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ALLSTATE CORP
Form 13F-HR
February 14, 2012

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

Form 13F
Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 12/31/2011
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: 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: VICE PRESIDENT INVESTMENT FINANCE
Phone: 847-402-5169

Signature, Place, and Date of Signing:

/s/ PAUL SCHUTT NORTHBROOK, IL. 2/8/2012

[Signature] [City, State] [Date]

Report Type (Check only one):

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

List of Other Managers Reporting for this Manager:

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 1,407

Form 13F Information Table Value Total: \$ 2,491,005

 (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/ PRN CALL	INVESTMENT DISCRETION	OTHER MANA
3M CO	COMMON	88579Y101	6,540	80,020	SH	OTHER	1
A123 SYS INC	COMMON	03739T108	22	13,420	SH	OTHER	1
AARONS INC	COMMON	002535300	245	9,200	SH	OTHER	1
ABBOTT LABS	COMMON	002824100	10,403	185,000	SH	OTHER	1
ABERCROMBIE & FITCH CO	COMMON	002896207	497	10,180	SH	OTHER	1
ABITIBIBOWATER INC	COMMON	003687209	190	13,070	SH	OTHER	1
ABOVENET INC	COMMON	00374N107	177	2,720	SH	OTHER	1
ABRAXAS PETE CORP	COMMON	003830106	52	15,780	SH	OTHER	1
ACACIA RESH CORP	COMMON	003881307	201	5,500	SH	OTHER	1
ACCENTURE PLC IRELAND	COMMON FOREIGN	G1151C101	4,127	77,540	SH	OTHER	1
ACCURAY INC	COMMON	004397105	66	15,600	SH	OTHER	1
ACE LTD	COMMON	H0023R105	2,861	40,800	SH	OTHER	1
ACME PACKET INC	COMMON	004764106	232	7,520	SH	OTHER	1
ACTIVISION BLIZZARD INC	COMMON	00507V109	685	55,640	SH	OTHER	1
ACTUANT CORP	COMMON	00508X203	188	8,300	SH	OTHER	1
ACUITY BRANDS INC	COMMON	00508Y102	259	4,880	SH	OTHER	1
ACXIOM CORP	COMMON	005125109	131	10,740	SH	OTHER	1
ADOBE SYS INC	COMMON	00724F101	1,519	53,720	SH	OTHER	1
ADTRAN INC	COMMON	00738A106	217	7,200	SH	OTHER	1
ADVANCE AUTO PARTS INC	COMMON	00751Y106	696	10,000	SH	OTHER	1
ADVANCED MICRO DEVICES INC	COMMON	007903107	388	71,840	SH	OTHER	1

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ADVANTAGE OIL & GAS LTD	COMMON FOREIGN	00765F101	69	16,500	SH	OTHER	1
AECOM TECHNOLOGY CORP DELAW	COMMON	00766T100	311	15,140	SH	OTHER	1
AEROPOSTALE	COMMON	007865108	163	10,680	SH	OTHER	1
AES CORP	COMMON	00130H105	1,063	89,760	SH	OTHER	1
AETNA INC NEW	COMMON	00817Y108	2,072	49,120	SH	OTHER	1
AFFILIATED MANAGERS GROUP	COMMON	008252108	597	6,220	SH	OTHER	1
AFLAC INC	COMMON	001055102	2,545	58,820	SH	OTHER	1
AGCO CORP	COMMON	001084102	550	12,800	SH	OTHER	1
AGILENT TECHNOLOGIES INC	COMMON	00846U101	1,430	40,930	SH	OTHER	1
AGL RES INC	COMMON	001204106	552	13,067	SH	OTHER	1
AGRIUM INC	COMMON FOREIGN	008916108	4,827	72,000	SH	DEFINED	3
AGRIUM INC	COMMON FOREIGN	008916108	946	14,100	SH	OTHER	1
AIR LEASE CORP	COMMON	00912X302	212	8,960	SH	OTHER	1
AIR PRODS & CHEMS INC	COMMON	009158106	1,968	23,100	SH	OTHER	1
AIRCASTLE LTD	COMMON	G0129K104	119	9,380	SH	OTHER	1
AIRGAS INC	COMMON	009363102	609	7,800	SH	OTHER	1
AK STL HLDG CORP	COMMON	001547108	140	17,000	SH	OTHER	1
AKAMAI TECHNOLOGIES INC	COMMON	00971T101	662	20,500	SH	OTHER	1
AKORN INC	COMMON	009728106	99	8,940	SH	OTHER	1
ALBEMARLE CORP	COMMON	012653101	502	9,740	SH	OTHER	1
ALCOA INC	COMMON	013817101	1,038	120,040	SH	OTHER	1
ALERE INC	COMMON	01449J105	229	9,900	SH	OTHER	1
ALEXANDER & BALDWIN INC	COMMON	014482103	251	6,140	SH	OTHER	1
ALEXANDRIA REAL ESTATE EQ I	COMMON	015271109	509	7,380	SH	OTHER	1
ALEXION PHARMACEUTICALS INC	COMMON	015351109	1,908	26,680	SH	OTHER	1
ALIGN TECHNOLOGY INC	COMMON	016255101	191	8,060	SH	OTHER	1
ALKERMES PLC	COMMON	G01767105	217	12,520	SH	OTHER	1
ALLEGHANY CORP DEL	COMMON	017175100	221	776	SH	OTHER	1
ALLEGHENY TECHNOLOGIES INC	COMMON	01741R102	641	13,420	SH	OTHER	1
ALLERGAN INC	COMMON	018490102	3,180	36,240	SH	OTHER	1
ALLETE INC	COMMON	018522300	201	4,780	SH	OTHER	1
ALLIANCE DATA SYSTEMS CORP	COMMON	018581108	652	6,280	SH	OTHER	1
ALLIANT ENERGY CORP	COMMON	018802108	802	18,180	SH	OTHER	1
ALLIANT TECHSYSTEMS INC	COMMON	018804104	227	3,980	SH	OTHER	1
ALLIED NEVADA GOLD CORP	COMMON	019344100	311	10,260	SH	OTHER	1
ALLIED WRLD ASSUR COM HLDG	COMMON	H01531104	303	4,820	SH	OTHER	1
ALLSCRIPTS HEALTHCARE SOLUT	COMMON	01988P108	420	22,176	SH	OTHER	1
ALPHA NATURAL RESOURCES INC	COMMON	02076X102	497	24,340	SH	OTHER	1
ALTERA CORP	COMMON	021441100	1,533	41,320	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 MANA	
ALTERRA CAPITAL HOLDINGS LI	COMMON	G0229R108	198	8,400	SH	OTHER	1
AMAZON COM INC	COMMON	023135106	7,551	43,620	SH	OTHER	1
AMC NETWORKS INC	COMMON	00164V103	250	6,640	SH	OTHER	1
AMEREN CORP	COMMON	023608102	769	23,220	SH	OTHER	1
AMERICAN CAMPUS CMNTYS INC	COMMON	024835100	295	7,020	SH	OTHER	1
AMERICAN CAP LTD	COMMON	02503Y103	287	42,680	SH	OTHER	1
AMERICAN CAPITAL AGENCY COR	COMMON	02503X105	681	24,260	SH	OTHER	1
AMERICAN EAGLE OUTFITTERS N	COMMON	02553E106	321	21,020	SH	OTHER	1
AMERICAN ELEC PWR INC	COMMON	025537101	2,319	56,140	SH	OTHER	1

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AMERICAN EQTY INVT LIFE HLD	COMMON	025676206	93	8,960	SH	OTHER	1
AMERICAN EXPRESS CO	COMMON	025816109	6,166	130,720	SH	OTHER	1
AMERICAN FINL GROUP INC OHI	COMMON	025932104	294	7,960	SH	OTHER	1
AMERICAN INTL GROUP INC	COMMON	026874784	1,331	57,360	SH	OTHER	1
AMERICAN TOWER CORP	COMMON	029912201	2,891	48,180	SH	OTHER	1
AMERICAN WTR WKS CO INC NEW	COMMON	030420103	686	21,540	SH	OTHER	1
AMERIGROUP CORP	COMMON	03073T102	344	5,820	SH	OTHER	1
AMERIPRISE FINL INC	COMMON	03076C106	1,745	35,160	SH	OTHER	1
AMERISOURCEBERGEN CORP	COMMON	03073E105	1,206	32,420	SH	OTHER	1
AMETEK INC NEW	COMMON	031100100	1,024	24,320	SH	OTHER	1
AMGEN INC	COMMON	031162100	7,145	111,280	SH	OTHER	1
AMKOR TECHNOLOGY INC	COMMON	031652100	59	13,500	SH	OTHER	1
AMPHENOL CORP NEW	COMMON	032095101	879	19,360	SH	OTHER	1
AMYLIN PHARMACEUTICALS INC	COMMON	032346108	205	18,040	SH	OTHER	1
ANADARKO PETE CORP	COMMON	032511107	4,663	61,086	SH	OTHER	1
ANALOG DEVICES INC	COMMON	032654105	1,248	34,880	SH	OTHER	1
ANIXTER INTL INC	COMMON	035290105	223	3,740	SH	OTHER	1
ANNALY CAP MGMT INC	COMMON	035710409	1,682	105,380	SH	OTHER	1
ANSYS INC	COMMON	03662Q105	651	11,360	SH	OTHER	1
ANWORTH MORTGAGE ASSET CP	COMMON	037347101	94	15,020	SH	OTHER	1
AOL INC	COMMON	00184X105	197	13,022	SH	OTHER	1
AON CORP	COMMON	037389103	1,770	37,812	SH	OTHER	1
APACHE CORP	COMMON	037411105	3,941	43,508	SH	OTHER	1
APARTMENT INVT & MGMT CO	COMMON	03748R101	318	13,900	SH	OTHER	1
APOLLO GROUP INC	COMMON	037604105	749	13,900	SH	OTHER	1
APOLLO INVT CORP	COMMON	03761U106	147	22,840	SH	OTHER	1
APPLE INC	COMMON	037833100	44,712	110,400	SH	OTHER	1
APPLIED MATLS INC	COMMON	038222105	1,588	148,280	SH	OTHER	1
APTARGROUP INC	COMMON	038336103	362	6,940	SH	OTHER	1
AQUA AMERICA INC	COMMON	03836W103	346	15,700	SH	OTHER	1
ARCH CAP GROUP LTD	COMMON	G0450A105	787	21,140	SH	OTHER	1
ARCH COAL INC	COMMON	039380100	324	22,360	SH	OTHER	1
ARCHER DANIELS MIDLAND CO	COMMON	039483102	2,297	80,300	SH	OTHER	1
ARES CAP CORP	COMMON	04010L103	363	23,523	SH	OTHER	1
ARIAD PHARMACEUTICALS INC	COMMON	04033A100	181	14,800	SH	OTHER	1
ARIBA INC	COMMON	04033V203	322	11,460	SH	OTHER	1
ARRIS GROUP INC	COMMON	04269Q100	143	13,240	SH	OTHER	1
ARROW ELECTRS INC	COMMON	042735100	590	15,760	SH	OTHER	1
ARUBA NETWORKS INC	COMMON	043176106	170	9,180	SH	OTHER	1
ASCENA RETAIL GROUP INC	COMMON	04351G101	220	7,411	SH	OTHER	1
ASHLAND INC NEW	COMMON	044209104	537	9,400	SH	OTHER	1
ASPEN INSURANCE HOLDINGS LT	COMMON FOREIGN	G05384105	242	9,140	SH	OTHER	1
ASPEN TECHNOLOGY INC	COMMON	045327103	180	10,400	SH	OTHER	1
ASSOCIATED BANC CORP	COMMON	045487105	285	25,540	SH	OTHER	1
ASSURANT INC	COMMON	04621X108	584	14,220	SH	OTHER	1
ASSURED GUARANTY LTD	COMMON	G0585R106	264	20,060	SH	OTHER	1
ASTORIA FINL CORP	COMMON	046265104	102	12,020	SH	OTHER	1
AT&T INC	COMMON	00206R102	21,109	698,040	SH	OTHER	1
ATHENAHEALTH INC	COMMON	04685W103	191	3,880	SH	OTHER	1
ATLANTIC PWR CORP	COMMON FOREIGN	04878Q863	177	12,400	SH	OTHER	1
ATMEL CORP	COMMON	049513104	439	54,220	SH	OTHER	1

FORM 13F INFORMATION TABLE

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

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(x\$1000)	PRN AMT	PRN CALL	DISCRETION	MANA
ATMOS ENERGY CORP	COMMON	049560105	392	11,740	SH	OTHER	1
ATWOOD OCEANICS INC	COMMON	050095108	318	8,000	SH	OTHER	1
AURICO GOLD INC	COMMON FOREIGN	05155C105	224	27,830	SH	OTHER	1
AURIZON MINES LTD	COMMON FOREIGN	05155P106	75	15,300	SH	OTHER	1
AUTODESK INC	COMMON	052769106	801	26,400	SH	OTHER	1
AUTOLIV INC	COMMON	052800109	484	9,040	SH	OTHER	1
AUTOMATIC DATA PROCESSING I	COMMON	053015103	3,268	60,516	SH	OTHER	1
AUTONATION INC	COMMON	05329W102	215	5,820	SH	OTHER	1
AUTOZONE INC	COMMON	053332102	838	2,580	SH	OTHER	1
AVAGO TECHNOLOGIES LTD	COMMON FOREIGN	Y0486S104	741	25,680	SH	OTHER	1
AVALONBAY CMNTYS INC	COMMON	053484101	1,518	11,620	SH	OTHER	1
AVANIR PHARMACEUTICALS INC	COMMON	05348P401	33	16,100	SH	OTHER	1
AVERY DENNISON CORP	COMMON	053611109	291	10,140	SH	OTHER	1
AVIS BUDGET GROUP	COMMON	053774105	121	11,260	SH	OTHER	1
AVNET INC	COMMON	053807103	524	16,840	SH	OTHER	1
AVON PRODS INC	COMMON	054303102	853	48,800	SH	OTHER	1
AXIS CAPITAL HOLDINGS	COMMON	G0692U109	622	19,460	SH	OTHER	1
BABCOCK & WILCOX CO NEW	COMMON	05615F102	383	15,880	SH	OTHER	1
BAKER HUGHES INC	COMMON	057224107	2,471	50,800	SH	OTHER	1
BALL CORP	COMMON	058498106	479	13,400	SH	OTHER	1
BALLY TECHNOLOGIES INC	COMMON	05874B107	201	5,080	SH	OTHER	1
BANCORPSOUTH INC	COMMON	059692103	114	10,320	SH	OTHER	1
BANK HAWAII CORP	COMMON	062540109	219	4,920	SH	OTHER	1
BANK MONTREAL QUE	COMMON FOREIGN	063671101	2,839	51,752	SH	OTHER	1
BANK NOVA SCOTIA HALIFAX	COMMON FOREIGN	064149107	2,524	50,668	SH	DEFINED	3
BANK NOVA SCOTIA HALIFAX	COMMON FOREIGN	064149107	4,905	98,300	SH	OTHER	1
BANK OF AMERICA CORPORATION	COMMON	060505104	6,610	1,188,860	SH	OTHER	1
BANK OF NEW YORK MELLON COR	COMMON	064058100	2,945	147,900	SH	OTHER	1
BARD C R INC	COMMON	067383109	850	9,940	SH	OTHER	1
BARRETT BILL CORP	COMMON	06846N104	202	5,940	SH	OTHER	1
BARRICK GOLD CORP	COMMON FOREIGN	067901108	4,140	91,400	SH	OTHER	1
BAXTER INTL INC	COMMON	071813109	3,350	67,708	SH	OTHER	1
BAYTEX ENERGY CORP	COMMON FOREIGN	07317Q105	632	11,300	SH	OTHER	1
BB&T CORP	COMMON	054937107	2,120	84,225	SH	OTHER	1
BCE INC	COMMON FOREIGN	05534B760	1,127	27,060	SH	DEFINED	3
BCE INC	COMMON FOREIGN	05534B760	1,021	24,500	SH	OTHER	1
BE AEROSPACE INC	COMMON	073302101	461	11,900	SH	OTHER	1
BECTON DICKINSON & CO	COMMON	075887109	1,911	25,580	SH	OTHER	1
BED BATH & BEYOND INC	COMMON	075896100	1,690	29,153	SH	OTHER	1
BELDEN INC	COMMON	077454106	190	5,700	SH	OTHER	1
BELO CORP	COMMON	080555105	74	11,820	SH	OTHER	1
BEMIS INC	COMMON	081437105	364	12,100	SH	OTHER	1
BENCHMARK ELECTRS INC	COMMON	08160H101	124	9,220	SH	OTHER	1
BERKLEY W R CORP	COMMON	084423102	659	19,160	SH	OTHER	1
BERKSHIRE HATHAWAY INC DEL	COMMON	084670702	8,271	108,398	SH	OTHER	1
BERRY PETE CO	COMMON	085789105	234	5,560	SH	OTHER	1
BEST BUY INC	COMMON	086516101	835	35,720	SH	OTHER	1
BGC PARTNERS INC	COMMON	05541T101	55	9,180	SH	OTHER	1
BIG LOTS INC	COMMON	089302103	319	8,440	SH	OTHER	1
BIO RAD LABS INC	COMMON	090572207	211	2,200	SH	OTHER	1
BIOGEN IDEC INC	COMMON	09062X103	3,176	28,860	SH	OTHER	1
BIOMARIN PHARMACEUTICAL INC	COMMON	09061G101	448	13,040	SH	OTHER	1
BIOMED REALTY TRUST INC	COMMON	09063H107	271	14,980	SH	OTHER	1
BLACKROCK INC	COMMON	09247X101	2,401	13,469	SH	OTHER	1
BLOCK H & R INC	COMMON	093671105	533	32,640	SH	OTHER	1
BMC SOFTWARE INC	COMMON	055921100	725	22,120	SH	OTHER	1
BOEING CO	COMMON	097023105	6,442	87,820	SH	OTHER	1
BOISE INC	COMMON	09746Y105	96	13,520	SH	OTHER	1
BOK FINL CORP	COMMON	05561Q201	172	3,140	SH	OTHER	1

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BORGWARNER INC COMMON 099724106 850 13,340 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	OTH MANA
BOSTON PRIVATE FINL HLDGS I	COMMON	101119105	79	9,900	SH	OTHER	1
BOSTON PROPERTIES INC	COMMON	101121101	1,835	18,420	SH	OTHER	1
BOSTON SCIENTIFIC CORP	COMMON	101137107	997	186,640	SH	OTHER	1
BPZ RESOURCES INC	COMMON	055639108	34	11,980	SH	OTHER	1
BRADY CORP	COMMON	104674106	186	5,900	SH	OTHER	1
BRANDYWINE RLTY TR	COMMON	105368203	174	18,320	SH	OTHER	1
BRE PROPERTIES INC	COMMON	05564E106	428	8,480	SH	OTHER	1
BRINKER INTL INC	COMMON	109641100	256	9,580	SH	OTHER	1
BRISTOL MYERS SQUIBB CO	COMMON	110122108	7,345	208,420	SH	OTHER	1
BRISTOW GROUP INC	COMMON	110394103	191	4,040	SH	OTHER	1
BROADCOM CORP	COMMON	111320107	1,505	51,260	SH	OTHER	1
BROADRIDGE FINL SOLUTIONS I	COMMON	11133T103	318	14,120	SH	OTHER	1
BROCADE COMMUNICATIONS SYS	COMMON	111621306	313	60,380	SH	OTHER	1
BROOKDALE SR LIVING INC	COMMON	112463104	253	14,560	SH	OTHER	1
BROOKFIELD ASSET MGMT INC	COMMON FOREIGN	112585104	1,368	49,700	SH	OTHER	1
BROOKFIELD OFFICE PPTYS INC	COMMON	112900105	381	24,300	SH	OTHER	1
BROWN & BROWN INC	COMMON	115236101	347	15,340	SH	OTHER	1
BROWN SHOE INC NEW	COMMON	115736100	100	11,280	SH	OTHER	1
BRUNSWICK CORP	COMMON	117043109	208	11,540	SH	OTHER	1
BUNGE LIMITED	COMMON	G16962105	1,028	17,980	SH	OTHER	1
C H ROBINSON WORLDWIDE INC	COMMON	12541W209	1,319	18,900	SH	OTHER	1
CA INC	COMMON	12673P105	925	45,740	SH	OTHER	1
CABLEVISION SYS CORP	COMMON	12686C109	330	23,220	SH	OTHER	1
CABOT CORP	COMMON	127055101	263	8,180	SH	OTHER	1
CABOT OIL & GAS CORP	COMMON	127097103	1,023	13,480	SH	OTHER	1
CACI INTL INC	COMMON	127190304	176	3,140	SH	OTHER	1
CADENCE DESIGN SYSTEM INC	COMMON	127387108	321	30,860	SH	OTHER	1
CAE INC	COMMON FOREIGN	124765108	237	24,400	SH	OTHER	1
CAL DIVE INTL INC DEL	COMMON	12802T101	42	18,820	SH	OTHER	1
CALLAWAY GOLF CO	COMMON	131193104	79	14,340	SH	OTHER	1
CALPINE CORP	COMMON	131347304	646	39,540	SH	OTHER	1
CAMDEN PPTY TR	COMMON	133131102	528	8,480	SH	OTHER	1
CAMECO CORP	COMMON FOREIGN	13321L108	667	36,900	SH	OTHER	1
CAMERON INTERNATIONAL CORP	COMMON	13342B105	1,493	30,360	SH	OTHER	1
CAMPBELL SOUP CO	COMMON	134429109	904	27,205	SH	OTHER	1
CANADIAN NAT RES LTD	COMMON FOREIGN	136385101	8,864	237,885	SH	DEFINED	3
CANADIAN NAT RES LTD	COMMON FOREIGN	136385101	3,850	102,800	SH	OTHER	1
CANADIAN NATL RY CO	COMMON FOREIGN	136375102	5,533	70,400	SH	DEFINED	3
CANADIAN NATL RY CO	COMMON FOREIGN	136375102	3,092	39,300	SH	OTHER	1
CANADIAN PAC RY LTD	COMMON FOREIGN	13645T100	1,646	24,300	SH	OTHER	1
CAPITAL ONE FINL CORP	COMMON	14040H105	2,515	59,482	SH	OTHER	1
CAPITALSOURCE INC	COMMON	14055X102	219	32,700	SH	OTHER	1
CAPITOL FED FINL INC	COMMON	14057J101	192	16,641	SH	OTHER	1
CAPLEASE INC	COMMON	140288101	55	13,620	SH	OTHER	1
CAPSTONE TURBINE CORP	COMMON	14067D102	49	42,160	SH	OTHER	1
CARBO CERAMICS INC	COMMON	140781105	289	2,340	SH	OTHER	1
CARDINAL HEALTH INC	COMMON	14149Y108	1,676	41,280	SH	OTHER	1

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CAREER EDUCATION CORP	COMMON	141665109	80	10,060	SH	OTHER	1
CAREFUSION CORP	COMMON	14170T101	536	21,100	SH	OTHER	1
CARLISLE COS INC	COMMON	142339100	324	7,320	SH	OTHER	1
CARMAX INC	COMMON	143130102	744	24,420	SH	OTHER	1
CARNIVAL CORP	COMMON	143658300	1,688	51,706	SH	OTHER	1
CARPENTER TECHNOLOGY CORP	COMMON	144285103	279	5,420	SH	OTHER	1
CARTER INC	COMMON	146229109	260	6,540	SH	OTHER	1
CASEYS GEN STORES INC	COMMON	147528103	227	4,400	SH	OTHER	1
CATALYST HEALTH SOLUTIONS I	COMMON	14888B103	259	4,980	SH	OTHER	1
CATERPILLAR INC DEL	COMMON	149123101	7,273	80,280	SH	OTHER	1
CATHAY GENERAL BANCORP	COMMON	149150104	147	9,860	SH	OTHER	1
CBL & ASSOC PPTYS INC	COMMON	124830100	236	15,040	SH	OTHER	1
CBOE HLDGS INC	COMMON	12503M108	304	11,760	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
CBRE GROUP INC	COMMON	12504L109	555	36,460	SH	OTHER
CBS CORP NEW	COMMON	124857202	2,126	78,320	SH	OTHER
CDN IMPERIAL BK OF COMMERCE	COMMON FOREIGN	136069101	8,430	116,468	SH	DEFINED
CDN IMPERIAL BK OF COMMERCE	COMMON FOREIGN	136069101	2,571	35,500	SH	OTHER
CELANESE CORP DEL	COMMON	150870103	1,018	23,000	SH	OTHER
CELESTICA INC	COMMON FOREIGN	15101Q108	137	18,700	SH	OTHER
CELGENE CORP	COMMON	151020104	3,675	54,360	SH	OTHER
CENOVUS ENERGY INC	COMMON FOREIGN	15135U109	2,341	70,500	SH	OTHER
CENTENE CORP DEL	COMMON	15135B101	241	6,080	SH	OTHER
CENTERPOINT ENERGY INC	COMMON	15189T107	1,145	57,000	SH	OTHER
CENTURYLINK INC	COMMON	156700106	2,619	70,402	SH	OTHER
CEPHEID	COMMON	15670R107	255	7,400	SH	OTHER
CERNER CORP	COMMON	156782104	978	15,960	SH	OTHER
CF INDS HLDGS INC	COMMON	125269100	1,178	8,126	SH	OTHER
CHARMING SHOPPES INC	COMMON	161133103	68	13,800	SH	OTHER
CHART INDS INC	COMMON	16115Q308	199	3,680	SH	OTHER
CHEESECAKE FACTORY INC	COMMON	163072101	175	5,960	SH	OTHER
CHEMED CORP NEW	COMMON	16359R103	158	3,080	SH	OTHER
CHEMTURA CORP	COMMON	163893209	138	12,200	SH	OTHER
CHENIERE ENERGY INC	COMMON	16411R208	91	10,440	SH	OTHER
CHESAPEAKE ENERGY CORP	COMMON	165167107	1,675	75,140	SH	OTHER
CHEVRON CORP NEW	COMMON	166764100	25,166	236,520	SH	OTHER
CHICOS FAS INC	COMMON	168615102	246	22,040	SH	OTHER
CHILDRENS PL RETAIL STORES	COMMON	168905107	170	3,200	SH	OTHER
CHIMERA INVT CORP	COMMON	16934Q109	306	122,060	SH	OTHER
CHIPOTLE MEXICAN GRILL INC	COMMON	169656105	1,213	3,591	SH	OTHER
CHUBB CORP	COMMON	171232101	2,260	32,644	SH	OTHER
CHURCH & DWIGHT INC	COMMON	171340102	756	16,520	SH	OTHER
CIBER INC	COMMON	17163B102	48	12,420	SH	OTHER
CIENA CORP	COMMON	171779309	145	12,000	SH	OTHER
CIGNA CORPORATION	COMMON	125509109	1,611	38,360	SH	OTHER
CIMAREX ENERGY CO	COMMON	171798101	712	11,500	SH	OTHER
CINCINNATI BELL INC NEW	COMMON	171871106	76	25,200	SH	OTHER
CINCINNATI FINL CORP	COMMON	172062101	658	21,600	SH	OTHER
CINEMARK HOLDINGS INC	COMMON	17243V102	189	10,220	SH	OTHER

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CINTAS CORP	COMMON	172908105	590	16,940	SH	OTHER	1
CISCO SYS INC	COMMON	17275R102	11,821	653,792	SH	OTHER	1
CIT GROUP INC	COMMON	125581801	844	24,200	SH	OTHER	1
CITIGROUP INC	COMMON	172967424	9,150	347,766	SH	OTHER	1
CITRIX SYS INC	COMMON	177376100	1,397	23,000	SH	OTHER	1
CITY NATL CORP	COMMON	178566105	280	6,340	SH	OTHER	1
CLARCOR INC	COMMON	179895107	259	5,180	SH	OTHER	1
CLEAN HARBORS INC	COMMON	184496107	342	5,360	SH	OTHER	1
CLEARWIRE CORP NEW	COMMON	18538Q105	34	17,700	SH	OTHER	1
CLECO CORP NEW	COMMON	12561W105	232	6,080	SH	OTHER	1
CLIFFS NATURAL RESOURCES IN	COMMON	18683K101	1,069	17,140	SH	OTHER	1
CLOROX CO DEL	COMMON	189054109	965	14,500	SH	OTHER	1
CME GROUP INC	COMMON	12572Q105	1,866	7,658	SH	OTHER	1
CMS ENERGY CORP	COMMON	125896100	554	25,080	SH	OTHER	1
CNO FINL GROUP INC	COMMON	12621E103	194	30,720	SH	OTHER	1
COACH INC	COMMON	189754104	2,271	37,200	SH	OTHER	1
COCA COLA BOTTLING CO CONS	COMMON	191098102	217	3,700	SH	OTHER	1
COCA COLA CO	COMMON	191216100	28,663	409,640	SH	OTHER	1
COCA COLA ENTERPRISES INC N	COMMON	19122T109	5,533	214,640	SH	OTHER	1
COEUR D ALENE MINES CORP ID	COMMON	192108504	266	11,020	SH	OTHER	1
COGNIZANT TECHNOLOGY SOLUTI	COMMON	192446102	2,175	33,820	SH	OTHER	1
COLGATE PALMOLIVE CO	COMMON	194162103	5,631	60,948	SH	OTHER	1
COLONIAL PPTYS TR	COMMON	195872106	192	9,220	SH	OTHER	1
COMCAST CORP NEW	COMMON	20030N101	5,932	250,200	SH	OTHER	1
COMCAST CORP NEW	COMMON	20030N200	2,035	86,365	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
COMERICA INC	COMMON	200340107	565	21,900	SH	OTHER	1
COMMERCE BANCSHARES INC	COMMON	200525103	303	7,939	SH	OTHER	1
COMMERCIAL METALS CO	COMMON	201723103	227	16,420	SH	OTHER	1
COMMONWEALTH REIT	COMMON	203233101	176	10,565	SH	OTHER	1
COMMUNITY HEALTH SYS INC NE	COMMON	203668108	211	12,100	SH	OTHER	1
COMMVAULT SYSTEMS INC	COMMON	204166102	219	5,120	SH	OTHER	1
COMPASS MINERALS INTL INC	COMMON	20451N101	249	3,620	SH	OTHER	1
COMPLETE PRODUCTION SERVICE	COMMON	20453E109	260	7,760	SH	OTHER	1
COMPUTER SCIENCES CORP	COMMON	205363104	395	16,680	SH	OTHER	1
COMPUWARE CORP	COMMON	205638109	263	31,600	SH	OTHER	1
CONAGRA FOODS INC	COMMON	205887102	1,180	44,711	SH	OTHER	1
CONCHO RES INC	COMMON	20605P101	1,200	12,800	SH	OTHER	1
CONCUR TECHNOLOGIES INC	COMMON	206708109	275	5,420	SH	OTHER	1
CONOCOPHILLIPS	COMMON	20825C104	11,155	153,080	SH	OTHER	1
CONSOL ENERGY INC	COMMON	20854P109	945	25,760	SH	OTHER	1
CONSOLIDATED EDISON INC	COMMON	209115104	2,164	34,880	SH	OTHER	1
CONSTELLATION ENERGY GROUP	COMMON	210371100	860	21,682	SH	OTHER	1
CONTINENTAL RESOURCES INC	COMMON	212015101	459	6,880	SH	OTHER	1
CONVERGYS CORP	COMMON	212485106	196	15,320	SH	OTHER	1
COOPER COS INC	COMMON	216648402	395	5,600	SH	OTHER	1
COOPER INDUSTRIES PLC	COMMON	G24140108	1,147	21,180	SH	OTHER	1
COOPER TIRE & RUBR CO	COMMON	216831107	142	10,160	SH	OTHER	1
COPART INC	COMMON	217204106	295	6,160	SH	OTHER	1

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CORE LABORATORIES N V	COMMON FOREIGN	N22717107	636	5,580	SH	OTHER	1
CORELOGIC INC	COMMON	21871D103	138	10,640	SH	OTHER	1
CORN PRODS INTL INC	COMMON	219023108	486	9,240	SH	OTHER	1
CORNING INC	COMMON	219350105	2,490	191,840	SH	OTHER	1
CORPORATE OFFICE PPTYS TR	COMMON	22002T108	255	12,000	SH	OTHER	1
CORRECTIONS CORP AMER NEW	COMMON	22025Y407	258	12,660	SH	OTHER	1
COSTAR GROUP INC	COMMON	22160N109	188	2,820	SH	OTHER	1
COSTCO WHSL CORP NEW	COMMON	22160K105	4,179	50,162	SH	OTHER	1
COTT CORP QUE	COMMON FOREIGN	22163N106	67	10,700	SH	OTHER	1
COUSINS PPTYS INC	COMMON	222795106	108	16,830	SH	OTHER	1
COVANCE INC	COMMON	222816100	325	7,100	SH	OTHER	1
COVANTA HLDG CORP	COMMON	22282E102	212	15,480	SH	OTHER	1
COVENTRY HEALTH CARE INC	COMMON	222862104	581	19,120	SH	OTHER	1
COVIDIEN PLC	COMMON	G2554F113	2,736	60,780	SH	OTHER	1
CRANE CO	COMMON	224399105	280	6,000	SH	OTHER	1
CREE INC	COMMON	225447101	255	11,560	SH	OTHER	1
CROCS INC	COMMON	227046109	144	9,720	SH	OTHER	1
CROWN CASTLE INTL CORP	COMMON	228227104	1,554	34,680	SH	OTHER	1
CROWN HOLDINGS INC	COMMON	228368106	445	13,260	SH	OTHER	1
CSX CORP	COMMON	126408103	2,769	131,480	SH	OTHER	1
CUBESMART	COMMON	229663109	134	12,560	SH	OTHER	1
CUBIST PHARMACEUTICALS INC	COMMON	229678107	268	6,760	SH	OTHER	1
CULLEN FROST BANKERS INC	COMMON	229899109	338	6,380	SH	OTHER	1
CUMMINS INC	COMMON	231021106	1,885	21,420	SH	OTHER	1
CURTISS WRIGHT CORP	COMMON	231561101	204	5,760	SH	OTHER	1
CVB FINL CORP	COMMON	126600105	108	10,720	SH	OTHER	1
CVR ENERGY INC	COMMON	12662P108	191	10,180	SH	OTHER	1
CVS CAREMARK CORPORATION	COMMON	126650100	6,531	160,161	SH	OTHER	1
CYMER INC	COMMON	232572107	179	3,600	SH	OTHER	1
CYPRESS SEMICONDUCTOR CORP	COMMON	232806109	336	19,920	SH	OTHER	1
CYTEC INDS INC	COMMON	232820100	263	5,900	SH	OTHER	1
D R HORTON INC	COMMON	23331A109	416	32,980	SH	OTHER	1
DANA HLDG CORP	COMMON	235825205	227	18,660	SH	OTHER	1
DANAHER CORP DEL	COMMON	235851102	2,931	62,300	SH	OTHER	1
DARDEN RESTAURANTS INC	COMMON	237194105	714	15,660	SH	OTHER	1
DARLING INTL INC	COMMON	237266101	194	14,600	SH	OTHER	1
DAVITA INC	COMMON	23918K108	838	11,060	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/ PRN CALL	INVESTMENT DISCRETION	OTH MANA
DCT INDUSTRIAL TRUST INC	COMMON	233153105	129	25,120	SH	OTHER	1
DDR CORP	COMMON	23317H102	317	26,040	SH	OTHER	1
DEAN FOODS CO NEW	COMMON	242370104	236	21,100	SH	OTHER	1
DECKERS OUTDOOR CORP	COMMON	243537107	337	4,460	SH	OTHER	1
DEERE & CO	COMMON	244199105	3,897	50,380	SH	OTHER	1
DELL INC	COMMON	24702R101	2,845	194,460	SH	OTHER	1
DELPHI FINL GROUP INC	COMMON	247131105	323	7,300	SH	OTHER	1
DELTA AIR LINES INC DEL	COMMON	247361702	168	20,780	SH	OTHER	1
DENBURY RES INC	COMMON	247916208	760	50,306	SH	OTHER	1
DENDREON CORP	COMMON	24823Q107	134	17,580	SH	OTHER	1
DENISON MINES CORP	COMMON FOREIGN	248356107	41	33,200	SH	OTHER	1

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DENNYS CORP	COMMON	24869P104	55	14,640	SH	OTHER	1
DENTSPLY INTL INC NEW	COMMON	249030107	593	16,940	SH	OTHER	1
DEVON ENERGY CORP NEW	COMMON	25179M103	2,850	45,960	SH	OTHER	1
DEVRY INC DEL	COMMON	251893103	258	6,700	SH	OTHER	1
DEXCOM INC	COMMON	252131107	84	9,020	SH	OTHER	1
DIAL GLOBAL INC	COMMON	25247X107	1,927	604,124	SH	DEFINED	3
DIAMOND OFFSHORE DRILLING I	COMMON	25271C102	301	5,440	SH	OTHER	1
DIAMONDROCK HOSPITALITY CO	COMMON	252784301	200	20,760	SH	OTHER	1
DICKS SPORTING GOODS INC	COMMON	253393102	398	10,800	SH	OTHER	1
DIEBOLD INC	COMMON	253651103	221	7,360	SH	OTHER	1
DIGITAL RLTY TR INC	COMMON	253868103	701	10,520	SH	OTHER	1
DILLARDS INC	COMMON	254067101	196	4,360	SH	OTHER	1
DIRECTV	COMMON	25490A101	3,769	88,140	SH	OTHER	1
DISCOVER FINL SVCS	COMMON	254709108	1,624	67,680	SH	OTHER	1
DISCOVERY COMMUNICATNS NEW	COMMON	25470F104	599	14,620	SH	OTHER	1
DISCOVERY COMMUNICATNS NEW	COMMON	25470F302	556	14,740	SH	OTHER	1
DISH NETWORK CORP	COMMON	25470M109	767	26,916	SH	OTHER	1
DISNEY WALT CO	COMMON	254687106	7,754	206,780	SH	OTHER	1
DOLBY LABORATORIES INC	COMMON	25659T107	190	6,240	SH	OTHER	1
DOLLAR THRIFTY AUTOMOTIVE G	COMMON	256743105	236	3,360	SH	OTHER	1
DOLLAR TREE INC	COMMON	256746108	1,257	15,120	SH	OTHER	1
DOMINION RES INC VA NEW	COMMON	25746U109	3,522	66,360	SH	OTHER	1
DOMINOS PIZZA INC	COMMON	25754A201	194	5,720	SH	OTHER	1
DOMTAR CORP	COMMON	257559203	392	4,900	SH	OTHER	1
DONALDSON INC	COMMON	257651109	576	8,460	SH	OTHER	1
DONNELLEY R R & SONS CO	COMMON	257867101	404	27,980	SH	OTHER	1
DOUGLAS EMMETT INC	COMMON	25960P109	228	12,500	SH	OTHER	1
DOVER CORP	COMMON	260003108	1,292	22,260	SH	OTHER	1
DOW CHEM CO	COMMON	260543103	4,174	145,120	SH	OTHER	1
DR PEPPER SNAPPLE GROUP INC	COMMON	26138E109	4,905	124,240	SH	OTHER	1
DRESSER-RAND GROUP INC	COMMON	261608103	466	9,340	SH	OTHER	1
DRIL-QUIP INC	COMMON	262037104	259	3,940	SH	OTHER	1
DST SYS INC DEL	COMMON	233326107	216	4,740	SH	OTHER	1
DTE ENERGY CO	COMMON	233331107	1,220	22,400	SH	OTHER	1
DU PONT E I DE NEMOURS & CO	COMMON	263534109	5,011	109,460	SH	OTHER	1
DUKE ENERGY CORP NEW	COMMON	26441C105	3,413	155,120	SH	OTHER	1
DUKE REALTY CORP	COMMON	264411505	366	30,360	SH	OTHER	1
DUN & BRADSTREET CORP DEL N	COMMON	26483E100	364	4,860	SH	OTHER	1
DUPONT FABROS TECHNOLOGY IN	COMMON	26613Q106	182	7,500	SH	OTHER	1
DYNEGY INC DEL	COMMON	26817G300	31	11,184	SH	OTHER	1
E M C CORP MASS	COMMON	268648102	5,181	240,540	SH	OTHER	1
E TRADE FINANCIAL CORP	COMMON	269246401	290	36,424	SH	OTHER	1
EARTHLINK INC	COMMON	270321102	112	17,400	SH	OTHER	1
EAST WEST BANCORP INC	COMMON	27579R104	343	17,380	SH	OTHER	1
EASTMAN CHEM CO	COMMON	277432100	789	20,200	SH	OTHER	1
EASTMAN KODAK CO	COMMON	277461109	22	34,100	SH	OTHER	1
EATON CORP	COMMON	278058102	1,521	34,940	SH	OTHER	1
EATON VANCE CORP	COMMON	278265103	432	18,271	SH	OTHER	1
EBAY INC	COMMON	278642103	4,146	136,687	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/ PRN CALL	INVESTMENT DISCRETION MANA

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ECOLAB INC	COMMON	278865100	1,636	28,300	SH	OTHER	1
EDISON INTL	COMMON	281020107	1,431	34,560	SH	OTHER	1
EDUCATION RLTY TR INC	COMMON	28140H104	88	8,640	SH	OTHER	1
EDWARDS LIFSCIENCES CORP	COMMON	28176E108	952	13,460	SH	OTHER	1
EL PASO CORP	COMMON	28336L109	2,532	95,280	SH	OTHER	1
ELDORADO GOLD CORP NEW	COMMON FOREIGN	284902103	717	52,100	SH	OTHER	1
ELECTRONIC ARTS INC	COMMON	285512109	791	38,380	SH	OTHER	1
EMCOR GROUP INC	COMMON	29084Q100	244	9,100	SH	OTHER	1
EMERSON ELEC CO	COMMON	291011104	4,071	87,380	SH	OTHER	1
EMULEX CORP	COMMON	292475209	86	12,580	SH	OTHER	1
ENBRIDGE INC	COMMON FOREIGN	29250N105	2,423	64,800	SH	OTHER	1
ENCANA CORP	COMMON FOREIGN	292505104	1,252	67,500	SH	OTHER	1
ENDO PHARMACEUTICALS HLDGS	COMMON	29264F205	471	13,640	SH	OTHER	1
ENDURANCE SPECIALTY HLDGS L	COMMON	G30397106	216	5,660	SH	OTHER	1
ENERGEN CORP	COMMON	29265N108	711	14,220	SH	OTHER	1
ENERGIZER HLDGS INC	COMMON	29266R108	759	9,800	SH	OTHER	1
ENERGY XXI (BERMUDA) LTD	COMMON	G10082140	257	8,060	SH	OTHER	1
ENERGYSOLUTIONS INC	COMMON	292756202	29	9,460	SH	OTHER	1
ENERPLUS CORP	COMMON FOREIGN	292766102	434	17,100	SH	OTHER	1
ENTEGRIS INC	COMMON	29362U104	152	17,420	SH	OTHER	1
ENTERGY CORP NEW	COMMON	29364G103	1,473	20,160	SH	OTHER	1
ENTERTAINMENT PPTYS TR	COMMON	29380T105	274	6,280	SH	OTHER	1
ENTROPIC COMMUNICATIONS INC	COMMON	29384R105	56	10,980	SH	OTHER	1
EOG RES INC	COMMON	26875P101	3,215	32,640	SH	OTHER	1
EQT CORP	COMMON	26884L109	1,060	19,340	SH	OTHER	1
EQUIFAX INC	COMMON	294429105	820	21,160	SH	OTHER	1
EQUINIX INC	COMMON	29444U502	566	5,580	SH	OTHER	1
EQUITY LIFESTYLE PPTYS INC	COMMON	29472R108	309	4,640	SH	OTHER	1
EQUITY ONE	COMMON	294752100	168	9,920	SH	OTHER	1
EQUITY RESIDENTIAL	COMMON	29476L107	2,003	35,120	SH	OTHER	1
ERESEARCHTECHNOLOGY INC	COMMON	29481V108	57	12,160	SH	OTHER	1
ERIE INDY CO	COMMON	29530P102	233	2,980	SH	OTHER	1
ESSEX PPTY TR INC	COMMON	297178105	520	3,700	SH	OTHER	1
ESTERLINE TECHNOLOGIES CORP	COMMON	297425100	209	3,740	SH	OTHER	1
EVEREST RE GROUP LTD	COMMON FOREIGN	G3223R108	511	6,080	SH	OTHER	1
EXACT SCIENCES CORP	COMMON	30063P105	76	9,380	SH	OTHER	1
EXCO RESOURCES INC	COMMON	269279402	158	15,120	SH	OTHER	1
EXELIS INC	COMMON	30162A108	342	37,780	SH	OTHER	1
EXELIXIS INC	COMMON	30161Q104	88	18,500	SH	OTHER	1
EXELON CORP	COMMON	30161N101	3,255	75,060	SH	OTHER	1
EXPEDIA INC DEL	COMMON	30212P303	355	12,250	SH	OTHER	1
EXPEDITORS INTL WASH INC	COMMON	302130109	1,057	25,810	SH	OTHER	1
EXPRESS SCRIPTS INC	COMMON	302182100	2,615	58,520	SH	OTHER	1
EXTRA SPACE STORAGE INC	COMMON	30225T102	230	9,480	SH	OTHER	1
EXXON MOBIL CORP	COMMON	30231G102	48,942	577,420	SH	OTHER	1
F M C CORP	COMMON	302491303	833	9,680	SH	OTHER	1
F5 NETWORKS INC	COMMON	315616102	1,174	11,060	SH	OTHER	1
FACTSET RESH SYS INC	COMMON	303075105	445	5,100	SH	OTHER	1
FAIR ISAAC CORP	COMMON	303250104	181	5,040	SH	OTHER	1
FAIRCHILD SEMICONDUCTOR INT	COMMON	303726103	175	14,500	SH	OTHER	1
FAMILY DLR STORES INC	COMMON	307000109	822	14,260	SH	OTHER	1
FASTENAL CO	COMMON	311900104	1,622	37,200	SH	OTHER	1
FEDERAL REALTY INVT TR	COMMON	313747206	755	8,320	SH	OTHER	1
FEDERAL SIGNAL CORP	COMMON	313855108	67	16,240	SH	OTHER	1
FEDERATED INVS INC PA	COMMON	314211103	214	14,100	SH	OTHER	1
FEDEX CORP	COMMON	31428X106	3,140	37,600	SH	OTHER	1
FEI CO	COMMON	30241L109	176	4,320	SH	OTHER	1
FELCOR LODGING TR INC	COMMON	31430F101	57	18,760	SH	OTHER	1
FERRO CORP	COMMON	315405100	54	11,060	SH	OTHER	1
FIDELITY NATIONAL FINANCIAL	COMMON	31620R105	347	21,760	SH	OTHER	1

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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/ PRN CALL	INVESTMENT DISCRETION MANA
FIDELITY NATL INFORMATION S	COMMON	31620M106	780	29,340	SH	OTHER
FIFTH STREET FINANCE CORP	COMMON	31678A103	83	8,660	SH	OTHER
FIFTH THIRD BANCORP	COMMON	316773100	1,303	102,440	SH	OTHER
FINISAR CORP	COMMON	31787A507	186	11,120	SH	OTHER
FIRST AMERN FINL CORP	COMMON	31847R102	234	18,460	SH	OTHER
FIRST BUSEY CORP	COMMON	319383105	57	11,420	SH	OTHER
FIRST COMWLTH FINL CORP PA	COMMON	319829107	133	25,300	SH	OTHER
FIRST HORIZON NATL CORP	COMMON	320517105	285	35,584	SH	OTHER
FIRST INDUSTRIAL REALTY TRU	COMMON	32054K103	94	9,140	SH	OTHER
FIRST MAJESTIC SILVER CORP	COMMON FOREIGN	32076V103	186	11,000	SH	OTHER
FIRST MIDWEST BANCORP DEL	COMMON	320867104	135	13,320	SH	OTHER
FIRST NIAGARA FINL GP INC	COMMON	33582V108	288	33,351	SH	OTHER
FIRST SOLAR INC	COMMON	336433107	198	5,860	SH	OTHER
FIRSTENERGY CORP	COMMON	337932107	2,104	47,495	SH	OTHER
FIRSTMERIT CORP	COMMON	337915102	253	16,740	SH	OTHER
FISERV INC	COMMON	337738108	1,104	18,800	SH	OTHER
FLAGSTONE REINSURANCE HOLDI	COMMON	L3466T104	85	10,200	SH	OTHER
FLEXTRONICS INTL LTD	COMMON	Y2573F102	525	92,780	SH	OTHER
FLIR SYS INC	COMMON	302445101	422	16,820	SH	OTHER
FLOWERS FOODS INC	COMMON	343498101	247	13,020	SH	OTHER
FLOWERVE CORP	COMMON	34354P105	693	6,980	SH	OTHER
FLUOR CORP NEW	COMMON	343412102	1,021	20,320	SH	OTHER
FMC TECHNOLOGIES INC	COMMON	30249U101	1,737	33,260	SH	OTHER
FNB CORP PA	COMMON	302520101	164	14,500	SH	OTHER
FOOT LOCKER INC	COMMON	344849104	402	16,860	SH	OTHER
FORD MTR CO DEL	COMMON	345370860	4,537	421,680	SH	OTHER
FOREST CITY ENTERPRISES INC	COMMON	345550107	188	15,920	SH	OTHER
FOREST LABS INC	COMMON	345838106	972	32,137	SH	OTHER
FOREST OIL CORP	COMMON	346091705	219	16,140	SH	OTHER
FORMFACTOR INC	COMMON	346375108	55	10,800	SH	OTHER
FORTINET INC	COMMON	34959E109	243	11,140	SH	OTHER
FORTUNE BRANDS HOME & SEC I	COMMON	34964C106	291	17,100	SH	OTHER
FOSSIL INC	COMMON	349882100	560	7,060	SH	OTHER
FOSTER WHEELER AG	COMMON FOREIGN	H27178104	296	15,480	SH	OTHER
FRANCO NEVADA CORP	COMMON FOREIGN	351858105	4,837	127,350	SH	DEFINED
FRANCO NEVADA CORP	COMMON FOREIGN	351858105	438	11,500	SH	OTHER
FRANKLIN RES INC	COMMON	354613101	1,737	18,080	SH	OTHER
FRANKLIN STREET PTYS CORP	COMMON	35471R106	105	10,520	SH	OTHER
FREEPORT-MCMORAN COPPER & G	COMMON	35671D857	4,203	114,240	SH	OTHER
FRONTIER COMMUNICATIONS COR	COMMON	35906A108	578	112,193	SH	OTHER
FTI CONSULTING INC	COMMON	302941109	193	4,560	SH	OTHER
FULTON FINL CORP PA	COMMON	360271100	257	26,200	SH	OTHER
GALLAGHER ARTHUR J & CO	COMMON	363576109	417	12,480	SH	OTHER
GAMESTOP CORP NEW	COMMON	36467W109	323	13,380	SH	OTHER
GANNETT INC	COMMON	364730101	399	29,860	SH	OTHER
GAP INC DEL	COMMON	364760108	821	44,264	SH	OTHER
GARDNER DENVER INC	COMMON	365558105	470	6,100	SH	OTHER
GARMIN LTD	COMMON	H2906T109	547	13,732	SH	OTHER
GARTNER INC	COMMON	366651107	370	10,640	SH	OTHER

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GATX CORP	COMMON	361448103	228	5,220	SH	OTHER	1
GENERAL DYNAMICS CORP	COMMON	369550108	2,295	34,560	SH	OTHER	1
GENERAL ELECTRIC CO	COMMON	369604103	22,615	1,262,720	SH	OTHER	1
GENERAL GROWTH PPTYS INC NE	COMMON	370023103	717	47,753	SH	OTHER	1
GENERAL MLS INC	COMMON	370334104	2,943	72,840	SH	OTHER	1
GENERAL MTRS CO	COMMON	37045V100	1	69	SH	DEFINED	3
GENERAL MTRS CO	COMMON	37045V100	2,013	99,320	SH	OTHER	1
GENESCO INC	COMMON	371532102	179	2,900	SH	OTHER	1
GENESEE & WYO INC	COMMON	371559105	292	4,820	SH	OTHER	1
GENON ENERGY INC	COMMON	37244E107	255	97,600	SH	OTHER	1
GEN-PROBE INC NEW	COMMON	36866T103	329	5,560	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
GENTEX CORP	COMMON	371901109	497	16,800	SH	OTHER	1
GENUINE PARTS CO	COMMON	372460105	1,157	18,900	SH	OTHER	1
GENWORTH FINL INC	COMMON	37247D106	381	58,140	SH	OTHER	1
GEO GROUP INC	COMMON	36159R103	174	10,380	SH	OTHER	1
GERON CORP	COMMON	374163103	25	17,040	SH	OTHER	1
GFI GROUP INC	COMMON	361652209	52	12,660	SH	OTHER	1
GILDAN ACTIVEWEAR INC	COMMON FOREIGN	375916103	214	11,400	SH	OTHER	1
GILEAD SCIENCES INC	COMMON	375558103	3,799	92,824	SH	OTHER	1
GLACIER BANCORP INC NEW	COMMON	37637Q105	144	11,960	SH	OTHER	1
GLIMCHER RLTY TR	COMMON	379302102	121	13,180	SH	OTHER	1
GLOBAL PMTS INC	COMMON	37940X102	437	9,220	SH	OTHER	1
GNC HLDGS INC	COMMON	36191G107	381	13,160	SH	OTHER	1
GOLDCORP INC NEW	COMMON FOREIGN	380956409	5,005	113,150	SH	DEFINED	3
GOLDCORP INC NEW	COMMON FOREIGN	380956409	3,248	73,200	SH	OTHER	1
GOLDEN STAR RES LTD CDA	COMMON	38119T104	52	31,900	SH	OTHER	1
GOLDMAN SACHS GROUP INC	COMMON	38141G104	5,151	56,960	SH	OTHER	1
GOODRICH CORP	COMMON	382388106	1,873	15,140	SH	OTHER	1
GOODYEAR TIRE & RUBR CO	COMMON	382550101	511	36,060	SH	OTHER	1
GOOGLE INC	COMMON	38259P508	19,480	30,160	SH	OTHER	1
GRACE W R & CO DEL NEW	COMMON	38388F108	397	8,640	SH	OTHER	1
GRACO INC	COMMON	384109104	278	6,800	SH	OTHER	1
GRAFTECH INTL LTD	COMMON	384313102	194	14,200	SH	OTHER	1
GRAINGER W W INC	COMMON	384802104	1,352	7,220	SH	OTHER	1
GRAPHIC PACKAGING HLDG CO	COMMON	388689101	78	18,420	SH	OTHER	1
GREAT BASIN GOLD LTD	COMMON FOREIGN	390124105	41	43,700	SH	OTHER	1
GREAT PLAINS ENERGY INC	COMMON	391164100	303	13,920	SH	OTHER	1
GREEN MTN COFFEE ROASTERS I	COMMON	393122106	698	15,560	SH	OTHER	1
GROUPE CGI INC	COMMON FOREIGN	39945C109	5,967	317,125	SH	DEFINED	3
GROUPE CGI INC	COMMON FOREIGN	39945C109	428	22,700	SH	OTHER	1
GT ADVANCED TECHNOLOGIES IN	COMMON	36191U106	123	16,980	SH	OTHER	1
GUESS INC	COMMON	401617105	221	7,420	SH	OTHER	1
HAEMONETICS CORP	COMMON	405024100	185	3,020	SH	OTHER	1
HAIN CELESTIAL GROUP INC	COMMON	405217100	166	4,520	SH	OTHER	1
HALLIBURTON CO	COMMON	406216101	3,692	106,980	SH	OTHER	1
HALOZYME THERAPEUTICS INC	COMMON	40637H109	106	11,160	SH	OTHER	1
HANCOCK HLDG CO	COMMON	410120109	304	9,498	SH	OTHER	1
HANESBRANDS INC	COMMON	410345102	255	11,680	SH	OTHER	1

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HANOVER INS GROUP INC	COMMON	410867105	254	7,280	SH	OTHER	1
HANSEN NAT CORP	COMMON	411310105	2,280	24,740	SH	OTHER	1
HARLEY DAVIDSON INC	COMMON	412822108	1,211	31,160	SH	OTHER	1
HARMAN INTL INDS INC	COMMON	413086109	332	8,720	SH	OTHER	1
HARMONIC INC	COMMON	413160102	70	13,880	SH	OTHER	1
HARRIS CORP DEL	COMMON	413875105	554	15,361	SH	OTHER	1
HARSCO CORP	COMMON	415864107	296	14,400	SH	OTHER	1
HARTFORD FINL SVCS GROUP IN	COMMON	416515104	754	46,380	SH	OTHER	1
HASBRO INC	COMMON	418056107	485	15,200	SH	OTHER	1
HATTERAS FINL CORP	COMMON	41902R103	215	8,140	SH	OTHER	1
HAWAIIAN ELEC INDUSTRIES	COMMON	419870100	317	11,980	SH	OTHER	1
HCA HOLDINGS INC	COMMON	40412C101	462	20,980	SH	OTHER	1
HCC INS HLDGS INC	COMMON	404132102	326	11,860	SH	OTHER	1
HCP INC	COMMON	40414L109	1,978	47,740	SH	OTHER	1
HEALTH CARE REIT INC	COMMON	42217K106	1,146	21,020	SH	OTHER	1
HEALTH MGMT ASSOC INC NEW	COMMON	421933102	233	31,640	SH	OTHER	1
HEALTH NET INC	COMMON	42222G108	338	11,100	SH	OTHER	1
HEALTHCARE RLTY TR	COMMON	421946104	235	12,620	SH	OTHER	1
HEALTHSOUTH CORP	COMMON	421924309	204	11,520	SH	OTHER	1
HEALTHSPRING INC	COMMON	42224N101	415	7,600	SH	OTHER	1
HECKMANN CORP	COMMON	422680108	221	33,180	SH	OTHER	1
HECLA MNG CO	COMMON	422704106	175	33,380	SH	OTHER	1
HEINZ H J CO	COMMON	423074103	1,988	36,780	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 MANA	
HELIX ENERGY SOLUTIONS GRP	COMMON	42330P107	195	12,320	SH	OTHER	1
HELMERICH & PAYNE INC	COMMON	423452101	978	16,760	SH	OTHER	1
HENRY JACK & ASSOC INC	COMMON	426281101	286	8,500	SH	OTHER	1
HERBALIFE LTD	COMMON	G4412G101	714	13,820	SH	OTHER	1
HERCULES OFFSHORE INC	COMMON	427093109	68	15,280	SH	OTHER	1
HERCULES TECH GROWTH CAP IN	COMMON	427096508	88	9,280	SH	OTHER	1
HERSHA HOSPITALITY TR	COMMON	427825104	101	20,760	SH	OTHER	1
HERSHEY CO	COMMON	427866108	1,270	20,560	SH	OTHER	1
HERTZ GLOBAL HOLDINGS INC	COMMON	42805T105	469	40,000	SH	OTHER	1
HESS CORP	COMMON	42809H107	1,861	32,765	SH	OTHER	1
HEWLETT PACKARD CO	COMMON	428236103	6,354	246,651	SH	OTHER	1
HEXCEL CORP NEW	COMMON	428291108	284	11,720	SH	OTHER	1
HIGHWOODS PPTYS INC	COMMON	431284108	250	8,420	SH	OTHER	1
HILL ROM HLDGS INC	COMMON	431475102	265	7,860	SH	OTHER	1
HITTITE MICROWAVE CORP	COMMON	43365Y104	202	4,100	SH	OTHER	1
HMS HLDGS CORP	COMMON	40425J101	308	9,620	SH	OTHER	1
HOLLYFRONTIER CORP	COMMON	436106108	602	25,740	SH	OTHER	1
HOLOGIC INC	COMMON	436440101	520	29,720	SH	OTHER	1
HOME DEPOT INC	COMMON	437076102	7,979	189,800	SH	OTHER	1
HOME PROPERTIES INC	COMMON	437306103	312	5,420	SH	OTHER	1
HONEYWELL INTL INC	COMMON	438516106	4,886	89,900	SH	OTHER	1
HORMEL FOODS CORP	COMMON	440452100	374	12,760	SH	OTHER	1
HOSPIRA INC	COMMON	441060100	550	18,120	SH	OTHER	1
HOSPITALITY PPTYS TR	COMMON	44106M102	336	14,640	SH	OTHER	1
HOST HOTELS & RESORTS INC	COMMON	44107P104	1,230	83,300	SH	OTHER	1

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HSN INC	COMMON	404303109	181	4,980	SH	OTHER	1
HUBBELL INC	COMMON	443510201	404	6,040	SH	OTHER	1
HUBBAY MINERALS INC	COMMON FOREIGN	443628102	139	14,000	SH	OTHER	1
HUDSON CITY BANCORP	COMMON	443683107	348	55,700	SH	OTHER	1
HUMAN GENOME SCIENCES INC	COMMON	444903108	143	19,400	SH	OTHER	1
HUMANA INC	COMMON	444859102	1,752	20,000	SH	OTHER	1
HUNT J B TRANS SVCS INC	COMMON	445658107	599	13,280	SH	OTHER	1
HUNTINGTON BANCSHARES INC	COMMON	446150104	577	105,080	SH	OTHER	1
HUNTINGTON INGALLS INDS INC	COMMON	446413106	209	6,690	SH	OTHER	1
HUNTSMAN CORP	COMMON	447011107	219	21,860	SH	OTHER	1
HYPERDYNAMICS CORP	COMMON	448954107	48	19,580	SH	OTHER	1
IAC INTERACTIVECORP	COMMON	44919P508	371	8,700	SH	OTHER	1
IAMGOLD CORP	COMMON FOREIGN	450913108	561	35,300	SH	OTHER	1
ICONIX BRAND GROUP INC	COMMON	451055107	151	9,300	SH	OTHER	1
IDACORP INC	COMMON	451107106	234	5,520	SH	OTHER	1
IDENIX PHARMACEUTICALS INC	COMMON	45166R204	74	9,900	SH	OTHER	1
IDEX CORP	COMMON	45167R104	397	10,700	SH	OTHER	1
IDEXX LABS INC	COMMON	45168D104	506	6,580	SH	OTHER	1
IHS INC	COMMON	451734107	450	5,220	SH	OTHER	1
ILLINOIS TOOL WKS INC	COMMON	452308109	2,173	46,520	SH	OTHER	1
ILLUMINA INC	COMMON	452327109	441	14,460	SH	OTHER	1
IMMUNOGEN INC	COMMON	45253H101	119	10,280	SH	OTHER	1
IMPERIAL OIL LTD	COMMON FOREIGN	453038408	1,203	27,000	SH	OTHER	1
INCYTE CORP	COMMON	45337C102	219	14,560	SH	OTHER	1
INFINERA CORPORATION	COMMON	45667G103	76	12,040	SH	OTHER	1
INFORMATICA CORP	COMMON	45666Q102	500	13,540	SH	OTHER	1
INGERSOLL-RAND PLC	COMMON	G47791101	1,194	39,180	SH	OTHER	1
INGRAM MICRO INC	COMMON	457153104	363	19,940	SH	OTHER	1
INLAND REAL ESTATE CORP	COMMON	457461200	130	17,140	SH	OTHER	1
INTEGRATED DEVICE TECHNOLOG	COMMON	458118106	106	19,380	SH	OTHER	1
INTEGRYS ENERGY GROUP INC	COMMON	45822P105	413	7,620	SH	OTHER	1
INTEL CORP	COMMON	458140100	15,306	631,178	SH	OTHER	1
INTERCONTINENTALEXCHANGE IN	COMMON	45865V100	1,129	9,366	SH	OTHER	1
INTERDIGITAL INC	COMMON	45867G101	234	5,360	SH	OTHER	1
INTERNATIONAL BANCSHARES CO	COMMON	459044103	169	9,200	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
INTERNATIONAL BUSINESS MACH	COMMON	459200101	26,368	143,400	SH	OTHER	1
INTERNATIONAL FLAVORS&FRAGR	COMMON	459506101	520	9,920	SH	OTHER	1
INTERPUBLIC GROUP COS INC	COMMON	460690100	556	57,165	SH	OTHER	1
INTERSIL CORP	COMMON	46069S109	139	13,300	SH	OTHER	1
INTL PAPER CO	COMMON	460146103	1,537	51,940	SH	OTHER	1
INTUIT	COMMON	461202103	1,739	33,060	SH	OTHER	1
INTUITIVE SURGICAL INC	COMMON	46120E602	2,232	4,820	SH	OTHER	1
INVESCO MORTGAGE CAPITAL IN	COMMON	46131B100	182	12,920	SH	OTHER	1
INVESTMENT TECHNOLOGY GRP N	COMMON	46145F105	118	10,960	SH	OTHER	1
INVESTORS REAL ESTATE TR	COMMON	461730103	94	12,900	SH	OTHER	1
ION GEOPHYSICAL CORP	COMMON	462044108	101	16,420	SH	OTHER	1
IRON MTN INC	COMMON	462846106	707	22,940	SH	OTHER	1
ISHARES INC	COMMON	464286509	9,847	370,191	SH	OTHER	1

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ISHARES TR	COMMON	464287168	74,324	1,382,770	SH	DEFINED	3
ISHARES TR	COMMON	464287465	99,998	2,018,929	SH	OTHER	1
ISHARES TR	COMMON	464287655	213	2,895	SH	DEFINED	3
ISHARES TR	COMMON	464287655	5,512	74,797	SH	OTHER	1
ISIS PHARMACEUTICALS INC	COMMON	464330109	92	12,760	SH	OTHER	1
ISTAR FINL INC	COMMON	45031U101	59	11,120	SH	OTHER	1
ITC HLDGS CORP	COMMON	465685105	433	5,700	SH	OTHER	1
ITRON INC	COMMON	465741106	215	6,020	SH	OTHER	1
ITT CORP NEW	COMMON	450911201	361	18,690	SH	OTHER	1
ITT EDUCATIONAL SERVICES IN	COMMON	45068B109	230	4,049	SH	OTHER	1
IVANHOE MINES LTD	COMMON FOREIGN	46579N103	517	29,100	SH	OTHER	1
JABIL CIRCUIT INC	COMMON	466313103	453	23,020	SH	OTHER	1
JACOBS ENGR GROUP INC DEL	COMMON	469814107	379	9,340	SH	OTHER	1
JANUS CAP GROUP INC	COMMON	47102X105	148	23,420	SH	OTHER	1
JARDEN CORP	COMMON	471109108	357	11,940	SH	OTHER	1
JDA SOFTWARE GROUP INC	COMMON	46612K108	179	5,540	SH	OTHER	1
JDS UNIPHASE CORP	COMMON	46612J507	291	27,920	SH	OTHER	1
JEFFERIES GROUP INC NEW	COMMON	472319102	299	21,780	SH	OTHER	1
JOHNSON & JOHNSON	COMMON	478160104	21,008	320,347	SH	OTHER	1
JOHNSON CTLS INC	COMMON	478366107	2,360	75,500	SH	OTHER	1
JONES GROUP INC	COMMON	48020T101	124	11,740	SH	OTHER	1
JONES LANG LASALLE INC	COMMON	48020Q107	323	5,280	SH	OTHER	1
JOY GLOBAL INC	COMMON	481165108	954	12,720	SH	OTHER	1
JPMORGAN CHASE & CO	COMMON	46625H100	15,555	467,813	SH	OTHER	1
JUNIPER NETWORKS INC	COMMON	48203R104	1,210	59,300	SH	OTHER	1
KANSAS CITY SOUTHERN	COMMON	485170302	830	12,200	SH	OTHER	1
KB HOME	COMMON	48666K109	115	17,120	SH	OTHER	1
KBR INC	COMMON	48242W106	467	16,740	SH	OTHER	1
KELLOGG CO	COMMON	487836108	1,756	34,720	SH	OTHER	1
KEMPER CORP DEL	COMMON	488401100	199	6,820	SH	OTHER	1
KENNAMETAL INC	COMMON	489170100	345	9,440	SH	OTHER	1
KEY ENERGY SVCS INC	COMMON	492914106	253	16,380	SH	OTHER	1
KEYCORP NEW	COMMON	493267108	855	111,200	SH	OTHER	1
KILROY RLTG CORP	COMMON	49427F108	237	6,220	SH	OTHER	1
KIMBERLY CLARK CORP	COMMON	494368103	3,518	47,820	SH	OTHER	1
KIMCO RLTG CORP	COMMON	49446R109	759	46,740	SH	OTHER	1
KINROSS GOLD CORP	COMMON FOREIGN	496902404	1,010	88,600	SH	DEFINED	3
KINROSS GOLD CORP	COMMON FOREIGN	496902404	1,584	138,748	SH	OTHER	1
KIRBY CORP	COMMON	497266106	377	5,720	SH	OTHER	1
KITE RLTG GROUP TR	COMMON	49803T102	46	10,280	SH	OTHER	1
KLA-TENCOR CORP	COMMON	482480100	1,273	26,380	SH	OTHER	1
KNIGHT CAP GROUP INC	COMMON	499005106	134	11,300	SH	OTHER	1
KODIAK OIL & GAS CORP	COMMON	50015Q100	246	25,900	SH	OTHER	1
KOHL'S CORP	COMMON	500255104	1,519	30,780	SH	OTHER	1
KRAFT FOODS INC	COMMON	50075N104	7,349	196,720	SH	OTHER	1
KRISPY KREME DOUGHNUTS INC	COMMON	501014104	60	9,120	SH	OTHER	1
KROGER CO	COMMON	501044101	1,580	65,220	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/ PRN CALL	INVESTMENT DISCRETION MANA
L-3 COMMUNICATIONS HLDGS IN	COMMON	502424104	978	14,664	SH	OTHER

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LABORATORY CORP AMER HLDGS	COMMON	50540R409	903	10,503	SH	OTHER	1
LAKE SHORE GOLD CORP	COMMON FOREIGN	510728108	53	42,100	SH	OTHER	1
LAM RESEARCH CORP	COMMON	512807108	460	12,420	SH	OTHER	1
LAMAR ADVERTISING CO	COMMON	512815101	176	6,400	SH	OTHER	1
LANCASTER COLONY CORP	COMMON	513847103	155	2,240	SH	OTHER	1
LANDSTAR SYS INC	COMMON	515098101	285	5,940	SH	OTHER	1
LAS VEGAS SANDS CORP	COMMON	517834107	1,865	43,653	SH	OTHER	1
LASALLE HOTEL PPTYS	COMMON	517942108	224	9,260	SH	OTHER	1
LATTICE SEMICONDUCTOR CORP	COMMON	518415104	101	17,040	SH	OTHER	1
LAUDER ESTEE COS INC	COMMON	518439104	1,671	14,880	SH	OTHER	1
LEAR CORP	COMMON	521865204	449	11,280	SH	OTHER	1
LEGG MASON INC	COMMON	524901105	385	16,020	SH	OTHER	1
LEGGETT & PLATT INC	COMMON	524660107	395	17,160	SH	OTHER	1
LENDER PROCESSING SVCS INC	COMMON	52602E102	199	13,220	SH	OTHER	1
LENNAR CORP	COMMON	526057104	363	18,460	SH	OTHER	1
LENNOX INTL INC	COMMON	526107107	213	6,320	SH	OTHER	1
LEUCADIA NATL CORP	COMMON	527288104	567	24,940	SH	OTHER	1
LEVEL 3 COMMUNICATIONS INC	COMMON	52729N308	624	36,746	SH	OTHER	1
LEXINGTON REALTY TRUST	COMMON	529043101	106	14,200	SH	OTHER	1
LEXMARK INTL NEW	COMMON	529771107	306	9,240	SH	OTHER	1
LIBERTY GLOBAL INC	COMMON	530555101	597	14,540	SH	OTHER	1
LIBERTY GLOBAL INC	COMMON	530555309	560	14,180	SH	OTHER	1
LIBERTY INTERACTIVE CORPORA	COMMON	53071M104	1,178	72,664	SH	OTHER	1
LIBERTY MEDIA CORPORATION	COMMON	530322106	1,019	13,059	SH	OTHER	1
LIBERTY PPTY TR	COMMON	531172104	436	14,120	SH	OTHER	1
LIFE TECHNOLOGIES CORP	COMMON	53217V109	736	18,920	SH	OTHER	1
LIFE TIME FITNESS INC	COMMON	53217R207	206	4,400	SH	OTHER	1
LIFEPOINT HOSPITALS INC	COMMON	53219L109	228	6,140	SH	OTHER	1
LILLY ELI & CO	COMMON	532457108	5,104	122,800	SH	OTHER	1
LIMITED BRANDS INC	COMMON	532716107	1,457	36,120	SH	OTHER	1
LINCARE HLDGS INC	COMMON	532791100	291	11,310	SH	OTHER	1
LINCOLN ELEC HLDGS INC	COMMON	533900106	363	9,280	SH	OTHER	1
LINCOLN NATL CORP IND	COMMON	534187109	815	41,960	SH	OTHER	1
LINEAR TECHNOLOGY CORP	COMMON	535678106	905	30,140	SH	OTHER	1
LIVE NATION ENTERTAINMENT I	COMMON	538034109	155	18,627	SH	OTHER	1
LIZ CLAIBORNE INC	COMMON	539320101	100	11,640	SH	OTHER	1
LKQ CORP	COMMON	501889208	495	16,440	SH	OTHER	1
LOCKHEED MARTIN CORP	COMMON	539830109	2,926	36,171	SH	OTHER	1
LOEWS CORP	COMMON	540424108	1,511	40,120	SH	OTHER	1
LOGITECH INTL S A	COMMON FOREIGN	H50430232	182	23,296	SH	OTHER	1
LONE PINE RES INC	COMMON	54222A106	98	14,037	SH	OTHER	1
LOUISIANA PAC CORP	COMMON	546347105	127	15,680	SH	OTHER	1
LOWES COS INC	COMMON	548661107	3,932	154,915	SH	OTHER	1
LSI CORPORATION	COMMON	502161102	444	74,640	SH	OTHER	1
LUFKIN INDS INC	COMMON	549764108	237	3,520	SH	OTHER	1
LULULEMON ATHLETICA INC	COMMON FOREIGN	550021109	536	11,480	SH	OTHER	1
LYONDELLBASELL INDUSTRIES N	COMMON FOREIGN	N53745100	1,181	36,360	SH	OTHER	1
M & T BK CORP	COMMON	55261F104	1,055	13,820	SH	OTHER	1
MACERICH CO	COMMON	554382101	880	17,400	SH	OTHER	1
MACK CALI RLTY CORP	COMMON	554489104	269	10,060	SH	OTHER	1
MACYS INC	COMMON	55616P104	1,727	53,660	SH	OTHER	1
MADISON SQUARE GARDEN CO	COMMON	55826P100	212	7,400	SH	OTHER	1
MAGNA INTL INC	COMMON FOREIGN	559222401	4,652	139,890	SH	DEFINED	3
MAGNA INTL INC	COMMON FOREIGN	559222401	664	19,900	SH	OTHER	1
MAGNUM HUNTER RES CORP DEL	COMMON	55973B102	79	14,700	SH	OTHER	1
MANITOWOC INC	COMMON	563571108	133	14,460	SH	OTHER	1
MANNKIND CORP	COMMON	56400P201	30	11,980	SH	OTHER	1
MANPOWERGROUP INC	COMMON	56418H100	357	9,980	SH	OTHER	1
MANULIFE FINL CORP	COMMON FOREIGN	56501R106	1,657	155,600	SH	OTHER	1

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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
MARATHON OIL CORP	COMMON	565849106	2,625	89,680	SH	OTHER	1
MARATHON PETE CORP	COMMON	56585A102	1,420	42,660	SH	OTHER	1
MARKEL CORP	COMMON	570535104	440	1,060	SH	OTHER	1
MARRIOTT INTL INC NEW	COMMON	571903202	1,258	43,121	SH	OTHER	1
MARSH & MCLENNAN COS INC	COMMON	571748102	2,130	67,360	SH	OTHER	1
MARTIN MARIETTA MATLS INC	COMMON	573284106	477	6,331	SH	OTHER	1
MARVELL TECHNOLOGY GROUP LT	COMMON	G5876H105	742	53,580	SH	OTHER	1
MASCO CORP	COMMON	574599106	557	53,160	SH	OTHER	1
MASTERCARD INC	COMMON	57636Q104	4,862	13,040	SH	OTHER	1
MATTEL INC	COMMON	577081102	1,028	37,020	SH	OTHER	1
MAXIM INTEGRATED PRODS INC	COMMON	57772K101	945	36,300	SH	OTHER	1
MBIA INC	COMMON	55262C100	218	18,780	SH	OTHER	1
MCCORMICK & CO INC	COMMON	579780206	707	14,020	SH	OTHER	1
MCDERMOTT INTL INC	COMMON	580037109	325	28,260	SH	OTHER	1
MCDONALDS CORP	COMMON	580135101	12,674	126,320	SH	OTHER	1
MCG CAPITAL CORP	COMMON	58047P107	38	9,540	SH	OTHER	1
MCGRAW HILL COS INC	COMMON	580645109	1,616	35,940	SH	OTHER	1
MCKESSON CORP	COMMON	58155Q103	2,277	29,220	SH	OTHER	1
MCMORAN EXPLORATION CO	COMMON	582411104	170	11,660	SH	OTHER	1
MDU RES GROUP INC	COMMON	552690109	487	22,700	SH	OTHER	1
MEAD JOHNSON NUTRITION CO	COMMON	582839106	1,831	26,640	SH	OTHER	1
MEADWESTVACO CORP	COMMON	583334107	797	26,620	SH	OTHER	1
MEDCO HEALTH SOLUTIONS INC	COMMON	58405U102	2,542	45,467	SH	OTHER	1
MEDICAL PPTYS TRUST INC	COMMON	58463J304	149	15,080	SH	OTHER	1
MEDICIS PHARMACEUTICAL CORP	COMMON	584690309	237	7,140	SH	OTHER	1
MEDIVATION INC	COMMON	58501N101	212	4,600	SH	OTHER	1
MEDNAX INC	COMMON	58502B106	406	5,640	SH	OTHER	1
MEDTRONIC INC	COMMON	585055106	4,822	126,061	SH	OTHER	1
MEMC ELECTR MATLS INC	COMMON	552715104	122	31,040	SH	OTHER	1
MENS WEARHOUSE INC	COMMON	587118100	193	5,960	SH	OTHER	1
MENTOR GRAPHICS CORP	COMMON	587200106	161	11,840	SH	OTHER	1
MERCADOLIBRE INC	COMMON FOREIGN	58733R102	282	3,540	SH	OTHER	1
MERCER INTL INC	COMMON	588056101	36	5,980	SH	OTHER	1
MERCK & CO INC NEW	COMMON	58933Y105	13,949	369,992	SH	OTHER	1
MERITOR INC	COMMON	59001K100	59	11,140	SH	OTHER	1
METHANEX CORP	COMMON FOREIGN	59151K108	227	9,900	SH	OTHER	1
METLIFE INC	COMMON	59156R108	4,028	129,200	SH	OTHER	1
METROPCS COMMUNICATIONS INC	COMMON	591708102	241	27,740	SH	OTHER	1
METTLER TOLEDO INTERNATIONAL	COMMON	592688105	549	3,720	SH	OTHER	1
MFA FINANCIAL INC	COMMON	55272X102	275	40,920	SH	OTHER	1
MGE ENERGY INC	COMMON	55277P104	234	5,000	SH	OTHER	1
MGIC INVT CORP WIS	COMMON	552848103	89	23,820	SH	OTHER	1
MGM RESORTS INTERNATIONAL	COMMON	552953101	432	41,400	SH	OTHER	1
MICREL INC	COMMON	594793101	114	11,260	SH	OTHER	1
MICROCHIP TECHNOLOGY INC	COMMON	595017104	786	21,460	SH	OTHER	1
MICROMET INC	COMMON	59509C105	127	17,700	SH	OTHER	1
MICRON TECHNOLOGY INC	COMMON	595112103	682	108,440	SH	OTHER	1
MICROS SYS INC	COMMON	594901100	427	9,160	SH	OTHER	1
MICROSEMI CORP	COMMON	595137100	177	10,540	SH	OTHER	1
MICROSOFT CORP	COMMON	594918104	23,161	892,178	SH	OTHER	1
MID-AMER APT CMNTYS INC	COMMON	59522J103	308	4,920	SH	OTHER	1

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MIDDLEBY CORP	COMMON	596278101	196	2,080	SH	OTHER	1
MKS INSTRUMENT INC	COMMON	55306N104	187	6,720	SH	OTHER	1
MOHAWK INDS INC	COMMON	608190104	475	7,940	SH	OTHER	1
MOLYCROP INC DEL	COMMON	608753109	178	7,420	SH	OTHER	1
MONSANTO CO NEW	COMMON	61166W101	4,363	62,260	SH	OTHER	1
MONSTER WORLDWIDE INC	COMMON	611742107	124	15,580	SH	OTHER	1
MOODYS CORP	COMMON	615369105	933	27,691	SH	OTHER	1
MOOG INC	COMMON	615394202	221	5,020	SH	OTHER	1
MORGAN STANLEY	COMMON	617446448	2,636	174,200	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
MOSAIC CO NEW	COMMON	61945C103	1,706	33,833	SH	OTHER	1
MOTOROLA MOBILITY HLDGS INC	COMMON	620097105	1,319	33,992	SH	OTHER	1
MOTOROLA SOLUTIONS INC	COMMON	620076307	1,787	38,597	SH	OTHER	1
MOVE INC	COMMON	62458M207	78	12,320	SH	OTHER	1
MSC INDL DIRECT INC	COMMON	553530106	323	4,520	SH	OTHER	1
MSCI INC	COMMON	55354G100	480	14,568	SH	OTHER	1
MUELLER WTR PRODS INC	COMMON	624758108	45	18,600	SH	OTHER	1
MURPHY OIL CORP	COMMON	626717102	1,101	19,760	SH	OTHER	1
MYLAN INC	COMMON	628530107	1,146	53,383	SH	OTHER	1
MYRIAD GENETICS INC	COMMON	62855J104	230	10,960	SH	OTHER	1
NABORS INDUSTRIES LTD	COMMON	G6359F103	565	32,580	SH	OTHER	1
NASDAQ OMX GROUP INC	COMMON	631103108	391	15,937	SH	OTHER	1
NATIONAL BEVERAGE CORP	COMMON	635017106	186	11,560	SH	OTHER	1
NATIONAL FUEL GAS CO N J	COMMON	636180101	500	9,000	SH	OTHER	1
NATIONAL INSTRS CORP	COMMON	636518102	283	10,910	SH	OTHER	1
NATIONAL OILWELL VARCO INC	COMMON	637071101	3,574	52,561	SH	OTHER	1
NATIONAL PENN BANCSHARES IN	COMMON	637138108	147	17,380	SH	OTHER	1
NATIONAL RETAIL PROPERTIES	COMMON	637417106	228	8,660	SH	OTHER	1
NAVISTAR INTL CORP NEW	COMMON	63934E108	339	8,960	SH	OTHER	1
NCR CORP NEW	COMMON	62886E108	312	18,980	SH	OTHER	1
NEKTAR THERAPEUTICS	COMMON	640268108	82	14,720	SH	OTHER	1
NEOPROBE CORP	COMMON	640518106	34	12,900	SH	OTHER	1
NETAPP INC	COMMON	64110D104	1,610	44,380	SH	OTHER	1
NETFLIX INC	COMMON	64110L106	406	5,860	SH	OTHER	1
NETLOGIC MICROSYSTEMS INC	COMMON	64118B100	358	7,220	SH	OTHER	1
NEUROCRINE BIOSCIENCES INC	COMMON	64125C109	82	9,600	SH	OTHER	1
NEUSTAR INC	COMMON	64126X201	280	8,180	SH	OTHER	1
NEVSUN RES LTD	COMMON FOREIGN	64156L101	117	21,000	SH	OTHER	1
NEW GOLD INC CDA	COMMON FOREIGN	644535106	368	36,500	SH	OTHER	1
NEW JERSEY RES	COMMON	646025106	240	4,880	SH	OTHER	1
NEW YORK CMNTY BANCORP INC	COMMON	649445103	539	43,540	SH	OTHER	1
NEW YORK TIMES CO	COMMON	650111107	126	16,320	SH	OTHER	1
NEWCASTLE INVT CORP	COMMON	65105M108	63	13,480	SH	OTHER	1
NEWELL RUBBERMAID INC	COMMON	651229106	636	39,380	SH	OTHER	1
NEWFIELD EXPL CO	COMMON	651290108	649	17,200	SH	OTHER	1
NEWMARKET CORP	COMMON	651587107	250	1,260	SH	OTHER	1
NEWMONT MINING CORP	COMMON	651639106	3,487	58,100	SH	OTHER	1
NEWPARK RES INC	COMMON	651718504	103	10,800	SH	OTHER	1
NEWS CORP	COMMON	65248E104	4,034	226,100	SH	OTHER	1

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NEWS CORP	COMMON	65248E203	1,298	71,378	SH	OTHER	1
NEXEN INC	COMMON FOREIGN	65334H102	924	58,100	SH	OTHER	1
NEXTERA ENERGY INC	COMMON	65339F101	2,870	47,140	SH	OTHER	1
NICE SYS LTD	COMMON FOREIGN	653656108	259	7,514	SH	OTHER	1
NIELSEN HOLDINGS N V	COMMON	N63218106	275	9,260	SH	OTHER	1
NII HLDGS INC	COMMON	62913F201	385	18,080	SH	OTHER	1
NIKE INC	COMMON	654106103	4,142	42,980	SH	OTHER	1
NISOURCE INC	COMMON	65473P105	831	34,920	SH	OTHER	1
NOBLE CORPORATION BAAR	COMMON FOREIGN	H5833N103	757	25,060	SH	OTHER	1
NOBLE ENERGY INC	COMMON	655044105	2,199	23,292	SH	OTHER	1
NORDSON CORP	COMMON	655663102	284	6,900	SH	OTHER	1
NORDSTROM INC	COMMON	655664100	1,131	22,760	SH	OTHER	1
NORFOLK SOUTHERN CORP	COMMON	655844108	3,195	43,847	SH	OTHER	1
NORTH AMERN PALLADIUM LTD	COMMON FOREIGN	656912102	47	18,400	SH	OTHER	1
NORTHEAST UTILS	COMMON	664397106	633	17,540	SH	OTHER	1
NORTHERN TR CORP	COMMON	665859104	290	7,300	SH	OTHER	1
NORTHROP GRUMMAN CORP	COMMON	666807102	1,785	30,520	SH	OTHER	1
NORTHSTAR RLTY FIN CORP	COMMON	66704R100	69	14,540	SH	OTHER	1
NORTHWEST BANCSHARES INC MD	COMMON	667340103	120	9,635	SH	OTHER	1
NORTHWEST NAT GAS CO	COMMON	667655104	215	4,480	SH	OTHER	1
NOVAGOLD RES INC	COMMON FOREIGN	66987E206	124	14,500	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
NOVELLUS SYS INC	COMMON	670008101	412	9,980	SH	OTHER	1
NPS PHARMACEUTICALS INC	COMMON	62936P103	93	14,040	SH	OTHER	1
NRG ENERGY INC	COMMON	629377508	472	26,060	SH	OTHER	1
NSTAR	COMMON	67019E107	732	15,580	SH	OTHER	1
NU SKIN ENTERPRISES INC	COMMON	67018T105	315	6,480	SH	OTHER	1
NUANCE COMMUNICATIONS INC	COMMON	67020Y100	741	29,460	SH	OTHER	1
NUCOR CORP	COMMON	670346105	1,341	33,900	SH	OTHER	1
NV ENERGY INC	COMMON	67073Y106	412	25,200	SH	OTHER	1
NVIDIA CORP	COMMON	67066G104	1,043	75,260	SH	OTHER	1
NVR INC	COMMON	62944T105	453	660	SH	OTHER	1
NYSE EURONEXT	COMMON	629491101	865	33,140	SH	OTHER	1
O REILLY AUTOMOTIVE INC NEW	COMMON	67103H107	1,271	15,900	SH	OTHER	1
OASIS PETE INC NEW	COMMON	674215108	193	6,620	SH	OTHER	1
OCCIDENTAL PETE CORP DEL	COMMON	674599105	9,033	96,406	SH	OTHER	1
OCEANEERING INTL INC	COMMON	675232102	571	12,380	SH	OTHER	1
OCWEN FINL CORP	COMMON	675746309	171	11,840	SH	OTHER	1
OFFICE DEPOT INC	COMMON	676220106	85	39,420	SH	OTHER	1
OFFICEMAX INC DEL	COMMON	67622P101	53	11,680	SH	OTHER	1
OGE ENERGY CORP	COMMON	670837103	580	10,220	SH	OTHER	1
OIL STS INTL INC	COMMON	678026105	463	6,060	SH	OTHER	1
OLD DOMINION FGHT LINES INC	COMMON	679580100	202	4,980	SH	OTHER	1
OLD NATL BANCORP IND	COMMON	680033107	147	12,660	SH	OTHER	1
OLD REP INTL CORP	COMMON	680223104	189	20,400	SH	OTHER	1
OLIN CORP	COMMON	680665205	174	8,880	SH	OTHER	1
OMEGA HEALTHCARE INVS INC	COMMON	681936100	243	12,560	SH	OTHER	1
OMNICARE INC	COMMON	681904108	564	16,380	SH	OTHER	1
OMNICOM GROUP INC	COMMON	681919106	1,596	35,800	SH	OTHER	1

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ON SEMICONDUCTOR CORP	COMMON	682189105	393	50,920	SH	OTHER	1
ONEOK INC NEW	COMMON	682680103	1,484	17,120	SH	OTHER	1
ONYX PHARMACEUTICALS INC	COMMON	683399109	348	7,920	SH	OTHER	1
OPEN TEXT CORP	COMMON FOREIGN	683715106	277	5,400	SH	OTHER	1
ORACLE CORP	COMMON	68389X105	12,348	481,420	SH	OTHER	1
ORIENT-EXPRESS HOTELS LTD	COMMON	G67743107	106	14,140	SH	OTHER	1
OSHKOSH CORP	COMMON	688239201	246	11,500	SH	OTHER	1
OWENS & MINOR INC NEW	COMMON	690732102	226	8,120	SH	OTHER	1
OWENS CORNING NEW	COMMON	690742101	407	14,180	SH	OTHER	1
OWENS ILL INC	COMMON	690768403	341	17,620	SH	OTHER	1
PACCAR INC	COMMON	693718108	1,361	36,320	SH	OTHER	1
PACKAGING CORP AMER	COMMON	695156109	298	11,820	SH	OTHER	1
PALL CORP	COMMON	696429307	877	15,340	SH	OTHER	1
PAN AMERICAN SILVER CORP	COMMON FOREIGN	697900108	241	11,000	SH	OTHER	1
PANERA BREAD CO	COMMON	69840W108	484	3,420	SH	OTHER	1
PARAMETRIC TECHNOLOGY CORP	COMMON	699173209	247	13,520	SH	OTHER	1
PARKER DRILLING CO	COMMON	701081101	127	17,740	SH	OTHER	1
PARKER HANNIFIN CORP	COMMON	701094104	1,459	19,140	SH	OTHER	1
PARTNERRE LTD	COMMON	G6852T105	471	7,340	SH	OTHER	1
PATRIOT COAL CORP	COMMON	70336T104	98	11,600	SH	OTHER	1
PATTERSON COMPANIES INC	COMMON	703395103	217	7,360	SH	OTHER	1
PATTERSON UTI ENERGY INC	COMMON	703481101	385	19,260	SH	OTHER	1
PAYCHEX INC	COMMON	704326107	1,094	36,345	SH	OTHER	1
PDL BIOPHARMA INC	COMMON	69329Y104	113	18,280	SH	OTHER	1
PEABODY ENERGY CORP	COMMON	704549104	930	28,100	SH	OTHER	1
PENGROWTH ENERGY CORP	COMMON FOREIGN	70706P104	337	31,900	SH	OTHER	1
PENN NATL GAMING INC	COMMON	707569109	294	7,720	SH	OTHER	1
PENN WEST PETE LTD NEW	COMMON FOREIGN	707887105	852	43,000	SH	OTHER	1
PENNEY J C INC	COMMON	708160106	692	19,700	SH	OTHER	1
PENTAIR INC	COMMON	709631105	373	11,200	SH	OTHER	1
PEOPLES UNITED FINANCIAL IN	COMMON	712704105	196	15,280	SH	OTHER	1
PEPCO HOLDINGS INC	COMMON	713291102	481	23,711	SH	OTHER	1
PEPSICO INC	COMMON	713448108	21,679	326,740	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
PERKINELMER INC	COMMON	714046109	268	13,380	SH	OTHER
PERRIGO CO	COMMON	714290103	1,059	10,880	SH	OTHER
PETSMART INC	COMMON	716768106	803	15,660	SH	OTHER
PFIZER INC	COMMON	717081103	20,436	944,380	SH	OTHER
PG&E CORP	COMMON	69331C108	1,845	44,760	SH	OTHER
PHARMASSET INC	COMMON	71715N106	1,144	8,920	SH	OTHER
PIEDMONT NAT GAS INC	COMMON	720186105	302	8,900	SH	OTHER
PIEDMONT OFFICE REALTY TR I	COMMON	720190206	350	20,560	SH	OTHER
PIER 1 IMPORTS INC	COMMON	720279108	180	12,920	SH	OTHER
PINNACLE WEST CAP CORP	COMMON	723484101	692	14,360	SH	OTHER
PIONEER NAT RES CO	COMMON	723787107	1,195	13,360	SH	OTHER
PITNEY BOWES INC	COMMON	724479100	368	19,840	SH	OTHER
PLAINS EXPL& PRODTN CO	COMMON	726505100	722	19,660	SH	OTHER
PLANTRONICS INC NEW	COMMON	727493108	190	5,320	SH	OTHER
PLATINUM UNDERWRITER HLDGS	COMMON	G7127P100	188	5,500	SH	OTHER

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PLUM CREEK TIMBER CO INC	COMMON	729251108	592	16,200	SH	OTHER	1
PMC-SIERRA INC	COMMON	69344F106	155	28,160	SH	OTHER	1
PNC FINL SVCS GROUP INC	COMMON	693475105	3,588	62,220	SH	OTHER	1
PNM RES INC	COMMON	69349H107	176	9,680	SH	OTHER	1
POLARIS INDS INC	COMMON	731068102	437	7,800	SH	OTHER	1
POLYCOM INC	COMMON	73172K104	341	20,920	SH	OTHER	1
POLYONE CORP	COMMON	73179P106	131	11,340	SH	OTHER	1
POLYPORE INTL INC	COMMON	73179V103	186	4,220	SH	OTHER	1
POOL CORPORATION	COMMON	73278L105	179	5,960	SH	OTHER	1
POPULAR INC	COMMON	733174106	181	129,880	SH	OTHER	1
PORTLAND GEN ELEC CO	COMMON	736508847	194	7,660	SH	OTHER	1
POST PPTYS INC	COMMON	737464107	236	5,400	SH	OTHER	1
POTASH CORP SASK INC	COMMON FOREIGN	73755L107	2,180	52,750	SH	DEFINED	3
POTASH CORP SASK INC	COMMON FOREIGN	73755L107	3,460	83,700	SH	OTHER	1
POWER ONE INC NEW	COMMON	73930R102	56	14,400	SH	OTHER	1
PPG INDS INC	COMMON	693506107	1,781	21,328	SH	OTHER	1
PPL CORP	COMMON	69351T106	1,578	53,620	SH	OTHER	1
PRAXAIR INC	COMMON	74005P104	4,086	38,220	SH	OTHER	1
PRECISION CASTPARTS CORP	COMMON	740189105	2,848	17,280	SH	OTHER	1
PRECISION DRILLING CORP	COMMON FOREIGN	74022D308	285	27,700	SH	OTHER	1
PREMIERE GLOBAL SVCS INC	COMMON	740585104	103	12,105	SH	OTHER	1
PRICE T ROWE GROUP INC	COMMON	74144T108	2,049	35,980	SH	OTHER	1
PRICELINE COM INC	COMMON	741503403	2,703	5,780	SH	OTHER	1
PRINCIPAL FINL GROUP INC	COMMON	74251V102	866	35,220	SH	OTHER	1
PRIVATEBANCORP INC	COMMON	742962103	112	10,200	SH	OTHER	1
PROASSURANCE CORP	COMMON	74267C106	254	3,180	SH	OTHER	1
PROCTER & GAMBLE CO	COMMON	742718109	21,962	329,220	SH	OTHER	1
PROGRESS ENERGY INC	COMMON	743263105	1,548	27,640	SH	OTHER	1
PROGRESS SOFTWARE CORP	COMMON	743312100	228	11,790	SH	OTHER	1
PROGRESSIVE CORP OHIO	COMMON	743315103	1,266	64,900	SH	OTHER	1
PROGRESSIVE WASTE SOLUTIONS	COMMON FOREIGN	74339G101	401	20,500	SH	OTHER	1
PROLOGIS INC	COMMON	74340W103	1,624	56,803	SH	OTHER	1
PROSPECT CAPITAL CORPORATIO	COMMON	74348T102	150	16,100	SH	OTHER	1
PROSPERITY BANCSHARES INC	COMMON	743606105	203	5,040	SH	OTHER	1
PROTECTIVE LIFE CORP	COMMON	743674103	258	11,440	SH	OTHER	1
PROVIDENT ENERGY LTD NEW	COMMON FOREIGN	74386V100	495	51,200	SH	OTHER	1
PROVIDENT NEW YORK BANCORP	COMMON	744028101	103	15,480	SH	OTHER	1
PRUDENTIAL FINL INC	COMMON	744320102	3,033	60,520	SH	OTHER	1
PS BUSINESS PKS INC CALIF	COMMON	69360J107	255	4,600	SH	OTHER	1
PUBLIC STORAGE	COMMON	74460D109	2,945	21,900	SH	OTHER	1
PUBLIC SVC ENTERPRISE GROUP	COMMON	744573106	1,938	58,720	SH	OTHER	1
PULTE GROUP INC	COMMON	745867101	297	47,147	SH	OTHER	1
PVH CORP	COMMON	693656100	509	7,220	SH	OTHER	1
QEP RES INC	COMMON	74733V100	643	21,960	SH	OTHER	1
QLIK TECHNOLOGIES INC	COMMON	74733T105	217	8,960	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
QLOGIC CORP	COMMON	747277101	216	14,400	SH	OTHER	1
QUALCOMM INC	COMMON	747525103	11,064	202,260	SH	OTHER	1
QUALITY SYS INC	COMMON	747582104	192	5,180	SH	OTHER	1

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QUANTA SVCS INC	COMMON		74762E102	501	23,260	SH	OTHER	1
QUANTUM CORP	COMMON		747906204	65	27,220	SH	OTHER	1
QUEST DIAGNOSTICS INC	COMMON		74834L100	959	16,520	SH	OTHER	1
QUEST SOFTWARE INC	COMMON		74834T103	190	10,200	SH	OTHER	1
QUESTAR CORP	COMMON		748356102	392	19,720	SH	OTHER	1
QUESTCOR PHARMACEUTICALS IN	COMMON		74835Y101	297	7,140	SH	OTHER	1
QUICKSILVER RESOURCES INC	COMMON		74837R104	79	11,760	SH	OTHER	1
QUIKSILVER INC	COMMON		74838C106	73	20,220	SH	OTHER	1
RACKSPACE HOSTING INC	COMMON		750086100	511	11,880	SH	OTHER	1
RADIAN GROUP INC	COMMON		750236101	37	15,820	SH	OTHER	1
RADIOSHACK CORP	COMMON		750438103	132	13,600	SH	OTHER	1
RALCORP HLDGS INC NEW	COMMON		751028101	491	5,740	SH	OTHER	1
RALPH LAUREN CORP	COMMON		751212101	1,044	7,560	SH	OTHER	1
RAMBUS INC DEL	COMMON		750917106	90	11,880	SH	OTHER	1
RANGE RES CORP	COMMON		75281A109	1,207	19,481	SH	OTHER	1
RAYMOND JAMES FINANCIAL INC	COMMON		754730109	398	12,840	SH	OTHER	1
RAYONIER INC	COMMON		754907103	516	11,560	SH	OTHER	1
RAYTHEON CO	COMMON		755111507	1,706	35,265	SH	OTHER	1
REALTY INCOME CORP	COMMON		756109104	498	14,240	SH	OTHER	1
RED HAT INC	COMMON		756577102	1,031	24,980	SH	OTHER	1
REDWOOD TR INC	COMMON		758075402	103	10,120	SH	OTHER	1
REGAL BELOIT CORP	COMMON		758750103	234	4,600	SH	OTHER	1
REGAL ENTMT GROUP	COMMON		758766109	117	9,820	SH	OTHER	1
REGENCY CTRS CORP	COMMON		758849103	468	12,440	SH	OTHER	1
REGENERON PHARMACEUTICALS	COMMON		75886F107	480	8,660	SH	OTHER	1
REGIONS FINANCIAL CORP NEW	COMMON		7591EP100	631	146,720	SH	OTHER	1
REINSURANCE GROUP AMER INC	COMMON		759351604	481	9,200	SH	OTHER	1
RELIANCE STEEL & ALUMINUM C	COMMON		759509102	433	8,900	SH	OTHER	1
RENAISSANCERE HOLDINGS LTD	COMMON		G7496G103	546	7,340	SH	OTHER	1
RENT A CTR INC NEW	COMMON		76009N100	284	7,680	SH	OTHER	1
RENTECH INC	COMMON		760112102	40	30,860	SH	OTHER	1
REPUBLIC SVCS INC	COMMON		760759100	1,111	40,320	SH	OTHER	1
RESEARCH IN MOTION LTD	COMMON FOREIGN		760975102	636	43,800	SH	OTHER	1
RESOURCE CAP CORP	COMMON		76120W302	53	9,400	SH	OTHER	1
RF MICRODEVICES INC	COMMON		749941100	175	32,380	SH	OTHER	1
RIGEL PHARMACEUTICALS INC	COMMON		766559603	81	10,220	SH	OTHER	1
RITE AID CORP	COMMON		767754104	111	87,760	SH	OTHER	1
RIVERBED TECHNOLOGY INC	COMMON		768573107	415	17,680	SH	OTHER	1
RLJ LODGING TR	COMMON		74965L101	37,664	2,237,935	SH	DEFINED	3
ROBBINS & MYERS INC	COMMON		770196103	249	5,120	SH	OTHER	1
ROBERT HALF INTL INC	COMMON		770323103	355	12,460	SH	OTHER	1
ROCK-TENN CO	COMMON		772739207	445	7,720	SH	OTHER	1
ROCKWELL AUTOMATION INC	COMMON		773903109	1,394	19,000	SH	OTHER	1
ROCKWELL COLLINS INC	COMMON		774341101	1,002	18,100	SH	OTHER	1
ROCKWOOD HLDGS INC	COMMON		774415103	308	7,820	SH	OTHER	1
ROGERS COMMUNICATIONS INC	COMMON FOREIGN		775109200	1,583	41,100	SH	OTHER	1
ROPER INDS INC NEW	COMMON		776696106	1,035	11,920	SH	OTHER	1
ROSETTA RESOURCES INC	COMMON		777779307	279	6,420	SH	OTHER	1
ROSS STORES INC	COMMON		778296103	1,224	25,760	SH	OTHER	1
ROVI CORP	COMMON		779376102	323	13,160	SH	OTHER	1
ROWAN COS INC	COMMON		779382100	407	13,420	SH	OTHER	1
ROYAL BK CDA MONTREAL QUE	COMMON FOREIGN		780087102	5,509	108,102	SH	DEFINED	3
ROYAL BK CDA MONTREAL QUE	COMMON FOREIGN		780087102	6,740	132,100	SH	OTHER	1
ROYAL CARIBBEAN CRUISES LTD	COMMON		V7780T103	441	17,800	SH	OTHER	1
ROYAL GOLD INC	COMMON		780287108	418	6,200	SH	OTHER	1
RPM INTL INC	COMMON		749685103	386	15,740	SH	OTHER	1
RUBICON MINERALS CORP	COMMON FOREIGN		780911103	84	22,100	SH	OTHER	1

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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
RUBY TUESDAY INC	COMMON	781182100	65	9,380	SH	OTHER	1
RUDDICK CORP	COMMON	781258108	195	4,580	SH	OTHER	1
RYDER SYS INC	COMMON	783549108	325	6,120	SH	OTHER	1
SAFEWAY INC	COMMON	786514208	967	45,950	SH	OTHER	1
SAIC INC	COMMON	78390X101	351	28,520	SH	OTHER	1
SAKS INC	COMMON	79377W108	136	13,960	SH	OTHER	1
SALESFORCE COM INC	COMMON	79466L302	1,546	15,240	SH	OTHER	1
SALIX PHARMACEUTICALS INC	COMMON	795435106	340	7,100	SH	OTHER	1
SALLY BEAUTY HLDGS INC	COMMON	79546E104	318	15,060	SH	OTHER	1
SANDISK CORP	COMMON	80004C101	1,282	26,060	SH	OTHER	1
SANDRIDGE ENERGY INC	COMMON	80007P307	370	45,377	SH	OTHER	1
SANMINA SCI CORP	COMMON	800907206	90	9,700	SH	OTHER	1
SAPIENT CORP	COMMON	803062108	173	13,700	SH	OTHER	1
SARA LEE CORP	COMMON	803111103	1,359	71,827	SH	OTHER	1
SBA COMMUNICATIONS CORP	COMMON	78388J106	615	14,320	SH	OTHER	1
SCANA CORP NEW	COMMON	80589M102	478	10,600	SH	OTHER	1
SCHEIN HENRY INC	COMMON	806407102	553	8,580	SH	OTHER	1
SCHLUMBERGER LTD	COMMON	806857108	10,960	160,446	SH	OTHER	1
SCHNITZER STL INDS	COMMON	806882106	198	4,680	SH	OTHER	1
SCHWAB CHARLES CORP NEW	COMMON	808513105	1,636	145,266	SH	OTHER	1
SCIENTIFIC GAMES CORP	COMMON	80874P109	97	9,960	SH	OTHER	1
SCOTTS MIRACLE GRO CO	COMMON	810186106	247	5,300	SH	OTHER	1
SCRIPPS NETWORKS INTERACT I	COMMON	811065101	404	9,520	SH	OTHER	1
SEACOR HOLDINGS INC	COMMON	811904101	268	3,013	SH	OTHER	1
SEADRILL LIMITED	COMMON FOREIGN	G7945E105	970	29,015	SH	OTHER	1
SEAGATE TECHNOLOGY PLC	COMMON FOREIGN	G7945M107	789	48,100	SH	OTHER	1
SEALED AIR CORP NEW	COMMON	81211K100	169	9,820	SH	OTHER	1
SEATTLE GENETICS INC	COMMON	812578102	204	12,180	SH	OTHER	1
SEI INVESTMENTS CO	COMMON	784117103	399	23,000	SH	OTHER	1
SEMPRA ENERGY	COMMON	816851109	1,449	26,340	SH	OTHER	1
SEMTECH CORP	COMMON	816850101	186	7,480	SH	OTHER	1
SENIOR HSG PPTYS TR	COMMON	81721M109	436	19,440	SH	OTHER	1
SENSATA TECHNOLOGIES HLDG B	COMMON	N7902X106	272	10,360	SH	OTHER	1
SEQUENOM INC	COMMON	817337405	59	13,180	SH	OTHER	1
SERVICE CORP INTL	COMMON	817565104	297	27,900	SH	OTHER	1
SHAW COMMUNICATIONS INC	COMMON FOREIGN	82028K200	586	29,500	SH	OTHER	1
SHAW GROUP INC	COMMON	820280105	261	9,700	SH	OTHER	1
SHERWIN WILLIAMS CO	COMMON	824348106	1,062	11,900	SH	OTHER	1
SIGMA ALDRICH CORP	COMMON	826552101	887	14,200	SH	OTHER	1
SIGNATURE BK NEW YORK N Y	COMMON	82669G104	300	5,000	SH	OTHER	1
SIGNET JEWELERS LIMITED	COMMON FOREIGN	G81276100	455	10,360	SH	OTHER	1
SILGAN HOLDINGS INC	COMMON	827048109	189	4,880	SH	OTHER	1
SILICON IMAGE INC	COMMON	82705T102	46	9,820	SH	OTHER	1
SILICON LABORATORIES INC	COMMON	826919102	187	4,300	SH	OTHER	1
SILVER WHEATON CORP	COMMON FOREIGN	828336107	2,815	97,200	SH	DEFINED	3
SILVER WHEATON CORP	COMMON FOREIGN	828336107	886	30,600	SH	OTHER	1
SILVERCORP METALS INC	COMMON FOREIGN	82835P103	108	16,800	SH	OTHER	1
SIMON PPTY GROUP INC NEW	COMMON	828806109	5,051	39,173	SH	OTHER	1
SIMPSON MANUFACTURING CO IN	COMMON	829073105	182	5,420	SH	OTHER	1
SIRIUS XM RADIO INC	COMMON	82967N108	830	456,300	SH	OTHER	1
SIRONA DENTAL SYSTEMS INC	COMMON	82966C103	303	6,880	SH	OTHER	1
SIX FLAGS ENTMT CORP NEW	COMMON	83001A102	240	5,820	SH	OTHER	1
SKYWORKS SOLUTIONS INC	COMMON	83088M102	363	22,360	SH	OTHER	1

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SL GREEN RLTY CORP	COMMON	78440X101	665	9,980	SH	OTHER	1
SM ENERGY CO	COMMON	78454L100	537	7,340	SH	OTHER	1
SMART BALANCE INC	COMMON	83169Y108	51	9,520	SH	OTHER	1
SMITH A O	COMMON	831865209	183	4,560	SH	OTHER	1
SMITHFIELD FOODS INC	COMMON	832248108	431	17,760	SH	OTHER	1
SMUCKER J M CO	COMMON	832696405	957	12,240	SH	OTHER	1
SNAP ON INC	COMMON	833034101	351	6,940	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/ PRN CALL	INVESTMENT DISCRETION	OTH MANA
SOLERA HOLDINGS INC	COMMON	83421A104	397	8,920	SH	OTHER	1
SOLUTIA INC	COMMON	834376501	260	15,060	SH	OTHER	1
SONOCO PRODS CO	COMMON	835495102	350	10,620	SH	OTHER	1
SONUS NETWORKS INC	COMMON	835916107	78	32,640	SH	OTHER	1
SOTHEBYS	COMMON	835898107	235	8,220	SH	OTHER	1
SOUTH JERSEY INDS INC	COMMON	838518108	176	3,100	SH	OTHER	1
SOUTHERN CO	COMMON	842587107	5,173	111,760	SH	OTHER	1
SOUTHERN UN CO NEW	COMMON	844030106	545	12,940	SH	OTHER	1
SOUTHWEST AIRLS CO	COMMON	844741108	166	19,380	SH	OTHER	1
SOUTHWEST GAS CORP	COMMON	844895102	274	6,460	SH	OTHER	1
SOUTHWESTERN ENERGY CO	COMMON	845467109	1,215	38,040	SH	OTHER	1
SPANSION INC	COMMON	84649R200	78	9,440	SH	OTHER	1
SPDR S&P 500 ETF TR	COMMON	78462F103	3,231	25,749	SH	DEFINED	3
SPDR S&P 500 ETF TR	COMMON	78462F103	14,311	114,032	SH	OTHER	1
SPECTRA ENERGY CORP	COMMON	847560109	3,044	99,000	SH	OTHER	1
SPIRIT AEROSYSTEMS HLDGS IN	COMMON	848574109	283	13,600	SH	OTHER	1
SPRINT NEXTEL CORP	COMMON	852061100	807	345,000	SH	OTHER	1
SPX CORP	COMMON	784635104	426	7,060	SH	OTHER	1
ST JOE CO	COMMON	790148100	145	9,900	SH	OTHER	1
ST JUDE MED INC	COMMON	790849103	1,349	39,320	SH	OTHER	1
STANCORP FINL GROUP INC	COMMON	852891100	198	5,400	SH	OTHER	1
STANDARD PAC CORP NEW	COMMON	85375C101	41	12,900	SH	OTHER	1
STANLEY BLACK & DECKER INC	COMMON	854502101	1,374	20,321	SH	OTHER	1
STAPLES INC	COMMON	855030102	1,127	81,140	SH	OTHER	1
STARBUCKS CORP	COMMON	855244109	4,168	90,580	SH	OTHER	1
STARWOOD HOTELS&RESORTS WRL	COMMON	85590A401	1,079	22,500	SH	OTHER	1
STARWOOD PPTY TR INC	COMMON	85571B105	195	10,540	SH	OTHER	1
STATE STR CORP	COMMON	857477103	2,450	60,780	SH	OTHER	1
STEEL DYNAMICS INC	COMMON	858119100	302	22,960	SH	OTHER	1
STEELCASE INC	COMMON	858155203	76	10,220	SH	OTHER	1
STERICYCLE INC	COMMON	858912108	746	9,580	SH	OTHER	1
STERIS CORP	COMMON	859152100	256	8,580	SH	OTHER	1
STEWART ENTERPRISES INC	COMMON	860370105	66	11,380	SH	OTHER	1
STIFEL FINL CORP	COMMON	860630102	205	6,410	SH	OTHER	1
STILLWATER MNG CO	COMMON	86074Q102	144	13,740	SH	OTHER	1
STRATEGIC HOTELS & RESORTS	COMMON	86272T106	99	18,400	SH	OTHER	1
STRYKER CORP	COMMON	863667101	1,736	34,916	SH	OTHER	1
SUCCESSFACTORS INC	COMMON	864596101	340	8,540	SH	OTHER	1
SUN LIFE FINL INC	COMMON FOREIGN	866796105	1,223	65,900	SH	OTHER	1
SUNCOR ENERGY INC NEW	COMMON FOREIGN	867224107	6,628	229,825	SH	DEFINED	3
SUNCOR ENERGY INC NEW	COMMON FOREIGN	867224107	4,173	144,696	SH	OTHER	1

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SUNOCO INC	COMMON	86764P109	633	15,440	SH	OTHER	1
SUNRISE SENIOR LIVING INC	COMMON	86768K106	58	8,900	SH	OTHER	1
SUNSTONE HOTEL INVS INC NEW	COMMON	867892101	141	17,260	SH	OTHER	1
SUNTRUST BKS INC	COMMON	867914103	1,071	60,499	SH	OTHER	1
SUPERIOR ENERGY SVCS INC	COMMON	868157108	284	10,000	SH	OTHER	1
SUPERVALU INC	COMMON	868536103	320	39,420	SH	OTHER	1
SUSQUEHANNA BANCSHARES INC	COMMON	869099101	181	21,640	SH	OTHER	1
SVB FINL GROUP	COMMON	78486Q101	254	5,320	SH	OTHER	1
SWIFT ENERGY CO	COMMON	870738101	206	6,920	SH	OTHER	1
SWIFT TRANSN CO	COMMON	87074U101	92	11,180	SH	OTHER	1
SWISHER HYGIENE INC	COMMON	870808102	61	16,280	SH	OTHER	1
SXC HEALTH SOLUTIONS CORP	COMMON	78505P100	332	5,900	SH	OTHER	1
SYMANTEC CORP	COMMON	871503108	1,323	84,520	SH	OTHER	1
SYMETRA FINL CORP	COMMON	87151Q106	113	12,440	SH	OTHER	1
SYNOPSYS INC	COMMON	871607107	416	15,280	SH	OTHER	1
SYNOVUS FINL CORP	COMMON	87161C105	147	104,260	SH	OTHER	1
SYSCO CORP	COMMON	871829107	1,945	66,320	SH	OTHER	1
TAKE-TWO INTERACTIVE SOFTWA	COMMON	874054109	120	8,860	SH	OTHER	1
TALEO CORP	COMMON	87424N104	197	5,100	SH	OTHER	1

FORM 13F INFORMATION TABLE

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION MANA	
TALISMAN ENERGY INC	COMMON FOREIGN	87425E103	4,573	359,475	SH	DEFINED	3
TALISMAN ENERGY INC	COMMON FOREIGN	87425E103	1,200	94,200	SH	OTHER	1
TANGER FACTORY OUTLET CTRS	COMMON	875465106	253	8,640	SH	OTHER	1
TARGET CORP	COMMON	87612E106	3,757	73,360	SH	OTHER	1
TASEKO MINES LTD	COMMON FOREIGN	876511106	45	16,500	SH	OTHER	1
TAUBMAN CTRS INC	COMMON	876664103	369	5,940	SH	OTHER	1
TCF FINL CORP	COMMON	872275102	218	21,140	SH	OTHER	1
TD AMERITRADE HLDG CORP	COMMON	87236Y108	513	32,748	SH	OTHER	1
TE CONNECTIVITY LTD	COMMON	H84989104	1,626	52,780	SH	OTHER	1
TECH DATA CORP	COMMON	878237106	258	5,220	SH	OTHER	1
TECHNE CORP	COMMON	878377100	269	3,940	SH	OTHER	1
TECK RESOURCES LTD	COMMON FOREIGN	878742204	1,911	54,200	SH	OTHER	1
TECO ENERGY INC	COMMON	872375100	379	19,780	SH	OTHER	1
TEKELEC	COMMON	879101103	122	11,200	SH	OTHER	1
TELEDYNE TECHNOLOGIES INC	COMMON	879360105	215	3,920	SH	OTHER	1
TELEFLEX INC	COMMON	879369106	303	4,940	SH	OTHER	1
TELEPHONE & DATA SYS INC	COMMON	879433100	261	10,074	SH	OTHER	1
TELLABS INC	COMMON	879664100	172	42,560	SH	OTHER	1
TELUS CORP	COMMON FOREIGN	87971M202	1,234	23,000	SH	OTHER	1
TEMPLE INLAND INC	COMMON	879868107	398	12,560	SH	OTHER	1
TEMPUR PEDIC INTL INC	COMMON	88023U101	419	7,980	SH	OTHER	1
TENET HEALTHCARE CORP	COMMON	88033G100	299	58,240	SH	OTHER	1
TENNECO INC	COMMON	880349105	204	6,840	SH	OTHER	1
TERADATA CORP DEL	COMMON	88076W103	921	18,980	SH	OTHER	1
TERADYNE INC	COMMON	880770102	303	22,240	SH	OTHER	1
TEREX CORP NEW	COMMON	880779103	184	13,620	SH	OTHER	1
TESLA MTRS INC	COMMON	88160R101	188	6,580	SH	OTHER	1
TESORO CORP	COMMON	881609101	408	17,460	SH	OTHER	1
TETRA TECHNOLOGIES INC DEL	COMMON	88162F105	108	11,560	SH	OTHER	1

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TEVA PHARMACEUTICAL INDS LT	COMMON		881624209	3,620	89,697	SH	OTHER	1
TEXAS INSTRS INC	COMMON		882508104	3,893	133,740	SH	OTHER	1
TEXTRON INC	COMMON		883203101	602	32,580	SH	OTHER	1
TFS FINL CORP	COMMON		87240R107	101	11,220	SH	OTHER	1
THERAVANCE INC	COMMON		88338T104	204	9,240	SH	OTHER	1
THERMO FISHER SCIENTIFIC IN	COMMON		883556102	2,010	44,701	SH	OTHER	1
THOMAS & BETTS CORP	COMMON		884315102	312	5,720	SH	OTHER	1
THOMPSON CREEK METALS CO IN	COMMON	FOREIGN	884768102	82	11,800	SH	OTHER	1
THOMSON REUTERS CORP	COMMON	FOREIGN	884903105	1,173	43,900	SH	OTHER	1
THORATEC CORP	COMMON		885175307	230	6,860	SH	OTHER	1
TIBCO SOFTWARE INC	COMMON		88632Q103	470	19,660	SH	OTHER	1
TIDEWATER INC	COMMON		886423102	258	5,240	SH	OTHER	1
TIFFANY & CO NEW	COMMON		886547108	1,020	15,400	SH	OTHER	1
TIM HORTONS INC	COMMON	FOREIGN	88706M103	722	14,900	SH	OTHER	1
TIME WARNER CABLE INC	COMMON		88732J207	2,449	38,521	SH	OTHER	1
TIME WARNER INC	COMMON		887317303	4,674	129,320	SH	OTHER	1
TIMKEN CO	COMMON		887389104	399	10,320	SH	OTHER	1
TITANIUM METALS CORP	COMMON		888339207	170	11,340	SH	OTHER	1
TIVO INC	COMMON		888706108	128	14,260	SH	OTHER	1
TJX COS INC NEW	COMMON		872540109	2,932	45,420	SH	OTHER	1
TOLL BROTHERS INC	COMMON		889478103	363	17,780	SH	OTHER	1
TORCHMARK CORP	COMMON		891027104	641	14,770	SH	OTHER	1
TORO CO	COMMON		891092108	214	3,520	SH	OTHER	1
TORONTO DOMINION BK ONT	COMMON	FOREIGN	891160509	10,981	146,717	SH	DEFINED	3
TORONTO DOMINION BK ONT	COMMON	FOREIGN	891160509	6,126	81,800	SH	OTHER	1
TOTAL SYS SVCS INC	COMMON		891906109	150	7,680	SH	OTHER	1
TOWER SEMICONDUCTOR LTD	COMMON	FOREIGN	M87915100	32	53,865	SH	OTHER	1
TOWERS WATSON & CO	COMMON		891894107	369	6,160	SH	OTHER	1
TRACTOR SUPPLY CO	COMMON		892356106	588	8,380	SH	OTHER	1
TRANSALTA CORP	COMMON	FOREIGN	89346D107	384	18,600	SH	OTHER	1
TRANSATLANTIC HLDGS INC	COMMON		893521104	389	7,100	SH	OTHER	1

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PUT/ PRN CALL	INVESTMENT DISCRETION MANA
TRANSCANADA CORP	COMMON FOREIGN	89353D107	2,688	61,500	SH	OTHER
TRANSDIGM GROUP INC	COMMON	893641100	528	5,520	SH	OTHER
TRANSOCEAN LTD	COMMON FOREIGN	H8817H100	1,046	27,100	SH	OTHER
TRAVELERS COMPANIES INC	COMMON	89417E109	2,809	47,475	SH	OTHER
TREEHOUSE FOODS INC	COMMON	89469A104	263	4,020	SH	OTHER
TRIMBLE NAVIGATION LTD	COMMON	896239100	653	15,040	SH	OTHER
TRINITY INDS INC	COMMON	896522109	311	10,360	SH	OTHER
TRIPADVISOR INC	COMMON	896945201	309	12,250	SH	OTHER
TRIQUINT SEMICONDUCTOR INC	COMMON	89674K103	104	21,280	SH	OTHER
TRIUMPH GROUP INC NEW	COMMON	896818101	264	4,520	SH	OTHER
TRUSTCO BK CORP N Y	COMMON	898349105	113	20,200	SH	OTHER
TRW AUTOMOTIVE HLDGS CORP	COMMON	87264S106	404	12,380	SH	OTHER
TUPPERWARE BRANDS CORP	COMMON	899896104	411	7,340	SH	OTHER
TW TELECOM INC	COMMON	87311L104	341	17,620	SH	OTHER
TWO HBRS INVT CORP	COMMON	90187B101	112	12,080	SH	OTHER
TYCO INTERNATIONAL LTD	COMMON	H89128104	2,573	55,077	SH	OTHER
TYSON FOODS INC	COMMON	902494103	707	34,260	SH	OTHER

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U S G CORP	COMMON	903293405	116	11,460	SH	OTHER	1
UBS AG	COMMON FOREIGN	H89231338	4,107	345,095	SH	OTHER	1
UDR INC	COMMON	902653104	619	24,660	SH	OTHER	1
UGI CORP NEW	COMMON	902681105	412	14,020	SH	OTHER	1
ULTA SALON COSMETCS & FRAG	COMMON	90384S303	392	6,040	SH	OTHER	1
ULTIMATE SOFTWARE GROUP INC	COMMON	90385D107	190	2,920	SH	OTHER	1
ULTRA PETROLEUM CORP	COMMON	903914109	509	17,187	SH	OTHER	1
UMPQUA HLDGS CORP	COMMON	904214103	196	15,780	SH	OTHER	1
UNDER ARMOUR INC	COMMON	904311107	322	4,480	SH	OTHER	1
UNION PAC CORP	COMMON	907818108	6,356	60,000	SH	OTHER	1
UNIT CORP	COMMON	909218109	242	5,220	SH	OTHER	1
UNITED NAT FOODS INC	COMMON	911163103	215	5,380	SH	OTHER	1
UNITED ONLINE INC	COMMON	911268100	62	11,480	SH	OTHER	1
UNITED PARCEL SERVICE INC	COMMON	911312106	6,725	91,880	SH	OTHER	1
UNITED RENTALS INC	COMMON	911363109	187	6,320	SH	OTHER	1
UNITED STATES STL CORP NEW	COMMON	912909108	441	16,680	SH	OTHER	1
UNITED STATIONERS INC	COMMON	913004107	180	5,520	SH	OTHER	1
UNITED TECHNOLOGIES CORP	COMMON	913017109	7,356	100,640	SH	OTHER	1
UNITED THERAPEUTICS CORP DE	COMMON	91307C102	294	6,220	SH	OTHER	1
UNITEDHEALTH GROUP INC	COMMON	91324P102	6,650	131,220	SH	OTHER	1
UNIVERSAL DISPLAY CORP	COMMON	91347P105	183	4,980	SH	OTHER	1
UNIVERSAL HLTH SVCS INC	COMMON	913903100	451	11,600	SH	OTHER	1
UNUM GROUP	COMMON	91529Y106	841	39,900	SH	OTHER	1
URBAN OUTFITTERS INC	COMMON	917047102	327	11,880	SH	OTHER	1
URS CORP NEW	COMMON	903236107	326	9,280	SH	OTHER	1
US BANCORP DEL	COMMON	902973304	6,253	231,178	SH	OTHER	1
US GOLD CORPORATION	COMMON	912023207	51	15,180	SH	OTHER	1
UTI WORLDWIDE INC	COMMON	G87210103	176	13,240	SH	OTHER	1
V F CORP	COMMON	918204108	1,534	12,080	SH	OTHER	1
VAALCO ENERGY INC	COMMON	91851C201	58	9,640	SH	OTHER	1
VAIL RESORTS INC	COMMON	91879Q109	176	4,160	SH	OTHER	1
VALERO ENERGY CORP NEW	COMMON	91913Y100	1,501	71,300	SH	OTHER	1
VALIDUS HOLDINGS LTD	COMMON	G9319H102	236	7,480	SH	OTHER	1
VALLEY NATL BANCORP	COMMON	919794107	225	18,186	SH	OTHER	1
VALMONT INDS INC	COMMON	920253101	227	2,500	SH	OTHER	1
VALSPAR CORP	COMMON	920355104	369	9,480	SH	OTHER	1
VALUECLICK INC	COMMON	92046N102	142	8,740	SH	OTHER	1
VANGUARD INDEX FDS	COMMON	922908637	35,192	614,058	SH	DEFINED	3
VANGUARD INDEX FDS	COMMON	922908751	13,368	191,875	SH	DEFINED	3
VANGUARD INTL EQUITY INDEX	COMMON	922042858	398,275	10,423,322	SH	OTHER	1
VANGUARD INTL EQUITY INDEX	COMMON	922042858	24,386	639,810	SH	DEFINED	3
VARIAN MED SYS INC	COMMON	92220P105	1,089	16,220	SH	OTHER	1
VCA ANTECH INC	COMMON	918194101	194	9,840	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	
VECTREN CORP	COMMON	92240G101	293	9,680	SH	OTHER	1
VENTAS INC	COMMON	92276F100	1,554	28,180	SH	OTHER	1
VERIFONE SYS INC	COMMON	92342Y109	445	12,540	SH	OTHER	1
VERISIGN INC	COMMON	92343E102	596	16,680	SH	OTHER	1
VERISK ANALYTICS INC	COMMON	92345Y106	649	16,160	SH	OTHER	1

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VERIZON COMMUNICATIONS INC	COMMON	92343V104	13,723	342,060	SH	OTHER	1
VERTEX PHARMACEUTICALS INC	COMMON	92532F100	763	22,980	SH	OTHER	1
VIACOM INC NEW	COMMON	92553P201	2,889	63,620	SH	OTHER	1
VIASAT INC	COMMON	92552V100	205	4,440	SH	OTHER	1
VIRGIN MEDIA INC	COMMON	92769L101	796	37,220	SH	OTHER	1
VIROPHARMA INC	COMMON	928241108	256	9,340	SH	OTHER	1
VISA INC	COMMON	92826C839	6,372	62,762	SH	OTHER	1
VISHAY INTERTECHNOLOGY INC	COMMON	928298108	193	21,420	SH	OTHER	1
VISTEON CORP	COMMON	92839U206	318	6,370	SH	OTHER	1
VIVUS INC	COMMON	928551100	103	10,520	SH	OTHER	1
VMWARE INC	COMMON	928563402	942	11,320	SH	OTHER	1
VONAGE HLDGS CORP	COMMON	92886T201	48	19,580	SH	OTHER	1
VORNADO RLTY TR	COMMON	929042109	1,712	22,280	SH	OTHER	1
VULCAN MATLS CO	COMMON	929160109	556	14,120	SH	OTHER	1
WABASH NATL CORP	COMMON	929566107	73	9,360	SH	OTHER	1
WABCO HLDGS INC	COMMON	92927K102	349	8,040	SH	OTHER	1
WABTEC CORP	COMMON	929740108	389	5,560	SH	OTHER	1
WADDELL & REED FINL INC	COMMON	930059100	336	13,580	SH	OTHER	1
WAL MART STORES INC	COMMON	931142103	13,165	220,300	SH	OTHER	1
WALGREEN CO	COMMON	931422109	3,566	107,860	SH	OTHER	1
WALTER ENERGY INC	COMMON	93317Q105	411	6,780	SH	OTHER	1
WARNACO GROUP INC	COMMON	934390402	258	5,160	SH	OTHER	1
WARNER CHILCOTT PLC IRELAND	COMMON	G94368100	316	20,900	SH	OTHER	1
WARREN RES INC	COMMON	93564A100	68	20,900	SH	OTHER	1
WASHINGTON FED INC	COMMON	938824109	189	13,540	SH	OTHER	1
WASHINGTON POST CO	COMMON	939640108	196	520	SH	OTHER	1
WASHINGTON REAL ESTATE INVT	COMMON	939653101	192	7,020	SH	OTHER	1
WASTE CONNECTIONS INC	COMMON	941053100	372	11,220	SH	OTHER	1
WASTE MGMT INC DEL	COMMON	94106L109	1,781	54,460	SH	OTHER	1
WATERS CORP	COMMON	941848103	967	13,060	SH	OTHER	1
WATSCO INC	COMMON	942622200	190	2,900	SH	OTHER	1
WATSON PHARMACEUTICALS INC	COMMON	942683103	865	14,340	SH	OTHER	1
WAUSAU PAPER CORP	COMMON	943315101	82	9,940	SH	OTHER	1
WEATHERFORD INTERNATIONAL L	COMMON	H27013103	1,165	79,600	SH	OTHER	1
WEBMD HEALTH CORP	COMMON	94770V102	252	6,720	SH	OTHER	1
WEBSTER FINL CORP CONN	COMMON	947890109	180	8,820	SH	OTHER	1
WEIGHT WATCHERS INTL INC NE	COMMON	948626106	206	3,740	SH	OTHER	1
WEINGARTEN RLTY INVS	COMMON	948741103	274	12,580	SH	OTHER	1
WELLCARE HEALTH PLANS INC	COMMON	94946T106	263	5,000	SH	OTHER	1
WELLPOINT INC	COMMON	94973V107	2,906	43,870	SH	OTHER	1
WELLS FARGO & CO NEW	COMMON	949746101	16,503	598,800	SH	OTHER	1
WENDYS CO	COMMON	95058W100	223	41,600	SH	OTHER	1
WESCO INTL INC	COMMON	95082P105	271	5,120	SH	OTHER	1
WESTAMERICA BANCORPORATION	COMMON	957090103	221	5,040	SH	OTHER	1
WESTAR ENERGY INC	COMMON	95709T100	319	11,080	SH	OTHER	1
WESTERN ALLIANCE BANCORP	COMMON	957638109	71	11,380	SH	OTHER	1
WESTERN DIGITAL CORP	COMMON	958102105	833	26,920	SH	OTHER	1
WESTERN UN CO	COMMON	959802109	1,339	73,340	SH	OTHER	1
WET SEAL INC	COMMON	961840105	48	14,700	SH	OTHER	1
WEYERHAEUSER CO	COMMON	962166104	1,123	60,135	SH	OTHER	1
WGL HLDGS INC	COMMON	92924F106	269	6,080	SH	OTHER	1
WHIRLPOOL CORP	COMMON	963320106	454	9,560	SH	OTHER	1
WHITE MTNS INS GROUP LTD	COMMON	G9618E107	363	800	SH	OTHER	1
WHITING PETE CORP NEW	COMMON	966387102	684	14,640	SH	OTHER	1
WHOLE FOODS MKT INC	COMMON	966837106	1,343	19,300	SH	OTHER	1

FORM 13F INFORMATION TABLE

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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/ PRN CALL	INVESTMENT DISCRETION	OTH MANA
WILEY JOHN & SONS INC	COMMON	968223206	247	5,560	SH	OTHER	1
WILLBROS GROUP INC DEL	COMMON	969203108	36	9,800	SH	OTHER	1
WILLIAMS COS INC DEL	COMMON	969457100	2,676	81,040	SH	OTHER	1
WILLIAMS SONOMA INC	COMMON	969904101	432	11,220	SH	OTHER	1
WILLIS GROUP HOLDINGS PUBLI	COMMON FOREIGN	G96666105	949	24,460	SH	OTHER	1
WINDSTREAM CORP	COMMON	97381W104	793	67,561	SH	OTHER	1
WINN DIXIE STORES INC	COMMON	974280307	86	9,140	SH	OTHER	1
WISCONSIN ENERGY CORP	COMMON	976657106	1,177	33,680	SH	OTHER	1
WOLVERINE WORLD WIDE INC	COMMON	978097103	201	5,640	SH	OTHER	1
WOODWARD INC	COMMON	980745103	297	7,260	SH	OTHER	1
WORLD FUEL SVCS CORP	COMMON	981475106	339	8,080	SH	OTHER	1
WRIGHT EXPRESS CORP	COMMON	98233Q105	245	4,520	SH	OTHER	1
WYNDHAM WORLDWIDE CORP	COMMON	98310W108	763	20,160	SH	OTHER	1
WYNN RESORTS LTD	COMMON	983134107	1,092	9,880	SH	OTHER	1
XCEL ENERGY INC	COMMON	98389B100	1,385	50,100	SH	OTHER	1
XEROX CORP	COMMON	984121103	1,292	162,300	SH	OTHER	1
XILINX INC	COMMON	983919101	1,045	32,580	SH	OTHER	1
XL GROUP PLC	COMMON	G98290102	701	35,480	SH	OTHER	1
XYLEM INC	COMMON	98419M100	468	18,200	SH	OTHER	1
YAHOO INC	COMMON	984332106	2,276	141,085	SH	OTHER	1
YAMANA GOLD INC	COMMON FOREIGN	98462Y100	4,287	291,725	SH	DEFINED	3
YAMANA GOLD INC	COMMON FOREIGN	98462Y100	1,042	70,700	SH	OTHER	1
YUM BRANDS INC	COMMON	988498101	3,392	57,480	SH	OTHER	1
ZEBRA TECHNOLOGIES CORP	COMMON	989207105	260	7,280	SH	OTHER	1
ZIMMER HLDGS INC	COMMON	98956P102	1,175	22,000	SH	OTHER	1
ZIONS BANCORPORATION	COMMON	989701107	350	21,480	SH	OTHER	1
ZOLL MED CORP	COMMON	989922109	169	2,680	SH	OTHER	1