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EDWARDS A G INC  
Form 13F-HR  
November 09, 2007

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2007

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

Institutional Investment Manager Filing this Report:

Name: A.G. Edwards, Inc.  
Address: One North Jefferson  
St. Louis, MO 63103

Form 13F File Number: 28-4192

The institutional investment manager filing this report and the person by who it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Kevin M. Lawlor  
Vice President, Assistant Secretary  
314-955-2463

Signature, Place, and Date of Signing:

/s/ Kevin M. Lawlor St. Louis, MO 11/09/07  
[Signature] [City, State] [Date]

Report Type (Check only one.):

[ X ] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:  
[If there are no entries in this list, omit this section.]

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 3

Form 13F Information Table Entry Total: 504

Form 13F Information Table Value Total: \$9,097,065  
(thousands)

List of Other Included Managers:

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

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
1	28-3548	A.G. Edwards & Sons, Inc.
2	28-6731	A.G. Edwards Trust Company FSB
3	28-11624	Gallatin Asset Management, Inc.

NAME OF ISSUER	-TITLE OF CLASS-	--CUSIP--	VALUE (x\$1000)	SHARES/ PRN AMT	SH/PUT/ PRNCALL	INVSTMT DCRETN	-MAN
DAFLAC INC	COM	001055102	1123	19688		DEFINED	01
DAMB PROPERTY CORP	ClsdEnd	MF00163T109	11407	190714		DEFINED	02
DAT&T INC	COM	00206R102	6831	161453		DEFINED	01
DABBOTT LABORATORIES	COM	002824100	5400	100701		DEFINED	01
DABERDEEN ASIA PACIFIC	COM	003009107	69	11000		DEFINED	01
DADOBE SYSTEMS INC	COM	00724F101	316	7249		DEFINED	01
DAETNA INC NEW	COM	00817Y108	801	14755		DEFINED	01
DAFFILIATED MANAGERS	COM	008252108	7733	60645		DEFINED	02
DALASKA AIR GROUP INC	COM	011659109	375	16225		DEFINED	01
DALCOA INC	COM	013817101	1029	26312		DEFINED	01
DALCATEL LUCENT	COM	013904305	154	15151		DEFINED	01
DALEXANDRIA REAL ESTATE	COM	015271109	10846	108936		DEFINED	01
DALLERGAN INC	COM	018490102	471	7314		DEFINED	01
DALLIANCEBERNSTEIN	COM	01881G106	335	3805		DEFINED	01
DALLIED CAPITAL	COM	01903Q108	16412	558436		DEFINED	01
DALLIED WASTE INDUSTRIES INC	CorpBnd	019589AD2	20	21000		DEFINED	02
DALLSTATE CORP	COM	020002101	1659	29015		DEFINED	01
DALLTEL CORP	COM	020039103	530	7612		DEFINED	01
DALPINE GLOBAL PREMIER	COM	02083A103	248	16006		DEFINED	01
DALTRIA GROUP INC	COM	02209S103	1763	25351		DEFINED	01
DAMBASSADORS GROUP INC	COM	023177108	5474	143679		DEFINED	01
DAMEREN CORPORATION	COM	023608102	716	13629		DEFINED	01
DAMERN CAP STRATEGIES	COM	024937104	17273	404240		DEFINED	01

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DAMERICAN ELECTRIC POWER	COM	025537101	398	8628	DEFINED	01
DAMERICAN EAGLE	COM	02553E106	256	9735	DEFINED	01
DAMERICAN EXPRESS COMPANY	COM	025816109	33130	558029	DEFINED	01
DAMERICAN FINANCIAL GROUP	COM	025932104	395	13857	DEFINED	01
DAMERICAN INTERNATIONAL	COM	026874107	3500	51732	DEFINED	01
DAMERIPRISE FINANCIAL INC	COM	03076C106	901	14284	DEFINED	01
DAMGEN INC	COM	031162100	3630	64165	DEFINED	01
DANADARKO PETROLEUM CORP	COM	032511107	1019	18954	DEFINED	01
DANHEUSER BUSCH COMPANIES	COM	035229103	67128	1342833	DEFINED	01
DANNALY CAPITAL	COM	035710409	18153	1139562	DEFINED	01
DAPACHE CORP	COM	037411105	13407	148869	DEFINED	01
DAPOLLO INVESTMENT CORP	COM	03761U106	39490	1898566	DEFINED	01
DAPPLE INC	COM	037833100	725	4723	DEFINED	01
DAPPLIED MATERIALS INC	COM	038222105	552	26647	DEFINED	01
DARBOR REALTY TRUST INC	COM	038923108	5667	300000	DEFINED	03
DARCHSTONE SMITH	COM	039583109	208	3466	DEFINED	01
DARES CAPITAL CORPORATION	COM	04010L103	10670	655818	DEFINED	01
DAUTOMATIC DATA PROCESSNG	COM	053015103	25399	552995	DEFINED	01
DAVERY DENNISON CORP	COM	053611109	27413	480758	DEFINED	01
DAVON PRODUCTS INC	COM	054303102	6138	163549	DEFINED	01
DBB&T CORP	COM	054937107	624	15440	DEFINED	01
DBP PLC	COM	055622104	27183	391974	DEFINED	01
DBAKER HUGHES INC	COM	057224107	629	6964	DEFINED	01
DBANK OF AMERICA CORP	COM	060505104	8803	175105	DEFINED	01
DBARCLAYS BANK PLC	PRE	06738C778	14614	271731	DEFINED	01
DBARCLAYS BANK PLC	PRE	06739F291	278	3821	DEFINED	01
DBARRICK GOLD CORP	COM	067901108	234	5800	DEFINED	01
DBAXTER INTERNATIONAL INC	COM	071813109	453	8050	DEFINED	01
DBECTON DICKINSON &	COM	075887109	3865	47104	DEFINED	01
DBED BATH & BEYOND INC	COM	075896100	13965	409282	DEFINED	01
DBEMIS COMPANY INC	COM	081437105	352	12100	DEFINED	01
DBERKSHIRE HATHAWAY INC	COM	084670207	58177	14721	DEFINED	01
DBLACKROCK KELSO CAPITAL	COM	092533108	14754	1017522	DEFINED	02
DBOEING COMPANY	COM	097023105	935	8904	DEFINED	01
DBOSTON SCIENTIFIC CORP	COM	101137107	467	33479	DEFINED	01
DBRISTOL MYERS SQUIBB	COM	110122108	1267	43947	DEFINED	01
DBROADRIDGE FINANCIAL	COM	11133T103	1415	74696	DEFINED	01
DBROWN & BROWN INC	COM	115236101	3516	133700	DEFINED	01
DBURLINGTON NTHRN SANTA	COM	12189T104	9979	122946	DEFINED	01
DCBL & ASSOC PPTYS INC	COM	124830100	14667	418450	DEFINED	01
DCSX CORP	COM	126408103	280	6550	DEFINED	01
DCVS CAREMARK CORP	COM	126650100	1806	45580	DEFINED	01
DCADBURY SCHWEPPE'S PLC	COM	127209302	48594	1044575	DEFINED	01
DCALIFORNIA PIZZA	COM	13054D109	3797	216119	DEFINED	03
DCAMPBELL SOUP COMPANY	COM	134429109	773	20900	DEFINED	01
DCANADIAN IMPERIAL BANK	COM	136069101	400	4001	DEFINED	01
DCANADIAN NATURAL	COM	136385101	1273	16801	DEFINED	01
DCANON INC ADR	COM	138006309	280	5152	DEFINED	01
DCAPITAL ONE FINL CORP	COM	14040H105	486	7310	DEFINED	01
DCAPITAL TR INC MD CL A	COM	14052H506	4466	125799	DEFINED	03
DCAPITALSOURCE INC	COM	14055X102	17633	871188	DEFINED	01
DCARDINAL HEALTH INC	COM	14149Y108	971	15523	DEFINED	01
DCASS INFORMATION	COM	14808P109	1258	35180	DEFINED	01
DCATERPILLAR INC	COM	149123101	1436	18309	DEFINED	01
DCELL GENESYS INC	COM	150921104	398	104121	DEFINED	01
DCEMEX S A B DE CV SPONS	COM	151290889	1116	37291	DEFINED	01
DCHEVRON CORP	COM	166764100	89280	954048	DEFINED	01
DCHOICEPOINT INC	COM	170388102	201	5302	DEFINED	02
DCHUBB CORP	COM	171232101	288	5368	DEFINED	01
DCINCINNATI	COM	172062101	8178	188828	DEFINED	01
DCISCO SYSTEMS INC	COM	17275R102	8814	266046	DEFINED	01
DCITIGROUP INC	COM	172967101	6006	128697	DEFINED	01

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DCLAYMORE EXCHANGE	COM	18383M605	242	8310	DEFINED	01
DCLOROX COMPANY	COM	189054109	328	5386	DEFINED	01
DCOACH INC	COM	189754104	1570	33211	DEFINED	01
DCOCA-COLA COMPANY	COM	191216100	5597	97399	DEFINED	01
DCOEUR D ALENE MINES CORP	CorpBnd	192108AQ1	14	16000	DEFINED	01
DCOLE KENNETH PRODCTNS A	COM	193294105	5518	284892	DEFINED	01
DCOLGATE-PALMOLIVE	COM	194162103	11337	158957	DEFINED	01
DCOMCAST CORP CLASS A NEW	COM	20030N101	1309	54129	DEFINED	01
DCOMCAST CORP NEW CLASS A	COM	20030N200	828	34543	DEFINED	01
DCOMMERCE BANCORP INC	COM	200519106	8750	225638	DEFINED	01
DCOMMERCE BANCSHARES INC	COM	200525103	7450	162350	DEFINED	01
DCOMPANHIA VALE DO RIO	PRE	204412100	5718	201001	DEFINED	01
DCONAGRA FOODS INC	COM	205887102	253	9682	DEFINED	01
DCONOCOPHILLIPS	COM	20825C104	14721	167718	DEFINED	01
DCONSOL ENERGY INC	COM	20854P109	338	7253	DEFINED	01
DCONSOLIDATED EDISON INC	COM	209115104	2110	45570	DEFINED	01
DCORNING INC	COM	219350105	403	16368	DEFINED	01
DCORPORATE OFFICE	COM	22002T108	7210	173173	DEFINED	01
DCURRENCYSHARES	COM	23129U101	9831	110221	DEFINED	03
DCURRENCYSHARES EURO	COM	23130C108	4951	34616	DEFINED	01
DDPL INC	COM	233293109	256	9735	DEFINED	01
DDRS TECHNOLOGIES INC	COM	23330X100	243	4408	DEFINED	01
DDANAHER CORP	COM	235851102	526	6355	DEFINED	01
DDEERE & COMPANY	COM	244199105	898	6053	DEFINED	01
DDELL INC	COM	24702R101	210	7608	DEFINED	01
DDENTSPLY INTERNATIONAL	COM	249030107	359	8615	DEFINED	01
DDEVELOPERS DIVERSIFIED	COM	251591103	7794	139507	DEFINED	01
DDEVON ENERGY CORPORATION	COM	25179M103	424	5092	DEFINED	01
DDIAGEO PLC NEW SPN ADR	COM	25243Q205	63436	723086	DEFINED	01
DDIAMONDS TR UNIT SER 1	COM	252787106	477	3434	DEFINED	01
DDIODES INC	COM	254543101	370	11533	DEFINED	01
DDIRECTV GROUP INC	COM	25459L106	246	10151	DEFINED	01
DDISNEY WALT COMPANY	COM	254687106	764	22213	DEFINED	01
DDOMINION RESOURCES INC	COM	25746U109	2530	30011	DEFINED	01
DDONALDSON COMPANY INC	COM	257651109	997	23872	DEFINED	01
DDONNELLEY R R & SONS	COM	257867101	311	8508	DEFINED	01
DDOW CHEMICAL COMPANY	COM	260543103	1264	29358	DEFINED	01
DDU PONT E.I.DE NEMOUR	COM	263534109	1986	40068	DEFINED	01
DDUKE ENERGY CORP NEW	COM	26441C105	307	16434	DEFINED	01
DEFJ INCORPORATED	COM	26843B101	297	51237	DEFINED	01
DE M C CORP MASS	COM	268648102	681	32749	DEFINED	01
DENSCO INTL INC	COM	26874Q100	293	5220	DEFINED	01
DEOG RESOURCES INC	COM	26875P101	329	4553	DEFINED	01
DEATON CORP	COM	278058102	550	5557	DEFINED	01
DEATON VANCE CORP	COM	278265103	9433	236063	DEFINED	01
DEBAY INC	COM	278642103	249	6370	DEFINED	01
DA G EDWARDS INC	COM	281760108	3962	47308	DEFINED	01
DEMERSON ELECTRIC COMPANY	COM	291011104	35596	668850	DEFINED	01
DENCANA CORP	COM	292505104	1450	23446	DEFINED	01
DENERGEN CORPORATION	COM	29265N108	9635	168681	DEFINED	01
DENERGY TRANSFER PARTNERS	COM	29273R109	290	5940	DEFINED	01
DENERPLUS RESOURCES FUND	COM	29274D604	32001	677989	DEFINED	01
DENTERPRISE PRODUCTS	COM	293792107	2538	83890	DEFINED	01
DEQUIFAX INC	COM	294429105	607	15914	DEFINED	01
DEQUITABLE RESOURCES INC	COM	294549100	571	11009	DEFINED	01
DEQUITY RESI SHARES OF BENE	COM	29476L107	269	6356	DEFINED	02
DERICSSON L M TEL COMPANY	COM	294821608	365	9164	DEFINED	01
DEURONET WORLDWIDE INC	COM	298736109	205	6886	DEFINED	01
DEXELON CORPORATION	COM	30161N101	1341	17794	DEFINED	01
DEXPEDITORS INTERNATIONAL	COM	302130109	1134	23975	DEFINED	01
DEXPRESSJET HOLDINGS	CorpBnd	30218UAB4	12	12000	DEFINED	02
DEXXON MOBIL CORP	COM	30231G102	82106	887054	DEFINED	01

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DFPL GROUP INC	COM	302571104	10445	171564	DEFINED	01
DFACTSET RESEARCH SYSTEMS	COM	303075105	2044	29823	DEFINED	01
DFEDL HOME LOAN MTG CORP	COM	313400301	474	8035	DEFINED	01
DFANNIE MAE	COM	313586109	1473	24219	DEFINED	01
DFEDEX CORPORATION	COM	31428X106	7370	70355	DEFINED	01
DFIDELITY NATIONAL	COM	31620M106	347	7817	DEFINED	01
DFIFTH THIRD BANCORP	COM	316773100	257	7598	DEFINED	01
DFINANCIAL FED CORP	COM	317492106	22972	820128	DEFINED	01
DFISERV INC	COM	337738108	1689	33206	DEFINED	01
DFIRSTENERGY CORP	COM	337932107	397	6269	DEFINED	01
DFORD MOTOR COMPANY NEW	COM	345370860	102	11988	DEFINED	01
DFORTUNE BRANDS INC	COM	349631101	1624	19930	DEFINED	01
DFORWARD AIR CORP	COM	349853101	5338	179260	DEFINED	01
DFRANKLIN RESOURCES INC	COM	354613101	11406	89459	DEFINED	01
DFREEPORT MCMORAN COPPER	COM	35671D857	225	2142	DEFINED	01
DFRIEDMAN BILLNGS RAMSEY	COM	358434108	139	30063	DEFINED	01
DGANNETT COMPANY INC DE	COM	364730101	267	6115	DEFINED	01
DGENENTECH INC NEW	COM	368710406	629	8057	DEFINED	01
DGENERAL DYNAMICS	COM	369550108	475	5627	DEFINED	01
DGENERAL ELECTRIC COMPANY	COM	369604103	40489	977985	DEFINED	01
DGENERAL MILLS INC	COM	370334104	958	16512	DEFINED	01
DGENWORTH FINANCIAL CL A	COM	37247D106	390	12689	DEFINED	01
DGENZYME CORP	COM	372917104	505	8154	DEFINED	01
DGILEAD SCIENCES INC	COM	375558103	231	5659	DEFINED	01
DGLADSTONE CAPITAL CORP	COM	376535100	17632	903305	DEFINED	01
DGLADSTONE COMMERCIAL	COM	376536108	2887	154869	DEFINED	01
DGLADSTONE INVESTMENT	COM	376546107	1284	100002	DEFINED	01
DGLAXOSMITHKLINE PLC	COM	37733W105	17955	337495	DEFINED	01
DGLOBAL INDS LTD	COM	379336100	1039	40340	DEFINED	01
DGOLDMAN SACHS GROUP INC	COM	38141G104	658	3037	DEFINED	01
DGOOGLE INC CLASS A	COM	38259P508	1187	2092	DEFINED	01
DGRAINGER W W INC	COM	384802104	15516	170147	DEFINED	01
DGRAMERCY CAPITAL CORP	COM	384871109	16109	640005	DEFINED	01
DGUITAR CENTER INC	COM	402040109	291	4909	DEFINED	01
DH&Q HEALTHCARE INVESTORS	COM	404052102	272	15750	DEFINED	01
DHALLIBURTON COMPANY	COM	406216101	363	9457	DEFINED	01
DHARLEY DAVIDSON INC	COM	412822108	9101	196945	DEFINED	01
DHARTFORD FINL SVCS GROUP	COM	416515104	525	5677	DEFINED	01
DHEALTH CARE REIT INC	COM	42217K106	660	14911	DEFINED	01
DHEARST ARGYLE	COM	422317107	714	27494	DEFINED	01
DHEARTLAND EXPRESS INC	COM	422347104	684	47902	DEFINED	01
DHEINZ HJ COMPANY	COM	423074103	1637	35443	DEFINED	01
DHELMERICH & PAYNE INC	COM	423452101	559	17042	DEFINED	01
DHENRY JACK & ASSOC INC	COM	426281101	9374	362508	DEFINED	01
DHERCULES TECHNOLOGY	COM	427096508	6719	506336	DEFINED	01
DHERSHEY COMPANY	COM	427866108	26256	565744	DEFINED	01
DHEWLETT-PACKARD COMPANY	COM	428236103	932	18713	DEFINED	01
DHIGHLAND DISTRESSED	COM	430067108	643	50006	DEFINED	01
DHILLENBRAND IND INC	COM	431573104	497	9041	DEFINED	01
DHILTON HOTELS CORP	COM	432848109	1137	24450	DEFINED	02
DHOME DEPOT INC	COM	437076102	22243	685674	DEFINED	01
DHONDA MOTOR LTD NEW	COM	438128308	284	8526	DEFINED	01
DHONEYWELL INTL INC	COM	438516106	1248	20981	DEFINED	01
DHUNTINGTON BANCSHRES INC	COM	446150104	286	16857	DEFINED	01
DING PRIME RATE TRUST	COM	44977W106	80	11430	DEFINED	01
DISTAR FINANCIAL INC	COM	45031U101	30764	905080	DEFINED	01
DITT CORP	COM	450911102	344	5065	DEFINED	01
DILLINOIS TOOL WORKS INC	COM	452308109	45569	764065	DEFINED	01
DIMPERIAL OIL LTD NEW	COM	453038408	2230	45000	DEFINED	01
DINFOSYS TECHNOLOGY	COM	456788108	1887	38999	DEFINED	01
DINSIGHT ENTERPRISES INC	COM	45765U103	1552	60130	DEFINED	01
DINTEL CORP	COM	458140100	5099	197174	DEFINED	01

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DINTERNATIONAL BUSINESS	COM	459200101	13259	112557	DEFINED	01
DINTL FLAVOR & FRAGRANCES	COM	459506101	284	5375	DEFINED	01
DINTERNATIONAL RECTIFIER	COM	460254105	499	15135	DEFINED	01
DIRON MOUNTAIN INC DE	COM	462846106	2817	92431	DEFINED	02
DISHARES INC	COM	464286103	67871	2135266	DEFINED	01
DISHARES INC	COM	464286400	70473	958162	DEFINED	01
DISHARES INC	COM	464286673	65611	4427241	DEFINED	01
DISHARES INC MSCI	COM	464286707	59740	1553294	DEFINED	01
DISHARES MSCI SWEDEN	COM	464286756	1084	29309	DEFINED	01
DISHARES INC	COM	464286764	60755	999256	DEFINED	01
DISHARES INC	COM	464286772	1195	17554	DEFINED	01
DISHARES MSCI NETHRLANDS	COM	464286814	62932	1964161	DEFINED	01
DISHARES INC	COM	464286822	56283	957355	DEFINED	01
DISHARES MSCI HONG KONG	COM	464286871	69443	3302118	DEFINED	01
DISHARES DOW JONES	COM	464287168	5908	85253	DEFINED	01
DISHARES TR	COM	464287176	13950	136723	DEFINED	01
DISHARES TRUST FTSE	COM	464287184	557	3097	DEFINED	01
DISHARES TRUST	COM	464287192	1211	13972	DEFINED	01
DISHARES TR	COM	464287200	99393	7186986	DEFINED	01
DISHARES LEHMAN AGGREGAT	COM	464287226	137722	1376949	DEFINED	01
DISHARES TR MSCI	COM	464287234	3104	20769	DEFINED	01
DISHARES IBOXX	COM	464287242	125082	1185725	DEFINED	01
DISHARES TR S&P GLOBAL	COM	464287275	431	5545	DEFINED	01
DISHARES S&P 500 GROWTH	COM	464287309	172662	2426389	DEFINED	01
DISHARES TRUST	COM	464287333	270	3000	DEFINED	01
DISHARES TR	COM	464287341	270	1957	DEFINED	01
DISHARES S&P GSSI	COM	464287374	1182	9178	DEFINED	01
DISHARES TR	COM	464287390	1235	5114	DEFINED	01
DISHARES S&P 500 VALUE	COM	464287408	169447	2080132	DEFINED	01
DISHARES TR 20+ TREAS	COM	464287432	13964	157396	DEFINED	01
DISHARES TR 7 10YR TREAS	COM	464287440	26967	321494	DEFINED	01
DISHARES TR 1 3 YR TREAS	COM	464287457	272028	3347631	DEFINED	01
DI SHARES TRUST MSCI	COM	464287465	545339	6602970	DEFINED	01
DISHARES TRUST RUSSELL MCP VL	ClsdEnd MF	464287473	580	3831	DEFINED	02
DISHARES TR	COM	464287499	1771	16371	DEFINED	01
DISHARES TR	COM	464287507	81109	919809	DEFINED	01
DISHARES S&P GSTI	COM	464287549	5828	96962	DEFINED	01
DISHARES TR	COM	464287580	5435	80287	DEFINED	01
DISHARES TRUST RUSSELL 1000 VAL	ClsdEnd MF	464287598	665	7740	DEFINED	02
DISHARES S&P MIDCAP 400	COM	464287606	347844	3846548	DEFINED	01
DISHARES TRUST RUSSELL 1000 GRW	ClsdEnd MF	464287614	332	5385	DEFINED	02
DISHARES TR	COM	464287630	791	10272	DEFINED	01
DISHARES INC RUSSELL 2000 GRW	ClsdEnd MF	464287648	240	2820	DEFINED	02
DISHARES TRUST	COM	464287655	1277	15950	DEFINED	01
DISHARES TR	COM	464287697	98414	1015628	DEFINED	01
DISHARES S&P MIDCAP 400	COM	464287705	329848	3923952	DEFINED	01
DISHARES TR	COM	464287713	169920	5019789	DEFINED	01
DISHARES TR	COM	464287721	15626	248821	DEFINED	03
DISHARES TR DOW JONES US	COM	464287754	12224	161487	DEFINED	01
DISHARES TR DOW JONES US	COM	464287762	215715	3047251	DEFINED	01
DISHARES TR DOW JONES US	COM	464287770	1146	9399	DEFINED	01
DISHARES TR	COM	464287788	24143	220240	DEFINED	01
DISHARES TR DOW JONES US	COM	464287796	12611	96683	DEFINED	01
DISHARES TR	COM	464287804	24295	348319	DEFINED	01
DISHARES TR	COM	464287812	20556	321439	DEFINED	01
DISHARES TR	COM	464287838	1463	19734	DEFINED	01
DISHARES S&P SMALLCAP	COM	464287879	19708	261213	DEFINED	01
DISHARES S&P SMALLCAP	COM	464287887	21217	148116	DEFINED	01
DJPMORGAN CHASE &	COM	46625H100	2970	64830	DEFINED	01
DJABIL CIRCUIT INC	COM	466313103	401	17567	DEFINED	01
DJOHNSON & JOHNSON	COM	478160104	79987	1217460	DEFINED	01
DJOHNSON CONTROLS INC	COM	478366107	266	2251	DEFINED	01

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DKELLOGG COMPANY	COM	487836108	1631	29129	DEFINED	01
DKENNAMETAL INC	COM	489170100	218	2600	DEFINED	01
DKIMBERLY-CLARK CORP	COM	494368103	2324	33072	DEFINED	01
DKIMCO REALTY CORP	COM	49446R109	10538	233107	DEFINED	01
DKOHLBERG CAPITAL CORP	COM	500233101	6952	461635	DEFINED	01
DKOHL'S CORP	COM	500255104	2038	35554	DEFINED	01
DKRAFT FOODS CLASS A	COM	50075N104	8611	249519	DEFINED	01
DLACLEDE GROUP INC	COM	505597104	241	7466	DEFINED	01
DLANDAUER INC	COM	51476K103	9146	179477	DEFINED	01
DLANDSTAR SYSTEM INC	COM	515098101	296	7044	DEFINED	01
DLATTICE SEMICONDUCTOR	COM	518415104	155	34501	DEFINED	01
DESTEE LAUDER COMPANY INC	COM	518439104	212	4988	DEFINED	01
DLEGGETT&PLATT INC COM	COM	524660107	226	11776	DEFINED	01
DLEGG MASON INC	COM	524901105	311	3695	DEFINED	01
DLEHMAN BROTHERS HOLDINGS	COM	524908100	545	8828	DEFINED	01
DLIBERTY MEDIA HOLDING	COM	53071M104	208	10805	DEFINED	01
DLIBERTY MEDIA HOLDING	COM	53071M302	471	3773	DEFINED	01
DLILLY ELI & COMPANY	COM	532457108	15100	265246	DEFINED	01
DLINCOLN NATIONAL CORP	COM	534187109	1086	16466	DEFINED	01
DLONGS DRUG STORES CORP	COM	543162101	293	5900	DEFINED	01
DLOWES COMPANIES INC	COM	548661107	25901	924371	DEFINED	01
DLYDALL INC	COM	550819106	241	25920	DEFINED	02
DMDU RESOURCES GROUP INC	COM	552690109	8478	304518	DEFINED	01
DMVC CAPITAL INC	COM	553829102	16727	902681	DEFINED	01
DMARATHON OIL CORP	COM	565849106	9436	165495	DEFINED	01
DMARKEL CORP	COM	570535104	28941	59796	DEFINED	02
DMARKET VECTORS ETF TR	COM	57060U100	380	8384	DEFINED	01
DMCDONALDS CORP	COM	580135101	18666	342693	DEFINED	01
DMCG CAP CORP	COM	58047P107	6792	472001	DEFINED	01
DMCGRAW-HILL COMPANIES	COM	580645109	433	8502	DEFINED	01
DMEDALLION FINL CORP	COM	583928106	4857	446001	DEFINED	01
DMEDCO HEALTH SOLUTIONS	COM	58405U102	632	6989	DEFINED	01
DMEDICAL ACTION INDS INC	COM	58449L100	5055	213645	DEFINED	03
DMEDTRONIC INC	COM	585055106	3037	53845	DEFINED	01
DMERCK & COMPANY INC	COM	589331107	7873	152306	DEFINED	01
DMERCURY GENERAL CORP NEW	COM	589400100	28661	531442	DEFINED	01
DMERRILL LYNCH &	COM	590188108	373	5232	DEFINED	01
DMICROSOFT CORP	COM	594918104	72715	2468253	DEFINED	01
DMICRON TECHNOLOGY INC	COM	595112103	472	42479	DEFINED	01
DMID-AMERCN CENTURY LIFE	COM	59522E104	0	12000	DEFINED	02
DMIDCAP SPDR TR	COM	595635103	15832	98427	DEFINED	01
DMONOGRAM BIOSCIENCES INC	COM	60975U108	29	20000	DEFINED	01
DMONSANTO COMPANY NEW	COM	61166W101	1513	17647	DEFINED	01
DMOODYS CORPORATION	COM	615369105	476	9453	DEFINED	01
DMORGAN STANLEY	COM	617446448	883	14011	DEFINED	01
DNGP CAPITAL RESOURCES	COM	62912R107	6033	371740	DEFINED	01
DNYSE EURONEXT	COM	629491101	688	8690	DEFINED	01
DNABORS INDS INC GTD	CorpBnd	629568AP1	11	11000	DEFINED	02
DNATIONAL CITY CORP	COM	635405103	523	20832	DEFINED	01
DNATIONAL FUEL GAS	COM	636180101	270	5770	DEFINED	01
DNEUBERGER BERMAN RLTY INC FD	ClsdEnd MF	64126G109	208	10000	DEFINED	02
DNEUSTAR INC	COM	64126X201	207	6050	DEFINED	01
DNEWELL RUBBERMAID INC	COM	651229106	442	15323	DEFINED	01
DNOKIA CORPORATION	COM	654902204	1068	28156	DEFINED	01
DNORDSTROM INC	COM	655664100	8273	176433	DEFINED	01
DNORFOLK SOUTHERN CORP	COM	655844108	9408	181241	DEFINED	01
DNORTHERN TRUST CORP	COM	665859104	463	6991	DEFINED	01
DNORTHSTAR REALTY	COM	66704R100	9972	1004266	DEFINED	01
DNORTHWESTERN CORPORATION	COM	668074305	13281	488796	DEFINED	01
DNOVARTIS AG	COM	66987V109	13043	237317	DEFINED	01
DNUVEEN REAL ESTATE	COM	67071B108	267	11826	DEFINED	01
DNUVEEN MULTI STRATEGY	COM	67073B106	319	26566	DEFINED	01

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DNUVEEN MULTI STRATEGY	COM	67073D102	348	28773	DEFINED	01
DNUVEEN TAX ADVANTAGED	COM	67090H102	231	8909	DEFINED	01
DOCCIDENTAL PETRO CORP	COM	674599105	1174	18328	DEFINED	01
DOMNICARE INC	CorpBnd	681904AL2	15	19000	DEFINED	02
DORACLE CORP	COM	68389X105	947	43735	DEFINED	01
DO REILLY AUTOMOTIVE INC	COM	686091109	1065	31870	DEFINED	01
DPNC FINANCIAL SERVICES	COM	693475105	487	7156	DEFINED	01
DPPL CORP	COM	69351T106	302	6525	DEFINED	01
DPALL CORP	COM	696429307	380	9776	DEFINED	01
DPATRIOT CAPITAL FUNDING	COM	70335Y104	6372	476563	DEFINED	01
DPATTERSON COMPANIES INC	COM	703395103	15846	410408	DEFINED	02
DPATTERSON UTI ENERGY INC	COM	703481101	205	9070	DEFINED	01
DPAYCHEX INC	COM	704326107	8806	214776	DEFINED	01
DPEABODY ENERGY CORP	COM	704549104	997	20825	DEFINED	01
DPENN WEST ENERGY TRUST	COM	707885109	6214	200001	DEFINED	01
DPENNANTPARK INVESTMENT	COM	708062104	13734	1024901	DEFINED	03
DPENNEY J C COMPANY INC	COM	708160106	876	13823	DEFINED	01
DPEPSI BOTTLING GROUP INC	COM	713409100	225	6056	DEFINED	01
DPEPSICO INC	COM	713448108	82479	1125837	DEFINED	01
DPFIZER INC	COM	717081103	61117	2501729	DEFINED	01
DPIEDMONT NATURAL GAS	COM	720186105	7559	301273	DEFINED	01
DPIER 1 IMPORTS INC	COM	720279108	73	15525	DEFINED	01
DPLUM CREEK TIMBER	COM	729251108	28168	629309	DEFINED	01
DPOLARIS INDUSTRIES INC	COM	731068102	7008	160659	DEFINED	01
DPOWERSHARES EXCHANGE	COM	73935X377	260	10269	DEFINED	01
DPOWERSHARES EXCHANGE	COM	73935X575	394	18426	DEFINED	01
DPOWERSHARES EXCHANGE	COM	73935X625	768	27689	DEFINED	01
DPOWERSHARES EXCHANGE	COM	73935X682	482	26233	DEFINED	01
DPOWERSHARES EXCHANGE	COM	73935X690	366	15434	DEFINED	01
DPRAXAIR INC	COM	74005P104	10418	124380	DEFINED	01
DPRICE T ROWE GROUP INC	COM	74144T108	303	5437	DEFINED	01
DPRINCIPAL FINANCIAL	COM	74251V102	336	5324	DEFINED	01
DPROCTER & GAMBLE COMPANY	COM	742718109	33287	473236	DEFINED	01
DPROGRESS ENERGY INC	COM	743263105	486	10375	DEFINED	01
DPROSPECT CAPITAL CORP	COM	74348T102	5211	306156	DEFINED	01
DPRUDENTIAL FINANCIAL INC	COM	744320102	2532	25949	DEFINED	01
DPUBLIC STORAGE	COM	74460D109	258	3277	DEFINED	02
DQUALCOMM INC	COM	747525103	573	13569	DEFINED	01
DQUEST DIAGNOSTICS INC	COM	74834L100	24136	417793	DEFINED	01
DQWEST COMMUNICATIONS	COM	749121109	161	17585	DEFINED	01
DRAIT FINANCIAL TRUST	COM	749227104	1646	200004	DEFINED	01
DRAVEN INDUSTRIES INC	COM	754212108	288	7181	DEFINED	01
DRAYONIER INC	COM	754907103	26911	560171	DEFINED	01
DREALTY INCOME CORP	ClsdEnd MF	756109104	986	35270	DEFINED	02
DREDWOOD TRUST INC	COM	758075402	8310	250154	DEFINED	01
DREGIONS FINANCIAL	COM	7591EP100	514	17436	DEFINED	01
DRESMED INC	COM	761152107	1093	25505	DEFINED	01
DROCKWELL AUTOMATION INC	COM	773903109	982	14126	DEFINED	01
DROCKWELL COLLINS INC DE	COM	774341101	1314	17992	DEFINED	01
DROSS STORES INC	COM	778296103	6806	265442	DEFINED	01
DROYAL BANK CANADA	COM	780087102	364	6557	DEFINED	01
DROYAL DUTCH SHELL PLC	COM	780259206	2550	31030	DEFINED	01
DSTANDARD & POORS	COM	78462F103	80095	524939	DEFINED	01
DSPDR INDEX SHARES FDS	COM	78463X871	8515	230511	DEFINED	03
DSPDR SERIES TRUST	COM	78464A607	10769	132606	DEFINED	01
DSPDR SERIES TRUST	COM	78464A797	367	7001	DEFINED	01
DST JUDE MEDICAL INC	COM	790849103	201	4570	DEFINED	01
DST MARY LAND &	COM	792228108	4881	136828	DEFINED	01
DSARA LEE CORP	COM	803111103	726	43482	DEFINED	01
DSCANA CORP NEW	COM	80589M102	7885	203535	DEFINED	01
DSCHERING PLOUGH CORP	COM	806605101	1183	37402	DEFINED	01
DSCHLUMBERGER LTD	COM	806857108	1636	15584	DEFINED	01

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DSCHWAB CHARLES CORP NEW	COM	808513105	205	9508	DEFINED	01
DSCOTTS MIRACLE-GRO CO	COM	810186106	4754	111213	DEFINED	01
DSCRIPPS E W CO CL A NEW	COM	811054204	1746	41574	DEFINED	01
DSECTOR SPDR TR SHS BEN	COM	81369Y100	3324	78942	DEFINED	01
DSECTOR SPDR TR SHS BEN	COM	81369Y209	298774	8451889	DEFINED	01
DSECTOR SPDR TR SHS BEN	COM	81369Y308	498464	17814994	DEFINED	01
DSECTOR SPDR TR SBI	COM	81369Y407	169621	4605513	DEFINED	01
DSECTOR SPDR TR SBI	COM	81369Y506	210735	2817313	DEFINED	01
DSECTOR SPDR TR SBI	COM	81369Y605	428726	12492018	DEFINED	01
DSECTOR SPDR TR SBI	COM	81369Y704	366035	8910303	DEFINED	01
DSECTOR SPDR TR SBI	COM	81369Y803	407261	15100520	DEFINED	01
DSECTOR SPDR TR SBI	COM	81369Y886	8039	201993	DEFINED	01
DSIGMA ALDRICH CORP	COM	826552101	39255	805400	DEFINED	01
DSIMON PROPERTY GROUP INC	ClsdEnd MF	828806109	220	2200	DEFINED	02
DSIMPSON MANUF CO INC	COM	829073105	3610	113356	DEFINED	01
DSIRIUS SATELLITE RADIO	COM	82966U103	57	16381	DEFINED	01
DSKYWEST INC	COM	830879102	266	10551	DEFINED	01
DSMITH & NEPHEW PLC NEW	COM	83175M205	17766	290098	DEFINED	02
DSNAP ON INC	COM	833034101	22222	448566	DEFINED	01
DSOURCE CAPITAL INC	COM	836144105	7058	109679	DEFINED	01
DSOUTHERN COMPANY	COM	842587107	20148	555336	DEFINED	01
DSOUTHWEST AIRLINES CO	COM	844741108	159	10763	DEFINED	01
DSPRINT NEXTEL CORP	COM	852061100	1208	63585	DEFINED	01
DSTAPLES INC	COM	855030102	670	31182	DEFINED	01
DSTARBUCKS CORPORATION	COM	855244109	229	8726	DEFINED	01
DSTATE STREET CORP	COM	857477103	9157	134343	DEFINED	01
DSTEEL DYNAMICS INC	COM	858119100	297	6371	DEFINED	01
DSTORA ENSO CORP	COM	86210M106	424	21900	DEFINED	01
DSTREETTRACKS GOLD TRUST	COM	863307104	5254	71471	DEFINED	01
DSTRYKER CORP	COM	863667101	2793	40615	DEFINED	01
DSYMANTEC CORP	COM	871503108	421	21698	DEFINED	01
DSYSCO CORPORATION	COM	871829107	10830	304293	DEFINED	01
DTCF FINANCIAL CORP	COM	872275102	49455	1889027	DEFINED	01
DTARGET CORP	COM	87612E106	12283	193213	DEFINED	01
DTECHNOLOGY INVESTMENT	COM	878717305	6201	463791	DEFINED	01
DTENET HEALTHCARE CORP	COM	88033G100	35	10537	DEFINED	03
DTEVA PHARMACEUTICAL	COM	881624209	228	5138	DEFINED	01
DTEXAS INSTRUMENTS INC	COM	882508104	1476	40334	DEFINED	01
DTHERMO FISHER SCIENTIFIC	COM	883556102	1380	23917	DEFINED	01
D3M COMPANY	COM	88579Y101	55848	596798	DEFINED	01
DTIDEWATER INC	COM	886423102	350	5572	DEFINED	01
DTIME WARNER INC NEW	COM	887317105	633	34503	DEFINED	01
DTIMKEN COMPANY	COM	887389104	536	14425	DEFINED	01
DTRANSCANADA CORP	COM	89353D107	403	11001	DEFINED	01
DTRAVELERS COMPANIES INC	COM	89417E109	347	6897	DEFINED	01
DU S BANCORP DE NEW	COM	902973304	1852	56947	DEFINED	01
DUNILEVER PLC	COM	904767704	382	12049	DEFINED	01
DUNION PACIFIC CORP	COM	907818108	946	8369	DEFINED	01
DUNITED PARCEL SERVICE	COM	911312106	294	3911	DEFINED	01
DUNITED TECHNOLOGIES CORP	COM	913017109	15959	198296	DEFINED	01
DUNITEDHEALTH GROUP INC	COM	91324P102	2038	42073	DEFINED	01
DVCA ANTECH INC	COM	918194101	262	6270	DEFINED	01
DVANGUARD SECTOR INDEX	COM	92204A108	4813	80410	DEFINED	03
DVANGUARD WORLD FUNDS	COM	92204A207	20567	293352	DEFINED	01
DVANGUARD WORLD FUNDS	COM	92204A306	3718	34218	DEFINED	01
DVANGUARD WORLD FUNDS	COM	92204A405	5072	83315	DEFINED	01
DVANGUARD WORLD FUNDS	COM	92204A504	40697	662500	DEFINED	01
DVANGUARD WORLD FUNDS	COM	92204A603	14344	186267	DEFINED	01
DVANGUARD WORLD FUNDS	COM	92204A702	8184	135046	DEFINED	03
DVANGUARD WORLD FUNDS	COM	92204A876	1121	13501	DEFINED	01
DVARIAN MEDICAL SYSTEMS	COM	92220P105	3507	83718	DEFINED	01
DVECTREN CORP	COM	92240G101	13743	503584	DEFINED	01

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DVANGUARD INDEX FUNDS	COM	922908553	3041	42551	DEFINED	01
DVERASUN ENERGY CORP	COM	92336G106	158	14324	DEFINED	01
DVERISIGN INC	COM	92343E102	328	9727	DEFINED	01
DVERIZON COMMUNICATIONS	COM	92343V104	4156	93858	DEFINED	01
DVITAL SIGNS INC	COM	928469105	3641	69836	DEFINED	01
DVODAFONE GROUP PLC NEW	COM	92857W209	300	8272	DEFINED	01
DW P CAREY & CO LLC	COM	92930Y107	836	26539	DEFINED	01
DWACHOVIA CORP NEW	COM	929903102	3193	63667	DEFINED	01
DWAL-MART STORES INC	COM	931142103	48584	1113028	DEFINED	01
DWALGREEN COMPANY	COM	931422109	11172	236493	DEFINED	01
DWASHINGTON MUTUAL INC	COM	939322103	551	15598	DEFINED	01
DWASTE MANAGEMENT INC DEL	COM	94106L109	380	10077	DEFINED	01
DWATERS CORP	COM	941848103	34636	517570	DEFINED	02
DWEIGHT WATCHERS	COM	948626106	21266	369457	DEFINED	01
DWELLPOINT INC	COM	94973V107	1873	23729	DEFINED	01
DWELLS FARGO & CO NEW	COM	949746101	57678	1619267	DEFINED	01
DWESCO FINANCIAL CORP	COM	950817106	3606	9060	DEFINED	01
DWESTAMERICA	COM	957090103	18251	366412	DEFINED	01
DWESTERN DIGITAL CORP	COM	958102105	212	8375	DEFINED	01
DWESTERN UNION COMPANY	COM	959802109	41429	1975621	DEFINED	01
DWHIRLPOOL CORP	COM	963320106	929	10433	DEFINED	01
DWHOLE FOODS MARKET INC	COM	966837106	240	4910	DEFINED	01
DWILEY JOHN & SONS CL A	COM	968223206	12776	284356	DEFINED	01
DWILMINGTON TRUST CORP	COM	971807102	625	16062	DEFINED	01
DWISDOMTREE TRUST	COM	97717W331	477	9010	DEFINED	01
DWISDOMTREE TRUST	COM	97717W778	524	7291	DEFINED	01
DWRIGLEY WILLIAM JUNIOR	COM	982526105	312	4854	DEFINED	01
DWYETH	COM	983024100	3426	76905	DEFINED	01
DXTO ENERGY INC	COM	98385X106	364	5880	DEFINED	01
DXCEL ENERGY INC	COM	98389B100	2252	104531	DEFINED	01
DYM BIOSCIENCES INC	COM	984238105	38	25170	DEFINED	01
DZIMMER HOLDINGS INC	COM	98956P102	924	11409	DEFINED	01
DAPEX SILVER MINES LTD	COM	G04074103	222	11400	DEFINED	01
DCOVIDIEN LTD	COM	G2552X108	2264	54546	DEFINED	01
DENDURANCE SPECIALTY	COM	G30397106	4320	103969	DEFINED	01
DGARMIN LTD	COM	G37260109	311	2602	DEFINED	01
DINGERSOLL RAND COMPANY	COM	G4776G101	27659	507779	DEFINED	01
DNABORS INDUSTRIES LTD	COM	G6359F103	276	8968	DEFINED	01
DPARTNERRE LIMITED	COM	G6852T105	213	2696	DEFINED	01
DPLATINUM UNDERWRITERS	COM	G7127P100	296	8245	DEFINED	01
DSTEWART W P & CO LTD	COM	G84922106	6402	645356	DEFINED	01
DTRANSOCEAN INC	COM	G90078109	407	3599	DEFINED	01
DTYCO INTERNATIONAL LTD	COM	G9143X208	15233	343560	DEFINED	01
DTYCO ELECTRONICS LTD	COM	G9144P105	1475	41636	DEFINED	01
DWHITE MOUNTAINS	COM	G9618E107	19053	36658	DEFINED	01
DWILLIS GROUP HOLDINGS	COM	G96655108	3355	81954	DEFINED	01
DUBS AG NEW	COM	H89231338	219	4105	DEFINED	01
S REPORT SUMMARY	504 DATA RECORDS		9097065		3 OTHER MANAGERS	