,856             | SH     |              | DEFINED            |             |
|                          |                |           | \$19               | 400                | SH     |              | DEFINED            |             |
|                          |                |           | \$4,460            | 94,985             | SH     |              | DEFINED            |             |
|                          |                |           | -                  | -                  |        |              |                    |             |
|                          |                |           | \$44,160           | 940,580            |        |              |                    |             |
| WAL MART STORES INC      | COM            | 931142103 | \$77,643           | 1,459,465          | SH     |              | DEFINED            |             |
|                          |                |           | \$24,823           | 466,596            | SH     |              | DEFINED            |             |
|                          |                |           | \$85               | 1,593              | SH     |              | DEFINED            |             |
|                          |                |           | \$37,539           | 705,629            | SH     |              | DEFINED            |             |
|                          |                |           | -                  | -                  |        |              |                    |             |
|                          |                |           | \$140,091          | 2,633,283          |        |              |                    |             |



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|----------------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|--------------------|-------------|
| WALGREEN CO                      | COM            | 931422109 | \$32,232           | 899,584            | SH     |              | DEFINED            |             |
|                                  |                |           | \$14,455           | 403,421            | SH     |              | DEFINED            |             |
|                                  |                |           | \$23               | 650                | SH     |              | DEFINED            |             |
|                                  |                |           | \$4,635            | 129,353            | SH     |              | DEFINED            |             |
|                                  |                | -         | -----              | -----              |        |              |                    |             |
|                                  |                |           | \$51,345           | 1,433,008          |        |              |                    |             |
| WASHINGTON MUT INC               | COM            | 939322103 | \$5,382            | 137,726            | SH     |              | DEFINED            |             |
|                                  |                |           | \$2,432            | 62,231             | SH     |              | DEFINED            |             |
|                                  |                |           | \$6                | 150                | SH     |              | DEFINED            |             |
|                                  |                |           | \$1,723            | 44,084             | SH     |              | DEFINED            |             |
|                                  |                | -         | -----              | -----              |        |              |                    |             |
|                                  |                |           | \$9,543            | 244,191            |        |              |                    |             |
| WASTE MGMT INC DEL               | COM            | 94106L109 | \$415              | 15,173             | SH     |              | DEFINED            |             |
|                                  |                |           | \$147              | 5,378              | SH     |              | DEFINED            |             |
|                                  |                |           | \$810              | 29,617             | SH     |              | DEFINED            |             |
|                                  |                | -         | -----              | -----              |        |              |                    |             |
|                                  |                |           | \$1,372            | 50,168             |        |              |                    |             |
| WATERS CORP                      | COM            | 941848103 | \$317              | 7,178              | SH     |              | DEFINED            |             |
|                                  |                |           | \$912              | 20,673             | SH     |              | DEFINED            |             |
|                                  |                |           | \$1,592            | 36,109             | SH     |              | DEFINED            |             |
|                                  |                | -         | -----              | -----              |        |              |                    |             |
|                                  |                |           | \$2,821            | 63,960             |        |              |                    |             |
| WATSON<br>PHARMACEUTICALS<br>INC | COM            | 942683103 | \$84               | 2,840              | SH     |              | DEFINED            |             |
|                                  |                |           | \$164              | 5,560              | SH     |              | DEFINED            |             |
|                                  |                |           | \$247              | 8,400              |        |              |                    |             |
|                                  |                | -         | -----              | -----              |        |              |                    |             |
|                                  |                |           | \$246              | 14,750             |        |              |                    |             |
| WAUSAU-MOSINEE<br>PAPER CORP     | COM            | 943315101 | \$246              | 14,750             | SH     |              | DEFINED            |             |
|                                  |                |           | \$246              | 14,750             |        |              |                    |             |
|                                  |                | -         | -----              | -----              |        |              |                    |             |
|                                  |                |           | \$246              | 14,750             |        |              |                    |             |
| WEINGARTEN RLTY<br>INVS          | SH BEN INT     | 948741103 | \$991              | 29,994             | SH     |              | DEFINED            |             |
|                                  |                |           | \$1,151            | 34,858             | SH     |              | DEFINED            |             |
|                                  |                |           | \$5                | 165                | SH     |              | DEFINED            |             |
|                                  |                |           | \$1,947            | 58,975             | SH     |              | DEFINED            |             |
|                                  |                | -         | -----              | -----              |        |              |                    |             |
|                                  |                |           | \$4,093            | 123,992            |        |              |                    |             |
| WELLPOINT HEALTH<br>NETWORK NEW  | COM            | 94973H108 | \$492              | 4,677              | SH     |              | DEFINED            |             |

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|         |        |    |         |
|---------|--------|----|---------|
| \$42    | 400    | SH | DEFINED |
| \$835   | 7,948  | SH | DEFINED |
| -       | -      | -  | -       |
| \$1,369 | 13,025 |    |         |

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SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER              | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|-----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| WELLS FARGO & CO<br>NEW     | COM            | 949746101 | \$108,618          | 1,821,519          | SH     |              | DEFINED           |             |
|                             |                |           | \$25,880           | 434,012            | SH     |              | DEFINED           |             |
|                             |                |           | \$50               | 845                | SH     |              | DEFINED           |             |
|                             |                |           | \$9,398            | 157,607            | SH     |              | DEFINED           |             |
|                             |                |           | -                  | -                  | -      |              | -                 |             |
|                             |                |           | \$143,946          | 2,413,983          |        |              |                   |             |
| WENDYS INTL INC             | COM            | 950590109 | \$2,765            | 82,295             | SH     |              | DEFINED           |             |
|                             |                |           | \$718              | 21,366             | SH     |              | DEFINED           |             |
|                             |                |           | \$593              | 17,648             | SH     |              | DEFINED           |             |
|                             |                |           | -                  | -                  | -      |              | -                 |             |
|                             |                |           | \$4,076            | 121,309            |        |              |                   |             |
| WESTERN WIRELESS<br>CORP    | CL A           | 9.60E+208 | \$2,467            | 95,961             | SH     |              | DEFINED           |             |
|                             |                |           | \$279              | 10,847             | SH     |              | DEFINED           |             |
|                             |                |           | \$7,695            | 299,317            | SH     |              | DEFINED           |             |
|                             |                |           | -                  | -                  | -      |              | -                 |             |
|                             |                |           | \$10,441           | 406,125            |        |              |                   |             |
| WET SEAL INC                | CL A           | 961840105 | \$133              | 80,000             | SH     |              | DEFINED           |             |
|                             |                |           | \$290              | 175,000            | SH     |              | DEFINED           |             |
|                             |                |           | -                  | -                  | -      |              | -                 |             |
|                             |                |           | \$423              | 255,000            |        |              |                   |             |
| WEYERHAEUSER CO             | COM            | 962166104 | \$8,141            | 122,451            | SH     |              | DEFINED           |             |
|                             |                |           | \$2,964            | 44,583             | SH     |              | DEFINED           |             |
|                             |                |           | \$16,808           | 252,830            | SH     |              | DEFINED           |             |
|                             |                |           | -                  | -                  | -      |              | -                 |             |
|                             |                |           | \$27,913           | 419,864            |        |              |                   |             |
| WHEATON RIV<br>MINERALS LTD | COM            | 962902102 | \$4                | 1,200              | SH     |              | DEFINED           |             |
|                             |                |           | \$1,891            | 600,400            | SH     |              | DEFINED           |             |
|                             |                |           | -                  | -                  | -      |              | -                 |             |
|                             |                |           | \$1,895            | 601,600            |        |              |                   |             |
| WHIRLPOOL CORP              | COM            | 963320106 | \$2,758            | 45,892             | SH     |              | DEFINED           |             |
|                             |                |           | \$1,492            | 24,833             | SH     |              | DEFINED           |             |
|                             |                |           | \$2,016            | 33,542             | SH     |              | DEFINED           |             |
|                             |                |           | -                  | -                  | -      |              | -                 |             |
|                             |                |           | \$6,265            | 104,267            |        |              |                   |             |

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|                     |     |           |       |       |    |         |
|---------------------|-----|-----------|-------|-------|----|---------|
| WHOLE FOODS MKT INC | COM | 966837106 | \$217 | 2,530 | SH | DEFINED |
|                     |     | -         | ----- | ----- |    |         |
|                     |     |           | \$217 | 2,530 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                      | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| WILLBROS GROUP INC         | COM            | 969199108 | \$373              | 25,000             | SH     |              | DEFINED           |             |
|                            |                |           | \$2,460            | 165,000            | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$2,833            | 190,000            |        |              |                   |             |
| WILLIAMS COS INC<br>DEL    | COM            | 969457100 | \$197              | 16,241             | SH     |              | DEFINED           |             |
|                            |                |           | \$5                | 400                | SH     |              | DEFINED           |             |
|                            |                |           | \$319              | 26,359             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$520              | 43,000             |        |              |                   |             |
| WILLIAMS SONOMA INC        | COM            | 969904101 | \$1,837            | 48,916             | SH     |              | DEFINED           |             |
|                            |                |           | \$655              | 17,451             | SH     |              | DEFINED           |             |
|                            |                |           | \$6,556            | 174,600            | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$9,048            | 240,967            |        |              |                   |             |
| WINN DIXIE STORES<br>INC   | COM            | 974280109 | \$98               | 31,786             | SH     |              | DEFINED           |             |
|                            |                |           | \$1                | 410                | SH     |              | DEFINED           |             |
|                            |                |           | \$579              | 187,394            | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$679              | 219,590            |        |              |                   |             |
| WINTRUST FINANCIAL<br>CORP | COM            | 97650W108 | \$129              | 2,257              | SH     |              | DEFINED           |             |
|                            |                |           | \$70               | 1,216              | SH     |              | DEFINED           |             |
|                            |                |           | \$3,060            | 53,417             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$3,259            | 56,890             |        |              |                   |             |
| WISCONSIN ENERGY<br>CORP   | COM            | 976657106 | \$226              | 7,100              | SH     |              | DEFINED           |             |
|                            |                |           | \$233              | 7,300              | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$459              | 14,400             |        |              |                   |             |
| WITNESS SYS INC            | COM            | 977424100 | \$482              | 30,000             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$482              | 30,000             |        |              |                   |             |
| WOLVERINE TUBE INC         | COM            | 978093102 | \$191              | 16,500             | SH     |              | DEFINED           |             |

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|       |         |         |    |         |
|-------|---------|---------|----|---------|
| -     | \$1,299 | 112,500 | SH | DEFINED |
| ----- | -----   | -----   |    |         |
|       | \$1,490 | 129,000 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER              | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|-----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                       | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| WOLVERINE WORLD<br>WIDE INC | COM            | 978097103 | \$465              | 18,450             |        |              | DEFINED           |             |
|                             |                | -         | -----              | -----              |        |              |                   |             |
|                             |                |           | \$465              | 18,450             |        |              |                   |             |
| WOODHEAD INDS INC           | COM            | 979438108 | \$450              | 32,589             |        |              | DEFINED           |             |
|                             |                | -         | -----              | -----              |        |              |                   |             |
|                             |                |           | \$450              | 32,589             |        |              |                   |             |
| WORTHINGTON INDS<br>INC     | COM            | 981811102 | \$517              | 24,203             |        |              | DEFINED           |             |
|                             |                |           | \$10               | 451                |        |              | DEFINED           |             |
|                             |                |           | \$96               | 4,492              |        |              | DEFINED           |             |
|                             |                | -         | -----              | -----              |        |              |                   |             |
|                             |                |           | \$622              | 29,146             |        |              |                   |             |
| WRIGLEY WM JR CO            | COM            | 982526105 | \$1,304            | 20,594             |        |              | DEFINED           |             |
|                             |                |           | \$3,824            | 60,394             |        |              | DEFINED           |             |
|                             |                |           | \$724              | 11,443             |        |              | DEFINED           |             |
|                             |                | -         | -----              | -----              |        |              |                   |             |
|                             |                |           | \$5,852            | 92,431             |        |              |                   |             |
| WYETH                       | COM            | 983024100 | \$35,791           | 956,984            |        |              | DEFINED           |             |
|                             |                |           | \$6,315            | 168,839            |        |              | DEFINED           |             |
|                             |                |           | \$4,265            | 114,037            |        |              | DEFINED           |             |
|                             |                | -         | -----              | -----              |        |              |                   |             |
|                             |                |           | \$46,371           | 1,239,860          |        |              |                   |             |
| WYNDHAM INTL INC            | CL A           | 983101106 | \$22               | 27,000             |        |              | DEFINED           |             |
|                             |                | -         | -----              | -----              |        |              |                   |             |
|                             |                |           | \$22               | 27,000             |        |              |                   |             |
| XTO ENERGY INC              | COM            | 98385X106 | \$7,664            | 235,965            |        |              | DEFINED           |             |
|                             |                |           | \$2,922            | 89,972             |        |              | DEFINED           |             |
|                             |                |           | \$5,603            | 172,495            |        |              | DEFINED           |             |
|                             |                | -         | -----              | -----              |        |              |                   |             |
|                             |                |           | \$16,189           | 498,432            |        |              |                   |             |
| X-RITE INC                  | COM            | 983857103 | \$8,997            | 617,475            |        |              | DEFINED           |             |
|                             |                | -         | -----              | -----              |        |              |                   |             |
|                             |                |           | \$8,997            | 617,475            |        |              |                   |             |
| XCEL ENERGY INC             | COM            | 98389B100 | \$342              | 19,721             |        |              | DEFINED           |             |
|                             |                |           | \$296              | 17,074             |        |              | DEFINED           |             |

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|       |       |        |    |         |
|-------|-------|--------|----|---------|
| -     | \$353 | 20,397 | SH | DEFINED |
| ----- | ----- | -----  |    |         |
|       | \$991 | 57,192 |    |         |

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | OTH<br>MANA |
|----------------------------|----------------|-----------|--------------------|--------------------|--------|--------------|-------------------|-------------|
| -----                      | -----          | -----     | -----              | -----              | -----  | -----        | -----             | -----       |
| XILINX INC                 | COM            | 983919101 | \$15,676           | 580,594            | SH     |              | DEFINED           |             |
|                            |                |           | \$1,184            | 43,866             | SH     |              | DEFINED           |             |
|                            |                |           | \$19,377           | 717,667            | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$36,237           | 1,342,127          |        |              |                   |             |
| XEROX CORP                 | COM            | 984121103 | \$331              | 23,509             | SH     |              | DEFINED           |             |
|                            |                |           | \$95               | 6,716              | SH     |              | DEFINED           |             |
|                            |                |           | \$1,236            | 87,781             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$1,662            | 118,006            |        |              |                   |             |
| YAHOO INC                  | COM            | 984332106 | \$1,309            | 38,623             | SH     |              | DEFINED           |             |
|                            |                |           | \$28               | 834                | SH     |              | DEFINED           |             |
|                            |                |           | \$14               | 400                | SH     |              | DEFINED           |             |
|                            |                |           | \$2,331            | 68,748             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$3,683            | 108,605            |        |              |                   |             |
| YUM BRANDS INC             | COM            | 988498101 | \$571              | 14,055             | SH     |              | DEFINED           |             |
|                            |                |           | \$192              | 4,724              | SH     |              | DEFINED           |             |
|                            |                |           | \$1,351            | 33,218             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$2,114            | 51,997             |        |              |                   |             |
| ZEBRA TECHNOLOGIES<br>CORP | CL A           | 989207105 | \$4,341            | 71,160             | SH     |              | DEFINED           |             |
|                            |                |           | \$4,940            | 80,967             | SH     |              | DEFINED           |             |
|                            |                |           | \$4,463            | 73,150             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$13,744           | 225,277            |        |              |                   |             |
| ZIMMER HLDGS INC           | COM            | 98956P102 | \$11,356           | 143,673            | SH     |              | DEFINED           |             |
|                            |                |           | \$3,805            | 48,135             | SH     |              | DEFINED           |             |
|                            |                |           | \$1,062            | 13,431             | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$16,222           | 205,239            |        |              |                   |             |
| ZIONS<br>BANCORPORATION    | COM            | 989701107 | \$154              | 2,531              | SH     |              | DEFINED           |             |
|                            |                |           | \$40               | 650                | SH     |              | DEFINED           |             |
|                            |                |           | \$279              | 4,576              | SH     |              | DEFINED           |             |
|                            |                | -         | -----              | -----              |        |              |                   |             |
|                            |                |           | \$473              | 7,757              |        |              |                   |             |

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|                |     |           |              |               |    |         |
|----------------|-----|-----------|--------------|---------------|----|---------|
| ZOMAX INC MINN | COM | 989929104 | \$490        | 152,500       | SH | DEFINED |
|                |     |           | \$1,301      | 405,300       | SH | DEFINED |
|                |     | -         | -----        | -----         |    |         |
|                |     |           | \$1,791      | 557,800       |    |         |
| GRAND TOTAL    |     |           | \$14,534,540 | TOTAL ENTRIES |    | 2       |