

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

ALLSTATE CORP
Form 13F-HR/A
August 19, 2011

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

Form 13F
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 6/30/2011
Check here if Amendment [X]; Amendment Number: 1

This Amendment (Check only one.): [X] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: THE ALLSTATE CORPORATION
Address: 2775 SANDERS ROAD
NORTHBROOK, IL. 60062-7127

Form 13F File Number: 028-14491

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 submission.

Persons Signing this Report on Behalf of Reporting Manager:

Name: PAUL SCHUTT
Title: ASSISTANT VICE PRESIDENT INVESTMENT OPERATIONS
Phone: 847-402-5169

Signature, Place, and Date of Signing:

/s/ PAUL SCHUTT NORTHBROOK, IL. 8/12/2011

[Signature] [City, State] [Date]

Report Type (Check only one):

- [X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2
 Form 13F Information Table Entry Total: 1,352
 Form 13F Information Table Value Total: \$ 2,626,474

 (In Thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

No.	Form 13F File Number	Name
1	028-10981	GOLDMAN SACHS ASSET MANAGEMENT
3	028-10298	ALLSTATE INVESTMENTS LLC

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
3M CO	COMMON	88579Y101	8,332	87,840	SH	OTHER	1
AARONS INC	COMMON	2535300	218	7,700	SH	OTHER	1
ABBOTT LABS	COMMON	2824100	10,669	202,760	SH	OTHER	1
ABERCROMBIE & FITCH CO	COMMON	2896207	803	12,000	SH	OTHER	1
ACACIA RESH CORP	COMMON	3881307	202	5,500	SH	OTHER	1
ACCENTURE PLC IRELAND	COMMON FOREIGN	G1151C101	4,785	79,200	SH	OTHER	1
ACE LTD	COMMON	H0023R105	2,941	44,680	SH	OTHER	1
ACME PACKET INC	COMMON	4764106	303	4,320	SH	OTHER	1
ACTIVISION BLIZZARD INC	COMMON	00507V109	803	68,720	SH	OTHER	1
ADOBE SYS INC	COMMON	00724F101	2,047	65,080	SH	OTHER	1
ADTRAN INC	COMMON	00738A106	299	7,720	SH	OTHER	1
ADVANCE AUTO PARTS INC	COMMON	00751Y106	670	11,460	SH	OTHER	1
ADVANCED MICRO DEVICES INC	COMMON	7903107	518	74,160	SH	OTHER	1
ADVANTAGE OIL & GAS LTD	COMMON FOREIGN	00765F101	131	16,500	SH	OTHER	1
AECOM TECHNOLOGY CORP DELAWA	COMMON	00766T100	309	11,284	SH	OTHER	1
AEROPOSTALE	COMMON	7865108	187	10,680	SH	OTHER	1
AES CORP	COMMON	00130H105	1,112	87,320	SH	OTHER	1
AETNA INC NEW	COMMON	00817Y108	2,271	51,500	SH	OTHER	1
AFFILIATED MANAGERS GROUP	COMMON	8252108	631	6,220	SH	OTHER	1
AFLAC INC	COMMON	1055102	2,831	60,640	SH	OTHER	1
AGCO CORP	COMMON	1084102	439	8,900	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

AGILENT TECHNOLOGIES INC	COMMON	00846U101	2,337	45,730	SH	OTHER	1
AGL RES INC	COMMON	1204106	386	9,480	SH	OTHER	1
AGRIUM INC	COMMON FOREIGN	8916108	1,238	14,100	SH	OTHER	1
AGRIUM INC	COMMON FOREIGN	8916108	5,640	64,330	SH	DEFINED	3
AIR PRODS & CHEMS INC	COMMON	9158106	2,508	26,240	SH	OTHER	1
AIRCASTLE LTD	COMMON	G0129K104	148	11,620	SH	OTHER	1
AIRGAS INC	COMMON	9363102	612	8,740	SH	OTHER	1
AK STL HLDG CORP	COMMON	1547108	268	17,000	SH	OTHER	1
AKAMAI TECHNOLOGIES INC	COMMON	00971T101	722	22,940	SH	OTHER	1
ALBANY INTL CORP	COMMON	12348108	201	7,620	SH	OTHER	1
ALBEMARLE CORP	COMMON	12653101	588	8,500	SH	OTHER	1
ALCOA INC	COMMON	13817101	2,067	130,300	SH	OTHER	1
ALERE INC	COMMON	01449J105	363	9,900	SH	OTHER	1
ALEXANDER & BALDWIN INC	COMMON	14482103	326	6,760	SH	OTHER	1
ALEXANDRIA REAL ESTATE EQ IN	COMMON	15271109	452	5,840	SH	OTHER	1
ALEXION PHARMACEUTICALS INC	COMMON	15351109	1,093	23,240	SH	OTHER	1
ALKERMES INC	COMMON	01642T108	243	13,040	SH	OTHER	1
ALLEGHANY CORP DEL	COMMON	17175100	285	856	SH	OTHER	1
ALLEGHENY TECHNOLOGIES INC	COMMON	01741R102	765	12,052	SH	OTHER	1
ALLERGAN INC	COMMON	18490102	3,302	39,660	SH	OTHER	1
ALLETE INC	COMMON	18522300	268	6,520	SH	OTHER	1
ALLIANCE DATA SYSTEMS CORP	COMMON	18581108	627	6,660	SH	OTHER	1
ALLIANT ENERGY CORP	COMMON	18802108	739	18,180	SH	OTHER	1
ALLIANT TECHSYSTEMS INC	COMMON	18804104	284	3,980	SH	OTHER	1
ALLIED NEVADA GOLD CORP	COMMON	19344100	388	10,960	SH	OTHER	1
ALLIED WRLD ASSUR COM HLDG A	COMMON	H01531104	204	3,540	SH	OTHER	1
ALLOS THERAPEUTICS INC	COMMON	19777101	42	19,620	SH	OTHER	1
ALLSCRIPTS HEALTHCARE SOLUTN	COMMON	01988P108	431	22,176	SH	OTHER	1
ALPHA NATURAL RESOURCES INC	COMMON	02076X102	1,219	26,823	SH	OTHER	1
ALTERA CORP	COMMON	21441100	1,892	40,820	SH	OTHER	1
ALTERRA CAPITAL HOLDINGS LIM	COMMON	G0229R108	270	12,120	SH	OTHER	1
AMAZON COM INC	COMMON	23135106	9,325	45,600	SH	OTHER	1
AMCOL INTL CORP	COMMON	02341W103	202	5,300	SH	OTHER	1
AMEREN CORP	COMMON	23608102	670	23,220	SH	OTHER	1
AMERICAN CAMPUS CMNTYS INC	COMMON	24835100	249	7,020	SH	OTHER	1
AMERICAN CAP LTD	COMMON	02503Y103	424	42,680	SH	OTHER	1
AMERICAN CAPITAL AGENCY CORP	COMMON	02503X105	442	15,180	SH	OTHER	1
AMERICAN EAGLE OUTFITTERS NE	COMMON	2.55E+109	268	21,000	SH	OTHER	1
AMERICAN ELEC PWR INC	COMMON	25537101	2,518	66,820	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION MANA	
AMERICAN EXPRESS CO	COMMON	25816109	7,432	143,760	SH	OTHER	1
AMERICAN FINL GROUP INC OHIO	COMMON	25932104	284	7,960	SH	OTHER	1
AMERICAN INTL GROUP INC	COMMON	26874784	393	13,420	SH	OTHER	1
AMERICAN TOWER CORP	COMMON	29912201	2,797	53,440	SH	OTHER	1
AMERICAN WTR WKS CO INC NEW	COMMON	30420103	581	19,720	SH	OTHER	1
AMERIGROUP CORP	COMMON	03073T102	264	3,740	SH	OTHER	1
AMERIPRISE FINL INC	COMMON	03076C106	2,094	36,300	SH	OTHER	1
AMERISOURCEBERGEN CORP	COMMON	3.07E+108	1,592	38,460	SH	OTHER	1
AMETEK INC NEW	COMMON	31100100	857	19,080	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

AMGEN INC	COMMON	31162100	7,155	122,620	SH	OTHER	1
AMKOR TECHNOLOGY INC	COMMON	31652100	83	13,500	SH	OTHER	1
AMPHENOL CORP NEW	COMMON	32095101	1,156	21,420	SH	OTHER	1
AMYLIN PHARMACEUTICALS INC	COMMON	32346108	249	18,660	SH	OTHER	1
ANADARKO PETE CORP	COMMON	32511107	4,876	63,526	SH	OTHER	1
ANALOG DEVICES INC	COMMON	32654105	1,245	31,820	SH	OTHER	1
ANIXTER INTL INC	COMMON	35290105	204	3,120	SH	OTHER	1
ANNALY CAP MGMT INC	COMMON	35710409	1,593	88,280	SH	OTHER	1
ANSYS INC	COMMON	03662Q105	601	11,000	SH	OTHER	1
ANWORTH MORTGAGE ASSET CP	COMMON	37347101	117	15,620	SH	OTHER	1
AOL INC	COMMON	00184X105	302	15,222	SH	OTHER	1
AON CORP	COMMON	37389103	1,759	34,292	SH	OTHER	1
APACHE CORP	COMMON	37411105	5,958	48,288	SH	OTHER	1
APARTMENT INVT & MGMT CO	COMMON	03748R101	311	12,200	SH	OTHER	1
APOLLO GROUP INC	COMMON	37604105	707	16,180	SH	OTHER	1
APOLLO INVT CORP	COMMON	03761U106	222	21,760	SH	OTHER	1
APPLE INC	COMMON	37833100	39,374	117,300	SH	OTHER	1
APPLIED MATLS INC	COMMON	38222105	2,139	164,440	SH	OTHER	1
APTARGROUP INC	COMMON	38336103	363	6,940	SH	OTHER	1
AQUA AMERICA INC	COMMON	03836W103	345	15,700	SH	OTHER	1
ARCH CAP GROUP LTD	COMMON	G0450A105	601	18,840	SH	OTHER	1
ARCH COAL INC	COMMON	39380100	567	21,280	SH	OTHER	1
ARCHER DANIELS MIDLAND CO	COMMON	39483102	2,346	77,820	SH	OTHER	1
ARENA PHARMACEUTICALS INC	COMMON	40047102	30	22,360	SH	OTHER	1
ARES CAP CORP	COMMON	04010L103	378	23,523	SH	OTHER	1
ARIAD PHARMACEUTICALS INC	COMMON	04033A100	168	14,800	SH	OTHER	1
ARIBA INC	COMMON	04033V203	395	11,460	SH	OTHER	1
ARRIS GROUP INC	COMMON	04269Q100	169	14,540	SH	OTHER	1
ARROW ELECTRS INC	COMMON	42735100	702	16,920	SH	OTHER	1
ARUBA NETWORKS INC	COMMON	43176106	271	9,180	SH	OTHER	1
ASCENA RETAIL GROUP INC	COMMON	04351G101	252	7,411	SH	OTHER	1
ASHLAND INC NEW	COMMON	44209104	607	9,400	SH	OTHER	1
ASPEN INSURANCE HOLDINGS LTD	COMMON FOREIGN	G05384105	240	9,320	SH	OTHER	1
ASSOCIATED BANC CORP	COMMON	45487105	285	20,520	SH	OTHER	1
ASSURANT INC	COMMON	04621X108	513	14,140	SH	OTHER	1
ASSURED GUARANTY LTD	COMMON	G0585R106	327	20,060	SH	OTHER	1
ASTORIA FINL CORP	COMMON	46265104	154	12,020	SH	OTHER	1
AT&T INC	COMMON	00206R102	23,711	754,880	SH	OTHER	1
ATLANTIC PWR CORP	COMMON FOREIGN	04878Q863	188	12,400	SH	OTHER	1
ATMEL CORP	COMMON	49513104	793	56,360	SH	OTHER	1
ATMOS ENERGY CORP	COMMON	49560105	337	10,140	SH	OTHER	1
ATWOOD OCEANICS INC	COMMON	50095108	331	7,500	SH	OTHER	1
AURICO GOLD INC	COMMON FOREIGN	05155C105	137	12,500	SH	OTHER	1
AURIZON MINES LTD	COMMON FOREIGN	05155P106	86	15,300	SH	OTHER	1
AUTODESK INC	COMMON	52769106	1,155	29,920	SH	OTHER	1
AUTOLIV INC	COMMON	52800109	1,087	13,860	SH	OTHER	1
AUTOMATIC DATA PROCESSING IN	COMMON	53015103	3,236	61,436	SH	OTHER	1
AUTONATION INC	COMMON	05329W102	246	6,720	SH	OTHER	1
AUTOZONE INC	COMMON	53332102	761	2,580	SH	OTHER	1
AVAGO TECHNOLOGIES LTD	COMMON FOREIGN	Y0486S104	946	24,900	SH	OTHER	1
AVALONBAY CMNTYS INC	COMMON	53484101	1,513	11,780	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
			VALUE	SHRS OR SH/ PUT/	INVESTMENT	OTH

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

NAME OF ISSUER	TITLE OF CLASS	CUSIP	(x\$1000)	PRN AMT	PRN CALL	DISCRETION	MANA
AVERY DENNISON CORP	COMMON	53611109	605	15,660	SH	OTHER	1
AVIS BUDGET GROUP	COMMON	53774105	192	11,260	SH	OTHER	1
AVISTA CORP	COMMON	05379B107	273	10,640	SH	OTHER	1
AVNET INC	COMMON	53807103	615	19,300	SH	OTHER	1
AVON PRODS INC	COMMON	54303102	1,698	60,660	SH	OTHER	1
AXIS CAPITAL HOLDINGS	COMMON	G0692U109	602	19,460	SH	OTHER	1
BABCOCK & WILCOX CO NEW	COMMON	05615F102	547	19,740	SH	OTHER	1
BAKER HUGHES INC	COMMON	57224107	3,992	55,020	SH	OTHER	1
BALL CORP	COMMON	58498106	537	13,960	SH	OTHER	1
BALLY TECHNOLOGIES INC	COMMON	05874B107	252	6,200	SH	OTHER	1
BANCORPSOUTH INC	COMMON	59692103	128	10,320	SH	OTHER	1
BANK HAWAII CORP	COMMON	62540109	229	4,920	SH	OTHER	1
BANK MONTREAL QUE	COMMON FOREIGN	63671101	3,130	49,200	SH	OTHER	1
BANK MUTUAL CORP NEW	COMMON	63750103	93	25,460	SH	OTHER	1
BANK NOVA SCOTIA HALIFAX	COMMON FOREIGN	64149107	5,922	98,300	SH	OTHER	1
BANK NOVA SCOTIA HALIFAX	COMMON FOREIGN	64149107	2,798	46,522	SH	DEFINED	3
BANK OF AMERICA CORPORATION	COMMON	60505104	14,224	1,297,780	SH	OTHER	1
BANK OF NEW YORK MELLON CORP	COMMON	64058100	4,212	164,420	SH	OTHER	1
BARD C R INC	COMMON	67383109	1,061	9,660	SH	OTHER	1
BARRETT BILL CORP	COMMON	06846N104	218	4,700	SH	OTHER	1
BARRICK GOLD CORP	COMMON FOREIGN	67901108	4,150	91,400	SH	OTHER	1
BAXTER INTL INC	COMMON	71813109	4,397	73,668	SH	OTHER	1
BAYTEX ENERGY CORP	COMMON FOREIGN	07317Q105	618	11,300	SH	OTHER	1
BB&T CORP	COMMON	54937107	2,489	92,725	SH	OTHER	1
BCE INC	COMMON FOREIGN	05534B760	961	24,500	SH	OTHER	1
BCE INC	COMMON FOREIGN	05534B760	1,061	27,060	SH	DEFINED	3
BE AEROSPACE INC	COMMON	73302101	486	11,900	SH	OTHER	1
BECTON DICKINSON & CO	COMMON	75887109	2,477	28,740	SH	OTHER	1
BED BATH & BEYOND INC	COMMON	75896100	1,793	30,713	SH	OTHER	1
BELO CORP	COMMON	80555105	89	11,820	SH	OTHER	1
BEMIS INC	COMMON	81437105	355	10,520	SH	OTHER	1
BENCHMARK ELECTRS INC	COMMON	08160H101	167	10,100	SH	OTHER	1
BERKLEY W R CORP	COMMON	84423102	1,012	31,200	SH	OTHER	1
BERKSHIRE HATHAWAY INC DEL	COMMON	84670702	8,627	111,478	SH	OTHER	1
BERRY PETE CO	COMMON	85789105	360	6,780	SH	OTHER	1
BEST BUY INC	COMMON	86516101	1,418	45,140	SH	OTHER	1
BIG LOTS INC	COMMON	89302103	280	8,440	SH	OTHER	1
BIO RAD LABS INC	COMMON	90572207	303	2,540	SH	OTHER	1
BIOGEN IDEC INC	COMMON	09062X103	3,013	28,180	SH	OTHER	1
BIOMARIN PHARMACEUTICAL INC	COMMON	09061G101	304	11,180	SH	OTHER	1
BIOMED REALTY TRUST INC	COMMON	09063H107	272	14,140	SH	OTHER	1
BJS WHOLESALE CLUB INC	COMMON	05548J106	333	6,620	SH	OTHER	1
BLACKBAUD INC	COMMON	09227Q100	209	7,540	SH	OTHER	1
BLACKROCK INC	COMMON	09247X101	2,135	11,129	SH	OTHER	1
BLOCK H & R INC	COMMON	93671105	593	36,980	SH	OTHER	1
BMC SOFTWARE INC	COMMON	55921100	1,247	22,800	SH	OTHER	1
BOEING CO	COMMON	97023105	6,905	93,400	SH	OTHER	1
BORGWARNER INC	COMMON	99724106	1,178	14,580	SH	OTHER	1
BOSTON PROPERTIES INC	COMMON	101121101	2,093	19,720	SH	OTHER	1
BOSTON SCIENTIFIC CORP	COMMON	101137107	1,308	189,240	SH	OTHER	1
BP PLC	COMMON	55622104	11,723	264,684	SH	OTHER	1
BPZ RESOURCES INC	COMMON	55639108	39	11,980	SH	OTHER	1
BRADY CORP	COMMON	104674106	255	7,940	SH	OTHER	1
BRANDYWINE RLTY TR	COMMON	105368203	224	19,300	SH	OTHER	1
BRE PROPERTIES INC	COMMON	5.56E+109	310	6,220	SH	OTHER	1
BRIGHAM EXPLORATION CO	COMMON	109178103	453	15,120	SH	OTHER	1
BRINKER INTL INC	COMMON	109641100	275	11,240	SH	OTHER	1
BRISTOL MYERS SQUIBB CO	COMMON	110122108	6,597	227,780	SH	OTHER	1
BROADCOM CORP	COMMON	111320107	1,989	59,120	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

BROADRIDGE FINL SOLUTIONS IN COMMON 11133T103 360 14,940 SH OTHER 1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
BROCADE COMMUNICATIONS SYS I	COMMON	111621306	344	53,300	SH	OTHER	1
BROOKDALE SR LIVING INC	COMMON	112463104	261	10,780	SH	OTHER	1
BROOKFIELD ASSET MGMT INC	COMMON FOREIGN	112585104	1,654	49,700	SH	OTHER	1
BROOKFIELD ASSET MGMT INC	COMMON FOREIGN	112585104	1,795	54,175	SH	DEFINED	3
BROOKFIELD OFFICE PPTYS INC	COMMON	112900105	469	24,300	SH	OTHER	1
BROWN & BROWN INC	COMMON	115236101	333	12,960	SH	OTHER	1
BRUNSWICK CORP	COMMON	117043109	283	13,880	SH	OTHER	1
BUCYRUS INTL INC NEW	COMMON	118759109	873	9,520	SH	OTHER	1
BUNGE LIMITED	COMMON	G16962105	1,041	15,100	SH	OTHER	1
C H ROBINSON WORLDWIDE INC	COMMON	12541W209	1,556	19,740	SH	OTHER	1
CA INC	COMMON	12673P105	1,287	56,340	SH	OTHER	1
CABLEVISION SYS CORP	COMMON	12686C109	990	27,340	SH	OTHER	1
CABOT CORP	COMMON	127055101	356	8,940	SH	OTHER	1
CABOT OIL & GAS CORP	COMMON	127097103	882	13,300	SH	OTHER	1
CACI INTL INC	COMMON	127190304	212	3,360	SH	OTHER	1
CADENCE DESIGN SYSTEM INC	COMMON	127387108	359	33,960	SH	OTHER	1
CAE INC	COMMON FOREIGN	124765108	329	24,400	SH	OTHER	1
CAL DIVE INTL INC DEL	COMMON	12802T101	78	12,980	SH	OTHER	1
CALIFORNIA WTR SVC GROUP	COMMON	130788102	192	10,240	SH	OTHER	1
CALLAWAY GOLF CO	COMMON	131193104	89	14,340	SH	OTHER	1
CALPINE CORP	COMMON	131347304	767	47,540	SH	OTHER	1
CAMDEN PPTY TR	COMMON	133131102	476	7,480	SH	OTHER	1
CAMECO CORP	COMMON FOREIGN	13321L108	973	36,900	SH	OTHER	1
CAMERON INTERNATIONAL CORP	COMMON	13342B105	1,538	30,580	SH	OTHER	1
CAMPBELL SOUP CO	COMMON	134429109	1,292	37,405	SH	OTHER	1
CANADIAN NAT RES LTD	COMMON FOREIGN	136385101	4,309	102,800	SH	OTHER	1
CANADIAN NAT RES LTD	COMMON FOREIGN	136385101	9,487	226,990	SH	DEFINED	3
CANADIAN NATL RY CO	COMMON FOREIGN	136375102	3,143	39,300	SH	OTHER	1
CANADIAN NATL RY CO	COMMON FOREIGN	136375102	5,606	70,225	SH	DEFINED	3
CANADIAN PAC RY LTD	COMMON FOREIGN	13645T100	1,516	24,300	SH	OTHER	1
CAPITAL ONE FINL CORP	COMMON	14040H105	3,237	62,642	SH	OTHER	1
CAPITALSOURCE INC	COMMON	14055X102	211	32,700	SH	OTHER	1
CAPLEASE INC	COMMON	140288101	98	20,040	SH	OTHER	1
CARBO CERAMICS INC	COMMON	140781105	381	2,340	SH	OTHER	1
CARDINAL HEALTH INC	COMMON	14149Y108	1,977	43,520	SH	OTHER	1
CAREER EDUCATION CORP	COMMON	141665109	213	10,060	SH	OTHER	1
CAREFUSION CORP	COMMON	14170T101	601	22,120	SH	OTHER	1
CARLISLE COS INC	COMMON	142339100	360	7,320	SH	OTHER	1
CARMAX INC	COMMON	143130102	1,023	30,940	SH	OTHER	1
CARNIVAL CORP	COMMON	143658300	2,125	56,466	SH	OTHER	1
CARPENTER TECHNOLOGY CORP	COMMON	144285103	411	7,120	SH	OTHER	1
CARTER INC	COMMON	146229109	247	8,040	SH	OTHER	1
CASEYS GEN STORES INC	COMMON	147528103	245	5,560	SH	OTHER	1
CATALYST HEALTH SOLUTIONS IN	COMMON	14888B103	278	4,980	SH	OTHER	1
CATERPILLAR INC DEL	COMMON	149123101	8,928	83,860	SH	OTHER	1
CB RICHARD ELLIS GROUP INC	COMMON	12497T101	1,000	39,820	SH	OTHER	1
CBL & ASSOC PPTYS INC	COMMON	124830100	273	15,040	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

CBS CORP NEW	COMMON	124857202	2,405	84,420	SH	OTHER	1
CDN IMPERIAL BK OF COMMERCE	COMMON FOREIGN	136069101	2,803	35,500	SH	OTHER	1
CDN IMPERIAL BK OF COMMERCE	COMMON FOREIGN	136069101	8,293	105,097	SH	DEFINED	3
CEDAR SHOPPING CTRS INC	COMMON	150602209	110	21,420	SH	OTHER	1
CELANESE CORP DEL	COMMON	150870103	1,210	22,700	SH	OTHER	1
CELESTICA INC	COMMON FOREIGN	15101Q108	164	18,700	SH	OTHER	1
CELGENE CORP	COMMON	151020104	3,680	61,011	SH	OTHER	1
CELL THERAPEUTICS INC	COMMON	150934602	26	16,326	SH	OTHER	1
CENOVUS ENERGY INC	COMMON FOREIGN	15135U109	2,661	70,500	SH	OTHER	1
CENTENE CORP DEL	COMMON	15135B101	284	8,000	SH	OTHER	1
CENTERPOINT ENERGY INC	COMMON	15189T107	1,045	53,980	SH	OTHER	1
CENTURYLINK INC	COMMON	156700106	2,784	68,862	SH	OTHER	1
CENVEO INC	COMMON	15670S105	104	16,300	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
CEPHALON INC	COMMON	156708109	772	9,660	SH	OTHER	1
CEPHEID	COMMON	15670R107	294	8,480	SH	OTHER	1
CERNER CORP	COMMON	156782104	1,076	17,600	SH	OTHER	1
CF INDS HLDGS INC	COMMON	125269100	1,199	8,466	SH	OTHER	1
CHARLES RIV LABS INTL INC	COMMON	159864107	416	10,240	SH	OTHER	1
CHARMING SHOPPES INC	COMMON	161133103	57	13,800	SH	OTHER	1
CHESAPEAKE ENERGY CORP	COMMON	165167107	2,474	83,340	SH	OTHER	1
CHEVRON CORP NEW	COMMON	166764100	26,113	253,920	SH	OTHER	1
CHICOS FAS INC	COMMON	168615102	340	22,320	SH	OTHER	1
CHIMERA INVT CORP	COMMON	16934Q109	434	125,360	SH	OTHER	1
CHINA SEC & SURVE TECH INC	COMMON FOREIGN	16942J105	82	15,380	SH	OTHER	1
CHIPOTLE MEXICAN GRILL INC	COMMON	169656105	1,279	4,151	SH	OTHER	1
CHUBB CORP	COMMON	171232101	2,550	40,724	SH	OTHER	1
CHURCH & DWIGHT INC	COMMON	171340102	624	15,400	SH	OTHER	1
CIENA CORP	COMMON	171779309	191	10,400	SH	OTHER	1
CIGNA CORP	COMMON	125509109	1,897	36,880	SH	OTHER	1
CIMAREX ENERGY CO	COMMON	171798101	1,061	11,800	SH	OTHER	1
CINCINNATI BELL INC NEW	COMMON	171871106	84	25,200	SH	OTHER	1
CINCINNATI FINL CORP	COMMON	172062101	580	19,880	SH	OTHER	1
CINTAS CORP	COMMON	172908105	764	23,140	SH	OTHER	1
CISCO SYS INC	COMMON	17275R102	10,979	703,352	SH	OTHER	1
CIT GROUP INC	COMMON	125581801	1,071	24,200	SH	OTHER	1
CITIGROUP INC	COMMON	172967424	15,519	372,706	SH	OTHER	1
CITRIX SYS INC	COMMON	177376100	1,942	24,280	SH	OTHER	1
CITY NATL CORP	COMMON	178566105	273	5,040	SH	OTHER	1
CLARCOR INC	COMMON	179895107	236	5,000	SH	OTHER	1
CLEAN HARBORS INC	COMMON	184496107	266	2,580	SH	OTHER	1
CLECO CORP NEW	COMMON	12561W105	257	7,380	SH	OTHER	1
CLIFFS NATURAL RESOURCES INC	COMMON	18683K101	1,631	17,640	SH	OTHER	1
CLOROX CO DEL	COMMON	189054109	1,364	20,220	SH	OTHER	1
CME GROUP INC	COMMON	12572Q105	2,350	8,058	SH	OTHER	1
CMS ENERGY CORP	COMMON	125896100	423	21,480	SH	OTHER	1
CNO FINL GROUP INC	COMMON	1.26E+107	249	31,540	SH	OTHER	1
COACH INC	COMMON	189754104	2,401	37,560	SH	OTHER	1
COCA COLA BOTTLING CO CONS	COMMON	191098102	260	3,840	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

COCA COLA CO	COMMON	191216100	29,322	435,760	SH	OTHER	1
COCA COLA ENTERPRISES INC NE	COMMON	19122T109	4,218	144,560	SH	OTHER	1
COEUR D ALENE MINES CORP IDA	COMMON	192108504	288	11,860	SH	OTHER	1
COGNIZANT TECHNOLOGY SOLUTIO	COMMON	192446102	2,964	40,420	SH	OTHER	1
COLGATE PALMOLIVE CO	COMMON	194162103	5,792	66,268	SH	OTHER	1
COMCAST CORP NEW	COMMON	20030N101	6,709	264,740	SH	OTHER	1
COMCAST CORP NEW	COMMON	20030N200	2,262	93,365	SH	OTHER	1
COMERICA INC	COMMON	200340107	751	21,720	SH	OTHER	1
COMMERCE BANCSHARES INC	COMMON	200525103	308	7,161	SH	OTHER	1
COMMERCIAL METALS CO	COMMON	201723103	236	16,420	SH	OTHER	1
COMMONWEALTH REIT	COMMON	203233101	281	10,865	SH	OTHER	1
COMMUNITY HEALTH SYS INC NEW	COMMON	203668108	311	12,100	SH	OTHER	1
COMMVAULT SYSTEMS INC	COMMON	204166102	236	5,300	SH	OTHER	1
COMPASS MINERALS INTL INC	COMMON	20451N101	312	3,620	SH	OTHER	1
COMPLETE PRODUCTION SERVICES	COMMON	2.05E+113	238	7,120	SH	OTHER	1
COMPUTER SCIENCES CORP	COMMON	205363104	698	18,380	SH	OTHER	1
COMPUWARE CORP	COMMON	205638109	251	25,700	SH	OTHER	1
CONAGRA FOODS INC	COMMON	205887102	1,633	63,251	SH	OTHER	1
CONCHO RES INC	COMMON	20605P101	1,216	13,240	SH	OTHER	1
CONCUR TECHNOLOGIES INC	COMMON	206708109	271	5,420	SH	OTHER	1
CONOCOPHILLIPS	COMMON	20825C104	13,352	177,580	SH	OTHER	1
CONSOL ENERGY INC	COMMON	20854P109	1,414	29,160	SH	OTHER	1
CONSOLIDATED EDISON INC	COMMON	209115104	1,839	34,540	SH	OTHER	1
CONSTELLATION ENERGY GROUP I	COMMON	210371100	821	21,622	SH	OTHER	1
CONVERGYS CORP	COMMON	212485106	221	16,220	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
CON-WAY INC	COMMON	205944101	217	5,600	SH	OTHER	1
COOPER COS INC	COMMON	216648402	444	5,600	SH	OTHER	1
COOPER INDUSTRIES PLC	COMMON	G24140108	1,221	20,460	SH	OTHER	1
COPART INC	COMMON	217204106	392	8,420	SH	OTHER	1
CORE LABORATORIES N V	COMMON FOREIGN	N22717107	524	4,700	SH	OTHER	1
CORELOGIC INC	COMMON	21871D103	315	18,840	SH	OTHER	1
CORINTHIAN COLLEGES INC	COMMON	218868107	44	10,400	SH	OTHER	1
CORN PRODS INTL INC	COMMON	219023108	511	9,240	SH	OTHER	1
CORNING INC	COMMON	219350105	3,581	197,280	SH	OTHER	1
CORPORATE OFFICE PPTYS TR	COMMON	22002T108	201	6,460	SH	OTHER	1
CORRECTIONS CORP AMER NEW	COMMON	22025Y407	297	13,740	SH	OTHER	1
COSTCO WHSL CORP NEW	COMMON	22160K105	4,148	51,062	SH	OTHER	1
COTT CORP QUE	COMMON FOREIGN	22163N106	90	10,700	SH	OTHER	1
COUSINS PPTYS INC	COMMON	222795106	158	18,550	SH	OTHER	1
COVANCE INC	COMMON	222816100	422	7,100	SH	OTHER	1
COVANTA HLDG CORP	COMMON	2.23E+106	255	15,480	SH	OTHER	1
COVENTRY HEALTH CARE INC	COMMON	222862104	764	20,940	SH	OTHER	1
COVIDIEN PLC	COMMON	G2554F113	3,472	65,220	SH	OTHER	1
CRANE CO	COMMON	224399105	326	6,600	SH	OTHER	1
CREE INC	COMMON	225447101	443	13,200	SH	OTHER	1
CROCS INC	COMMON	227046109	250	9,720	SH	OTHER	1
CROWN CASTLE INTL CORP	COMMON	228227104	1,582	38,780	SH	OTHER	1
CROWN HOLDINGS INC	COMMON	228368106	630	16,240	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

CSX CORP	COMMON	126408103	3,930	149,880	SH	OTHER	1
CUBIST PHARMACEUTICALS INC	COMMON	229678107	292	8,120	SH	OTHER	1
CULLEN FROST BANKERS INC	COMMON	229899109	272	4,780	SH	OTHER	1
CUMMINS INC	COMMON	231021106	2,589	25,020	SH	OTHER	1
CURTISS WRIGHT CORP	COMMON	231561101	249	7,700	SH	OTHER	1
CVB FINL CORP	COMMON	126600105	99	10,720	SH	OTHER	1
CVS CAREMARK CORPORATION	COMMON	126650100	6,547	174,221	SH	OTHER	1
CYPRESS SEMICONDUCTOR CORP	COMMON	232806109	349	16,520	SH	OTHER	1
CYTEC INDS INC	COMMON	232820100	359	6,280	SH	OTHER	1
D R HORTON INC	COMMON	23331A109	485	42,100	SH	OTHER	1
DANA HLDG CORP	COMMON	235825205	283	15,440	SH	OTHER	1
DANAHER CORP DEL	COMMON	235851102	3,432	64,760	SH	OTHER	1
DARDEN RESTAURANTS INC	COMMON	237194105	869	17,460	SH	OTHER	1
DARLING INTL INC	COMMON	237266101	259	14,660	SH	OTHER	1
DAVITA INC	COMMON	23918K108	1,065	12,300	SH	OTHER	1
DCT INDUSTRIAL TRUST INC	COMMON	233153105	131	25,120	SH	OTHER	1
DEALERTRACK HLDGS INC	COMMON	242309102	218	9,500	SH	OTHER	1
DEAN FOODS CO NEW	COMMON	242370104	367	29,880	SH	OTHER	1
DECKERS OUTDOOR CORP	COMMON	243537107	421	4,780	SH	OTHER	1
DEERE & CO	COMMON	244199105	4,416	53,560	SH	OTHER	1
DELL INC	COMMON	24702R101	3,661	219,600	SH	OTHER	1
DELPHI FINL GROUP INC	COMMON	247131105	213	7,300	SH	OTHER	1
DELTA AIR LINES INC DEL	COMMON	247361702	252	27,440	SH	OTHER	1
DENBURY RES INC	COMMON	247916208	979	48,946	SH	OTHER	1
DENDREON CORP	COMMON	24823Q107	727	18,440	SH	OTHER	1
DENISON MINES CORP	COMMON FOREIGN	248356107	63	33,200	SH	OTHER	1
DENNYS CORP	COMMON	24869P104	57	14,640	SH	OTHER	1
DENTSPLY INTL INC NEW	COMMON	249030107	613	16,100	SH	OTHER	1
DEVELOPERS DIVERSIFIED RLTY	COMMON	251591103	367	26,040	SH	OTHER	1
DEVON ENERGY CORP NEW	COMMON	25179M103	4,279	54,300	SH	OTHER	1
DEVRY INC DEL	COMMON	251893103	397	6,720	SH	OTHER	1
DIAMOND FOODS INC	COMMON	252603105	205	2,680	SH	OTHER	1
DIAMOND OFFSHORE DRILLING IN	COMMON	25271C102	589	8,360	SH	OTHER	1
DIAMONDROCK HOSPITALITY CO	COMMON	252784301	223	20,760	SH	OTHER	1
DICKS SPORTING GOODS INC	COMMON	253393102	415	10,800	SH	OTHER	1
DIEBOLD INC	COMMON	253651103	278	8,980	SH	OTHER	1
DIGITAL RLTY TR INC	COMMON	253868103	610	9,880	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
DILLARDS INC	COMMON	254067101	286	5,480	SH	OTHER	1
DIRECTV	COMMON	25490A101	5,102	100,400	SH	OTHER	1
DISCOVER FINL SVCS	COMMON	254709108	2,057	76,880	SH	OTHER	1
DISCOVERY COMMUNICATNS NEW	COMMON	25470F104	670	16,360	SH	OTHER	1
DISCOVERY COMMUNICATNS NEW	COMMON	25470F302	710	19,420	SH	OTHER	1
DISH NETWORK CORP	COMMON	25470M109	715	23,316	SH	OTHER	1
DISNEY WALT CO	COMMON	254687106	8,974	229,860	SH	OTHER	1
DOLBY LABORATORIES INC	COMMON	25659T107	269	6,340	SH	OTHER	1
DOLLAR THRIFTY AUTOMOTIVE GP	COMMON	256743105	239	3,240	SH	OTHER	1
DOLLAR TREE INC	COMMON	256746108	1,075	16,140	SH	OTHER	1
DOMINION RES INC VA NEW	COMMON	25746U109	3,962	82,080	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

DOMTAR CORP	COMMON	257559203	485	5,120	SH	OTHER	1
DONALDSON INC	COMMON	257651109	513	8,460	SH	OTHER	1
DONNELLEY R R & SONS CO	COMMON	257867101	593	30,240	SH	OTHER	1
DOUGLAS EMMETT INC	COMMON	25960P109	249	12,500	SH	OTHER	1
DOVER CORP	COMMON	260003108	1,509	22,260	SH	OTHER	1
DOW CHEM CO	COMMON	260543103	5,553	154,240	SH	OTHER	1
DPL INC	COMMON	233293109	550	18,220	SH	OTHER	1
DR PEPPER SNAPPLE GROUP INC	COMMON	2.61E+113	4,289	102,300	SH	OTHER	1
DRESSER-RAND GROUP INC	COMMON	261608103	549	10,220	SH	OTHER	1
DRIL-QUIP INC	COMMON	262037104	267	3,940	SH	OTHER	1
DTE ENERGY CO	COMMON	233331107	1,120	22,400	SH	OTHER	1
DU PONT E I DE NEMOURS & CO	COMMON	263534109	6,454	119,400	SH	OTHER	1
DUKE ENERGY CORP NEW	COMMON	26441C105	3,072	163,120	SH	OTHER	1
DUKE REALTY CORP	COMMON	264411505	439	31,320	SH	OTHER	1
DUN & BRADSTREET CORP DEL NE	COMMON	2.65E+104	273	3,620	SH	OTHER	1
DUPONT FABROS TECHNOLOGY INC	COMMON	26613Q106	206	8,160	SH	OTHER	1
DYAX CORP	COMMON	2.67E+107	31	15,640	SH	OTHER	1
DYNEGY INC DEL	COMMON	26817G300	69	11,184	SH	OTHER	1
E M C CORP MASS	COMMON	268648102	7,423	269,440	SH	OTHER	1
E TRADE FINANCIAL CORP	COMMON	269246401	390	28,264	SH	OTHER	1
EARTHLINK INC	COMMON	270321102	85	11,060	SH	OTHER	1
EAST WEST BANCORP INC	COMMON	27579R104	351	17,380	SH	OTHER	1
EASTMAN CHEM CO	COMMON	277432100	1,055	10,340	SH	OTHER	1
EASTMAN KODAK CO	COMMON	277461109	107	29,860	SH	OTHER	1
EATON CORP	COMMON	278058102	2,103	40,880	SH	OTHER	1
EATON VANCE CORP	COMMON	278265103	629	20,791	SH	OTHER	1
EBAY INC	COMMON	278642103	4,724	146,387	SH	OTHER	1
ECOLAB INC	COMMON	278865100	1,522	27,000	SH	OTHER	1
EDISON INTL	COMMON	281020107	1,672	43,160	SH	OTHER	1
EDWARDS LIFESCIENCES CORP	COMMON	2.82E+112	1,318	15,120	SH	OTHER	1
EL PASO CORP	COMMON	28336L109	1,932	95,620	SH	OTHER	1
ELAN PLC	COMMON	284131208	547	48,123	SH	OTHER	1
ELDORADO GOLD CORP NEW	COMMON FOREIGN	284902103	769	52,100	SH	OTHER	1
ELECTRONIC ARTS INC	COMMON	285512109	1,011	42,820	SH	OTHER	1
ELECTRONICS FOR IMAGING INC	COMMON	286082102	173	10,060	SH	OTHER	1
EMCOR GROUP INC	COMMON	29084Q100	232	7,900	SH	OTHER	1
EMERSON ELEC CO	COMMON	291011104	5,270	93,680	SH	OTHER	1
ENBRIDGE INC	COMMON FOREIGN	29250N105	2,107	64,800	SH	OTHER	1
ENCANA CORP	COMMON FOREIGN	292505104	2,084	67,500	SH	OTHER	1
ENDO PHARMACEUTICALS HLDGS I	COMMON	29264F205	570	14,180	SH	OTHER	1
ENERGIZER HLDGS INC	COMMON	29266R108	700	9,680	SH	OTHER	1
ENERGY XXI (BERMUDA) LTD	COMMON	G10082140	281	8,460	SH	OTHER	1
ENERPLUS CORP	COMMON FOREIGN	292766102	540	17,100	SH	OTHER	1
ENSCO PLC	COMMON FOREIGN	29358Q109	530	9,938	SH	OTHER	1
ENTEGRIS INC	COMMON	29362U104	212	20,900	SH	OTHER	1
ENERGY CORP NEW	COMMON	29364G103	1,671	24,480	SH	OTHER	1
ENTERTAINMENT PPTYS TR	COMMON	29380T105	224	4,800	SH	OTHER	1
ENTROPIC COMMUNICATIONS INC	COMMON	29384R105	98	10,980	SH	OTHER	1
EOG RES INC	COMMON	26875P101	3,421	32,720	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION MANA

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

EPIQ SYS INC	COMMON	26882D109	144	10,140	SH	OTHER	1
EQT CORP	COMMON	26884L109	932	17,740	SH	OTHER	1
EQUIFAX INC	COMMON	294429105	535	15,420	SH	OTHER	1
EQUINIX INC	COMMON	29444U502	564	5,580	SH	OTHER	1
EQUITY LIFESTYLE PPTYS INC	COMMON	29472R108	220	3,520	SH	OTHER	1
EQUITY RESIDENTIAL	COMMON	29476L107	2,354	39,240	SH	OTHER	1
ERESEARCHTECHNOLOGY INC	COMMON	29481V108	82	12,880	SH	OTHER	1
ERIE INDY CO	COMMON	29530P102	291	4,120	SH	OTHER	1
ESSEX PPTY TR INC	COMMON	297178105	441	3,260	SH	OTHER	1
ESTERLINE TECHNOLOGIES CORP	COMMON	297425100	289	3,780	SH	OTHER	1
EVEREST RE GROUP LTD	COMMON FOREIGN	G3223R108	621	7,600	SH	OTHER	1
EXCO RESOURCES INC	COMMON	269279402	410	23,220	SH	OTHER	1
EXELIXIS INC	COMMON	30161Q104	166	18,500	SH	OTHER	1
EXELON CORP	COMMON	30161N101	3,579	83,540	SH	OTHER	1
EXPEDIA INC DEL	COMMON	30212P105	727	25,080	SH	OTHER	1
EXPEDITORS INTL WASH INC	COMMON	302130109	1,283	25,070	SH	OTHER	1
EXPRESS SCRIPTS INC	COMMON	302182100	3,300	61,140	SH	OTHER	1
EXXON MOBIL CORP	COMMON	30231G102	52,003	639,020	SH	OTHER	1
EZCORP INC	COMMON	302301106	201	5,660	SH	OTHER	1
F M C CORP	COMMON	302491303	729	8,480	SH	OTHER	1
F5 NETWORKS INC	COMMON	315616102	1,215	11,020	SH	OTHER	1
FACTSET RESH SYS INC	COMMON	303075105	522	5,100	SH	OTHER	1
FAIRCHILD SEMICONDUCTOR INTL	COMMON	303726103	242	14,500	SH	OTHER	1
FAMILY DLR STORES INC	COMMON	307000109	787	14,980	SH	OTHER	1
FASTENAL CO	COMMON	311900104	1,183	32,880	SH	OTHER	1
FEDERAL REALTY INVT TR	COMMON	313747206	915	10,740	SH	OTHER	1
FEDERAL SIGNAL CORP	COMMON	313855108	115	17,480	SH	OTHER	1
FEDERATED INVS INC PA	COMMON	314211103	247	10,340	SH	OTHER	1
FEDEX CORP	COMMON	31428X106	3,652	38,500	SH	OTHER	1
FELCOR LODGING TR INC	COMMON	31430F101	100	18,760	SH	OTHER	1
FERRO CORP	COMMON	315405100	183	13,640	SH	OTHER	1
FIDELITY NATIONAL FINANCIAL	COMMON	31620R105	458	29,120	SH	OTHER	1
FIDELITY NATL INFORMATION SV	COMMON	31620M106	1,022	33,200	SH	OTHER	1
FIFTH STREET FINANCE CORP	COMMON	31678A103	122	10,520	SH	OTHER	1
FIFTH THIRD BANCORP	COMMON	316773100	1,559	122,260	SH	OTHER	1
FIRST AMERN FINL CORP	COMMON	31847R102	321	20,480	SH	OTHER	1
FIRST COMWLTH FINL CORP PA	COMMON	319829107	160	27,960	SH	OTHER	1
FIRST HORIZON NATL CORP	COMMON	320517105	277	29,044	SH	OTHER	1
FIRST MAJESTIC SILVER CORP	COMMON FOREIGN	32076V103	203	11,000	SH	OTHER	1
FIRST MIDWEST BANCORP DEL	COMMON	320867104	167	13,600	SH	OTHER	1
FIRST NIAGARA FINL GP INC	COMMON	33582V108	309	23,411	SH	OTHER	1
FIRST POTOMAC RLTY TR	COMMON	33610F109	156	10,180	SH	OTHER	1
FIRST SOLAR INC	COMMON	336433107	955	7,220	SH	OTHER	1
FIRSTENERGY CORP	COMMON	337932107	2,097	47,495	SH	OTHER	1
FIRSTMERIT CORP	COMMON	337915102	203	12,320	SH	OTHER	1
FISERV INC	COMMON	337738108	1,110	17,720	SH	OTHER	1
FLAGSTONE REINSURANCE HOLDIN	COMMON	L3466T104	86	10,200	SH	OTHER	1
FLEXTRONICS INTL LTD	COMMON	Y2573F102	656	102,240	SH	OTHER	1
FLIR SYS INC	COMMON	302445101	525	15,560	SH	OTHER	1
FLOWERS FOODS INC	COMMON	343498101	333	15,120	SH	OTHER	1
FLOWERVE CORP	COMMON	34354P105	732	6,660	SH	OTHER	1
FLUOR CORP NEW	COMMON	343412102	1,565	24,200	SH	OTHER	1
FMC TECHNOLOGIES INC	COMMON	30249U101	1,514	33,800	SH	OTHER	1
FNB CORP PA	COMMON	302520101	105	10,120	SH	OTHER	1
FOOT LOCKER INC	COMMON	344849104	401	16,860	SH	OTHER	1
FORCE PROTECTION INC	COMMON	345203202	53	10,720	SH	OTHER	1
FORD MTR CO DEL	COMMON	345370860	5,397	391,380	SH	OTHER	1
FOREST CITY ENTERPRISES INC	COMMON	345550107	308	16,480	SH	OTHER	1
FOREST LABS INC	COMMON	345838106	1,264	32,137	SH	OTHER	1
FOREST OIL CORP	COMMON	346091705	346	12,960	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5		COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
FORMFACTOR INC	COMMON	346375108	98	10,800	SH	OTHER	1
FORTINET INC	COMMON	3.50E+113	309	11,320	SH	OTHER	1
FORWARD AIR CORP	COMMON	349853101	214	6,320	SH	OTHER	1
FOSSIL INC	COMMON	349882100	751	6,380	SH	OTHER	1
FOSTER WHEELER AG	COMMON FOREIGN	H27178104	492	16,200	SH	OTHER	1
FRANKLIN ELEC INC	COMMON	353514102	228	4,860	SH	OTHER	1
FRANKLIN RES INC	COMMON	354613101	2,933	22,340	SH	OTHER	1
FRANKLIN STREET PPTYS CORP	COMMON	35471R106	174	13,440	SH	OTHER	1
FREDS INC	COMMON	356108100	170	11,780	SH	OTHER	1
FREEMPORT-MCMORAN COPPER & GO	COMMON	35671D857	6,325	119,560	SH	OTHER	1
FRONTIER COMMUNICATIONS CORP	COMMON	35906A108	1,080	133,793	SH	OTHER	1
FRONTIER OIL CORP	COMMON	35914P105	425	13,140	SH	OTHER	1
FTI CONSULTING INC	COMMON	302941109	212	5,600	SH	OTHER	1
FULLER H B CO	COMMON	359694106	229	9,360	SH	OTHER	1
FULTON FINL CORP PA	COMMON	360271100	288	26,920	SH	OTHER	1
GALLAGHER ARTHUR J & CO	COMMON	363576109	305	10,680	SH	OTHER	1
GAMESTOP CORP NEW	COMMON	36467W109	480	18,000	SH	OTHER	1
GANNETT INC	COMMON	364730101	428	29,860	SH	OTHER	1
GAP INC DEL	COMMON	364760108	973	53,744	SH	OTHER	1
GARDNER DENVER INC	COMMON	365558105	513	6,100	SH	OTHER	1
GARMIN LTD	COMMON	H2906T109	485	14,692	SH	OTHER	1
GARTNER INC	COMMON	366651107	429	10,640	SH	OTHER	1
GATX CORP	COMMON	361448103	235	6,320	SH	OTHER	1
GENERAL CABLE CORP DEL NEW	COMMON	369300108	255	6,000	SH	OTHER	1
GENERAL DYNAMICS CORP	COMMON	369550108	3,005	40,320	SH	OTHER	1
GENERAL ELECTRIC CO	COMMON	369604103	25,941	1,375,440	SH	OTHER	1
GENERAL GROWTH PPTYS INC NEW	COMMON	370023103	935	55,993	SH	OTHER	1
GENERAL MARITIME CORP NEW	COMMON	Y2693R101	30	22,240	SH	OTHER	1
GENERAL MLS INC	COMMON	370334104	3,368	90,480	SH	OTHER	1
GENERAL MTRS CO	COMMON	37045V100	2,139	70,440	SH	OTHER	1
GENESEE & WYO INC	COMMON	371559105	283	4,820	SH	OTHER	1
GENON ENERGY INC	COMMON	3.72E+111	395	102,460	SH	OTHER	1
GENPACT LIMITED	COMMON	G3922B107	188	10,900	SH	OTHER	1
GEN-PROBE INC NEW	COMMON	36866T103	384	5,560	SH	OTHER	1
GENTEX CORP	COMMON	371901109	508	16,800	SH	OTHER	1
GENUINE PARTS CO	COMMON	372460105	826	15,180	SH	OTHER	1
GENWORTH FINL INC	COMMON	37247D106	678	65,940	SH	OTHER	1
GEO GROUP INC	COMMON	36159R103	210	9,120	SH	OTHER	1
GERON CORP	COMMON	374163103	68	17,040	SH	OTHER	1
GFI GROUP INC	COMMON	361652209	101	22,100	SH	OTHER	1
GILDAN ACTIVEWEAR INC	COMMON FOREIGN	375916103	402	11,400	SH	OTHER	1
GILEAD SCIENCES INC	COMMON	375558103	4,158	100,404	SH	OTHER	1
GLACIER BANCORP INC NEW	COMMON	37637Q105	161	11,960	SH	OTHER	1
GLATFELTER	COMMON	377316104	172	11,160	SH	OTHER	1
GLAXOSMITHKLINE PLC	COMMON FOREIGN	37733W105	7,495	174,706	SH	OTHER	1
GLIMCHER RLTY TR	COMMON	379302102	125	13,180	SH	OTHER	1
GLOBAL INDS LTD	COMMON	379336100	89	16,180	SH	OTHER	1
GLOBAL PMTS INC	COMMON	37940X102	470	9,220	SH	OTHER	1
GOLDCORP INC NEW	COMMON FOREIGN	380956409	3,541	73,200	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

GOLDCORP INC NEW	COMMON FOREIGN	380956409	5,308	110,050	SH	DEFINED	3
GOLDEN STAR RES LTD CDA	COMMON	38119T104	70	31,900	SH	OTHER	1
GOLDMAN SACHS GROUP INC	COMMON	38141G104	8,358	62,800	SH	OTHER	1
GOODRICH CORP	COMMON	382388106	1,438	15,060	SH	OTHER	1
GOODYEAR TIRE & RUBR CO	COMMON	382550101	475	28,320	SH	OTHER	1
GOOGLE INC	COMMON	38259P508	15,829	31,260	SH	OTHER	1
GRACE W R & CO DEL NEW	COMMON	38388F108	432	9,460	SH	OTHER	1
GRACO INC	COMMON	384109104	386	7,620	SH	OTHER	1
GRAFTECH INTL LTD	COMMON	384313102	329	16,240	SH	OTHER	1
GRAINGER W W INC	COMMON	384802104	879	5,720	SH	OTHER	1
GREAT BASIN GOLD LTD	COMMON FOREIGN	390124105	90	43,700	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
GREAT PLAINS ENERGY INC	COMMON	391164100	331	15,980	SH	OTHER	1
GREEN MTN COFFEE ROASTERS IN	COMMON	393122106	1,207	13,520	SH	OTHER	1
GRIFOLS S A	COMMON	398438309	80	10,661	SH	OTHER	1
GROUPE CGI INC	COMMON FOREIGN	39945C109	560	22,700	SH	OTHER	1
GROUPE CGI INC	COMMON FOREIGN	39945C109	7,194	292,125	SH	DEFINED	3
GT SOLAR INTL INC	COMMON	3.62E+212	185	11,400	SH	OTHER	1
GUESS INC	COMMON	401617105	312	7,420	SH	OTHER	1
HALLIBURTON CO	COMMON	406216101	5,943	116,520	SH	OTHER	1
HALOZYME THERAPEUTICS INC	COMMON	40637H109	77	11,160	SH	OTHER	1
HANCOCK HLDG CO	COMMON	410120109	307	9,898	SH	OTHER	1
HANESBRANDS INC	COMMON	410345102	361	12,660	SH	OTHER	1
HANSEN NAT CORP	COMMON	411310105	2,456	30,340	SH	OTHER	1
HARLEY DAVIDSON INC	COMMON	412822108	1,327	32,400	SH	OTHER	1
HARMAN INTL INDS INC	COMMON	413086109	397	8,720	SH	OTHER	1
HARMONIC INC	COMMON	413160102	100	13,880	SH	OTHER	1
HARRIS CORP DEL	COMMON	413875105	692	15,361	SH	OTHER	1
HARSCO CORP	COMMON	415864107	574	17,620	SH	OTHER	1
HARTFORD FINL SVCS GROUP INC	COMMON	416515104	1,223	46,380	SH	OTHER	1
HASBRO INC	COMMON	418056107	794	18,080	SH	OTHER	1
HATTERAS FINL CORP	COMMON	41902R103	254	9,000	SH	OTHER	1
HAWAIIAN ELEC INDUSTRIES	COMMON	419870100	305	12,680	SH	OTHER	1
HCA HOLDINGS INC	COMMON	40412C101	488	14,800	SH	OTHER	1
HCC INS HLDGS INC	COMMON	404132102	374	11,860	SH	OTHER	1
HCP INC	COMMON	40414L109	1,608	43,820	SH	OTHER	1
HEALTH CARE REIT INC	COMMON	42217K106	921	17,560	SH	OTHER	1
HEALTH MGMT ASSOC INC NEW	COMMON	421933102	355	32,940	SH	OTHER	1
HEALTH NET INC	COMMON	42222G108	372	11,600	SH	OTHER	1
HEALTHSOUTH CORP	COMMON	421924309	332	12,660	SH	OTHER	1
HEALTHSPRING INC	COMMON	42224N101	389	8,440	SH	OTHER	1
HECKMANN CORP	COMMON	422680108	217	35,940	SH	OTHER	1
HECLA MNG CO	COMMON	422704106	257	33,380	SH	OTHER	1
HEINZ H J CO	COMMON	423074103	2,529	47,460	SH	OTHER	1
HELIX ENERGY SOLUTIONS GRP I	COMMON	42330P107	270	16,300	SH	OTHER	1
HELMERICH & PAYNE INC	COMMON	423452101	865	13,080	SH	OTHER	1
HENRY JACK & ASSOC INC	COMMON	426281101	255	8,500	SH	OTHER	1
HERBALIFE LTD	COMMON	G4412G101	860	14,920	SH	OTHER	1
HERCULES OFFSHORE INC	COMMON	427093109	84	15,280	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

HERCULES TECH GROWTH CAP INC	COMMON	427096508	146	13,880	SH	OTHER	1
HERSHA HOSPITALITY TR	COMMON	427825104	116	20,760	SH	OTHER	1
HERSHEY CO	COMMON	427866108	1,316	23,140	SH	OTHER	1
HERTZ GLOBAL HOLDINGS INC	COMMON	42805T105	479	30,160	SH	OTHER	1
HESS CORP	COMMON	42809H107	2,903	38,825	SH	OTHER	1
HEWLETT PACKARD CO	COMMON	428236103	10,405	285,851	SH	OTHER	1
HEXCEL CORP NEW	COMMON	428291108	283	12,920	SH	OTHER	1
HIGHWOODS PPTYS INC	COMMON	431284108	254	7,660	SH	OTHER	1
HILL ROM HLDGS INC	COMMON	431475102	362	7,860	SH	OTHER	1
HILLTOP HOLDINGS INC	COMMON	432748101	106	11,940	SH	OTHER	1
HMS HLDGS CORP	COMMON	40425J101	271	3,520	SH	OTHER	1
HOLLY CORP	COMMON	435758305	466	6,720	SH	OTHER	1
HOLOGIC INC	COMMON	436440101	759	37,620	SH	OTHER	1
HOME DEPOT INC	COMMON	437076102	7,763	214,320	SH	OTHER	1
HONEYWELL INTL INC	COMMON	438516106	5,790	97,160	SH	OTHER	1
HORMEL FOODS CORP	COMMON	440452100	433	14,520	SH	OTHER	1
HOSPIRA INC	COMMON	441060100	1,210	21,360	SH	OTHER	1
HOSPITALITY PPTYS TR	COMMON	44106M102	361	14,900	SH	OTHER	1
HOST HOTELS & RESORTS INC	COMMON	44107P104	1,390	81,980	SH	OTHER	1
HUBBELL INC	COMMON	443510201	448	6,900	SH	OTHER	1
HUDBAY MINERALS INC	COMMON FOREIGN	443628102	209	14,000	SH	OTHER	1
HUDSON CITY BANCORP	COMMON	443683107	489	59,680	SH	OTHER	1
HUMAN GENOME SCIENCES INC	COMMON	444903108	610	24,840	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION MANA
HUMANA INC	COMMON	444859102	1,765	21,920	SH	OTHER
HUNT J B TRANS SVCS INC	COMMON	445658107	360	7,640	SH	OTHER
HUNTINGTON BANCSHARES INC	COMMON	446150104	689	105,080	SH	OTHER
HUNTSMAN CORP	COMMON	447011107	412	21,860	SH	OTHER
IAC INTERACTIVECORP	COMMON	44919P508	332	8,700	SH	OTHER
IAMGOLD CORP	COMMON FOREIGN	450913108	664	35,300	SH	OTHER
ICONIX BRAND GROUP INC	COMMON	451055107	267	11,040	SH	OTHER
IDEX CORP	COMMON	45167R104	434	9,460	SH	OTHER
IDEXX LABS INC	COMMON	45168D104	510	6,580	SH	OTHER
IHS INC	COMMON	451734107	242	2,900	SH	OTHER
II VI INC	COMMON	902104108	216	8,440	SH	OTHER
ILLINOIS TOOL WKS INC	COMMON	452308109	3,367	59,600	SH	OTHER
ILLUMINA INC	COMMON	452327109	1,208	16,080	SH	OTHER
IMMUNOGEN INC	COMMON	45253H101	143	11,700	SH	OTHER
IMPERIAL OIL LTD	COMMON FOREIGN	453038408	1,258	27,000	SH	OTHER
INCYTE CORP	COMMON	45337C102	311	16,420	SH	OTHER
INFINERA CORPORATION	COMMON	45667G103	83	12,040	SH	OTHER
INFORMATICA CORP	COMMON	45666Q102	693	11,860	SH	OTHER
INGERSOLL-RAND PLC	COMMON	G47791101	1,866	41,100	SH	OTHER
INGRAM MICRO INC	COMMON	457153104	275	15,140	SH	OTHER
INLAND REAL ESTATE CORP	COMMON	457461200	210	23,760	SH	OTHER
INTEGRATED DEVICE TECHNOLOGY	COMMON	458118106	152	19,380	SH	OTHER
INTEGRYS ENERGY GROUP INC	COMMON	45822P105	484	9,340	SH	OTHER
INTEL CORP	COMMON	458140100	15,472	698,198	SH	OTHER
INTERCONTINENTALEXCHANGE INC	COMMON	45865V100	944	7,566	SH	OTHER

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

INTERMEC INC	COMMON	458786100	128	11,560	SH	OTHER	1
INTERMUNE INC	COMMON	45884X103	232	6,460	SH	OTHER	1
INTERNATIONAL BUSINESS MACHS	COMMON	459200101	26,844	156,480	SH	OTHER	1
INTERNATIONAL FLAVORS&FRAGRA	COMMON	459506101	613	9,540	SH	OTHER	1
INTERNATIONAL RECTIFIER CORP	COMMON	460254105	229	8,180	SH	OTHER	1
INTERPUBLIC GROUP COS INC	COMMON	460690100	793	63,405	SH	OTHER	1
INTERSIL CORP	COMMON	46069S109	171	13,300	SH	OTHER	1
INTL PAPER CO	COMMON	460146103	1,721	57,700	SH	OTHER	1
INTUIT	COMMON	461202103	1,976	38,100	SH	OTHER	1
INTUITIVE SURGICAL INC	COMMON	46120E602	1,861	5,000	SH	OTHER	1
INVESTORS REAL ESTATE TR	COMMON	461730103	175	20,260	SH	OTHER	1
ION GEOPHYSICAL CORP	COMMON	462044108	136	14,360	SH	OTHER	1
IPG PHOTONICS CORP	COMMON	44980X109	214	2,940	SH	OTHER	1
IRON MTN INC	COMMON	462846106	801	23,500	SH	OTHER	1
ISHARES INC	COMMON	464286509	3,086	97,450	SH	OTHER	1
ISHARES TR	COMMON	464287168	73,176	1,382,770	SH	DEFINED	3
ISHARES TR	COMMON	464287465	31,667	526,559	SH	OTHER	1
ISHARES TR	COMMON	464287655	236	2,855	SH	DEFINED	3
ISHARES TR	COMMON	464287655	7,533	90,983	SH	OTHER	1
ISIS PHARMACEUTICALS INC	COMMON	464330109	117	12,760	SH	OTHER	1
ISTAR FINL INC	COMMON	45031U101	99	12,260	SH	OTHER	1
ITC HLDGS CORP	COMMON	465685105	409	5,700	SH	OTHER	1
ITRON INC	COMMON	465741106	241	5,000	SH	OTHER	1
ITT CORP NEW	COMMON	450911102	1,212	20,560	SH	OTHER	1
ITT EDUCATIONAL SERVICES INC	COMMON	45068B109	537	6,869	SH	OTHER	1
IVANHOE MINES LTD	COMMON FOREIGN	46579N103	735	29,100	SH	OTHER	1
JABIL CIRCUIT INC	COMMON	466313103	496	24,540	SH	OTHER	1
JACOBS ENGR GROUP INC DEL	COMMON	469814107	668	15,440	SH	OTHER	1
JANUS CAP GROUP INC	COMMON	47102X105	235	24,860	SH	OTHER	1
JARDEN CORP	COMMON	471109108	381	11,040	SH	OTHER	1
JDS UNIPHASE CORP	COMMON	46612J507	465	27,920	SH	OTHER	1
JEFFERIES GROUP INC NEW	COMMON	472319102	433	21,240	SH	OTHER	1
JOHNSON & JOHNSON	COMMON	478160104	22,945	344,927	SH	OTHER	1
JOHNSON CTLS INC	COMMON	478366107	3,639	87,340	SH	OTHER	1
JONES GROUP INC	COMMON	48020T101	129	11,900	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
JONES LANG LASALLE INC	COMMON	48020Q107	498	5,280	SH	OTHER	1
JOY GLOBAL INC	COMMON	481165108	1,223	12,840	SH	OTHER	1
JPMORGAN CHASE & CO	COMMON	46625H100	20,588	502,873	SH	OTHER	1
JUNIPER NETWORKS INC	COMMON	48203R104	2,110	66,980	SH	OTHER	1
KANSAS CITY SOUTHERN	COMMON	485170302	724	12,200	SH	OTHER	1
KAYDON CORP	COMMON	486587108	202	5,420	SH	OTHER	1
KBR INC	COMMON	48242W106	817	21,680	SH	OTHER	1
KELLOGG CO	COMMON	487836108	2,223	40,180	SH	OTHER	1
KENNAMETAL INC	COMMON	489170100	398	9,440	SH	OTHER	1
KEY ENERGY SVCS INC	COMMON	492914106	348	19,360	SH	OTHER	1
KEYCORP NEW	COMMON	493267108	1,058	127,040	SH	OTHER	1
KILROY RLTY CORP	COMMON	49427F108	228	5,780	SH	OTHER	1
KIMBERLY CLARK CORP	COMMON	494368103	3,549	53,320	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

KIMCO RLTY CORP	COMMON	49446R109	954	51,160	SH	OTHER	1
KINETIC CONCEPTS INC	COMMON	49460W208	435	7,540	SH	OTHER	1
KINROSS GOLD CORP	COMMON FOREIGN	496902404	2,191	138,748	SH	OTHER	1
KINROSS GOLD CORP	COMMON FOREIGN	496902404	781	49,550	SH	DEFINED	3
KIRBY CORP	COMMON	497266106	362	6,380	SH	OTHER	1
KITE RLTY GROUP TR	COMMON	49803T102	51	10,280	SH	OTHER	1
KLA-TENCOR CORP	COMMON	482480100	722	17,840	SH	OTHER	1
KNIGHT CAP GROUP INC	COMMON	499005106	110	10,000	SH	OTHER	1
KODIAK OIL & GAS CORP	COMMON	50015Q100	149	25,900	SH	OTHER	1
KOHL'S CORP	COMMON	500255104	1,958	39,160	SH	OTHER	1
KOPIN CORP	COMMON	500600101	106	22,460	SH	OTHER	1
KOPPERS HOLDINGS INC	COMMON	50060P106	206	5,420	SH	OTHER	1
KRAFT FOODS INC	COMMON	50075N104	7,861	223,120	SH	OTHER	1
KROGER CO	COMMON	501044101	2,026	81,700	SH	OTHER	1
L-3 COMMUNICATIONS HLDGS INC	COMMON	502424104	1,373	15,704	SH	OTHER	1
LABORATORY CORP AMER HLDGS	COMMON	50540R409	1,328	13,723	SH	OTHER	1
LACLEDE GROUP INC	COMMON	505597104	245	6,480	SH	OTHER	1
LAM RESEARCH CORP	COMMON	512807108	677	15,300	SH	OTHER	1
LANDSTAR SYS INC	COMMON	515098101	301	6,480	SH	OTHER	1
LAS VEGAS SANDS CORP	COMMON	517834107	1,897	44,953	SH	OTHER	1
LASALLE HOTEL PPTYS	COMMON	517942108	244	9,260	SH	OTHER	1
LATTICE SEMICONDUCTOR CORP	COMMON	518415104	111	17,040	SH	OTHER	1
LAUDER ESTEE COS INC	COMMON	518439104	1,593	15,140	SH	OTHER	1
LAWSON SOFTWARE INC NEW	COMMON	52078P102	189	16,820	SH	OTHER	1
LEAR CORP	COMMON	521865204	603	11,280	SH	OTHER	1
LEGG MASON INC	COMMON	524901105	736	22,460	SH	OTHER	1
LEGGETT & PLATT INC	COMMON	524660107	487	19,980	SH	OTHER	1
LENDER PROCESSING SVCS INC	COMMON	5.26E+106	219	10,480	SH	OTHER	1
LENNAR CORP	COMMON	526057104	335	18,460	SH	OTHER	1
LENNOX INTL INC	COMMON	526107107	224	5,200	SH	OTHER	1
LEUCADIA NATL CORP	COMMON	527288104	928	27,200	SH	OTHER	1
LEVEL 3 COMMUNICATIONS INC	COMMON	52729N100	553	226,620	SH	OTHER	1
LEXINGTON REALTY TRUST	COMMON	529043101	130	14,200	SH	OTHER	1
LEXMARK INTL NEW	COMMON	529771107	270	9,240	SH	OTHER	1
LIBERTY GLOBAL INC	COMMON	530555101	878	19,500	SH	OTHER	1
LIBERTY GLOBAL INC	COMMON	530555309	680	15,920	SH	OTHER	1
LIBERTY MEDIA CORP NEW	COMMON	53071M104	1,200	71,544	SH	OTHER	1
LIBERTY MEDIA CORP NEW	COMMON	53071M302	758	8,840	SH	OTHER	1
LIBERTY MEDIA CORP NEW	COMMON	53071M708	414	5,500	SH	OTHER	1
LIBERTY PPTY TR	COMMON	531172104	489	15,020	SH	OTHER	1
LIFE TECHNOLOGIES CORP	COMMON	53217V109	1,238	23,780	SH	OTHER	1
LIFEPOINT HOSPITALS INC	COMMON	53219L109	281	7,200	SH	OTHER	1
LILLY ELI & CO	COMMON	532457108	5,374	143,180	SH	OTHER	1
LIMITED BRANDS INC	COMMON	532716107	1,637	42,580	SH	OTHER	1
LINCARE HLDGS INC	COMMON	532791100	331	11,310	SH	OTHER	1
LINCOLN ELEC HLDGS INC	COMMON	533900106	377	10,520	SH	OTHER	1
LINCOLN NATL CORP IND	COMMON	534187109	1,320	46,340	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION MANA
LINEAR TECHNOLOGY CORP	COMMON	535678106	1,117	33,820	SH	OTHER 1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

LIONS GATE ENTMNT CORP	COMMON	535919203	103	15,540	SH	OTHER	1
LIVE NATION ENTERTAINMENT IN	COMMON	538034109	174	15,127	SH	OTHER	1
LIZ CLAIBORNE INC	COMMON	539320101	62	11,640	SH	OTHER	1
LKQ CORP	COMMON	501889208	423	16,200	SH	OTHER	1
LOCKHEED MARTIN CORP	COMMON	539830109	3,041	37,551	SH	OTHER	1
LOEWS CORP	COMMON	540424108	1,708	40,580	SH	OTHER	1
LOGITECH INTL S A	COMMON FOREIGN	H50430232	261	23,296	SH	OTHER	1
LOUISIANA PAC CORP	COMMON	546347105	128	15,680	SH	OTHER	1
LOWES COS INC	COMMON	548661107	4,095	175,695	SH	OTHER	1
LSI CORPORATION	COMMON	502161102	546	76,660	SH	OTHER	1
LUBRIZOL CORP	COMMON	549271104	1,203	8,960	SH	OTHER	1
LUFKIN INDS INC	COMMON	549764108	303	3,520	SH	OTHER	1
LULULEMON ATHLETICA INC	COMMON FOREIGN	550021109	702	6,280	SH	OTHER	1
LYONDELLBASELL INDUSTRIES N	COMMON	N53745100	1,428	37,080	SH	OTHER	1
M & T BK CORP	COMMON	55261F104	1,034	11,756	SH	OTHER	1
MACERICH CO	COMMON	554382101	1,492	27,880	SH	OTHER	1
MACK CALI RLTY CORP	COMMON	554489104	272	8,260	SH	OTHER	1
MACYS INC	COMMON	55616P104	1,701	58,180	SH	OTHER	1
MADISON SQUARE GARDEN CO	COMMON	55826P100	207	7,520	SH	OTHER	1
MAGNA INTL INC	COMMON FOREIGN	559222401	1,076	19,900	SH	OTHER	1
MAGNA INTL INC	COMMON FOREIGN	559222401	6,456	119,625	SH	DEFINED	3
MAIDEN HOLDINGS LTD	COMMON	G5753U112	121	13,320	SH	OTHER	1
MANITOWOC INC	COMMON	563571108	244	14,460	SH	OTHER	1
MANNKIND CORP	COMMON	56400P201	46	11,980	SH	OTHER	1
MANPOWERGROUP INC	COMMON	56418H100	680	12,680	SH	OTHER	1
MANULIFE FINL CORP	COMMON FOREIGN	56501R106	2,756	155,600	SH	OTHER	1
MANULIFE FINL CORP	COMMON FOREIGN	56501R106	2,245	127,125	SH	DEFINED	3
MARATHON OIL CORP	COMMON	565849106	4,785	90,840	SH	OTHER	1
MARKEL CORP	COMMON	570535104	452	1,140	SH	OTHER	1
MARRIOTT INTL INC NEW	COMMON	571903202	1,413	39,821	SH	OTHER	1
MARSH & MCLENNAN COS INC	COMMON	571748102	1,977	63,380	SH	OTHER	1
MARSHALL & ILSLEY CORP NEW	COMMON	571837103	453	56,900	SH	OTHER	1
MARTIN MARIETTA MATLS INC	COMMON	573284106	380	4,751	SH	OTHER	1
MARVELL TECHNOLOGY GROUP LTD	COMMON	G5876H105	1,016	68,820	SH	OTHER	1
MASCO CORP	COMMON	574599106	640	53,160	SH	OTHER	1
MASTERCARD INC	COMMON	57636Q104	4,177	13,860	SH	OTHER	1
MATTEL INC	COMMON	577081102	1,326	48,220	SH	OTHER	1
MAXIM INTEGRATED PRODS INC	COMMON	57772K101	1,079	42,220	SH	OTHER	1
MBIA INC	COMMON	55262C100	163	18,780	SH	OTHER	1
MCCORMICK & CO INC	COMMON	579780206	664	13,400	SH	OTHER	1
MCDERMOTT INTL INC	COMMON	580037109	590	29,780	SH	OTHER	1
MCDONALDS CORP	COMMON	580135101	11,599	137,560	SH	OTHER	1
MCGRAW HILL COS INC	COMMON	580645109	1,595	38,060	SH	OTHER	1
MCKESSON CORP	COMMON	58155Q103	2,769	33,100	SH	OTHER	1
MCMORAN EXPLORATION CO	COMMON	582411104	215	11,660	SH	OTHER	1
MDU RES GROUP INC	COMMON	552690109	474	21,080	SH	OTHER	1
MEAD JOHNSON NUTRITION CO	COMMON	582839106	1,851	27,400	SH	OTHER	1
MEADWESTVACO CORP	COMMON	583334107	660	19,820	SH	OTHER	1
MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	3,048	53,927	SH	OTHER	1
MEDICAL PPTYS TRUST INC	COMMON	58463J304	193	16,820	SH	OTHER	1
MEDICIS PHARMACEUTICAL CORP	COMMON	584690309	283	7,420	SH	OTHER	1
MEDNAX INC	COMMON	58502B106	407	5,640	SH	OTHER	1
MEDTRONIC INC	COMMON	585055106	5,358	139,061	SH	OTHER	1
MEMC ELECTR MATLS INC	COMMON	552715104	224	26,240	SH	OTHER	1
MENS WEARHOUSE INC	COMMON	587118100	219	6,500	SH	OTHER	1
MENTOR GRAPHICS CORP	COMMON	587200106	153	11,980	SH	OTHER	1
MERCADOLIBRE INC	COMMON FOREIGN	58733R102	230	2,900	SH	OTHER	1
MERCK & CO INC NEW	COMMON	58933Y105	14,027	397,472	SH	OTHER	1
MERITOR INC	COMMON	59001K100	179	11,140	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5		COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
METHANEX CORP	COMMON FOREIGN	59151K108	311	9,900	SH	OTHER	1
METLIFE INC	COMMON	59156R108	6,072	138,420	SH	OTHER	1
METROPCS COMMUNICATIONS INC	COMMON	591708102	551	32,040	SH	OTHER	1
METTLER TOLEDO INTERNATIONAL	COMMON	592688105	671	3,980	SH	OTHER	1
MF GLOBAL HLDGS LTD	COMMON	55277J108	148	19,080	SH	OTHER	1
MFA FINANCIAL INC	COMMON	55272X102	349	43,420	SH	OTHER	1
MGE ENERGY INC	COMMON	55277P104	203	5,000	SH	OTHER	1
MGIC INVT CORP WIS	COMMON	552848103	142	23,820	SH	OTHER	1
MGM RESORTS INTERNATIONAL	COMMON	552953101	591	44,760	SH	OTHER	1
MICROCHIP TECHNOLOGY INC	COMMON	595017104	926	24,420	SH	OTHER	1
MICROMET INC	COMMON	59509C105	102	17,700	SH	OTHER	1
MICRON TECHNOLOGY INC	COMMON	595112103	890	118,980	SH	OTHER	1
MICROS SYS INC	COMMON	594901100	483	9,720	SH	OTHER	1
MICROSEMI CORP	COMMON	595137100	216	10,540	SH	OTHER	1
MICROSOFT CORP	COMMON	594918104	25,417	977,578	SH	OTHER	1
MID-AMER APT CMNTYS INC	COMMON	59522J103	227	3,360	SH	OTHER	1
MINE SAFETY APPLIANCES CO	COMMON	602720104	213	5,700	SH	OTHER	1
MKS INSTRUMENT INC	COMMON	55306N104	209	7,900	SH	OTHER	1
MODUSLINK GLOBAL SOLUTIONS I	COMMON	60786L107	70	15,580	SH	OTHER	1
MOHAWK INDS INC	COMMON	608190104	564	9,400	SH	OTHER	1
MOLYCORP INC DEL	COMMON	608753109	339	5,560	SH	OTHER	1
MONSANTO CO NEW	COMMON	61166W101	4,733	65,240	SH	OTHER	1
MONSTER WORLDWIDE INC	COMMON	611742107	232	15,800	SH	OTHER	1
MOODYS CORP	COMMON	615369105	852	22,211	SH	OTHER	1
MORGAN STANLEY	COMMON	617446448	4,050	176,020	SH	OTHER	1
MOSAIC CO NEW	COMMON	61945C103	1,276	18,833	SH	OTHER	1
MOTOROLA MOBILITY HLDGS INC	COMMON	620097105	783	35,512	SH	OTHER	1
MOTOROLA SOLUTIONS INC	COMMON	620076307	1,873	40,677	SH	OTHER	1
MOVE INC COM	COMMON	62458M108	49	22,160	SH	OTHER	1
MSC INDL DIRECT INC	COMMON	553530106	300	4,520	SH	OTHER	1
MSCI INC	COMMON	55354G100	549	14,568	SH	OTHER	1
MUELLER WTR PRODS INC	COMMON	624758108	74	18,600	SH	OTHER	1
MURPHY OIL CORP	COMMON	626717102	1,535	23,380	SH	OTHER	1
MYLAN INC	COMMON	628530107	1,379	55,903	SH	OTHER	1
MYRIAD GENETICS INC	COMMON	62855J104	439	19,340	SH	OTHER	1
NABI BIOPHARMACEUTICALS	COMMON	629519109	86	15,980	SH	OTHER	1
NABORS INDUSTRIES LTD	COMMON	G6359F103	884	35,860	SH	OTHER	1
NALCO HOLDING COMPANY	COMMON	62985Q101	473	17,020	SH	OTHER	1
NASDAQ OMX GROUP INC	COMMON	631103108	364	14,377	SH	OTHER	1
NATIONAL BEVERAGE CORP	COMMON	635017106	163	11,160	SH	OTHER	1
NATIONAL FUEL GAS CO N J	COMMON	636180101	596	8,180	SH	OTHER	1
NATIONAL INSTRS CORP	COMMON	636518102	254	8,550	SH	OTHER	1
NATIONAL OILWELL VARCO INC	COMMON	637071101	4,361	55,761	SH	OTHER	1
NATIONAL PENN BANCSHARES INC	COMMON	637138108	138	17,380	SH	OTHER	1
NATIONAL SEMICONDUCTOR CORP	COMMON	637640103	749	30,420	SH	OTHER	1
NATIONWIDE HEALTH PPTYS INC	COMMON	638620104	605	14,600	SH	OTHER	1
NAVISTAR INTL CORP NEW	COMMON	6.39E+112	431	7,640	SH	OTHER	1
NCR CORP NEW	COMMON	6.29E+112	305	16,160	SH	OTHER	1
NEKTAR THERAPEUTICS	COMMON	640268108	107	14,720	SH	OTHER	1
NETAPP INC	COMMON	64110D104	2,518	47,700	SH	OTHER	1
NETFLIX INC	COMMON	64110L106	1,581	6,020	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

NETGEAR INC	COMMON	64111Q104	211	4,820	SH	OTHER	1
NETLOGIC MICROSYSTEMS INC	COMMON	64118B100	224	5,540	SH	OTHER	1
NEUSTAR INC	COMMON	64126X201	276	10,520	SH	OTHER	1
NEVSUN RES LTD	COMMON FOREIGN	64156L101	127	21,000	SH	OTHER	1
NEW GOLD INC CDA	COMMON FOREIGN	644535106	377	36,500	SH	OTHER	1
NEW JERSEY RES	COMMON	646025106	238	5,340	SH	OTHER	1
NEW YORK CMNTY BANCORP INC	COMMON	649445103	794	52,980	SH	OTHER	1
NEW YORK TIMES CO	COMMON	650111107	142	16,320	SH	OTHER	1
NEWELL RUBBERMAID INC	COMMON	651229106	636	40,320	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
NEWFIELD EXPL CO	COMMON	651290108	1,305	19,180	SH	OTHER	1
NEWMARKET CORP	COMMON	651587107	229	1,340	SH	OTHER	1
NEWMONT MINING CORP	COMMON	651639106	3,410	63,180	SH	OTHER	1
NEWPARK RES INC	COMMON	651718504	98	10,800	SH	OTHER	1
NEWS CORP	COMMON	6.52E+108	4,309	243,460	SH	OTHER	1
NEWS CORP	COMMON	6.52E+207	1,270	70,258	SH	OTHER	1
NEXEN INC	COMMON FOREIGN	65334H102	1,310	58,100	SH	OTHER	1
NEXTERA ENERGY INC	COMMON	65339F101	2,864	49,840	SH	OTHER	1
NICE SYS LTD	COMMON FOREIGN	653656108	273	7,514	SH	OTHER	1
NICOR INC	COMMON	654086107	234	4,280	SH	OTHER	1
NII HLDGS INC	COMMON	62913F201	937	22,100	SH	OTHER	1
NIKE INC	COMMON	654106103	4,173	46,380	SH	OTHER	1
NISOURCE INC	COMMON	65473P105	914	45,160	SH	OTHER	1
NOBLE CORPORATION BAAR	COMMON FOREIGN	H5833N103	1,247	31,640	SH	OTHER	1
NOBLE ENERGY INC	COMMON	655044105	2,025	22,592	SH	OTHER	1
NORDSON CORP	COMMON	655663102	397	7,240	SH	OTHER	1
NORDSTROM INC	COMMON	655664100	1,040	22,160	SH	OTHER	1
NORFOLK SOUTHERN CORP	COMMON	655844108	3,498	46,687	SH	OTHER	1
NORTH AMERN PALLADIUM LTD	COMMON FOREIGN	656912102	76	18,400	SH	OTHER	1
NORTHEAST UTILS	COMMON	664397106	502	14,260	SH	OTHER	1
NORTHERN TR CORP	COMMON	665859104	336	7,300	SH	OTHER	1
NORTHGATE MINERALS CORP	COMMON FOREIGN	666416102	109	42,000	SH	OTHER	1
NORTHROP GRUMMAN CORP	COMMON	666807102	2,182	31,460	SH	OTHER	1
NORTHSTAR RLTY FIN CORP	COMMON	66704R100	43	10,560	SH	OTHER	1
NORTHWEST BANCSHARES INC MD	COMMON	667340103	168	13,335	SH	OTHER	1
NORTHWEST NAT GAS CO	COMMON	667655104	202	4,480	SH	OTHER	1
NOVAGOLD RES INC	COMMON FOREIGN	6.70E+210	134	14,500	SH	OTHER	1
NOVELLUS SYS INC	COMMON	670008101	361	9,980	SH	OTHER	1
NPS PHARMACEUTICALS INC	COMMON	62936P103	158	16,720	SH	OTHER	1
NRG ENERGY INC	COMMON	629377508	756	30,760	SH	OTHER	1
NSTAR	COMMON	6.70E+111	737	16,020	SH	OTHER	1
NU SKIN ENTERPRISES INC	COMMON	67018T105	231	6,160	SH	OTHER	1
NUANCE COMMUNICATIONS INC	COMMON	67020Y100	618	28,800	SH	OTHER	1
NUCOR CORP	COMMON	670346105	1,632	39,600	SH	OTHER	1
NV ENERGY INC	COMMON	67073Y106	387	25,200	SH	OTHER	1
NVIDIA CORP	COMMON	67066G104	1,191	74,760	SH	OTHER	1
NVR INC	COMMON	62944T105	450	620	SH	OTHER	1
NYSE EURONEXT	COMMON	629491101	1,038	30,280	SH	OTHER	1
O REILLY AUTOMOTIVE INC NEW	COMMON	67103H107	1,175	17,940	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

OASIS PETE INC NEW	COMMON	674215108	223	7,520	SH	OTHER	1
OCCIDENTAL PETE CORP DEL	COMMON	674599105	10,779	103,606	SH	OTHER	1
OCEANEERING INTL INC	COMMON	675232102	535	13,200	SH	OTHER	1
OFFICE DEPOT INC	COMMON	676220106	166	39,420	SH	OTHER	1
OFFICEMAX INC DEL	COMMON	67622P101	92	11,680	SH	OTHER	1
OGE ENERGY CORP	COMMON	670837103	514	10,220	SH	OTHER	1
OIL STS INTL INC	COMMON	678026105	484	6,060	SH	OTHER	1
OLD NATL BANCORP IND	COMMON	680033107	159	14,740	SH	OTHER	1
OLD REP INTL CORP	COMMON	680223104	519	44,154	SH	OTHER	1
OLIN CORP	COMMON	680665205	244	10,780	SH	OTHER	1
OMNICARE INC	COMMON	681904108	371	11,640	SH	OTHER	1
OMNICOM GROUP INC	COMMON	681919106	1,868	38,780	SH	OTHER	1
OMNIVISION TECHNOLOGIES INC	COMMON	682128103	235	6,760	SH	OTHER	1
ON SEMICONDUCTOR CORP	COMMON	682189105	533	50,920	SH	OTHER	1
ONEOK INC NEW	COMMON	682680103	691	9,340	SH	OTHER	1
ONYX PHARMACEUTICALS INC	COMMON	683399109	294	8,320	SH	OTHER	1
OPEN TEXT CORP	COMMON FOREIGN	683715106	346	5,400	SH	OTHER	1
ORACLE CORP	COMMON	68389X105	16,754	509,080	SH	OTHER	1
ORIENT-EXPRESS HOTELS LTD	COMMON	G67743107	163	15,160	SH	OTHER	1
OSHKOSH CORP	COMMON	688239201	333	11,500	SH	OTHER	1
OWENS & MINOR INC NEW	COMMON	690732102	268	7,780	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
OWENS CORNING NEW	COMMON	690742101	530	14,180	SH	OTHER	1
OWENS ILL INC	COMMON	690768403	552	21,380	SH	OTHER	1
PACCAR INC	COMMON	693718108	2,200	43,060	SH	OTHER	1
PACKAGING CORP AMER	COMMON	695156109	331	11,820	SH	OTHER	1
PAETEC HOLDING CORP	COMMON	695459107	79	16,480	SH	OTHER	1
PALL CORP	COMMON	696429307	821	14,600	SH	OTHER	1
PAN AMERICAN SILVER CORP	COMMON FOREIGN	697900108	341	11,000	SH	OTHER	1
PANERA BREAD CO	COMMON	69840W108	430	3,420	SH	OTHER	1
PARAMETRIC TECHNOLOGY CORP	COMMON	699173209	271	11,800	SH	OTHER	1
PARKER DRILLING CO	COMMON	701081101	165	28,140	SH	OTHER	1
PARKER HANNIFIN CORP	COMMON	701094104	1,832	20,420	SH	OTHER	1
PARTNERRE LTD	COMMON	G6852T105	719	10,440	SH	OTHER	1
PATRIOT COAL CORP	COMMON	70336T104	258	11,600	SH	OTHER	1
PATTERSON COMPANIES INC	COMMON	703395103	393	11,960	SH	OTHER	1
PATTERSON UTI ENERGY INC	COMMON	703481101	534	16,900	SH	OTHER	1
PAYCHEX INC	COMMON	704326107	1,410	45,885	SH	OTHER	1
PDL BIOPHARMA INC	COMMON	69329Y104	116	19,700	SH	OTHER	1
PEABODY ENERGY CORP	COMMON	704549104	2,009	34,100	SH	OTHER	1
PENGROWTH ENERGY CORP	COMMON FOREIGN	70706P104	402	31,900	SH	OTHER	1
PENN NATL GAMING INC	COMMON	707569109	311	7,720	SH	OTHER	1
PENN WEST PETE LTD NEW	COMMON FOREIGN	707887105	993	43,000	SH	OTHER	1
PENNEY J C INC	COMMON	708160106	1,010	29,240	SH	OTHER	1
PENTAIR INC	COMMON	709631105	371	9,200	SH	OTHER	1
PEOPLES UNITED FINANCIAL INC	COMMON	712704105	203	15,140	SH	OTHER	1
PEPCO HOLDINGS INC	COMMON	713291102	488	24,871	SH	OTHER	1
PEPSICO INC	COMMON	713448108	24,982	354,700	SH	OTHER	1
PERKINELMER INC	COMMON	714046109	360	13,380	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

PERRIGO CO	COMMON	714290103	951	10,820	SH	OTHER	1
PETROHAWK ENERGY CORP	COMMON	716495106	898	36,393	SH	OTHER	1
PETSMART INC	COMMON	716768106	632	13,940	SH	OTHER	1
PFIZER INC	COMMON	717081103	21,099	1,024,220	SH	OTHER	1
PG&E CORP	COMMON	69331C108	2,127	50,600	SH	OTHER	1
PHARMACEUTICAL PROD DEV INC	COMMON	717124101	371	13,840	SH	OTHER	1
PHARMASSET INC	COMMON	71715N106	523	4,660	SH	OTHER	1
PHILLIPS VAN HEUSEN CORP	COMMON	718592108	492	7,520	SH	OTHER	1
PHOENIX COS INC NEW	COMMON	7.19E+113	79	32,000	SH	OTHER	1
PIEDMONT NAT GAS INC	COMMON	720186105	269	8,900	SH	OTHER	1
PIEDMONT OFFICE REALTY TR IN	COMMON	720190206	254	12,480	SH	OTHER	1
PIER 1 IMPORTS INC	COMMON	720279108	184	15,860	SH	OTHER	1
PINNACLE WEST CAP CORP	COMMON	723484101	897	20,120	SH	OTHER	1
PIONEER NAT RES CO	COMMON	723787107	1,496	16,700	SH	OTHER	1
PITNEY BOWES INC	COMMON	724479100	492	21,420	SH	OTHER	1
PLAINS EXPL& PRODTN CO	COMMON	726505100	669	17,560	SH	OTHER	1
PLEXUS CORP	COMMON	729132100	207	5,960	SH	OTHER	1
PLUM CREEK TIMBER CO INC	COMMON	729251108	735	18,140	SH	OTHER	1
PMC-SIERRA INC	COMMON	69344F106	218	28,740	SH	OTHER	1
PMI GROUP INC	COMMON	69344M101	19	17,760	SH	OTHER	1
PNC FINL SVCS GROUP INC	COMMON	693475105	4,044	67,840	SH	OTHER	1
PNM RES INC	COMMON	69349H107	232	13,840	SH	OTHER	1
POLARIS INDS INC	COMMON	731068102	378	3,400	SH	OTHER	1
POLO RALPH LAUREN CORP	COMMON	731572103	1,159	8,740	SH	OTHER	1
POLYCOM INC	COMMON	73172K104	673	10,460	SH	OTHER	1
POLYONE CORP	COMMON	73179P106	175	11,340	SH	OTHER	1
POLYPORE INTL INC	COMMON	73179V103	300	4,420	SH	OTHER	1
POPULAR INC	COMMON	733174106	373	135,040	SH	OTHER	1
PORTLAND GEN ELEC CO	COMMON	736508847	230	9,100	SH	OTHER	1
POST PPTYS INC	COMMON	737464107	220	5,400	SH	OTHER	1
POWER ONE INC NEW	COMMON	73930R102	84	10,340	SH	OTHER	1
POWERWAVE TECHNOLOGIES INC	COMMON	739363109	55	18,720	SH	OTHER	1
PPG INDS INC	COMMON	693506107	1,936	21,328	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION MANA
PPL CORP	COMMON	69351T106	1,537	55,240	SH	OTHER
PRAXAIR INC	COMMON	74005P104	4,392	40,520	SH	OTHER
PRECISION CASTPARTS CORP	COMMON	740189105	2,960	17,980	SH	OTHER
PRECISION DRILLING CORP	COMMON FOREIGN	74022D308	398	27,700	SH	OTHER
PREMIERE GLOBAL SVCS INC	COMMON	740585104	126	15,785	SH	OTHER
PRICE T ROWE GROUP INC	COMMON	74144T108	2,179	36,120	SH	OTHER
PRICELINE COM INC	COMMON	741503403	3,256	6,360	SH	OTHER
PRINCIPAL FINL GROUP INC	COMMON	74251V102	1,071	35,220	SH	OTHER
PRIVATEBANCORP INC	COMMON	742962103	141	10,200	SH	OTHER
PROASSURANCE CORP	COMMON	74267C106	241	3,440	SH	OTHER
PROCTER & GAMBLE CO	COMMON	742718109	22,361	351,760	SH	OTHER
PROGRESS ENERGY INC	COMMON	743263105	1,706	35,540	SH	OTHER
PROGRESSIVE CORP OHIO	COMMON	743315103	1,893	88,520	SH	OTHER
PROGRESSIVE WASTE SOLUTIONS	COMMON FOREIGN	74339G101	567	22,763	SH	OTHER
PROLOGIS INC	COMMON	74340W103	1,668	46,543	SH	OTHER

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

PROSPECT CAPITAL CORPORATION	COMMON	74348T102	113	11,220	SH	OTHER	1
PROSPERITY BANCSHARES INC	COMMON	743606105	206	4,700	SH	OTHER	1
PROTECTIVE LIFE CORP	COMMON	743674103	278	12,000	SH	OTHER	1
PROVIDENT ENERGY LTD NEW	COMMON FOREIGN	74386V100	458	51,200	SH	OTHER	1
PROVIDENT NEW YORK BANCORP	COMMON	744028101	129	15,480	SH	OTHER	1
PRUDENTIAL FINL INC	COMMON	744320102	4,160	65,420	SH	OTHER	1
PUBLIC STORAGE	COMMON	74460D109	2,182	19,140	SH	OTHER	1
PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	2,115	64,800	SH	OTHER	1
PULTE GROUP INC	COMMON	745867101	361	47,147	SH	OTHER	1
QEP RES INC	COMMON	74733V100	945	22,600	SH	OTHER	1
QIAGEN N V	COMMON FOREIGN	N72482107	518	27,043	SH	OTHER	1
QLIK TECHNOLOGIES INC	COMMON	74733T105	351	10,320	SH	OTHER	1
QLOGIC CORP	COMMON	747277101	181	11,340	SH	OTHER	1
QUALCOMM INC	COMMON	747525103	11,748	206,860	SH	OTHER	1
QUALITY SYS INC	COMMON	747582104	213	2,440	SH	OTHER	1
QUANTA SVCS INC	COMMON	7.48E+106	475	23,520	SH	OTHER	1
QUANTUM CORP	COMMON	747906204	90	27,220	SH	OTHER	1
QUEST DIAGNOSTICS INC	COMMON	74834L100	1,194	20,200	SH	OTHER	1
QUESTAR CORP	COMMON	748356102	349	19,720	SH	OTHER	1
QUICKSILVER RESOURCES INC	COMMON	74837R104	239	16,200	SH	OTHER	1
QUIKSILVER INC	COMMON	74838C106	95	20,220	SH	OTHER	1
RACKSPACE HOSTING INC	COMMON	750086100	508	11,880	SH	OTHER	1
RADIAN GROUP INC	COMMON	750236101	67	15,820	SH	OTHER	1
RADIOSHACK CORP	COMMON	750438103	193	14,520	SH	OTHER	1
RALCORP HLDGS INC NEW	COMMON	751028101	412	4,760	SH	OTHER	1
RAMBUS INC DEL	COMMON	750917106	206	14,040	SH	OTHER	1
RANGE RES CORP	COMMON	75281A109	1,111	20,021	SH	OTHER	1
RAYMOND JAMES FINANCIAL INC	COMMON	754730109	413	12,840	SH	OTHER	1
RAYONIER INC	COMMON	754907103	337	5,160	SH	OTHER	1
RAYTHEON CO	COMMON	755111507	2,088	41,885	SH	OTHER	1
REALNETWORKS INC	COMMON	75605L104	54	15,800	SH	OTHER	1
REALTY INCOME CORP	COMMON	756109104	477	14,240	SH	OTHER	1
RED HAT INC	COMMON	756577102	1,162	25,320	SH	OTHER	1
REDWOOD TR INC	COMMON	758075402	155	10,280	SH	OTHER	1
REGAL BELOIT CORP	COMMON	758750103	307	4,600	SH	OTHER	1
REGENCY CTRS CORP	COMMON	758849103	547	12,440	SH	OTHER	1
REGENERON PHARMACEUTICALS	COMMON	75886F107	491	8,660	SH	OTHER	1
REGIONS FINANCIAL CORP NEW	COMMON	7591EP100	981	158,300	SH	OTHER	1
REINSURANCE GROUP AMER INC	COMMON	759351604	465	7,640	SH	OTHER	1
RELIANCE STEEL & ALUMINUM CO	COMMON	759509102	442	8,900	SH	OTHER	1
RENAISSANCERE HOLDINGS LTD	COMMON	G7496G103	299	4,280	SH	OTHER	1
RENT A CTR INC NEW	COMMON	76009N100	221	7,220	SH	OTHER	1
REPUBLIC SVCS INC	COMMON	760759100	1,517	49,180	SH	OTHER	1
RESEARCH IN MOTION LTD	COMMON FOREIGN	760975102	1,266	43,800	SH	OTHER	1
RF MICRODEVICES INC	COMMON	749941100	198	32,380	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
RITCHIE BROS AUCTIONEERS	COMMON FOREIGN	767744105	248	9,000	SH	OTHER	1
RITE AID CORP	COMMON	767754104	117	87,760	SH	OTHER	1
RIVERBED TECHNOLOGY INC	COMMON	768573107	717	18,120	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

RLJ LODGING TR	COMMON	74965L101	38,544	2,219,002	SH	DEFINED	3
ROBBINS & MYERS INC	COMMON	770196103	224	4,240	SH	OTHER	1
ROBERT HALF INTL INC	COMMON	770323103	549	20,300	SH	OTHER	1
ROCK-TENN CO	COMMON	772739207	484	7,293	SH	OTHER	1
ROCKWELL AUTOMATION INC	COMMON	773903109	1,711	19,720	SH	OTHER	1
ROCKWELL COLLINS INC	COMMON	774341101	1,423	23,060	SH	OTHER	1
ROCKWOOD HLDGS INC	COMMON	774415103	432	7,820	SH	OTHER	1
ROGERS COMMUNICATIONS INC	COMMON FOREIGN	775109200	1,627	41,100	SH	OTHER	1
ROPER INDS INC NEW	COMMON	776696106	1,106	13,280	SH	OTHER	1
ROSETTA RESOURCES INC	COMMON	777779307	364	7,060	SH	OTHER	1
ROSS STORES INC	COMMON	778296103	989	12,340	SH	OTHER	1
ROVI CORP	COMMON	779376102	827	14,420	SH	OTHER	1
ROWAN COS INC	COMMON	779382100	640	16,500	SH	OTHER	1
ROYAL BK CDA MONTREAL QUE	COMMON FOREIGN	780087102	7,551	132,100	SH	OTHER	1
ROYAL BK CDA MONTREAL QUE	COMMON FOREIGN	780087102	9,257	162,352	SH	DEFINED	3
ROYAL CARIBBEAN CRUISES LTD	COMMON	V7780T103	725	19,260	SH	OTHER	1
ROYAL GOLD INC	COMMON	780287108	363	6,200	SH	OTHER	1
RPM INTL INC	COMMON	749685103	362	15,740	SH	OTHER	1
RTI INTL METALS INC	COMMON	74973W107	201	5,240	SH	OTHER	1
RUBICON MINERALS CORP	COMMON FOREIGN	780911103	79	22,100	SH	OTHER	1
RUBY TUESDAY INC	COMMON	781182100	109	10,100	SH	OTHER	1
RYDER SYS INC	COMMON	783549108	348	6,120	SH	OTHER	1
S1 CORPORATION	COMMON	78463B101	127	16,980	SH	OTHER	1
SAFEWAY INC	COMMON	786514208	1,226	52,470	SH	OTHER	1
SAIC INC	COMMON	78390X101	710	42,200	SH	OTHER	1
SAKS INC	COMMON	79377W108	187	16,780	SH	OTHER	1
SALESFORCE COM INC	COMMON	79466L302	2,270	15,240	SH	OTHER	1
SALIX PHARMACEUTICALS INC	COMMON	795435106	295	7,400	SH	OTHER	1
SALLY BEAUTY HLDGS INC	COMMON	7.95E+108	257	15,020	SH	OTHER	1
SANDISK CORP	COMMON	80004C101	1,299	31,300	SH	OTHER	1
SANDRIDGE ENERGY INC	COMMON	80007P307	517	48,477	SH	OTHER	1
SAPIENT CORP	COMMON	803062108	206	13,700	SH	OTHER	1
SARA LEE CORP	COMMON	803111103	1,482	78,047	SH	OTHER	1
SAVVIS INC	COMMON	805423308	202	5,120	SH	OTHER	1
SBA COMMUNICATIONS CORP	COMMON	78388J106	597	15,640	SH	OTHER	1
SCANA CORP NEW	COMMON	80589M102	561	14,240	SH	OTHER	1
SCHEIN HENRY INC	COMMON	806407102	803	11,220	SH	OTHER	1
SCHLUMBERGER LTD	COMMON	806857108	15,034	174,006	SH	OTHER	1
SCHWAB CHARLES CORP NEW	COMMON	808513105	2,161	131,386	SH	OTHER	1
SCIENTIFIC GAMES CORP	COMMON	80874P109	105	10,200	SH	OTHER	1
SCOTTS MIRACLE GRO CO	COMMON	810186106	281	5,480	SH	OTHER	1
SCRIPPS NETWORKS INTERACT IN	COMMON	811065101	545	11,140	SH	OTHER	1
SEACOR HOLDINGS INC	COMMON	811904101	265	2,653	SH	OTHER	1
SEADRILL LIMITED	COMMON FOREIGN	G7945E105	1,021	29,015	SH	OTHER	1
SEAGATE TECHNOLOGY PLC	COMMON FOREIGN	G7945M107	976	60,420	SH	OTHER	1
SEALED AIR CORP NEW	COMMON	81211K100	429	18,020	SH	OTHER	1
SEARS HLDGS CORP	COMMON	812350106	387	5,420	SH	OTHER	1
SEATTLE GENETICS INC	COMMON	812578102	285	13,880	SH	OTHER	1
SEI INVESTMENTS CO	COMMON	784117103	433	19,220	SH	OTHER	1
SEMPRA ENERGY	COMMON	816851109	1,770	33,480	SH	OTHER	1
SEMTECH CORP	COMMON	816850101	205	7,480	SH	OTHER	1
SENIOR HSG PPTYS TR	COMMON	81721M109	359	15,340	SH	OTHER	1
SENSATA TECHNOLOGIES HLDG BV	COMMON	N7902X106	426	11,320	SH	OTHER	1
SENSIENT TECHNOLOGIES CORP	COMMON	81725T100	237	6,400	SH	OTHER	1
SEQUENOM INC	COMMON	817337405	100	13,180	SH	OTHER	1
SERVICE CORP INTL	COMMON	817565104	326	27,900	SH	OTHER	1
SHAW COMMUNICATIONS INC	COMMON FOREIGN	82028K200	673	29,500	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
SHAW GROUP INC	COMMON	820280105	318	10,540	SH	OTHER	1
SHERWIN WILLIAMS CO	COMMON	824348106	993	11,840	SH	OTHER	1
SIGMA ALDRICH CORP	COMMON	826552101	1,010	13,760	SH	OTHER	1
SIGNATURE BK NEW YORK N Y	COMMON	82669G104	261	4,560	SH	OTHER	1
SIGNET JEWELERS LIMITED	COMMON FOREIGN	G81276100	504	10,760	SH	OTHER	1
SILVER STD RES INC	COMMON FOREIGN	82823L106	259	9,700	SH	OTHER	1
SILVER WHEATON CORP	COMMON FOREIGN	828336107	1,010	30,600	SH	OTHER	1
SILVER WHEATON CORP	COMMON FOREIGN	828336107	3,157	95,700	SH	DEFINED	3
SILVERCORP METALS INC	COMMON FOREIGN	82835P103	158	16,800	SH	OTHER	1
SIMON PPTY GROUP INC NEW	COMMON	828806109	4,446	38,253	SH	OTHER	1
SIMPSON MANUFACTURING CO INC	COMMON	829073105	203	6,780	SH	OTHER	1
SIRIUS XM RADIO INC	COMMON	82967N108	1,062	484,900	SH	OTHER	1
SIRONA DENTAL SYSTEMS INC	COMMON	82966C103	320	6,020	SH	OTHER	1
SIX FLAGS ENTMT CORP NEW	COMMON	83001A102	243	6,480	SH	OTHER	1
SKYWORKS SOLUTIONS INC	COMMON	83088M102	514	22,360	SH	OTHER	1
SL GREEN RLTY CORP	COMMON	78440X101	779	9,400	SH	OTHER	1
SM ENERGY CO	COMMON	78454L100	575	7,820	SH	OTHER	1
SMITHFIELD FOODS INC	COMMON	832248108	427	19,540	SH	OTHER	1
SMUCKER J M CO	COMMON	832696405	1,121	14,660	SH	OTHER	1
SNAP ON INC	COMMON	833034101	376	6,020	SH	OTHER	1
SOHU COM INC	COMMON FOREIGN	83408W103	256	3,540	SH	OTHER	1
SOLERA HOLDINGS INC	COMMON	83421A104	519	8,780	SH	OTHER	1
SOLUTIA INC	COMMON	834376501	364	15,940	SH	OTHER	1
SONOCO PRODS CO	COMMON	835495102	377	10,620	SH	OTHER	1
SONUS NETWORKS INC	COMMON	835916107	117	36,140	SH	OTHER	1
SOTHEBYS	COMMON	835898107	358	8,220	SH	OTHER	1
SOUTHERN CO	COMMON	842587107	4,337	107,400	SH	OTHER	1
SOUTHERN UN CO NEW	COMMON	844030106	575	14,320	SH	OTHER	1
SOUTHWEST AIRLS CO	COMMON	844741108	362	31,660	SH	OTHER	1
SOUTHWESTERN ENERGY CO	COMMON	845467109	1,910	44,540	SH	OTHER	1
SPDR S&P 500 ETF TR	COMMON	78462F103	3,549	26,894	SH	DEFINED	3
SPDR S&P 500 ETF TR	COMMON	78462F103	17,293	131,034	SH	OTHER	1
SPECTRA ENERGY CORP	COMMON	847560109	2,076	75,740	SH	OTHER	1
SPIRIT AEROSYSTEMS HLDGS INC	COMMON	848574109	299	13,600	SH	OTHER	1
SPRINT NEXTEL CORP	COMMON	852061100	2,045	379,380	SH	OTHER	1
SPX CORP	COMMON	784635104	390	4,720	SH	OTHER	1
SRA INTL INC	COMMON	78464R105	228	7,360	SH	OTHER	1
ST JOE CO	COMMON	790148100	212	10,180	SH	OTHER	1
ST JUDE MED INC	COMMON	790849103	2,095	43,940	SH	OTHER	1
STAGE STORES INC	COMMON	85254C305	171	10,180	SH	OTHER	1
STANCORP FINL GROUP INC	COMMON	852891100	228	5,400	SH	OTHER	1
STANDARD PAC CORP NEW	COMMON	85375C101	43	12,900	SH	OTHER	1
STANLEY BLACK & DECKER INC	COMMON	854502101	1,434	19,901	SH	OTHER	1
STAPLES INC	COMMON	855030102	1,354	85,720	SH	OTHER	1
STARBUCKS CORP	COMMON	855244109	3,701	93,720	SH	OTHER	1
STARWOOD HOTELS&RESORTS WRLD	COMMON	85590A401	1,486	26,520	SH	OTHER	1
STARWOOD PPTY TR INC	COMMON	85571B105	228	11,140	SH	OTHER	1
STATE STR CORP	COMMON	857477103	3,030	67,200	SH	OTHER	1
STEEL DYNAMICS INC	COMMON	858119100	373	22,960	SH	OTHER	1
STEELCASE INC	COMMON	858155203	116	10,220	SH	OTHER	1
STERICYCLE INC	COMMON	858912108	900	10,100	SH	OTHER	1
STERIS CORP	COMMON	859152100	241	6,880	SH	OTHER	1
STERLING BANCSHARES INC	COMMON	858907108	120	14,760	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

STEWART ENTERPRISES INC	COMMON	860370105	142	19,440	SH	OTHER	1
STIFEL FINL CORP	COMMON	860630102	231	6,450	SH	OTHER	1
STILLWATER MNG CO	COMMON	86074Q102	213	9,700	SH	OTHER	1
STONE ENERGY CORP	COMMON	861642106	216	7,100	SH	OTHER	1
STRATEGIC HOTELS & RESORTS I	COMMON	86272T106	138	19,480	SH	OTHER	1
STRAYER ED INC	COMMON	863236105	245	1,940	SH	OTHER	1
STRYKER CORP	COMMON	863667101	2,191	37,336	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
SUN LIFE FINL INC	COMMON FOREIGN	866796105	1,985	65,900	SH	OTHER	1
SUNCOR ENERGY INC NEW	COMMON FOREIGN	867224107	5,671	144,696	SH	OTHER	1
SUNCOR ENERGY INC NEW	COMMON FOREIGN	867224107	7,998	204,725	SH	DEFINED	3
SUNOCO INC	COMMON	86764P109	652	15,620	SH	OTHER	1
SUNPOWER CORP	COMMON	867652109	204	10,560	SH	OTHER	1
SUNSTONE HOTEL INVS INC NEW	COMMON	867892101	163	17,600	SH	OTHER	1
SUNTRUST BKS INC	COMMON	867914103	1,630	63,159	SH	OTHER	1
SUPERIOR ENERGY SVCS INC	COMMON	868157108	385	10,360	SH	OTHER	1
SUPERVALU INC	COMMON	868536103	551	58,560	SH	OTHER	1
SUSQUEHANNA BANCSHARES INC P	COMMON	869099101	88	11,020	SH	OTHER	1
SVB FINL GROUP	COMMON	78486Q101	275	4,600	SH	OTHER	1
SXC HEALTH SOLUTIONS CORP	COMMON	78505P100	349	5,900	SH	OTHER	1
SYMANTEC CORP	COMMON	871503108	1,992	101,020	SH	OTHER	1
SYMETRA FINL CORP	COMMON	87151Q106	179	13,340	SH	OTHER	1
SYMMETRY MED INC	COMMON	871546206	124	13,840	SH	OTHER	1
SYNOPSYS INC	COMMON	871607107	521	20,280	SH	OTHER	1
SYNOVUS FINL CORP	COMMON	87161C105	217	104,260	SH	OTHER	1
SYSCO CORP	COMMON	871829107	2,432	78,000	SH	OTHER	1
TAKE-TWO INTERACTIVE SOFTWARE	COMMON	874054109	189	12,360	SH	OTHER	1
TALEO CORP	COMMON	87424N104	218	5,880	SH	OTHER	1
TALISMAN ENERGY INC	COMMON FOREIGN	8.74E+107	1,935	94,200	SH	OTHER	1
TALISMAN ENERGY INC	COMMON FOREIGN	8.74E+107	6,752	329,575	SH	DEFINED	3
TANGER FACTORY OUTLET CTRS I	COMMON	875465106	231	8,640	SH	OTHER	1
TARGET CORP	COMMON	8.76E+110	3,981	84,860	SH	OTHER	1
TASEKO MINES LTD	COMMON FOREIGN	876511106	82	16,500	SH	OTHER	1
TAUBMAN CTRS INC	COMMON	876664103	316	5,340	SH	OTHER	1
TCF FINL CORP	COMMON	872275102	216	15,680	SH	OTHER	1
TD AMERITRADE HLDG CORP	COMMON	87236Y108	685	35,088	SH	OTHER	1
TE CONNECTIVITY LTD	COMMON	H84989104	2,289	62,260	SH	OTHER	1
TECH DATA CORP	COMMON	878237106	255	5,220	SH	OTHER	1
TECHNE CORP	COMMON	878377100	402	4,820	SH	OTHER	1
TECK RESOURCES LTD	COMMON FOREIGN	878742204	2,755	54,200	SH	OTHER	1
TECO ENERGY INC	COMMON	872375100	373	19,720	SH	OTHER	1
TELEDYNE TECHNOLOGIES INC	COMMON	879360105	253	5,020	SH	OTHER	1
TELEFLEX INC	COMMON	879369106	302	4,940	SH	OTHER	1
TELEPHONE & DATA SYS INC	COMMON	879433100	307	9,874	SH	OTHER	1
TELLABS INC	COMMON	879664100	183	39,740	SH	OTHER	1
TEMPLE INLAND INC	COMMON	879868107	374	12,560	SH	OTHER	1
TEMPUR PEDIC INTL INC	COMMON	88023U101	541	7,980	SH	OTHER	1
TENET HEALTHCARE CORP	COMMON	88033G100	387	61,940	SH	OTHER	1
TENNECO INC	COMMON	880349105	301	6,840	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

TERADATA CORP DEL	COMMON	88076W103	1,175	19,520	SH	OTHER	1
TERADYNE INC	COMMON	880770102	329	22,240	SH	OTHER	1
TEREX CORP NEW	COMMON	880779103	387	13,620	SH	OTHER	1
TESORO CORP	COMMON	881609101	400	17,460	SH	OTHER	1
TETRA TECHNOLOGIES INC DEL	COMMON	88162F105	178	14,000	SH	OTHER	1
TEVA PHARMACEUTICAL INDS LTD	COMMON	881624209	4,325	89,697	SH	OTHER	1
TEXAS INSTRS INC	COMMON	882508104	4,800	146,220	SH	OTHER	1
TEXTRON INC	COMMON	883203101	856	36,260	SH	OTHER	1
THERAVANCE INC	COMMON	88338T104	207	9,340	SH	OTHER	1
THERMO FISHER SCIENTIFIC INC	COMMON	883556102	2,952	45,841	SH	OTHER	1
THOMAS & BETTS CORP	COMMON	884315102	364	6,760	SH	OTHER	1
THOMPSON CREEK METALS CO INC	COMMON FOREIGN	884768102	118	11,800	SH	OTHER	1
THOMSON REUTERS CORP	COMMON FOREIGN	884903105	1,648	43,900	SH	OTHER	1
THORATEC CORP	COMMON	885175307	225	6,860	SH	OTHER	1
TIBCO SOFTWARE INC	COMMON	88632Q103	612	21,080	SH	OTHER	1
TIDEWATER INC	COMMON	886423102	317	5,896	SH	OTHER	1
TIFFANY & CO NEW	COMMON	886547108	1,250	15,920	SH	OTHER	1
TIM HORTONS INC	COMMON FOREIGN	88706M103	728	14,900	SH	OTHER	1
TIME WARNER CABLE INC	COMMON	88732J207	3,698	47,381	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANA
TIME WARNER INC	COMMON	887317303	5,028	138,240	SH	OTHER	1
TIMKEN CO	COMMON	887389104	520	10,320	SH	OTHER	1
TITANIUM METALS CORP	COMMON	888339207	232	12,660	SH	OTHER	1
TIVO INC	COMMON	888706108	165	16,020	SH	OTHER	1
TJX COS INC NEW	COMMON	872540109	2,463	46,880	SH	OTHER	1
TOLL BROTHERS INC	COMMON	889478103	402	19,360	SH	OTHER	1
TORCHMARK CORP	COMMON	891027104	750	11,700	SH	OTHER	1
TORO CO	COMMON	891092108	213	3,520	SH	OTHER	1
TORONTO DOMINION BK ONT	COMMON FOREIGN	891160509	6,936	81,800	SH	OTHER	1
TORONTO DOMINION BK ONT	COMMON FOREIGN	891160509	13,159	155,245	SH	DEFINED	3
TOTAL SYS SVCS INC	COMMON	891906109	441	23,740	SH	OTHER	1
TOWER SEMICONDUCTOR LTD	COMMON FOREIGN	M87915100	63	53,865	SH	OTHER	1
TOWERS WATSON & CO	COMMON	891894107	402	6,120	SH	OTHER	1
TRACTOR SUPPLY CO	COMMON	892356106	603	9,020	SH	OTHER	1
TRANSALTA CORP	COMMON FOREIGN	89346D107	397	18,600	SH	OTHER	1
TRANSATLANTIC HLDGS INC	COMMON	893521104	369	7,520	SH	OTHER	1
TRANSCANADA CORP	COMMON FOREIGN	89353D107	2,701	61,500	SH	OTHER	1
TRANSDIGM GROUP INC	COMMON	893641100	525	5,760	SH	OTHER	1
TRAVELERS COMPANIES INC	COMMON	8.94E+113	3,612	61,875	SH	OTHER	1
TRIMBLE NAVIGATION LTD	COMMON	896239100	543	13,700	SH	OTHER	1
TRINITY INDS INC	COMMON	896522109	393	11,280	SH	OTHER	1
TRIQUINT SEMICONDUCTOR INC	COMMON	89674K103	175	17,200	SH	OTHER	1
TRIO GROUP INC NEW	COMMON	896818101	225	2,260	SH	OTHER	1
TRUSTCO BK CORP N Y	COMMON	898349105	124	25,220	SH	OTHER	1
TRW AUTOMOTIVE HLDGS CORP	COMMON	87264S106	936	15,860	SH	OTHER	1
TUPPERWARE BRANDS CORP	COMMON	899896104	495	7,340	SH	OTHER	1
TW TELECOM INC	COMMON	87311L104	399	19,440	SH	OTHER	1
TWO HBRS INVT CORP	COMMON	90187B101	111	10,340	SH	OTHER	1
TYCO INTERNATIONAL LTD	COMMON	H89128104	2,976	60,213	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

TYSON FOODS INC	COMMON	902494103	784	40,380	SH	OTHER	1
U STORE IT TR	COMMON	91274F104	160	15,220	SH	OTHER	1
UBS AG	COMMON FOREIGN	H89231338	6,292	345,095	SH	OTHER	1
UDR INC	COMMON	902653104	474	19,300	SH	OTHER	1
UGI CORP NEW	COMMON	902681105	409	12,820	SH	OTHER	1
ULTA SALON COSMETCS & FRAG I	COMMON	90384S303	288	4,460	SH	OTHER	1
ULTRA PETROLEUM CORP	COMMON	903914109	935	20,407	SH	OTHER	1
UMPQUA HLDGS CORP	COMMON	904214103	192	16,560	SH	OTHER	1
UNDER ARMOUR INC	COMMON	904311107	346	4,480	SH	OTHER	1
UNION PAC CORP	COMMON	907818108	6,604	63,260	SH	OTHER	1
UNIT CORP	COMMON	909218109	318	5,220	SH	OTHER	1
UNITED CONTL HLDGS INC	COMMON	910047109	335	14,800	SH	OTHER	1
UNITED NAT FOODS INC	COMMON	911163103	238	5,580	SH	OTHER	1
UNITED ONLINE INC	COMMON	911268100	69	11,480	SH	OTHER	1
UNITED PARCEL SERVICE INC	COMMON	911312106	6,790	93,100	SH	OTHER	1
UNITED STATES STL CORP NEW	COMMON	912909108	893	19,400	SH	OTHER	1
UNITED STATIONERS INC	COMMON	913004107	204	5,760	SH	OTHER	1
UNITED TECHNOLOGIES CORP	COMMON	913017109	9,899	111,840	SH	OTHER	1
UNITED THERAPEUTICS CORP DEL	COMMON	91307C102	361	6,560	SH	OTHER	1
UNITEDHEALTH GROUP INC	COMMON	91324P102	7,348	142,460	SH	OTHER	1
UNITRIN INC	COMMON	913275103	237	7,980	SH	OTHER	1
UNIVERSAL HLTH SVCS INC	COMMON	913903100	516	10,020	SH	OTHER	1
UNUM GROUP	COMMON	91529Y106	1,142	44,820	SH	OTHER	1
URBAN OUTFITTERS INC	COMMON	917047102	461	16,360	SH	OTHER	1
URS CORP NEW	COMMON	903236107	467	10,440	SH	OTHER	1
US BANCORP DEL	COMMON	902973304	6,307	247,218	SH	OTHER	1
US GOLD CORPORATION	COMMON	912023207	92	15,180	SH	OTHER	1
USEC INC	COMMON	9.03E+112	70	20,810	SH	OTHER	1
UTI WORLDWIDE INC	COMMON	G87210103	275	13,960	SH	OTHER	1
V F CORP	COMMON	918204108	1,125	10,360	SH	OTHER	1
VALERO ENERGY CORP NEW	COMMON	91913Y100	1,902	74,380	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTH MANA
VALLEY NATL BANCORP	COMMON	919794107	248	18,186	SH	OTHER	1
VALMONT INDS INC	COMMON	920253101	241	2,500	SH	OTHER	1
VALSPAR CORP	COMMON	920355104	394	10,920	SH	OTHER	1
VALUECLICK INC	COMMON	92046N102	191	11,480	SH	OTHER	1
VANGUARD INDEX FDS	COMMON	922908637	37,206	614,058	SH	DEFINED	3
VANGUARD INDEX FDS	COMMON	922908751	14,984	191,875	SH	DEFINED	3
VANGUARD INTL EQUITY INDEX F	COMMON	922042858	367,522	7,559,070	SH	OTHER	1
VARIAN MED SYS INC	COMMON	92220P105	1,088	15,540	SH	OTHER	1
VARIAN SEMICONDUCTOR EQUIPMN	COMMON	922207105	587	9,560	SH	OTHER	1
VCA ANTECH INC	COMMON	918194101	225	10,620	SH	OTHER	1
VECTREN CORP	COMMON	92240G101	270	9,680	SH	OTHER	1
VEECO INSTRS INC DEL	COMMON	922417100	261	5,400	SH	OTHER	1
VENTAS INC	COMMON	92276F100	1,063	20,160	SH	OTHER	1
VERIFONE SYS INC	COMMON	92342Y109	481	10,840	SH	OTHER	1
VERISIGN INC	COMMON	9.23E+106	692	20,680	SH	OTHER	1
VERISK ANALYTICS INC	COMMON	92345Y106	436	12,580	SH	OTHER	1
VERIZON COMMUNICATIONS INC	COMMON	92343V104	13,581	364,780	SH	OTHER	1

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

VERTEX PHARMACEUTICALS INC	COMMON	92532F100	1,318	25,360	SH	OTHER	1
VIACOM INC NEW	COMMON	92553P201	3,750	73,520	SH	OTHER	1
VIEWPOINT FINL GROUP INC MD	COMMON	92672A101	141	10,192	SH	OTHER	1
VIRGIN MEDIA INC	COMMON	92769L101	1,307	43,660	SH	OTHER	1
VIOPHARMA INC	COMMON	928241108	187	10,100	SH	OTHER	1
VISA INC	COMMON	92826C839	5,416	64,282	SH	OTHER	1
VISHAY INTERTECHNOLOGY INC	COMMON	928298108	252	16,760	SH	OTHER	1
VISTAPRINT N V	COMMON FOREIGN	N93540107	279	5,840	SH	OTHER	1
VISTEON CORP	COMMON	92839U206	361	5,270	SH	OTHER	1
VMWARE INC	COMMON	928563402	994	9,920	SH	OTHER	1
VODAFONE GROUP PLC NEW	COMMON FOREIGN	92857W209	7,966	298,129	SH	OTHER	1
VORNADO RLTY TR	COMMON	929042109	2,303	24,720	SH	OTHER	1
VULCAN MATLS CO	COMMON	929160109	636	16,500	SH	OTHER	1
WABCO HLDGS INC	COMMON	92927K102	555	8,040	SH	OTHER	1
WABTEC CORP	COMMON	929740108	388	5,900	SH	OTHER	1
WADDELL & REED FINL INC	COMMON	930059100	477	13,120	SH	OTHER	1
WAL MART STORES INC	COMMON	931142103	12,882	242,420	SH	OTHER	1
WALGREEN CO	COMMON	931422109	4,920	115,880	SH	OTHER	1
WALTER ENERGY INC	COMMON	93317Q105	764	6,600	SH	OTHER	1
WARNACO GROUP INC	COMMON	934390402	289	5,540	SH	OTHER	1
WARNER CHILCOTT PLC IRELAND	COMMON	G94368100	496	20,560	SH	OTHER	1
WASHINGTON FED INC	COMMON	938824109	243	14,760	SH	OTHER	1
WASHINGTON POST CO	COMMON	939640108	218	520	SH	OTHER	1
WASHINGTON REAL ESTATE INVT	COMMON	939653101	228	7,020	SH	OTHER	1
WASTE CONNECTIONS INC	COMMON	941053100	356	11,220	SH	OTHER	1
WASTE MGMT INC DEL	COMMON	94106L109	1,996	53,560	SH	OTHER	1
WATERS CORP	COMMON	941848103	1,225	12,800	SH	OTHER	1
WATSON PHARMACEUTICALS INC	COMMON	942683103	957	13,920	SH	OTHER	1
WAUSAU PAPER CORP	COMMON	943315101	99	14,700	SH	OTHER	1
WEATHERFORD INTERNATIONAL LT	COMMON	H27013103	1,749	93,280	SH	OTHER	1
WEBMD HEALTH CORP	COMMON	94770V102	316	6,940	SH	OTHER	1
WEIGHT WATCHERS INTL INC NEW	COMMON	948626106	303	4,020	SH	OTHER	1
WEINGARTEN RLTY INVS	COMMON	948741103	317	12,580	SH	OTHER	1
WELLCARE HEALTH PLANS INC	COMMON	94946T106	282	5,480	SH	OTHER	1
WELLPOINT INC	COMMON	94973V107	4,084	51,850	SH	OTHER	1
WELLS FARGO & CO NEW	COMMON	949746101	17,951	639,740	SH	OTHER	1
WENDYS ARBYS GROUP INC	COMMON	950587105	225	44,440	SH	OTHER	1
WESCO INTL INC	COMMON	95082P105	277	5,120	SH	OTHER	1
WEST PHARMACEUTICAL SVSC INC	COMMON	955306105	213	4,860	SH	OTHER	1
WESTAR ENERGY INC	COMMON	95709T100	298	11,080	SH	OTHER	1
WESTERN ALLIANCE BANCORP	COMMON	957638109	111	15,660	SH	OTHER	1
WESTERN DIGITAL CORP	COMMON	958102105	1,032	28,360	SH	OTHER	1
WESTERN UN CO	COMMON	959802109	1,680	83,880	SH	OTHER	1

FORM 13F INFORMATION TABLE

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ CALL	INVESTMENT DISCRETION MANA
WESTWOOD ONE INC	COMMON	961815305	3,117	604,124	SH	DEFINED
WET SEAL INC	COMMON	961840105	66	14,700	SH	OTHER
WEYERHAEUSER CO	COMMON	962166104	1,491	68,195	SH	OTHER
WGL HLDGS INC	COMMON	92924F106	269	7,000	SH	OTHER
WHIRLPOOL CORP	COMMON	963320106	813	10,000	SH	OTHER

Edgar Filing: ALLSTATE CORP - Form 13F-HR/A

WHITE MTNS INS GROUP LTD	COMMON	G9618E107	412	980	SH	OTHER	1
WHITING PETE CORP NEW	COMMON	966387102	789	13,860	SH	OTHER	1
WHOLE FOODS MKT INC	COMMON	966837106	1,208	19,040	SH	OTHER	1
WILEY JOHN & SONS INC	COMMON	968223206	297	5,720	SH	OTHER	1
WILLIAMS COS INC DEL	COMMON	969457100	2,261	74,740	SH	OTHER	1
WILLIAMS SONOMA INC	COMMON	969904101	442	12,100	SH	OTHER	1
WILLIS GROUP HOLDINGS PUBLIC	COMMON FOREIGN	G96666105	994	24,180	SH	OTHER	1
WINDSTREAM CORP	COMMON	97381W104	902	69,589	SH	OTHER	1
WINN DIXIE STORES INC	COMMON	974280307	115	13,560	SH	OTHER	1
WISCONSIN ENERGY CORP	COMMON	976657106	899	28,680	SH	OTHER	1
WOLVERINE WORLD WIDE INC	COMMON	978097103	303	7,260	SH	OTHER	1
WOODWARD INC	COMMON	980745103	253	7,260	SH	OTHER	1
WORLD FUEL SVCS CORP	COMMON	981475106	310	8,620	SH	OTHER	1
WRIGHT EXPRESS CORP	COMMON	98233Q105	241	4,620	SH	OTHER	1
WYNDHAM WORLDWIDE CORP	COMMON	98310W108	678	20,160	SH	OTHER	1
WYNN RESORTS LTD	COMMON	983134107	1,608	11,200	SH	OTHER	1
XCEL ENERGY INC	COMMON	98389B100	1,424	58,620	SH	OTHER	1
XEROX CORP	COMMON	984121103	1,885	181,060	SH	OTHER	1
XILINX INC	COMMON	983919101	1,253	34,360	SH	OTHER	1
XL GROUP PLC	COMMON	G98290102	942	42,840	SH	OTHER	1
YAHOO INC	COMMON	984332106	2,398	159,445	SH	OTHER	1
YAMANA GOLD INC	COMMON FOREIGN	98462Y100	825	70,700	SH	OTHER	1
YAMANA GOLD INC	COMMON FOREIGN	98462Y100	3,388	291,725	SH	DEFINED	3
YUM BRANDS INC	COMMON	988498101	3,224	58,360	SH	OTHER	1
ZEBRA TECHNOLOGIES CORP	COMMON	989207105	286	6,780	SH	OTHER	1
ZIMMER HLDGS INC	COMMON	98956P102	1,632	25,820	SH	OTHER	1
ZIONS BANCORPORATION	COMMON	989701107	496	20,660	SH	OTHER	1