

Edgar Filing: CNA FINANCIAL CORP - Form 13F-HR/A

CNA FINANCIAL CORP

Form 13F-HR/A

November 20, 2002

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2000

Check here if Amendment [ x ]; Amendment Number:1

This Amendment (Check only one.): [ x ] is a restatement.

[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: CNA Financial Corporation

Address: CNA Plaza

Chicago, IL 60685

13F File Number: 28-346

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Lynne Gugenheim

Title: Senior Vice President and Deputy General Counsel

Phone: (312) 822 4921

Signature, Place, and Date of Signing:

November 12, 2002

Chicago, Illinois, 60685

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934

Report Type (Check only one.):

[ X ] 13F HOLDINGS REPORT.

[ ] 13F NOTICE.

[ ] 13F COMBINATION REPORT.

List of Other Managers Reporting for this Manager:

Assets reported herein are described as having shared investment discretion among Loews Corporation, CNA Financial Corporation, The Continental Corporation, Continental Casualty Company and Continental Assurance Company. Each of the foregoing entities specifically disclaims ownership of any securities in this report which are not beneficially owned by that entity and states that such assets are solely under the control of its board of directors. The characterization of shared investment discretion with parent holding companies is made solely as a consequence of SEC interpretations regarding control of the subsidiary through

Edgar Filing: CNA FINANCIAL CORP - Form 13F-HR/A

share ownership. Loews Corporation owns approximately 90% of the outstanding shares of CNA Financial Corporation; CNA Financial Corporation owns 100% of the outstanding shares of Continental Casualty Company and The Continental Corporation; and Continental Casualty Company owns 100% of the outstanding shares of Continental Assurance Company. Loews Corporation will report separately on securities over which it has investment discretion which are not part of this report.

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 4

Form 13F Information Table Entry Total: 235

Form 13F Information Table Value Total: 2,027,915 (in thousands)

List of Other Included Managers:

No.	13F File Number	Name
1	28-172	The Continental Corporation
2	28 -217	Loews Corporation
3	28-386	Continental Assurance Company
4	28-387	Continental Casualty Company

13F INFORMATION TABLE									
NAME OF ISSUER	CLASS	TITLE	CUSIP	VALUE (X1000)	OTHER MGRS	AMOUNT	TYPE	PUT/ CALL	INVS DSCR
ACME COMMUNICATIONS INC	COM		004631107	12,311	4,2	674,595	SH		DEFI
ADVANCED ENERGY	SUB NT CV		007973AA8	4,797	3,2	3,550,000	PRN		DEFI
ADVANTICA RESTAURANT GROUP	COM		00758B109	3,753	4,2	3,877,287	SH		DEFI
AES CORP	JR SBDB CV		00130HAN5	5,317	3,2	3,045,000	PRN		DEFI
AFFIL COMPUTER	SB NT CV		008190AD2	4,602	3,2	4,720,000	PRN		DEFI
AGILENT TECHNOLOGIES INC	COM		00846U101	3,098	3,2	42,000	SH		DEFI
AGNICO-EAGLE MINES LTD	COM		008474108	1,545	4,2	240,000	SH		DEFI
ALCOA INC	COM		013817101	9,692	3,4,2	334,200	SH		DEFI
ALLIN COMMUNICATIONS CORP	COM		019924109	786	4,2	340,000	SH		DEFI
ALLTEL CORP	COM		020039103	6,216	4,2,1	100,352	SH		DEFI
AMERADA HESS	COM		023551104	1,544	4,2	25,000	SH		DEFI
AMERICA ONLINE INC	COM		02364J104	3,323	3,2	63,000	SH		DEFI
AMERICA WEST HOLDINGS	CL B		023657208	364	3,2	21,278	SH		DEFI
AMERICAN BUSINESS FINL SVCS	COM		02476B106	286	4,2	25,042	SH		DEFI
AMERICAN CAPITAL STRATEGIES	COM		024937104	3,880	4,2	162,500	SH		DEFI
AMERICAN EXPRESS	COM		025816109	4,431	3,2	85,000	SH		DEFI
AMERICAN INTL GROUP INC	COM		026874107	1,072	4,2	9,127	SH		DEFI
AMERICAN TOWER	NT CV		029912AE2	971	3,2	960,000	PRN		DEFI
AMR CORP	COM		001765106	1,256	4,2	47,500	SH		DEFI
ANADARKO PETROLEUM CORP	COM		032511107	4,882	4,2	99,000	SH		DEFI
ANHEUSER BUSCH CO	COM		035229103	2,622	4,2	35,100	SH		DEFI
ANTEC CORP	SB NT CV		03664PAA3	3,983	4,2	2,250,000	PRN		DEFI
AON CORP	COM		037389103	795	4,2	25,600	SH		DEFI
APPLIED MATERIALS INC.	COM		038222105	8,609	3,2	95,000	SH		DEFI
ARCHER DANIELS	COM		039483102	9,321	4,2	949,978	SH		DEFI
ARGUSS COMMUNICATIONS INC	COM		040282105	7,947	4.2	421,012	SH		DEFI

Edgar Filing: CNA FINANCIAL CORP - Form 13F-HR/A

ASHANTI GOLDFIELDS	GDR	043743202	1,015	4,2	580,000	SH	DEFI
AT & T CORPORATION	COM	001957109	12,725	4,2	400,000	SH	DEFI
BANK UNITED CORP-CL A	CL A	065412108	2,463	3,2	70,000	SH	DEFI
BAYCORP HOLDINGS LTD	COM	072728108	3,140	3,2	386,442	SH	DEFI
BECTON DICKINSON & CO	COM	075887109	3,586	4,2	125,000	SH	DEFI
BELL ATLANTIC CORP	COM	077853109	2,287	3.2	45,000	SH	DEFI
BEVERLY ENTERPRISES INC	COM	087851309	2,348	4,2	834,900	SH	DEFI
BLACKROCK INSD MUNI TERM	COM	092474105	894	4,2	89,400	SH	DEFI
BLACKROCK MUNI TARGET TRUST	COM	09247M105	866	4,2	85,500	SH	DEFI
BLOCK H & R INC	COM	093671105	2,752	4,2	85,000	SH	DEFI
BOEING COMPANY	COM	097023105	7,317	4,2	175,000	SH	DEFI
BOSTON PROPERTIES INC	COM	101121101	8,324	2	215,500	SH	DEFI
BRISTOL-MYERS SQUIBB CO	COM	110122108	8,738	3.2	150,000	SH	DEFI
BUCKHEAD AMERICA CORP	COM	11835A105	111	3.2	21,579	SH	DEFI
BURLINGTON RESOURCES INC	COM	122014103	3,634	3.2	95,000	SH	DEFI
CABOT INDUSTRIAL TRUST	COM	127072106	276	3.2	14,000	SH	DEFI
CAMBREX CORP	COM	132011107	383	2	8,500	SH	DEFI
CANADIAN NATL RAILWAY CO	COM	136375102	7	3,2	224	SH	DEFI
CAPITAL ONE FINANCIAL CORP	COM	14040H105	2,231	4,2	50,000	SH	DEFI
CARDINAL HEALTH INC.	COM	14149Y108	4,782	3,2	64,625	SH	DEFI
CATELLUS DEVELOPMENT	COM	149111106	1,616	4,2	107,724	SH	DEFI
CENTRAL VERMONT PUB SERV	COM	155771108	518	4,2	47,100	SH	DEFI
CH ENERGY GROUP INC.	COM	12541M102	1,103	4,2	32,500	SH	DEFI
CISCO SYSTEMS INC	COM	17275R102	12,713	3,2	200,000	SH	DEFI
CITIGROUP INC	COM	172967101	4,880	3,2	81,000	SH	DEFI
CNA INCOME SHARES INC	COM	126119106	1,025	4,2	130,042	SH	DEFI
CNA SURETY CORPORATION	COM	12612L108	323,463	4,2,1	27,096,347	SH	DEFI
COMCAST CORP	CL A SPL	200300200	8,910	3,4,2	220,000	SH	DEFI
COMMUNICATION INTELLIGENCE	COM	20338K106	3,363	4,2	750,000	SH	DEFI
CONECTIV INC	COM	206829103	1,050	4,2	67,500	SH	DEFI
CONSOLIDATED EDISON INC	COM	209115104	1,037	4,2	35,000	SH	DEFI
CREDENCE SYSTEMS CORP	COM	225302108	331	2	6,000	SH	DEFI
CRESCENT REAL ESTATE EQT	COM	225756105	1,229	4,2	60,000	SH	DEFI
CROWN RESOURCE CORP	COM	228569109	355	4,2	501,400	SH	DEFI
DOW CHEMICAL CORP	COM	260543103	4,890	4,2	162,000	SH	DEFI
DU PONT DE NEMOURS E.I.	COM	263534109	2,844	4,2	65,000	SH	DEFI
EAST-WEST BANCORP INC.	COM	27579R104	28,750	4,2	2,000,000	SH	DEFI
EBIX.COM INC	COM	278715107	1,553	2.1	304,924	SH	DEFI
EMC CORPORATION	COM	268648102	6,647	3,2	86,400	SH	DEFI
EMERSON ELECTRIC COMPANY	COM	291011104	5,784	3,4,2	95,800	SH	DEFI
ENCOMPASS SERVICES CORP	COM	29255U104	393	4,2	68,397	SH	DEFI
ENGEL GENERAL DEVELOPERS	ORD	M40515104	390	4,2	120,000	SH	DEFI
ENRON CORP	COM	293561106	9,030	3,2	140,000	SH	DEFI
EQUANT NV	NY REG SHS	294409107	1,935	3,2	45,000	SH	DEFI
EQUITY OFFICE PROPERTIES	COM	294741103	1,378	2	50,000	SH	DEFI
EQUITY OFFICE PROPERTIES TR	PFD CV B	294741509	1,758	4,2	41,600	SH	DEFI
EQUITY RESIDENTIAL PROPERTY	TSH BEN INT	29476L107	9,197	2	200,000	SH	DEFI
ERICSSON (LM) TEL	ADR CL B SE	294821400	300	2	15,000	SH	DEFI
ESTEE LAUDER COMPANIES	CL A	518439104	49	4,2	1,000	SH	DEFI
EXCITE@HOME	SB NT CV	045919AD9	12,996	3,4,2	18,500,000	PRN	DEFI
FIRST DATA CORP	COM	319963104	3,722	3,2	75,000	SH	DEFI
FORD MOTOR COMPANY	COM	345370100	4,958	4,2	115,300	SH	DEFI
FRIEDMAN BILLINGS RAMSEY	CL A	358433100	414	4,2	51,000	SH	DEFI
GENENTECH INC	SUB DEB CV	368710AA7	6,878	4,2	7,165,000	PRN	DEFI
GENERAL COMMUNICATION	CL A	369385109	41	3,2	7,913	SH	DEFI
GENERAL ELECTRIC CO	COM	369604103	6,837	3,2	129,000	SH	DEFI
GENERAL MOTORS CORP	COM	370442105	8,568	4,2	147,563	SH	DEFI
GENERAL MOTORS CORP	CL H	370442832	1,709	4,2	19,420	SH	DEFI
GENZYME CORP	SB NT CV	372917AF1	4,465	3,2	2,700,000	PRN	DEFI
GILLETTE CO.	COM	375766102	3,284	3,2	94,000	SH	DEFI
GLAMIS GOLD LTD	COM	376775102	2,233	4,2	1,152,840	SH	DEFI
GLENBOROUGH REALTY TRUST	COM	37803P105	436	4,2	25,000	SH	DEFI

Edgar Filing: CNA FINANCIAL CORP - Form 13F-HR/A

GLOBAL CROSSING LTD	COM	G3921A100	742,394	4,2	28,215,035	SH	DEFI
GOLD STANDARD INC	COM	380724302	186	4,2	82,813	SH	DEFI
GOLDCORP INC	CL A SUBVTG	380956102	536	4,2	75,000	SH	DEFI
GOLDEN STATE BANCORP	COM	381197102	2,704	4,2	150,100	SH	DEFI
HAYES LEMMERZ INTL INC	COM	420781106	3,432	4,2	284,500	SH	DEFI
HEALTHCARE REALTY TRUST	COM	421946104	5,581	4,2	326,500	SH	DEFI
HEALTHSOUTH CORP.	COM	421924101	7,187	4,2	1,000,000	SH	DEFI
HEWLET-PACKARD	SB LYONZR	428236AC7	10,395	4,2	11,000,000	PRN	DEFI
HEWLETT-PACK FIN	SB LYONZR	428236AA1	14,175	4,2	15,000,000	PRN	DEFI
HOME DEPOT	COM	437076102	599	2	12,000	SH	DEFI
HORIZON GROUP PROPERTIES	COM	44041U102	2	4,2	630	SH	DEFI
HOUSEHOLD INTL INC	COM	441815107	2,078	4,2	50,000	SH	DEFI
HUMANA INC.	COM	444859102	926	4,2	190,000	SH	DEFI
IKON MBIA INC.	COM	55262C100	1,927	4,2	40,000	SH	DEFI
ILLINOIS TOOL WORKS INC	COM	452308109	2,953	3,2	51,800	SH	DEFI
INFINITY BROADCASTING CORP	CL A	45662S102	3,498	3,2	96,000	SH	DEFI
INSWEB CORPORATION	COM	45809K103	2,978	4,2	1,401,467	SH	DEFI
INTEL CORP	COM	458140100	4,626	3,2	34,600	SH	DEFI
INTERMEDIA COMMUNICATIONS	COM	458801107	3,332	3,2	112,000	SH	DEFI
INTL BUSINESS MACHINE	COM	459200101	9,028	3,4,2	82,400	SH	DEFI
INTERNATIONAL PAPER CO.	COM	460146103	5,217	4,2	175,000	SH	DEFI
INTERSTATE BAKERIES	COM	46072H108	1,936	4,2	138,300	SH	DEFI
JPS INDUSTRIES INC	COM	46624E405	2,201	4,2	419,243	SH	DEFI
KEMPER INTERMEDIATE GOVT TR	SH BEN INT	488413105	964	4,2	149,800	SH	DEFI
KEYSPAN CORPORATION	COM	49337W100	6,063	4,2	197,160	SH	DEFI
KEYSTONE FINANCIAL INC	COM	493482103	22	2,1	1,013	SH	DEFI
KROGER COMPANY	COM	501044101	7,594	3,4,2	344,200	SH	DEFI
LASALLE RE HOLDINGS	ORD	G5383Q101	20,221	4,2	1,425,354	SH	DEFI
LIBERTY MEDIA	COM	001957208	13,533	3,2	558,048	SH	DEFI
LIBERTY PROPERTY TRUST	SH BEN INT	531172104	10,440	4,2	402,500	SH	DEFI
LIGHTSPAN INC	COM	53226T103	41	3,2	7,500	SH	DEFI
LILLY (ELI) & CO.	COM	532457108	779	3,2	7,800	SH	DEFI
LORAL SPACE & COMM	COM	G56462107	1,120	3,2	161,500	SH	DEFI
LSI CORP	COM	502161102	1,624	3,2	30,000	SH	DEFI
MACK-CALI REALTY CORP	COM	554489104	257	4,2	10,000	SH	DEFI
MCLEODUSA INC	CL A	582266102	676	4,2	32,664	SH	DEFI
MEDIAONE GROUP, INC	COM	58440J104	854	3,2	12,917	SH	DEFI
MEDTRONIC INC	COM	585055106	5,978	3,2	120,000	SH	DEFI
MELLON FINANCIAL CORP	COM	58551A108	474	2	13,000	SH	DEFI
MERIDIAN GOLD INC	COM	589975101	395	4,2	65,000	SH	DEFI
MGIC AETNA INC.	COM	008117103	321	4,2	5,000	SH	DEFI
MGIC GPU INC.	COM	36225X100	947	4,2	35,000	SH	DEFI
MICROCELL TELECOMM	CL B NONVTG	59501T304	385	4,2	10,647	SH	DEFI
MICRON TECHNOLOGY INC	COM	595112103	1,321	3,2	15,000	SH	DEFI
MICROSOFT CORP	COM	594918104	3,840	3,2	48,000	SH	DEFI
MOLEX	CL A NONVTG	608554200	3,045	3,2	86,993	SH	DEFI
MOTOROLA INC	COM	620076109	3,400	3,2	117,000	SH	DEFI
MSDW ASIA PACIFIC FUND	COM	61744U106	3,121	4,2	306,400	SH	DEFI
MSDW INDIA INVESTMENT FUND	COM	61745C105	797	4,2	66,400	SH	DEFI
MSDW INSURED MUNICIPAL INC	INSD MUN IN	61745P791	757	4,2	57,400	SH	DEFI
MUNIVEST FUND INC	COM	626295109	5,423	4,2	711,200	SH	DEFI
MUNIYIELD INSURED FUND INC	COM	62630E107	2,823	4,2	227,000	SH	DEFI
MUNIYIELD QUALITY FUND	COM	626302103	8,363	4,2	693,300	SH	DEFI
NACCO INDS INC CL A	CL A	629579103	601	4,2	17,100	SH	DEFI
NETOPIA INC	COM	64114K104	642	2,1	15,957	SH	DEFI
NIAGARA MOHAWK HOLDINGS	COM	653520106	3,299	4,2	236,700	SH	DEFI
NOKIA CORP	ADR	654902204	2,747	3,2	55,000	SH	DEFI
NORFOLK SOUTHERN CORP.	COM	655844108	3,577	4,2	240,500	SH	DEFI
NORTH FORK BANCORPORATION	COM	659424105	2,229	4,2	147,250	SH	DEFI
NUVEEN MUNICIPAL VALUE FUND	COM	670928100	378	4,2	44,800	SH	DEFI
OGE ENERGY CORP	COM	670837103	1,467	4,2	79,300	SH	DEFI
ON COMMAND CORPORATION	COM	682160106	5,023	4,2	352,480	SH	DEFI

Edgar Filing: CNA FINANCIAL CORP - Form 13F-HR/A

ON COMMAND CORPORATION	WT B	682160122	500	4,2	123,130	SH	CALL	DEFI
OWENS-ILL INC	PFD CONV	690768502	1,466	4,2	65,900	SH		DEFI
PACTIV CORPORATION	COM	695257105	2,756	4,2	350,000	SH		DEFI
PENNEY (J.C.) CO. INC.	COM	708160106	3,595	4,2	195,000	SH		DEFI
PEPSI BOTTLING GROUP INC	COM	713409100	6,590	4,2	225,800	SH		DEFI
PEPSICO INCORPORATED	COM	713448108	4,088	3,2	92,000	SH		DEFI
PFIZER INC	COM	717081103	6,384	3,2	133,000	SH		DEFI
PHARMACIA CORPORATION	COM	71713U102	4,135	3,2	80,000	SH		DEFI
PITNEY-BOWES INC	COM	724479100	1,800	3,2	45,000	SH		DEFI
PLACER DOME INC	COM	725906101	4,498	4,2	470,352	SH		DEFI
POLICY MANAGEMENT SYSTEMS COE	COM	731108106	23,355	4,2	1,519,024	SH		DEFI
POTASH CORP OF SASKATCHEWAN	COM	73755L107	4,851	4,2	87,900	SH		DEFI
POTOMAC ELECTRIC POWER	COM	737679100	8,206	4,2	315,600	SH		DEFI
PRIME HOSPITALITY CORP	COM	741917108	60	4,2	6,375	SH		DEFI
PRIME RETAIL INC	COM	741570105	16	4,2	12,600	SH		DEFI
PRISON REALTY TRUST INC	COM	74264N105	530	4,2	157,000	SH		DEFI
PSINET INC	COM	74437C101	2,035	3,2	81,000	SH		DEFI
QWEST COMMUNICATIONS INTL	COM	749121109	500	2	10,000	SH		DEFI
RADIO ONE INC	CL A	75040P108	744	2,1	25,173	SH		DEFI
RATIONAL SOFTWARE	SUB NT CV	75409PAA1	5,252	3,2	3,600,000	SH		DEFI
RAYTHEON CO. COM	CL B	755111408	732	4,2	38,000	SH		DEFI
RGS ENERGY GROUP INC	COM	74956K104	1,726	4,2	77,500	SH		DEFI
RHYTHMS NETCONNECTIONS INC	COM	762430205	63	4,2	5,000	SH		DEFI
ROBERT MONDAVI CORP	CL A	609200100	307	2	10,000	SH		DEFI
ROCKWELL INTL CORP	COM	773903109	3,011	4,2	95,600	SH		DEFI
ROSS STORES INC	COM	778296103	341	4,2	20,000	SH		DEFI
RYDER SYSTEM INC	COM	783549108	1,894	4,2	100,000	SH		DEFI
SAFEWAY INC	COM	786514208	3,610	3,2	80,000	SH		DEFI
SANMINA CORP	SB DB CV	800907AA5	2,276	3,2	1,130,000	PRN		DEFI
SANMINA CORP	SUB NTCV	800907AB3	826	3,2	410,000	PRN		DEFI
SCANA CORP	COM	80589M102	9,650	4,2	400,000	SH		DEFI
SCHERING PLOUGH	COM	806605101	6,060	3,2	120,000	SH		DEFI
SCHLUMBERGER LIMITED	COM	806857108	4,821	3,2	64,600	SH		DEFI
SEAGATE TECHNOLOGY INC.	COM	811804103	825	4,2	15,000	SH		DEFI
SFX ENTERTAINMENT INC	CL A	784178105	45	4,2	1,000	SH		DEFI
SIEBEL SYSTEMS INC	COM	826170102	2,453	3,2	15,000	SH		DEFI
SIERRA PACIFIC RESOURCES	COM	826428104	974	4,2	77,500	SH		DEFI
SIRIUS SATELLITE RADIO INC	COM	82966U103	107,345	4,2	2,422,472	SH		DEFI
SIX FLAGS INC	COM	740540208	248	2	10,900	SH		DEFI
SMITH CHARLES E RESIDENTIAL	COM	832197107	285	4,2	7,500	SH		DEFI
SOLETRON CORP	COM	834182107	2,303	3,2	55,000	SH		DEFI
SPANISH BROADCASTING SYS	CL A	846425882	206	4,2	10,000	SH		DEFI
SPRINT CORP	COM	852061100	5,297	3,2,1	103,856	SH		DEFI
SPRINT CORP (PCS GROUP)	COM SER1	852061506	85	2,1	1,428	SH		DEFI
STAR GAS PARTNER	SR SUB UN	85512C204	284	4,2	42,434	PRN		DEFI
STMICROELECTRON	SUB LYONZR	861012AB8	42,257	3,4,2	24,550,000	PRN		DEFI
STORAGE TECHNOLOGY	COM PAR	862111200	30	3,2	2,754	SH		DEFI
SUN MICROSYSTEMS INC	COM	866810104	6,820	3,2	75,000	SH		DEFI
SUNBEAM CORP	SRSDCV ZR	867071AA0	15,278	4,2	97,000,000	PRN		DEFI
TAUBMAN CENTERS INC	COM	876664103	8,250	2	750,000	SH		DEFI
TECNOMATIX TECHNOLOGIES LTD	ORD	M8743P105	14	4,2	1,000	SH		DEFI
TELLABS INC	COM	879664100	4,859	3,2	71,000	SH		DEFI
TEXAS INSTRUMENTS INCORPORATE	COM	882508104	5,426	3,2	79,000	SH		DEFI
TEXTRON INC	COM	883203101	1,901	3,2	35,000	SH		DEFI
THE HEALTHCARE COMPANY	COM	404119109	2,430	4,2	80,000	SH		DEFI
THOUSAND TRAILS, INC	COM	885502104	718	4,2	159,660	SH		DEFI
TRANSOCEAN SEDCO FOREX INC	ORD	G90078109	2,704	3,2	50,606	SH		DEFI
TRIBUNE CO NEW	COM	896047107	3,815	3,4,2	109,000	SH		DEFI
TRIQUINT SEMICON	SB NT CV	89674KAA1	981	3,2	1,080,000	PRN		DEFI
TVX GOLD INC	COM	87308K101	1,564	4,2	2,501,900	SH		DEFI
TYCO INTERNATIONAL LTD	COM	902124106	4,595	3,2	97,000	SH		DEFI
UGLY DUCKLING CORP	COM	903512101	353	4,2	50,000	SH		DEFI

Edgar Filing: CNA FINANCIAL CORP - Form 13F-HR/A

UNION PACIFIC	COM	907818108	2,421	4,2	65,100	SH	DEFI
UNION PACIFIC RESOURCES	COM	907834105	4,950	4,2	225,000	SH	DEFI
UNOCAL CORP	COM	915289102	4,803	4,2	145,000	SH	DEFI
US AIR GROUP INC	COM	911905107	293	4,2	7,500	SH	DEFI
US WEST INC	COM	91273H101	25	2,1	293	SH	DEFI
USEC INC	COM	90333E108	275	4,2	59,500	SH	DEFI
UST INC	COM	902911106	14,687	4,2	1,000,000	SH	DEFI
USX - MARATHON GROUP INC	COM	902905827	2,256	4,2	90,000	SH	DEFI
VAN KAMPEN ADV MUNI INC	SH BEN INT	921124103	1,529	4,2	120,500	SH	DEFI
VAN KAMPEN MUNI OPPOR TR-II	COM	920944105	486	4,2	43,000	SH	DEFI
VAN KAMPEN MUNI OPPOR TR	COM	920935103	920	4,2	67,500	SH	DEFI
VAN KAMPEN VALUE MUNI INCOME	COM	921132106	2,017	4,2	171,700	SH	DEFI
WAL MART STORES INC	COM	931142103	3,141	3,2	54,500	SH	DEFI
WASHINGTON GAS LIGHT CO	COM	938837101	1,251	4,2	52,000	SH	DEFI
WASTE MANAGEMENT INC	COM	94106L109	1,710	4,2	90,000	SH	DEFI
WELLS FARGO & COMPANY	COM	949746101	3,875	3,2	100,000	SH	DEFI
WILLIAMS COMMUNICATIONS	CL A	969455104	2,647	4,2	80,000	SH	DEFI
WILLIAMS COS INC	COM	969457100	8,517	3,4,2,1	204,312	SH	DEFI
WIND RIVER SYSTM	SUB NT CONV	973149AC1	3,765	3,2	3,078,000	PRN	DEFI
WISCONSIN ENERGY CORP	COM	976657106	1,209	4,2	61,000	SH	DEFI
WORLDCOM INC.	COM	98157D106	4,129	3,2	90,000	SH	DEFI
XEROX CORP	COM	984121103	1,612	4,2	77,700	SH	DEFI
XTRA CORP	COM	984138107	635	3,2	16,089	SH	DEFI