

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

FIFTH THIRD BANCORP
Form 13F-HR
August 13, 2002

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: June 30, 2002

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

Institutional Investment Manager Filing this Report:

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

13F File Number - #28-03158

Name and Management numbers of All Institutional Investment Managers with respect to which this schedule is filed (other than the one filing this report).

| Name: | Manager # | Name: | Manager # |
|---------------------------------------|-----------|---------------------------|-----------|
| ---- | | ---- | |
| Fifth Third Bank Ohio | 1 | Fifth Third Bank Indiana | 15 |
| Fifth Third Bank of Northern Kentucky | 5 | Fifth Third Bank Florida | 10 |
| Fifth Third Bank Kentucky | 2 | Fifth Third Bank Michigan | 19 |
| Fifth Third Asset Management | 85 | | |

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

Person Signing this Report on Behalf of Reporting Manager:

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

/s/ Neal Arnold Cincinnati, Ohio August 12, 2002

[Signature] [City, State] [Date]

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Report Type (Check only one):

- [] 13F HOLDINGS REPORT
- [] 13F NOTICE
- [x] 13F COMBINATION REPORT

List of Other Managers Reporting for this Manager:

Fifth Third Bank Ohio - 28-539
Heartland Capital Management - 28-01397

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 7
Form 13F Information Table Entry Total: 3,526
Form 13F Information Table Value Total (x\$1000): 16,547,083

List of Other Included Managers:

| Name: ---- | 13F File No.: ----- | Name: ---- |
|---------------------------------------|------------------------|---|
| Fifth Third Bank | 28-539 | Fifth Third Bank Florida |
| Fifth Third Bank of Northern Kentucky | 28-10121 | Fifth Third Bank Kentucky |
| Fifth Third Bank Asset Management | 28-10115 | Fifth Third Bank a Michigan Corporation |
| Fifth Third Bank Indiana | 28-10118 | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DCRETN | O MA |
|--------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| | | | | | | | | |
| DAIMLERCHRYSLER AG | ORD | D1668R123 | 29 | 598 | SH | | DEFINED | 1 |
| | | | 116 | 2401 | SH | | DEFINED | 15 |
| | | | 211 | 4370 | SH | | DEFINED | 19 |
| | | | 355 | 7369 | | | | |

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| | | | | | | | |
|----------------------------|-------|-----------|-------|-------|----|---------|----|
| ACE LTD | ORD | G0070K103 | 25 | 800 | SH | DEFINED | 1 |
| | | | 319 | 10110 | SH | DEFINED | 19 |
| | | | 2177 | 68900 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2522 | 79810 | | | |
| AMDOCS LTD | ORD | G02602103 | 301 | 39874 | SH | DEFINED | 1 |
| | | | 16 | 2120 | SH | DEFINED | 5 |
| | | | 262 | 34655 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 579 | 76649 | | | |
| COOPER INDS LTD | CL A | G24182100 | 608 | 15462 | SH | DEFINED | 1 |
| | | | 31 | 785 | SH | DEFINED | 15 |
| | | | 268 | 6810 | SH | DEFINED | 2 |
| | | | 8 | 195 | SH | DEFINED | 10 |
| | | | 648 | 16476 | SH | DEFINED | 19 |
| | | | 295 | 7500 | SH | DEFINED | 85 |
| ----- | ----- | | | | | | |
| | | | 1856 | 47228 | | | |
| GLOBALSANTAFE CORP | SHS | G3930E101 | 770 | 28166 | SH | DEFINED | 1 |
| | | | 33 | 1197 | SH | DEFINED | 15 |
| | | | 216 | 7883 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 1019 | 37246 | | | |
| INGERSOLL-RAND COMPANY LTD | CL A | G4776G101 | 99 | 2161 | SH | DEFINED | 1 |
| | | | 2 | 48 | SH | DEFINED | 5 |
| | | | 99 | 2175 | SH | DEFINED | 19 |
| | | | 614 | 13450 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 814 | 17834 | | | |
| NOBLE CORPORATION | SHS | G65422100 | 50 | 1300 | SH | DEFINED | 19 |
| | | | 409 | 10600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 459 | 11900 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| TRANSOCEAN INC | ORD | G90078109 | 3612 | 115966 | SH | DEFINED | 1 |
| | | | 789 | 25324 | SH | DEFINED | 15 |
| | | | 1207 | 38761 | SH | DEFINED | 2 |
| | | | 6 | 192 | SH | DEFINED | 5 |
| | | | 21 | 684 | SH | DEFINED | 10 |
| | | | 1250 | 40120 | SH | DEFINED | 19 |
| 3630 | 116540 | SH | DEFINED | 85 | | | |
| ----- | ----- | | | | | | |
| | | | 10516 | 337587 | | | |

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| | | | | | | | |
|----------------------------|----------------|-----------|---------|---------|------|---------|----|
| XL CAP LTD | CL A | G98255105 | 3 | 30 | SH | DEFINED | 1 |
| | | | 4 | 51 | SH | DEFINED | 19 |
| | | | 898 | 10600 | SH | DEFINED | 85 |
| | | | ----- | | 905 | 10681 | |
| FLEXTRONICS INTL LTD | ORD | Y2573F102 | 8094 | 1135153 | SH | DEFINED | 1 |
| | | | 654 | 91772 | SH | DEFINED | 15 |
| | | | 231 | 32443 | SH | DEFINED | 2 |
| | | | 49 | 6925 | SH | DEFINED | 5 |
| | | | 11 | 1600 | SH | DEFINED | 10 |
| | | | 759 | 106474 | SH | DEFINED | 19 |
| | | | 9362 | 1313000 | SH | DEFINED | 85 |
| ----- | | 19161 | 2687367 | | | | |
| ABN AMRO BK N V LONDON BRH | DEBT 12.000% 9 | 00079FAE2 | 2618 | 35000 | SH | DEFINED | 1 |
| | | | ----- | | 2618 | 35000 | |
| A D C TELECOMMUNICATIONS | COM | 000886101 | 680 | 297005 | SH | DEFINED | 1 |
| | | | 5 | 2000 | SH | DEFINED | 15 |
| | | | 8 | 3500 | SH | DEFINED | 2 |
| | | | 40 | 17500 | SH | DEFINED | 19 |
| | | | 1370 | 598275 | SH | DEFINED | 85 |
| ----- | | 2103 | 918280 | | | | |
| ACM INCOME FUND INC | COM | 000912105 | 66 | 8237 | SH | DEFINED | 1 |
| | | | 10 | 1311 | SH | DEFINED | 15 |
| | | | 6 | 694 | SH | DEFINED | 5 |
| | | | 14 | 1785 | SH | DEFINED | 10 |
| | | | 6 | 800 | SH | DEFINED | 19 |
| ----- | | 102 | 12827 | | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ABM INDS INC | COM | 000957100 | 2604 | 150000 | SH | | DEFINED | 85 |
| | | | ----- | | 2604 | 150000 | | |
| AFLAC INC | COM | 001055102 | 19648 | 613998 | SH | | DEFINED | 1 |
| | | | 3674 | 114820 | SH | | DEFINED | 15 |
| | | | 206 | 6434 | SH | | DEFINED | 2 |
| | | | 97 | 3030 | SH | | DEFINED | 5 |
| | | | 947 | 29600 | SH | | DEFINED | 10 |
| | | | 4223 | 131957 | SH | | DEFINED | 19 |
| ----- | | 5216 | 163000 | SH | | DEFINED | 85 | |

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| | | 34011 | 1062839 | | | |
|---------------------|--------|-----------|------------|--------|----|------------|
| AES CORP | COM | 00130H105 | 119 | 21939 | SH | DEFINED 1 |
| | | | 31 | 5811 | SH | DEFINED 15 |
| | | | 1 | 198 | SH | DEFINED 5 |
| | | | 15 | 2769 | SH | DEFINED 19 |
| | | | 231 | 42600 | SH | DEFINED 85 |
| | | 397 | 73317 | | | |
| AK STL HLDG CORP | COM | 001547108 | 18 | 1408 | SH | DEFINED 1 |
| | | | 4 | 300 | SH | DEFINED 19 |
| | | | 897 | 70000 | SH | DEFINED 85 |
| | | 919 | 71708 | | | |
| AMR CORP | COM | 001765106 | 99 | 5850 | SH | DEFINED 1 |
| | | | 4 | 224 | SH | DEFINED 15 |
| | | | 141 | 8353 | SH | DEFINED 19 |
| | | | 378 | 22400 | SH | DEFINED 85 |
| | | 621 | 36827 | | | |
| AOL TIME WARNER INC | COM | 00184A105 | 6355 | 432009 | SH | DEFINED 1 |
| | | | 693 | 47134 | SH | DEFINED 15 |
| | | | 1134 | 77101 | SH | DEFINED 2 |
| | | | 14 | 944 | SH | DEFINED 5 |
| | | | 121 | 8225 | SH | DEFINED 10 |
| | | | 3588 | 243889 | SH | DEFINED 19 |
| 9919 | 674280 | SH | DEFINED 85 | | | |
| | | 21824 | 1483582 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT PRN CALL DSCRETN | O MA |
|----------------|----------------|-----------|-----------------|-----------------|-----------------------------------|------------|
| AT&T CORP | COM | 001957109 | 1486 | 138838 | SH | DEFINED 1 |
| | | | 189 | 17665 | SH | DEFINED 15 |
| | | | 261 | 24372 | SH | DEFINED 2 |
| | | | 17 | 1550 | SH | DEFINED 5 |
| | | | 7 | 640 | SH | DEFINED 10 |
| | | | 2975 | 278005 | SH | DEFINED 19 |
| 7538 | 704453 | SH | DEFINED 85 | | | |
| | | 12471 | 1165523 | | | |
| ATMI INC | COM | 00207R101 | 1678 | 75000 | SH | DEFINED 85 |
| | | 1678 | 75000 | | | |

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| | | | | | | | |
|------------------------|-----|-----------|-------|---------|----|---------|-------|
| AT&T WIRELESS SVCS INC | COM | 00209A106 | 327 | 55930 | SH | DEFINED | 1 |
| | | | 26 | 4459 | SH | DEFINED | 15 |
| | | | 3 | 457 | SH | DEFINED | 2 |
| | | | 4 | 701 | SH | DEFINED | 5 |
| | | | 582 | 99498 | SH | DEFINED | 19 |
| | | | 2718 | 464595 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3660 | 625640 | | | |
| AXT INC | COM | 00246W103 | 347 | 43530 | SH | DEFINED | 1 |
| | | | 20 | 2565 | SH | DEFINED | 19 |
| | | | 862 | 108000 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 1230 | 154095 | | | |
| ABBOTT LABS | COM | 002824100 | 70282 | 1866711 | SH | DEFINED | 1 |
| | | | 2879 | 76459 | SH | DEFINED | 15 |
| | | | 259 | 6880 | SH | DEFINED | 2 |
| | | | 251 | 6670 | SH | DEFINED | 10 |
| | | | 14696 | 390327 | SH | DEFINED | 19 |
| | | | 11353 | 301550 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 99720 | 2648597 | | | |
| ACCREDO HEALTH INC | COM | 00437V104 | 28 | 600 | SH | DEFINED | 2 |
| | | | 5 | 100 | SH | DEFINED | 19 |
| | | | 1154 | 25000 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 1186 | 25700 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT PRN CALL DSCRETN | O MA | |
|------------------|----------------|-----------|-----------------|-----------------|-----------------------------------|---------|-------|
| ACTERNA CORP | COM | 00503U105 | 49 | 119031 | SH | DEFINED | 1 |
| | | | | | | ----- | ----- |
| | | | 49 | 119031 | | | |
| ACXIOM CORP | COM | 005125109 | 1 | 80 | SH | DEFINED | 19 |
| | | | 1749 | 100000 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 1750 | 100080 | | | |
| ADAMS EXPRESS CO | COM | 006212104 | 47 | 3809 | SH | DEFINED | 1 |
| | | | 135 | 10979 | SH | DEFINED | 19 |
| | | | | | | ----- | ----- |
| | | | 181 | 14788 | | | |
| ADMINISTAFF INC | COM | 007094105 | 750 | 75000 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 750 | 75000 | | | |

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| | | | | | | | | | |
|------------------------------|-----|-----------|-------|--------|----|---------|-------|--|--|
| ADOBE SYS INC | COM | 00724F101 | 631 | 22155 | SH | DEFINED | 1 | | |
| | | | 40 | 1418 | SH | DEFINED | 15 | | |
| | | | 20 | 700 | SH | DEFINED | 2 | | |
| | | | 588 | 20615 | SH | DEFINED | 19 | | |
| | | | 1704 | 59800 | SH | DEFINED | 85 | | |
| | | | ----- | ----- | | | | | |
| | | | 2984 | 104688 | | | | | |
| ADVANCED DIGITAL INFORMATION | COM | 007525108 | 30 | 3600 | SH | DEFINED | 2 | | |
| | | | 7 | 800 | SH | DEFINED | 19 | | |
| | | | 1265 | 150000 | SH | DEFINED | 85 | | |
| | | | | | | ----- | ----- | | |
| | | | 1302 | 154400 | | | | | |
| ADVO INC | COM | 007585102 | 2855 | 75000 | SH | DEFINED | 85 | | |
| | | | | | | ----- | ----- | | |
| | | | 2855 | 75000 | | | | | |
| AEROFLEX INC | COM | 007768104 | 1738 | 250000 | SH | DEFINED | 85 | | |
| | | | | | | ----- | ----- | | |
| | | | 1738 | 250000 | | | | | |
| ADVANCEPCS | COM | 00790K109 | 2394 | 100000 | SH | DEFINED | 85 | | |
| | | | | | | ----- | ----- | | |
| | | | 2394 | 100000 | | | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA | |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|--|
| ADVANCED MICRO DEVICES INC | COM | 007903107 | 9 | 950 | SH | | DEFINED | 1 | |
| | | | 61 | 6260 | SH | | DEFINED | 19 | |
| | | | 441 | 45350 | SH | | DEFINED | 85 | |
| | | | | | | ----- | ----- | | |
| | | | 511 | 52560 | | | | | |
| AEGON N V | ORD AMER REG | 007924103 | 180 | 8825 | SH | | DEFINED | 1 | |
| | | | 491 | 24111 | SH | | DEFINED | 15 | |
| | | | 92 | 4516 | SH | | DEFINED | 2 | |
| | | | 301 | 14800 | SH | | DEFINED | 19 | |
| | | | | | | ----- | ----- | | |
| | | | 1063 | 52252 | | | | | |
| AETNA INC NEW | COM | 00817Y108 | 139 | 2908 | SH | | DEFINED | 1 | |
| | | | 311 | 6491 | SH | | DEFINED | 19 | |
| | | | 952 | 19845 | SH | | DEFINED | 85 | |
| | | | | | | ----- | ----- | | |
| | | | 1403 | 29244 | | | | | |
| AFFILIATED COMPUTER SERVICES | CL A | 008190100 | 727 | 15320 | SH | | DEFINED | 1 | |
| | | | 38 | 800 | SH | | DEFINED | 15 | |
| | | | 45 | 942 | SH | | DEFINED | 19 | |

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|---------------|------|-----------|-------|--------|----|---------|----|
| | | | 1899 | 40000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2709 | 57062 | | | |
| AGERE SYS INC | CL A | 00845V100 | 3 | 1884 | SH | DEFINED | 1 |
| | | | 0 | 89 | SH | DEFINED | 15 |
| | | | 1 | 499 | SH | DEFINED | 2 |
| | | | 0 | 290 | SH | DEFINED | 5 |
| | | | 0 | 42 | SH | DEFINED | 10 |
| | | | 3 | 2424 | SH | DEFINED | 19 |
| | | | 560 | 400323 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 568 | 405551 | | | |
| AGERE SYS INC | CL B | 00845V209 | 73 | 48882 | SH | DEFINED | 1 |
| | | | 3 | 2312 | SH | DEFINED | 15 |
| | | | 19 | 12352 | SH | DEFINED | 2 |
| | | | 11 | 7630 | SH | DEFINED | 5 |
| | | | 2 | 1109 | SH | DEFINED | 10 |
| | | | 64 | 42911 | SH | DEFINED | 19 |
| | | | 162 | 107936 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 335 | 223132 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------|----------------|-----------|--------------------|--------------------|-----------------|--------------|--------------------|---------|
| AGILENT TECHNOLOGIES INC | COM | 00846U101 | 11012 | 465631 | SH | | DEFINED | 1 |
| | | | 1553 | 65678 | SH | | DEFINED | 15 |
| | | | 225 | 9534 | SH | | DEFINED | 2 |
| | | | 52 | 2182 | SH | | DEFINED | 5 |
| | | | 89 | 3745 | SH | | DEFINED | 10 |
| | | | 826 | 34923 | SH | | DEFINED | 19 |
| | | | 9215 | 389657 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 22972 | 971350 | | | | |
| AIR PRODS & CHEMS INC | COM | 009158106 | 6238 | 123603 | SH | | DEFINED | 1 |
| | | | 721 | 14279 | SH | | DEFINED | 15 |
| | | | 2 | 46 | SH | | DEFINED | 2 |
| | | | 63 | 1241 | SH | | DEFINED | 5 |
| | | | 536 | 10621 | SH | | DEFINED | 19 |
| | | | 1696 | 33600 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 9256 | 183390 | | | | |
| AIRTRAN HLDGS INC | COM | 00949P108 | 251 | 47000 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 251 | 47000 | | | | |
| ALBANY INTL CORP | CL A | 012348108 | 1346 | 50000 | SH | | DEFINED | 85 |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN | SH/ PUT/ INVSTMT | DEFINITION |
|-------------------|----------------|-----------|-----------------|-------------|------------------|------------|
| | | | 1346 | 50000 | | |
| ALBERTO CULVER CO | CL B CONV | 013068101 | 62 | 1300 SH | DEFINED | 1 |
| | | | 143 | 2990 SH | DEFINED | 19 |
| | | | 716 | 14975 SH | DEFINED | 85 |
| | | | 921 | 19265 | | |
| ALBERTSONS INC | COM | 013104104 | 614 | 20168 SH | DEFINED | 1 |
| | | | 46 | 1512 SH | DEFINED | 15 |
| | | | 98 | 3206 SH | DEFINED | 19 |
| | | | 990 | 32497 SH | DEFINED | 85 |
| | | | 1748 | 57383 | | |
| ALCAN INC | COM | 013716105 | 3 | 80 SH | DEFINED | 1 |
| | | | 70 | 1871 SH | DEFINED | 19 |
| | | | 962 | 25650 SH | DEFINED | 85 |
| | | | 1036 | 27601 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN | SH/ PUT/ INVSTMT | DEFINITION |
|----------------------|----------------|-----------|-----------------|-------------|------------------|------------|
| ALCOA INC | COM | 013817101 | 4336 | 130792 SH | DEFINED | 1 |
| | | | 328 | 9885 SH | DEFINED | 15 |
| | | | 30 | 910 SH | DEFINED | 2 |
| | | | 7 | 220 SH | DEFINED | 5 |
| | | | 10 | 300 SH | DEFINED | 10 |
| | | | 1218 | 36735 SH | DEFINED | 19 |
| | | | 4723 | 142476 SH | DEFINED | 85 |
| | | | 10652 | 321318 | | |
| ALFA CORP | COM | 015385107 | 240 | 20528 SH | DEFINED | 10 |
| | | | 240 | 20528 | | |
| ALKERMES INC | COM | 01642T108 | 2001 | 125000 SH | DEFINED | 85 |
| | | | 2001 | 125000 | | |
| ALLEGHENY ENERGY INC | COM | 017361106 | 120 | 4648 SH | DEFINED | 1 |
| | | | 46 | 1800 SH | DEFINED | 15 |
| | | | 234 | 9103 SH | DEFINED | 19 |
| | | | 757 | 29400 SH | DEFINED | 85 |
| | | | 1157 | 44951 | | |
| ALLERGAN INC | COM | 018490102 | 81 | 1213 SH | DEFINED | 1 |

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|-------------------------|-----------------|-----------|-------|--------|----|---------|----|
| | | | 57 | 850 | SH | DEFINED | 2 |
| | | | 135 | 2016 | SH | DEFINED | 19 |
| | | | 968 | 14500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1240 | 18579 | | | |
| ALLIANT TECHSYSTEMS INC | COM | 018804104 | 2 | 28 | SH | DEFINED | 19 |
| | | | 6380 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 6382 | 100028 | | | |
| ALLIED CAP CORP NEW | COM | 01903Q108 | 127 | 5600 | SH | DEFINED | 1 |
| | | | 2265 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2392 | 105600 | | | |
| ALLIED WASTE INDS INC | COM PAR\$.01NEW | 019589308 | 150 | 15600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 150 | 15600 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| ALLSTATE CORP | COM | 020002101 | 2444 | 66078 | SH | DEFINED | 1 |
| | | | 598 | 16158 | SH | DEFINED | 15 |
| | | | 493 | 13345 | SH | DEFINED | 2 |
| | | | 90 | 2434 | SH | DEFINED | 5 |
| | | | 42 | 1135 | SH | DEFINED | 10 |
| | | | 19676 | 532070 | SH | DEFINED | 19 |
| | | | 3310 | 89498 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 26652 | 720718 | | | |
| ALLTEL CORP | COM | 020039103 | 30529 | 649560 | SH | DEFINED | 1 |
| | | | 2510 | 53395 | SH | DEFINED | 15 |
| | | | 1616 | 34381 | SH | DEFINED | 2 |
| | | | 425 | 9032 | SH | DEFINED | 5 |
| | | | 259 | 5510 | SH | DEFINED | 10 |
| | | | 914 | 19448 | SH | DEFINED | 19 |
| | | | 14171 | 301500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 50423 | 1072826 | | | |
| ALTERA CORP | COM | 021441100 | 688 | 50559 | SH | DEFINED | 1 |
| | | | 1 | 60 | SH | DEFINED | 5 |
| | | | 243 | 17882 | SH | DEFINED | 19 |
| | | | 2574 | 189300 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3506 | 257801 | | | |
| AMBAC FINL GROUP INC | COM | 023139108 | 131 | 1955 | SH | DEFINED | 1 |

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| | | | | | | | |
|-------------------|-----|-----------|-------|-------|----|---------|----|
| | | | 45 | 665 | SH | DEFINED | 15 |
| | | | 2 | 25 | SH | DEFINED | 5 |
| | | | 568 | 8450 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 746 | 11095 | | | |
| AMERADA HESS CORP | COM | 023551104 | 41 | 500 | SH | DEFINED | 1 |
| | | | 35 | 425 | SH | DEFINED | 15 |
| | | | 237 | 2870 | SH | DEFINED | 19 |
| | | | 586 | 7100 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 899 | 10895 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| AMEREN CORP | COM | 023608102 | 100 | 2327 | SH | | DEFINED | 1 |
| | | | 139 | 3230 | SH | | DEFINED | 15 |
| | | | 510 | 11853 | SH | | DEFINED | 19 |
| | | | 473 | 11000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1222 | 28410 | | | | |
| AMCORE FINL INC | COM | 023912108 | 457 | 19728 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 457 | 19728 | | | | |
| AMERICAN AXLE & MFG HLDGS IN | COM | 024061103 | 9882 | 332292 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 9882 | 332292 | | | | |
| AMERICAN CAPITAL STRATEGIES | COM | 024937104 | 41 | 1500 | SH | | DEFINED | 2 |
| | | | 27 | 1000 | SH | | DEFINED | 19 |
| | | | 3434 | 125000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 3502 | 127500 | | | | |
| AMERICAN EAGLE OUTFITTERS NE | COM | 02553E106 | 5800 | 274345 | SH | | DEFINED | 1 |
| | | | 53 | 2520 | SH | | DEFINED | 5 |
| | | | 143 | 6750 | SH | | DEFINED | 19 |
| | | | 8604 | 407000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 14600 | 690615 | | | | |
| AMERICAN ELEC PWR INC | COM | 025537101 | 987 | 24655 | SH | | DEFINED | 1 |
| | | | 223 | 5574 | SH | | DEFINED | 15 |
| | | | 21 | 534 | SH | | DEFINED | 2 |
| | | | 19 | 480 | SH | | DEFINED | 10 |
| | | | 847 | 21174 | SH | | DEFINED | 19 |
| | | | 3424 | 85560 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |

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| | | | | | | |
|---------------------|-----|-----------|-------|--------|----|------------|
| | | | 5522 | 137977 | | |
| AMERICAN EXPRESS CO | COM | 025816109 | 4887 | 134559 | SH | DEFINED 1 |
| | | | 266 | 7313 | SH | DEFINED 15 |
| | | | 514 | 14140 | SH | DEFINED 2 |
| | | | 14 | 373 | SH | DEFINED 5 |
| | | | 2158 | 59405 | SH | DEFINED 19 |
| | | | 9633 | 265237 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 17471 | 481027 | | |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|-------------------------|--------------------|---------|
| AMERICAN FINL GROUP INC OHIO | COM | 025932104 | 297 | 12444 | SH | DEFINED 1 | |
| | | | ----- | ----- | | | |
| | | | 297 | 12444 | | | |
| AMERICAN INCOME FD INC | COM | 02672T109 | 9 | 1000 | SH | DEFINED 1 | |
| | | | 1087 | 127000 | SH | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 1096 | 128000 | | | |
| AMERICAN INTL GROUP INC | COM | 026874107 | 89633 | 1313680 | SH | DEFINED 1 | |
| | | | 6632 | 97195 | SH | DEFINED 15 | |
| | | | 6008 | 88056 | SH | DEFINED 2 | |
| | | | 2202 | 32269 | SH | DEFINED 5 | |
| | | | 1811 | 26543 | SH | DEFINED 10 | |
| | | | 17683 | 259171 | SH | DEFINED 19 | |
| | | | 58976 | 864376 | SH | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 182945 | 2681290 | | | |
| AMERICAN MGMT SYS INC | COM | 027352103 | 956 | 50000 | SH | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 956 | 50000 | | | |
| AMERICAN PWR CONVERSION CORP | COM | 029066107 | 150 | 11850 | SH | DEFINED 1 | |
| | | | 13 | 1000 | SH | DEFINED 19 | |
| | | | 2102 | 166400 | SH | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 2264 | 179250 | | | |
| AMERICAN STD COS INC DEL | COM | 029712106 | 15 | 200 | SH | DEFINED 5 | |
| | | | 428 | 5700 | SH | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 443 | 5900 | | | |
| AMERIPATH INC | COM | 03071D109 | 36 | 1500 | SH | DEFINED 2 | |
| | | | 3000 | 125000 | SH | DEFINED 85 | |
| | | | ----- | ----- | | | |

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3036 126500

| | | | | | | | |
|-----------------|-----|-----------|-------|-------|----|---------|----|
| AMERON INTL INC | COM | 030710107 | 723 | 10000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 723 | 10000 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | MA |
|------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|----|
| ----- | | | | | | | | |
| AMERITRADE HLDG CORP | CL A | 03072H109 | 5 | 1200 | SH | | DEFINED | 19 |
| | | | 1557 | 340000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1563 | 341200 | | | | |
| AMERUS GROUP CO | COM | 03072M108 | 48 | 1289 | SH | | DEFINED | 1 |
| | | | 1 | 20 | SH | | DEFINED | 15 |
| | | | 1855 | 50000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1904 | 51309 | | | | |
| AMERISOURCEBERGEN CORP | COM | 03073E105 | 112 | 1480 | SH | | DEFINED | 1 |
| | | | 7 | 98 | SH | | DEFINED | 19 |
| | | | 631 | 8300 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 751 | 9878 | | | | |
| AMETEK INC NEW | COM | 031100100 | 19 | 500 | SH | | DEFINED | 15 |
| | | | 168 | 4500 | SH | | DEFINED | 19 |
| | | | 5588 | 150000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 5774 | 155000 | | | | |
| AMGEN INC | COM | 031162100 | 50415 | 1203800 | SH | | DEFINED | 1 |
| | | | 3496 | 83475 | SH | | DEFINED | 15 |
| | | | 3721 | 88861 | SH | | DEFINED | 2 |
| | | | 578 | 13798 | SH | | DEFINED | 5 |
| | | | 623 | 14873 | SH | | DEFINED | 10 |
| | | | 4704 | 112326 | SH | | DEFINED | 19 |
| | | | 29902 | 714000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 93440 | 2231133 | | | | |
| AMKOR TECHNOLOGY INC | COM | 031652100 | 583 | 93785 | SH | | DEFINED | 1 |
| | | | 46 | 7407 | SH | | DEFINED | 5 |
| | | | 34 | 5415 | SH | | DEFINED | 19 |
| | | | 1543 | 248000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2206 | 354607 | | | | |
| AMSOUTH BANCORPORATION | COM | 032165102 | 60 | 2663 | SH | | DEFINED | 1 |
| | | | 40 | 1800 | SH | | DEFINED | 2 |

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| | | |
|-------|----------|------------|
| 15 | 675 SH | DEFINED 19 |
| 652 | 29150 SH | DEFINED 85 |
| ----- | | |
| 767 | 34288 | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O |
|------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|------------|---|
| AMSURG CORP | COM | 03232P405 | 47 | 1800 | SH | | DEFINED 1 | |
| | | | 657 | 25000 | SH | | DEFINED 85 | |
| | | | ----- | | | | | |
| | | | 704 | 26800 | | | | |
| ANADARKO PETE CORP | COM | 032511107 | 295 | 5985 | SH | | DEFINED 1 | |
| | | | 65 | 1309 | SH | | DEFINED 15 | |
| | | | 128 | 2593 | SH | | DEFINED 19 | |
| | | | 982 | 19909 | SH | | DEFINED 85 | |
| | | | ----- | | | | | |
| | | | 1469 | 29796 | | | | |
| ANALOG DEVICES INC | NOTE 4.750%10 | 032654AD7 | 2865 | 30000 | SH | | DEFINED 19 | |
| | | | ----- | | | | | |
| | | | 2865 | 30000 | | | | |
| ANALOG DEVICES INC | COM | 032654105 | 32064 | 1079587 | SH | | DEFINED 1 | |
| | | | 2100 | 70715 | SH | | DEFINED 15 | |
| | | | 4178 | 140662 | SH | | DEFINED 2 | |
| | | | 192 | 6455 | SH | | DEFINED 5 | |
| | | | 347 | 11700 | SH | | DEFINED 10 | |
| | | | 2460 | 82830 | SH | | DEFINED 19 | |
| | | | 29050 | 978100 | SH | | DEFINED 85 | |
| | | | ----- | | | | | |
| | | | 70391 | 2370049 | | | | |
| ANDREW CORP | COM | 034425108 | 4 | 300 | SH | | DEFINED 1 | |
| | | | 386 | 25850 | SH | | DEFINED 19 | |
| | | | 98 | 6555 | SH | | DEFINED 85 | |
| | | | ----- | | | | | |
| | | | 488 | 32705 | | | | |
| ANHEUSER BUSCH COS INC | COM | 035229103 | 14118 | 282363 | SH | | DEFINED 1 | |
| | | | 1251 | 25015 | SH | | DEFINED 15 | |
| | | | 461 | 9220 | SH | | DEFINED 2 | |
| | | | 18 | 350 | SH | | DEFINED 10 | |
| | | | 2510 | 50195 | SH | | DEFINED 19 | |
| | | | 7652 | 153040 | SH | | DEFINED 85 | |
| | | | ----- | | | | | |
| | | | 26009 | 520183 | | | | |
| ANN TAYLOR STORES CORP | COM | 036115103 | 44 | 1725 | SH | | DEFINED 2 | |
| | | | 3809 | 150000 | SH | | DEFINED 85 | |

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3852 151725

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ANTHEM INC | COM | 03674B104 | 165 | 2438 | SH | | DEFINED | 1 |
| | | | 458 | 6787 | SH | | DEFINED | 15 |
| | | | 3 | 39 | SH | | DEFINED | 2 |
| | | | 22 | 322 | SH | | DEFINED | 5 |
| | | | 5 | 68 | SH | | DEFINED | 19 |
| | | | 651 | 9654 | | | | |
| AON CORP | COM | 037389103 | 96 | 3248 | SH | | DEFINED | 1 |
| | | | 862 | 29247 | SH | | DEFINED | 19 |
| | | | 634 | 21500 | SH | | DEFINED | 85 |
| | | | 1592 | 53995 | | | | |
| APACHE CORP | COM | 037411105 | 66 | 1152 | SH | | DEFINED | 1 |
| | | | 242 | 4218 | SH | | DEFINED | 19 |
| | | | 2527 | 43970 | SH | | DEFINED | 85 |
| | | | 2836 | 49340 | | | | |
| APHTON CORP | COM | 03759P101 | 134 | 17850 | SH | | DEFINED | 19 |
| | | | | 134 | 17850 | | | |
| APOLLO GROUP INC | CL A | 037604105 | 85 | 2162 | SH | | DEFINED | 1 |
| | | | 4 | 100 | SH | | DEFINED | 19 |
| | | | 544 | 13800 | SH | | DEFINED | 85 |
| | | | 633 | 16062 | | | | |
| APPLE COMPUTER INC | COM | 037833100 | 28 | 1580 | SH | | DEFINED | 1 |
| | | | 32 | 1826 | SH | | DEFINED | 5 |
| | | | 94 | 5320 | SH | | DEFINED | 19 |
| | | | 500 | 28200 | SH | | DEFINED | 85 |
| | | | 654 | 36926 | | | | |
| APPLEBEES INTL INC | COM | 037899101 | 43 | 1875 | SH | | DEFINED | 2 |
| | | | 31 | 1335 | SH | | DEFINED | 19 |
| | | | 5164 | 225000 | SH | | DEFINED | 85 |
| | | | 5237 | 228210 | | | | |
| APRIA HEALTHCARE GROUP INC | COM | 037933108 | 2800 | 125000 | SH | | DEFINED | 85 |

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2800 125000

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| APPLERA CORP | COM AP BIO GRP | 038020103 | 59 | 3017 | SH | | DEFINED | 1 |
| | | | 331 | 17000 | SH | | DEFINED | 85 |
| | | | 390 | 20017 | | | | |
| APPLERA CORP | COM CE GEN GRP | 038020202 | 8 | 700 | SH | | DEFINED | 1 |
| | | | 1 | 50 | SH | | DEFINED | 19 |
| | | | 960 | 80000 | SH | | DEFINED | 85 |
| | | | 969 | 80750 | | | | |
| APPLIED MICRO CIRCUITS CORP | COM | 03822W109 | 0 | 17 | SH | | DEFINED | 1 |
| | | | 0 | 35 | SH | | DEFINED | 5 |
| | | | 3 | 600 | SH | | DEFINED | 19 |
| | | | 113 | 23900 | SH | | DEFINED | 85 |
| | | | 116 | 24552 | | | | |
| APPLIED MATLS INC | COM | 038222105 | 22424 | 1178989 | SH | | DEFINED | 1 |
| | | | 645 | 33925 | SH | | DEFINED | 15 |
| | | | 270 | 14210 | SH | | DEFINED | 2 |
| | | | 182 | 9580 | SH | | DEFINED | 5 |
| | | | 176 | 9260 | SH | | DEFINED | 10 |
| | | | 3334 | 175293 | SH | | DEFINED | 19 |
| | | | 15269 | 802800 | SH | | DEFINED | 85 |
| | | | 42302 | 2224057 | | | | |
| ARCHER DANIELS MIDLAND CO | COM | 039483102 | 40 | 3104 | SH | | DEFINED | 1 |
| | | | 13 | 979 | SH | | DEFINED | 15 |
| | | | 371 | 28997 | SH | | DEFINED | 19 |
| | | | 3151 | 246371 | SH | | DEFINED | 85 |
| | | | 3574 | 279451 | | | | |
| ARCHSTONE SMITH TR | COM | 039583109 | 411 | 15387 | SH | | DEFINED | 1 |
| | | | 411 | 15387 | | | | |
| ARTESYN TECHNOLOGIES INC | COM | 043127109 | 79 | 12150 | SH | | DEFINED | 1 |
| | | | 3 | 400 | SH | | DEFINED | 15 |
| | | | 82 | 12550 | | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ARTHROCARE CORP | COM | 043136100 | 643 | 50000 | SH | | DEFINED | 85 |
| | | | 643 | 50000 | | | | |
| ASHLAND INC | COM | 044204105 | 823 | 20313 | SH | | DEFINED | 1 |
| | | | 49 | 1198 | SH | | DEFINED | 15 |
| | | | 38 | 932 | SH | | DEFINED | 2 |
| | | | 30 | 738 | SH | | DEFINED | 5 |
| | | | 50 | 1229 | SH | | DEFINED | 19 |
| | | | 223 | 5500 | SH | | DEFINED | 85 |
| | | | 1211 | 29910 | | | | |
| ASSOCIATED ESTATES RLTY CORP | COM | 045604105 | 27 | 2500 | SH | | DEFINED | 1 |
| | | | 828 | 78100 | SH | | DEFINED | 85 |
| | | | 854 | 80600 | | | | |
| ASTROPOWER INC | COM | 04644A101 | 2455 | 125000 | SH | | DEFINED | 85 |
| | | | 2455 | 125000 | | | | |
| ASYST TECHNOLOGY CORP | COM | 04648X107 | 2035 | 100000 | SH | | DEFINED | 85 |
| | | | 2035 | 100000 | | | | |
| ATALANTA SOSNOFF CAP CORP | COM | 046499109 | 269 | 25000 | SH | | DEFINED | 85 |
| | | | 269 | 25000 | | | | |
| ATLAS AIR WORLDWIDE HLDGS IN | COM | 049164106 | 214 | 57900 | SH | | DEFINED | 1 |
| | | | 4 | 975 | SH | | DEFINED | 2 |
| | | | 218 | 58875 | | | | |
| ATMEL CORP | COM | 049513104 | 11 | 1800 | SH | | DEFINED | 1 |
| | | | 28 | 4400 | SH | | DEFINED | 15 |
| | | | 2 | 300 | SH | | DEFINED | 2 |
| | | | 2 | 300 | SH | | DEFINED | 5 |
| | | | 6 | 1000 | SH | | DEFINED | 10 |
| | | | 17 | 2748 | SH | | DEFINED | 19 |
| | | | 66 | 10548 | | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| ATMOS ENERGY CORP | COM | 049560105 | 4 | 173 | SH | | DEFINED | 5 |
| | | | 11 | 454 | SH | | DEFINED | 19 |
| | | | 3516 | 150000 | SH | | DEFINED | 85 |
| | | | ----- | | 3531 | 150627 | | |
| ATWOOD OCEANICS INC | COM | 050095108 | 1875 | 50000 | SH | | DEFINED | 85 |
| | | | ----- | | 1875 | 50000 | | |
| AULT INC | COM | 051503100 | 1015 | 227600 | SH | | DEFINED | 85 |
| | | | ----- | | 1015 | 227600 | | |
| AUTODESK INC | COM | 052769106 | 16 | 1200 | SH | | DEFINED | 1 |
| | | | 187 | 14100 | SH | | DEFINED | 19 |
| | | | 382 | 28800 | SH | | DEFINED | 85 |
| | | | ----- | | 584 | 44100 | | |
| AUTOMATIC DATA PROCESSING IN | COM | 053015103 | 40269 | 924653 | SH | | DEFINED | 1 |
| | | | 467 | 10727 | SH | | DEFINED | 15 |
| | | | 677 | 15547 | SH | | DEFINED | 2 |
| | | | 237 | 5432 | SH | | DEFINED | 5 |
| | | | 140 | 3210 | SH | | DEFINED | 10 |
| | | | 7433 | 170668 | SH | | DEFINED | 19 |
| | | | 5620 | 129050 | SH | | DEFINED | 85 |
| | | | ----- | | 54842 | 1259287 | | |
| AUTOZONE INC | COM | 053332102 | 29 | 375 | SH | | DEFINED | 1 |
| | | | 263 | 3399 | SH | | DEFINED | 19 |
| | | | 1685 | 21800 | SH | | DEFINED | 85 |
| | | | ----- | | 1977 | 25574 | | |
| AVAYA INC | COM | 053499109 | 18 | 3651 | SH | | DEFINED | 1 |
| | | | 0 | 71 | SH | | DEFINED | 15 |
| | | | 1 | 122 | SH | | DEFINED | 2 |
| | | | 0 | 57 | SH | | DEFINED | 5 |
| | | | 1 | 104 | SH | | DEFINED | 10 |
| | | | 35 | 6968 | SH | | DEFINED | 19 |
| | | | 143 | 28794 | SH | | DEFINED | 85 |
| | | | ----- | | 197 | 39767 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|---------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| AVERY DENNISON CORP | COM | 053611109 | 49805 | 793703 | SH | | DEFINED | 1 |
| | | | 213 | 3400 | SH | | DEFINED | 15 |
| | | | 16 | 250 | SH | | DEFINED | 2 |
| | | | 45 | 715 | SH | | DEFINED | 5 |
| | | | 50 | 800 | SH | | DEFINED | 10 |
| | | | 1877 | 29915 | SH | | DEFINED | 19 |
| | | | 4931 | 78575 | SH | | DEFINED | 85 |
| | | | 56937 | 907358 | | | | |
| AVIALL INC NEW | COM | 05366B102 | 1595 | 113900 | SH | | DEFINED | 85 |
| | | | | | | | | |
| | | | 1595 | 113900 | | | | |
| AVOCENT CORP | COM | 053893103 | 2786 | 175000 | SH | | DEFINED | 85 |
| | | | | | | | | |
| | | | 2786 | 175000 | | | | |
| AVON PRODS INC | COM | 054303102 | 51 | 970 | SH | | DEFINED | 1 |
| | | | 211 | 4035 | SH | | DEFINED | 19 |
| | | | 1363 | 26100 | SH | | DEFINED | 85 |
| | | | 1625 | 31105 | | | | |
| AZTAR CORP | COM | 054802103 | 3 | 124 | SH | | DEFINED | 5 |
| | | | 2080 | 100000 | SH | | DEFINED | 85 |
| | | | | | | | | |
| | | | 2083 | 100124 | | | | |
| BB&T CORP | COM | 054937107 | 44399 | 1150223 | SH | | DEFINED | 1 |
| | | | 8022 | 207820 | SH | | DEFINED | 2 |
| | | | 210 | 5445 | SH | | DEFINED | 19 |
| | | | 2343 | 60700 | SH | | DEFINED | 85 |
| | | | | | | 54974 | 1424188 | |
| BKF CAP GROUP INC | COM | 05548G102 | 1995 | 70000 | SH | | DEFINED | 85 |
| | | | | | | | | |
| | | | 1995 | 70000 | | | | |
| BJ SVCS CO | COM | 055482103 | 14 | 410 | SH | | DEFINED | 10 |
| | | | 424 | 12500 | SH | | DEFINED | 85 |
| | | | | | | 437 | 12910 | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | (X\$1000) | PRN | AMT | SH | PUT/ | INVSTMT | DSCRETN | MA |
|-----------------------------|----------------|-----------|-----------|---------|-----|-------|--------|---------|---------|----|
| BP PLC | SPONSORED ADR | 055622104 | 42374 | 839262 | SH | | | | DEFINED | 1 |
| | | | 10193 | 201873 | SH | | | | DEFINED | 15 |
| | | | 1174 | 23243 | SH | | | | DEFINED | 2 |
| | | | 247 | 4892 | SH | | | | DEFINED | 5 |
| | | | 341 | 6758 | SH | | | | DEFINED | 10 |
| | | | 13117 | 259795 | SH | | | | DEFINED | 19 |
| | | | 67446 | 1335823 | | | | | | |
| BMC SOFTWARE INC | COM | 055921100 | 4139 | 249313 | SH | | | | DEFINED | 1 |
| | | | 573 | 34542 | SH | | | | DEFINED | 15 |
| | | | 484 | 29150 | SH | | | | DEFINED | 2 |
| | | | 125 | 7520 | SH | | | | DEFINED | 10 |
| | | | 680 | 40980 | SH | | | | DEFINED | 19 |
| | | | 4015 | 241850 | SH | | | | DEFINED | 85 |
| | | | 10016 | 603355 | | | | | | |
| BAKER HUGHES INC | COM | 057224107 | 36 | 1091 | SH | | | | DEFINED | 1 |
| | | | 356 | 10688 | SH | | | | DEFINED | 19 |
| | | | 1494 | 44880 | SH | | | | DEFINED | 85 |
| | | | | | | 1886 | 56659 | | | |
| BALL CORP | COM | 058498106 | 100 | 2400 | SH | | | | DEFINED | 1 |
| | | | 36 | 869 | SH | | | | DEFINED | 19 |
| | | | 183 | 4400 | SH | | | | DEFINED | 85 |
| | | | | | | 318 | 7669 | | | |
| BANCINSURANCE CORP | COM | 05945K102 | 79 | 15750 | SH | | | | DEFINED | 1 |
| | | | | | | 79 | 15750 | | | |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 3047 | 43306 | SH | | | | DEFINED | 1 |
| | | | 182 | 2591 | SH | | | | DEFINED | 15 |
| | | | 598 | 8498 | SH | | | | DEFINED | 2 |
| | | | 93 | 1323 | SH | | | | DEFINED | 5 |
| | | | 190 | 2700 | SH | | | | DEFINED | 10 |
| | | | 3074 | 43685 | SH | | | | DEFINED | 19 |
| | | | 17378 | 246992 | SH | | | | DEFINED | 85 |
| | | | | | | 24562 | 349095 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN | AMT | SH/ PUT/ INVSTMT | DSCRETN | MA |
|-------------------|----------------|-----------|-----------------|-------------|-----|------------------|---------|----|
| BANK NEW YORK INC | COM | 064057102 | 87575 | 2594821 | SH | | DEFINED | 1 |

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| | | | | | | | |
|---------------------|-----|-----------|--------|---------|----|---------|----|
| | | | 2256 | 66854 | SH | DEFINED | 15 |
| | | | 6192 | 183455 | SH | DEFINED | 2 |
| | | | 2292 | 67900 | SH | DEFINED | 5 |
| | | | 1576 | 46710 | SH | DEFINED | 10 |
| | | | 3162 | 93686 | SH | DEFINED | 19 |
| | | | 49235 | 1458800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 152288 | 4512226 | | | |
| BANK ONE CORP | COM | 06423A103 | 7700 | 200114 | SH | DEFINED | 1 |
| | | | 887 | 23060 | SH | DEFINED | 15 |
| | | | 27 | 712 | SH | DEFINED | 2 |
| | | | 35 | 897 | SH | DEFINED | 5 |
| | | | 20 | 522 | SH | DEFINED | 10 |
| | | | 7257 | 188598 | SH | DEFINED | 19 |
| | | | 7500 | 194911 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 23427 | 608814 | | | |
| BARD C R INC | COM | 067383109 | 33 | 580 | SH | DEFINED | 19 |
| | | | 232 | 4100 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 265 | 4680 | | | |
| BARRICK GOLD CORP | COM | 067901108 | 67 | 3530 | SH | DEFINED | 1 |
| | | | 172 | 9031 | SH | DEFINED | 19 |
| | | | 1421 | 74806 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1659 | 87367 | | | |
| BARRY R G CORP OHIO | COM | 068798107 | 990 | 187500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 990 | 187500 | | | |
| BAXTER INTL INC | COM | 071813109 | 21547 | 484738 | SH | DEFINED | 1 |
| | | | 253 | 5686 | SH | DEFINED | 15 |
| | | | 2294 | 51605 | SH | DEFINED | 2 |
| | | | 2157 | 48522 | SH | DEFINED | 5 |
| | | | 209 | 4700 | SH | DEFINED | 10 |
| | | | 2127 | 47841 | SH | DEFINED | 19 |
| | | | 19714 | 443500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 48299 | 1086592 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| BE AEROSPACE INC | COM | 073302101 | 659 | 50000 | SH | | DEFINED | 1 |
| | | | ----- | ----- | | | | |
| | | | 659 | 50000 | | | | |

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| | | | | | | | |
|------------------------|-----|-----------|-------|--------|----|---------|---------|
| BEA SYS INC | COM | 073325102 | 2184 | 229702 | SH | DEFINED | 1 |
| | | | 136 | 14300 | SH | DEFINED | 15 |
| | | | 72 | 7550 | SH | DEFINED | 2 |
| | | | 10 | 1000 | SH | DEFINED | 10 |
| | | | 1514 | 159225 | SH | DEFINED | 19 |
| | | | 4912 | 516500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 8828 | 928277 | | | |
| BEAR STEARNS COS INC | COM | 073902108 | 489 | 7987 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 489 | 7987 | | | |
| BECTON DICKINSON & CO | COM | 075887109 | 500 | 14520 | SH | DEFINED | 1 |
| | | | 22 | 649 | SH | DEFINED | 19 |
| | | | 2436 | 70700 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2958 | 85869 | | | |
| BED BATH & BEYOND INC | COM | 075896100 | 2823 | 74814 | SH | DEFINED | 1 |
| | | | 42 | 1100 | SH | DEFINED | 15 |
| | | | 56 | 1489 | SH | DEFINED | 10 |
| | | | 2387 | 63243 | SH | DEFINED | 19 |
| | | | 5812 | 154000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 11120 | 294646 | | | |
| BELL MICROPRODUCTS INC | COM | 078137106 | 1208 | 150000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1208 | 150000 | | | |
| BELLSOUTH CORP | COM | 079860102 | 15410 | 489198 | SH | DEFINED | 1 |
| | | | 4240 | 134596 | SH | DEFINED | 15 |
| | | | 450 | 14274 | SH | DEFINED | 2 |
| | | | 46 | 1471 | SH | DEFINED | 5 |
| | | | 215 | 6824 | SH | DEFINED | 10 |
| | | | 7175 | 227783 | SH | DEFINED | 19 |
| | | | 9330 | 296200 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | | | | 36866 | 1170346 |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| BERKSHIRE HATHAWAY INC DEL | CL B | 084670207 | 1046 | 468 | SH | | DEFINED | 1 |
| | | | 7 | 3 | SH | | DEFINED | 15 |
| | | | 277 | 124 | SH | | DEFINED | 2 |
| | | | 9 | 4 | SH | | DEFINED | 5 |
| | | | 230 | 103 | SH | | DEFINED | 19 |
| | | | 2234 | 1000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |

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| | | | | | | |
|--------------|-----|-----------|-------|-----------|---------|----|
| | | | 3802 | 1702 | | |
| BEST BUY INC | COM | 086516101 | 114 | 3137 SH | DEFINED | 1 |
| | | | 73 | 1998 SH | DEFINED | 15 |
| | | | 44 | 1200 SH | DEFINED | 2 |
| | | | 816 | 22474 SH | DEFINED | 19 |
| | | | 1917 | 52800 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 2962 | 81609 | | |
| BIG LOTS INC | COM | 089302103 | 14 | 700 SH | DEFINED | 1 |
| | | | 5 | 242 SH | DEFINED | 19 |
| | | | 2147 | 109100 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 2166 | 110042 | | |
| BIOGEN INC | COM | 090597105 | 118 | 2850 SH | DEFINED | 1 |
| | | | 105 | 2525 SH | DEFINED | 19 |
| | | | 489 | 11800 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 712 | 17175 | | |
| BIOMET INC | COM | 090613100 | 25791 | 950980 SH | DEFINED | 1 |
| | | | 3013 | 111097 SH | DEFINED | 15 |
| | | | 2676 | 98666 SH | DEFINED | 2 |
| | | | 933 | 34410 SH | DEFINED | 5 |
| | | | 869 | 32049 SH | DEFINED | 10 |
| | | | 1371 | 50556 SH | DEFINED | 19 |
| | | | 9207 | 339475 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 43859 | 1617233 | | |
| BIOVAIL CORP | COM | 09067J109 | 1235 | 42630 SH | DEFINED | 1 |
| | | | 20 | 700 SH | DEFINED | 10 |
| | | | 438 | 15110 SH | DEFINED | 19 |
| | | | 3070 | 106000 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 4762 | 164440 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|---------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| BLACK & DECKER CORP | COM | 091797100 | 40 | 825 SH | DEFINED | 1 | |
| | | | 217 | 4500 SH | DEFINED | 19 | |
| | | | 308 | 6400 SH | DEFINED | 85 | |
| | | | ----- | ----- | | | |
| | | | 565 | 11725 | | | |
| BLACK BOX CORP DEL | COM | 091826107 | 43 | 1050 SH | DEFINED | 2 | |
| | | | 4073 | 100000 SH | DEFINED | 85 | |
| | | | ----- | ----- | | | |

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| | | | | | | |
|------------------------------|-----|-----------|-------|-----------|---------|----|
| | | | 4116 | 101050 | | |
| BLACKROCK INCOME TR INC | COM | 09247F100 | 12 | 1482 SH | DEFINED | 1 |
| | | | 1379 | 176100 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 1390 | 177582 | | |
| BLACKROCK NORTH AMERN GV INC | COM | 092475102 | 1728 | 159600 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 1728 | 159600 | | |
| BLOCK H & R INC | COM | 093671105 | 4380 | 94905 SH | DEFINED | 1 |
| | | | 51 | 1100 SH | DEFINED | 15 |
| | | | 378 | 8193 SH | DEFINED | 19 |
| | | | 1597 | 34600 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 6406 | 138798 | | |
| BOB EVANS FARMS INC | COM | 096761101 | 1677 | 53276 SH | DEFINED | 1 |
| | | | 144 | 4589 SH | DEFINED | 15 |
| | | | 326 | 10345 SH | DEFINED | 2 |
| | | | 46 | 1455 SH | DEFINED | 5 |
| | | | 40 | 1285 SH | DEFINED | 10 |
| | | | 36 | 1130 SH | DEFINED | 19 |
| | | | 1835 | 58300 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 4104 | 130380 | | |
| BOEING CO | COM | 097023105 | 4426 | 98358 SH | DEFINED | 1 |
| | | | 160 | 3546 SH | DEFINED | 15 |
| | | | 18 | 400 SH | DEFINED | 2 |
| | | | 10 | 220 SH | DEFINED | 5 |
| | | | 46 | 1021 SH | DEFINED | 10 |
| | | | 1722 | 38265 SH | DEFINED | 19 |
| | | | 5539 | 123092 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 11921 | 264902 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| BOMBAY CO INC | COM | 097924104 | 730 | 162500 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 730 | 162500 | | | | |
| BORG WARNER INC | COM | 099724106 | 2 | 37 | SH | | DEFINED | 19 |
| | | | 2022 | 35000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2024 | 35037 | | | | |
| BOSTON SCIENTIFIC CORP | COM | 101137107 | 758 | 25844 | SH | | DEFINED | 1 |

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| | | | | | | | |
|-------------------------|------|-----------|-------|---------|----|---------|----|
| | | | 29 | 1000 | SH | DEFINED | 15 |
| | | | 355 | 12110 | SH | DEFINED | 2 |
| | | | 21 | 700 | SH | DEFINED | 5 |
| | | | 10 | 350 | SH | DEFINED | 10 |
| | | | 431 | 14685 | SH | DEFINED | 19 |
| | | | 944 | 32200 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2548 | 86889 | | | |
| BRANTLEY CAP CORP | COM | 105494108 | 95 | 10000 | SH | DEFINED | 19 |
| | | | 349 | 36700 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 444 | 46700 | | | |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 53541 | 2083304 | SH | DEFINED | 1 |
| | | | 7065 | 274905 | SH | DEFINED | 15 |
| | | | 559 | 21758 | SH | DEFINED | 2 |
| | | | 248 | 9666 | SH | DEFINED | 5 |
| | | | 455 | 17700 | SH | DEFINED | 10 |
| | | | 5009 | 194907 | SH | DEFINED | 19 |
| | | | 9183 | 357300 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 76060 | 2959540 | | | |
| BROADCOM CORP | CL A | 111320107 | 43 | 2465 | SH | DEFINED | 1 |
| | | | 3 | 178 | SH | DEFINED | 2 |
| | | | 19 | 1080 | SH | DEFINED | 19 |
| | | | 368 | 21000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 434 | 24723 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| BROADWING INC | COM | 111620100 | 3139 | 1207423 | SH | | DEFINED | 1 |
| | | | 15 | 5699 | SH | | DEFINED | 15 |
| | | | 27 | 10300 | SH | | DEFINED | 2 |
| | | | 224 | 86297 | SH | | DEFINED | 5 |
| | | | 20 | 7600 | SH | | DEFINED | 10 |
| | | | 36 | 13696 | SH | | DEFINED | 19 |
| | | | 927 | 356400 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 4387 | 1687415 | | | | |
| BROWN FORMAN CORP | CL B | 115637209 | 353 | 5118 | SH | | DEFINED | 1 |
| | | | 7 | 100 | SH | | DEFINED | 2 |
| | | | 414 | 6000 | SH | | DEFINED | 19 |
| | | | 380 | 5500 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1154 | 16718 | | | | |

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| | | | | | | |
|------------------------------|-----|-----------|-------|--------|----|------------|
| BRUKER DALTONICS INC | COM | 116795105 | 11 | 2900 | SH | DEFINED 2 |
| | | | 494 | 125000 | SH | DEFINED 85 |
| | | | ----- | | | |
| | | | 505 | 127900 | | |
| BRUNSWICK CORP | COM | 117043109 | 1661 | 59323 | SH | DEFINED 1 |
| | | | 124 | 4420 | SH | DEFINED 19 |
| | | | 193 | 6900 | SH | DEFINED 85 |
| | | | ----- | | | |
| | | | 1978 | 70643 | | |
| BRUSH ENGINEERED MATLS INC | COM | 117421107 | 31 | 2500 | SH | DEFINED 1 |
| | | | 6 | 500 | SH | DEFINED 19 |
| | | | 1153 | 93000 | SH | DEFINED 85 |
| | | | ----- | | | |
| | | | 1190 | 96000 | | |
| BURLINGTON NORTHN SANTA FE C | COM | 12189T104 | 226 | 7536 | SH | DEFINED 1 |
| | | | 45 | 1500 | SH | DEFINED 15 |
| | | | 284 | 9462 | SH | DEFINED 19 |
| | | | 1491 | 49700 | SH | DEFINED 85 |
| | | | ----- | | | |
| | | | 2046 | 68198 | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT DSCRETN | O MA |
|----------------------|----------------|-----------|--------------------|--------------------|-------------------------|--------------------|---------|
| BURLINGTON RES INC | COM | 122014103 | 1730 | 45533 | SH | DEFINED 1 | |
| | | | 1377 | 36244 | SH | DEFINED 15 | |
| | | | 958 | 25220 | SH | DEFINED 2 | |
| | | | 87 | 2288 | SH | DEFINED 19 | |
| | | | 610 | 16065 | SH | DEFINED 85 | |
| ----- | | | 4763 | 125350 | | | |
| C&D TECHNOLOGIES INC | COM | 124661109 | 44 | 2450 | SH | DEFINED 2 | |
| | | | 2253 | 125000 | SH | DEFINED 85 | |
| | | | ----- | | | 2297 | 127450 |
| CEC ENTMT INC | COM | 125137109 | 4130 | 100000 | SH | DEFINED 85 | |
| | | | ----- | | | 4130 | 100000 |
| CIGNA CORP | COM | 125509109 | 2638 | 27080 | SH | DEFINED 1 | |
| | | | 117 | 1200 | SH | DEFINED 15 | |
| | | | 379 | 3891 | SH | DEFINED 19 | |
| | | | 2129 | 21850 | SH | DEFINED 85 | |
| | | | ----- | | | 5263 | 54021 |

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| | | | | | | | |
|-----------------|-----|-----------|-------|--------|----|---------|----|
| CLECO CORP NEW | COM | 12561W105 | 2190 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2190 | 100000 | | | |
| CMS ENERGY CORP | COM | 125896100 | 5 | 474 | SH | DEFINED | 1 |
| | | | 1 | 121 | SH | DEFINED | 15 |
| | | | 8 | 704 | SH | DEFINED | 5 |
| | | | 472 | 43019 | SH | DEFINED | 19 |
| | | | 116 | 10600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 603 | 54918 | | | |
| CSX CORP | COM | 126408103 | 795 | 22695 | SH | DEFINED | 1 |
| | | | 131 | 3742 | SH | DEFINED | 15 |
| | | | 212 | 6045 | SH | DEFINED | 5 |
| | | | 8 | 221 | SH | DEFINED | 10 |
| | | | 133 | 3808 | SH | DEFINED | 19 |
| | | | 600 | 17108 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1879 | 53619 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| CTS CORP | COM | 126501105 | 1204 | 100000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1204 | 100000 | | | | |
| CVB FINL CORP | COM | 126600105 | 2129 | 93750 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2129 | 93750 | | | | |
| CVS CORP | COM | 126650100 | 90 | 2935 | SH | | DEFINED | 1 |
| | | | 9 | 300 | SH | | DEFINED | 2 |
| | | | 11 | 371 | SH | | DEFINED | 5 |
| | | | 885 | 28912 | SH | | DEFINED | 19 |
| | | | 1535 | 50150 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2530 | 82668 | | | | |
| CADBURY SCHWEPPES PLC | ADR | 127209302 | 889 | 29460 | SH | | DEFINED | 1 |
| | | | 58 | 1930 | SH | | DEFINED | 15 |
| | | | 313 | 10370 | SH | | DEFINED | 2 |
| | | | 29 | 975 | SH | | DEFINED | 5 |
| | | | 35 | 1155 | SH | | DEFINED | 10 |
| | | | 293 | 9700 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 1617 | 53590 | | | | |
| CALPINE CORP | COM | 131347106 | 4 | 500 | SH | | DEFINED | 1 |
| | | | 11 | 1500 | SH | | DEFINED | 15 |

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13 1824 SH DEFINED 19
 209 29700 SH DEFINED 85

 236 33524

| | | | | | | | |
|------------------|-----|-----------|-------|-------|----|---------|----|
| CAMPBELL SOUP CO | COM | 134429109 | 1016 | 36735 | SH | DEFINED | 1 |
| | | | 15 | 560 | SH | DEFINED | 15 |
| | | | 17 | 600 | SH | DEFINED | 10 |
| | | | 108 | 3900 | SH | DEFINED | 19 |
| | | | 904 | 32700 | SH | DEFINED | 85 |
| | | | ----- | | | | |
| | | | 2061 | 74495 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ----- | | | | | | | | |
| CAPITAL ONE FINL CORP | COM | 14040H105 | 20196 | 330815 | SH | | DEFINED | 1 |
| | | | 195 | 3200 | SH | | DEFINED | 2 |
| | | | 220 | 3610 | SH | | DEFINED | 5 |
| | | | 81 | 1330 | SH | | DEFINED | 10 |
| | | | 340 | 5566 | SH | | DEFINED | 19 |
| | | | 17972 | 294386 | SH | | DEFINED | 85 |
| | | | ----- | | | | | |
| | | | 39005 | 638907 | | | | |
| CAPITOL BANCORP LTD | COM | 14056D105 | 211 | 8848 | SH | | DEFINED | 19 |
| | | | ----- | | | | | |
| | | | 211 | 8848 | | | | |
| CAPSTONE TURBINE CORP | COM | 14067D102 | 10 | 6000 | SH | | DEFINED | 1 |
| | | | 481 | 290000 | SH | | DEFINED | 85 |
| | | | ----- | | | | | |
| | | | 491 | 296000 | | | | |
| CARDINAL HEALTH INC | COM | 14149Y108 | 31465 | 512368 | SH | | DEFINED | 1 |
| | | | 41 | 673 | SH | | DEFINED | 15 |
| | | | 846 | 13775 | SH | | DEFINED | 2 |
| | | | 168 | 2736 | SH | | DEFINED | 5 |
| | | | 195 | 3181 | SH | | DEFINED | 10 |
| | | | 1406 | 22898 | SH | | DEFINED | 19 |
| | | | 18546 | 302000 | SH | | DEFINED | 85 |
| | | | ----- | | | | | |
| | | | 52667 | 857631 | | | | |
| CARNIVAL CORP | COM | 143658102 | 275 | 9924 | SH | | DEFINED | 1 |
| | | | 11 | 400 | SH | | DEFINED | 15 |
| | | | 55 | 2000 | SH | | DEFINED | 10 |
| | | | 547 | 19745 | SH | | DEFINED | 19 |
| | | | 2224 | 80300 | SH | | DEFINED | 85 |
| | | | ----- | | | | | |
| | | | 3112 | 112369 | | | | |

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| | | | | | | | |
|-------------------------|-----|-----------|-------|--------|----|---------|----|
| CARRINGTON LABS INC | COM | 144525102 | 162 | 135220 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 162 | 135220 | | | |
| CATALINA MARKETING CORP | COM | 148867104 | 2822 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2822 | 100000 | | | |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVTMT DSCRETN | O MA |
|---------------------------|----------------|-----------|--------------------|--------------------|---------------------|-------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| CATERPILLAR INC DEL | COM | 149123101 | 567 | 11583 | SH | DEFINED | 1 |
| | | | 44 | 900 | SH | DEFINED | 15 |
| | | | 213 | 4342 | SH | DEFINED | 19 |
| | | | 1341 | 27400 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2165 | 44225 | | | |
| CEDAR FAIR L P | DEPOSITRY UNIT | 150185106 | 507 | 21320 | SH | DEFINED | 1 |
| | | | 74 | 3100 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 580 | 24420 | | | |
| CELL GENESYS INC | COM | 150921104 | 1349 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1349 | 100000 | | | |
| CELGENE CORP | COM | 151020104 | 1530 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1530 | 100000 | | | |
| CENDANT CORP | COM | 151313103 | 38 | 2400 | SH | DEFINED | 1 |
| | | | 143 | 9000 | SH | DEFINED | 15 |
| | | | 15 | 950 | SH | DEFINED | 10 |
| | | | 753 | 47442 | SH | DEFINED | 19 |
| | | | 2915 | 183544 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3864 | 243336 | | | |
| CENTEX CORP | COM | 152312104 | 14 | 250 | SH | DEFINED | 15 |
| | | | 7 | 125 | SH | DEFINED | 19 |
| | | | 283 | 4900 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 305 | 5275 | | | |
| CENTURY BUSINESS SVCS INC | COM | 156490104 | 1158 | 355400 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1158 | 355400 | | | |
| CEPHEID | COM | 15670R107 | 669 | 120000 | SH | DEFINED | 85 |

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669 120000

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| CENTURYTEL INC | COM | 156700106 | 1224 | 41503 | SH | | DEFINED | 1 |
| | | | 8 | 270 | SH | | DEFINED | 15 |
| | | | 94 | 3200 | SH | | DEFINED | 2 |
| | | | 113 | 3825 | SH | | DEFINED | 5 |
| | | | 15 | 500 | SH | | DEFINED | 10 |
| | | | 122 | 4129 | SH | | DEFINED | 19 |
| | | | 333 | 11300 | SH | | DEFINED | 85 |
| | | | 1909 | 64727 | | | | |
| CERNER CORP | COM | 156782104 | 4783 | 100000 | SH | | DEFINED | 85 |
| | | | 4783 | 100000 | | | | |
| CERTEGY INC | COM | 156880106 | 308 | 8300 | SH | | DEFINED | 1 |
| | | | 67 | 1800 | SH | | DEFINED | 15 |
| | | | 130 | 3500 | SH | | DEFINED | 2 |
| | | | 593 | 15977 | SH | | DEFINED | 19 |
| | | | | | | 1098 | 29577 | |
| CHARLES & COLVARD LTD | COM | 159765106 | 1090 | 229520 | SH | | DEFINED | 1 |
| | | | 1090 | 229520 | | | | |
| CHARTER ONE FINL INC | COM | 160903100 | 9198 | 267530 | SH | | DEFINED | 1 |
| | | | 1468 | 42708 | SH | | DEFINED | 19 |
| | | | 618 | 17984 | SH | | DEFINED | 85 |
| | | | | | | 11284 | 328222 | |
| CHECKFREE CORP NEW | COM | 162813109 | 1 | 39 | SH | | DEFINED | 1 |
| | | | 782 | 50000 | SH | | DEFINED | 85 |
| | | | 783 | 50039 | | | | |
| CHEMICAL FINL CORP | COM | 163731102 | 2416 | 64416 | SH | | DEFINED | 19 |
| | | | 2416 | 64416 | | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| CHEVRONTEXACO CORP | COM | 166764100 | 60767 | 686630 | SH | | DEFINED | 1 |
| | | | 6946 | 78486 | SH | | DEFINED | 15 |
| | | | 4575 | 51693 | SH | | DEFINED | 2 |
| | | | 477 | 5385 | SH | | DEFINED | 5 |
| | | | 596 | 6730 | SH | | DEFINED | 10 |
| | | | 9086 | 102662 | SH | | DEFINED | 19 |
| | | | 20900 | 236156 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 103345 | 1167742 | | | | |
| CHICOS FAS INC | COM | 168615102 | 1780 | 49020 | SH | | DEFINED | 1 |
| | | | 51 | 1400 | SH | | DEFINED | 2 |
| | | | 65 | 1800 | SH | | DEFINED | 10 |
| | | | 224 | 6165 | SH | | DEFINED | 19 |
| | | | 7446 | 205000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 9566 | 263385 | | | | |
| CHIRON CORP | COM | 170040109 | 30 | 849 | SH | | DEFINED | 1 |
| | | | 25 | 700 | SH | | DEFINED | 15 |
| | | | 2 | 50 | SH | | DEFINED | 19 |
| | | | 534 | 15100 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 590 | 16699 | | | | |
| CHOICEPOINT INC | COM | 170388102 | 320 | 7040 | SH | | DEFINED | 1 |
| | | | 65 | 1440 | SH | | DEFINED | 15 |
| | | | 91 | 2000 | SH | | DEFINED | 2 |
| | | | 573 | 12600 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 1049 | 23080 | | | | |
| CHRISTOPHER & BANKS CORP | COM | 171046105 | 2259 | 53410 | SH | | DEFINED | 1 |
| | | | 172 | 4070 | SH | | DEFINED | 19 |
| | | | 6091 | 144000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 8523 | 201480 | | | | |
| CHRONIMED INC | COM | 171164106 | 5 | 1000 | SH | | DEFINED | 19 |
| | | | 292 | 57380 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 297 | 58380 | | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| CHUBB CORP | COM | 171232101 | 1200 | 16955 | SH | | DEFINED | 1 |
| | | | 415 | 5860 | SH | | DEFINED | 19 |
| | | | 4163 | 58800 | SH | | DEFINED | 85 |
| | | | ----- | | 5778 | 81615 | | |
| CHURCH & DWIGHT INC | COM | 171340102 | 1 | 46 | SH | | DEFINED | 1 |
| | | | 5 | 150 | SH | | DEFINED | 15 |
| | | | 3133 | 100000 | SH | | DEFINED | 85 |
| | | | ----- | | 3139 | 100196 | | |
| CIENA CORP | COM | 171779101 | 27 | 6331 | SH | | DEFINED | 1 |
| | | | 37 | 8900 | SH | | DEFINED | 15 |
| | | | 144 | 34300 | SH | | DEFINED | 85 |
| | | | ----- | | 208 | 49531 | | |
| CINCINNATI FINL CORP | COM | 172062101 | 168448 | 3620201 | SH | | DEFINED | 1 |
| | | | 26 | 550 | SH | | DEFINED | 15 |
| | | | 970 | 20841 | SH | | DEFINED | 2 |
| | | | 290 | 6237 | SH | | DEFINED | 5 |
| | | | 1922 | 41298 | SH | | DEFINED | 10 |
| | | | 130 | 2789 | SH | | DEFINED | 19 |
| | | | 2624 | 56400 | SH | | DEFINED | 85 |
| ----- | | 174409 | 3748316 | | | | | |
| CINERGY CORP | COM | 172474108 | 4021 | 111728 | SH | | DEFINED | 1 |
| | | | 109 | 3038 | SH | | DEFINED | 15 |
| | | | 225 | 6244 | SH | | DEFINED | 2 |
| | | | 173 | 4809 | SH | | DEFINED | 5 |
| | | | 25 | 700 | SH | | DEFINED | 10 |
| | | | 139 | 3853 | SH | | DEFINED | 19 |
| | | | 3086 | 85735 | SH | | DEFINED | 85 |
| ----- | | 7778 | 216107 | | | | | |
| CIRCUIT CITY STORE INC | CIRCT CITY GRP | 172737108 | 15 | 800 | SH | | DEFINED | 15 |
| | | | 8 | 450 | SH | | DEFINED | 10 |
| | | | 54 | 2859 | SH | | DEFINED | 19 |
| | | | 313 | 16700 | SH | | DEFINED | 85 |
| | | | ----- | | 390 | 20809 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|

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| | | | | | | | |
|----------------------------|-----|-----------|--------|---------|-------|---------|----|
| CISCO SYS INC | COM | 17275R102 | 62813 | 4502680 | SH | DEFINED | 1 |
| | | | 1823 | 130715 | SH | DEFINED | 15 |
| | | | 3892 | 278960 | SH | DEFINED | 2 |
| | | | 1623 | 116376 | SH | DEFINED | 5 |
| | | | 1234 | 88426 | SH | DEFINED | 10 |
| | | | 9896 | 709375 | SH | DEFINED | 19 |
| | | | 40329 | 2890950 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 121609 | 8717482 | | | |
| CINTAS CORP | COM | 172908105 | 178143 | 3603944 | SH | DEFINED | 1 |
| | | | 839 | 16975 | SH | DEFINED | 15 |
| | | | 3169 | 64105 | SH | DEFINED | 2 |
| | | | 203 | 4105 | SH | DEFINED | 5 |
| | | | 538 | 10886 | SH | DEFINED | 10 |
| | | | 216 | 4370 | SH | DEFINED | 19 |
| | | | 21146 | 427800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 204254 | 4132185 | | | |
| CITIGROUP INC | COM | 172967101 | 33318 | 859805 | SH | DEFINED | 1 |
| | | | 2094 | 54037 | SH | DEFINED | 15 |
| | | | 2826 | 72916 | SH | DEFINED | 2 |
| | | | 556 | 14356 | SH | DEFINED | 5 |
| | | | 383 | 9883 | SH | DEFINED | 10 |
| | | | 17452 | 450362 | SH | DEFINED | 19 |
| | | | 55958 | 1444070 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 112586 | 2905429 | | | |
| CITIZENS BKG CORP MICH | COM | 174420109 | 291 | 10051 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 291 | 10051 | | | |
| CITIZENS COMMUNICATIONS CO | COM | 17453B101 | 410 | 49023 | SH | DEFINED | 1 |
| | | | 105 | 12610 | SH | DEFINED | 19 |
| | | | 186 | 22200 | SH | DEFINED | 85 |
| | | | | ----- | ----- | | |
| | | | 701 | 83833 | | | |
| CITRIX SYS INC | COM | 177376100 | 6 | 1000 | SH | DEFINED | 1 |
| | | | 3 | 480 | SH | DEFINED | 2 |
| | | | 9 | 1500 | SH | DEFINED | 19 |
| | | | 132 | 21900 | SH | DEFINED | 85 |
| | | | | ----- | ----- | | |
| | | | 150 | 24880 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |

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| | | | | | | | |
|------------------------------|--------|-----------|---------|---------|----|---------|----|
| CLARCOR INC | COM | 179895107 | 2249 | 71066 | SH | DEFINED | 1 |
| | | | 15 | 475 | SH | DEFINED | 19 |
| | | | 1583 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3847 | 121541 | | | |
| CLEAR CHANNEL COMMUNICATIONS | COM | 184502102 | 176 | 5508 | SH | DEFINED | 1 |
| | | | 34 | 1055 | SH | DEFINED | 15 |
| | | | 48 | 1504 | SH | DEFINED | 2 |
| | | | 581 | 18140 | SH | DEFINED | 19 |
| | | | 2962 | 92500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3801 | 118707 | | | |
| CLOROX CO DEL | COM | 189054109 | 834 | 20163 | SH | DEFINED | 1 |
| | | | 423 | 10225 | SH | DEFINED | 15 |
| | | | 220 | 5310 | SH | DEFINED | 2 |
| | | | 143 | 3451 | SH | DEFINED | 19 |
| | | | 769 | 18600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2388 | 57749 | | | |
| COACH INC | COM | 189754104 | 2252 | 41015 | SH | DEFINED | 1 |
| | | | 666 | 12139 | SH | DEFINED | 19 |
| | | | 8235 | 150000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 11153 | 203154 | | | |
| COBRA ELECTRS CORP | COM | 191042100 | 1723 | 208800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1723 | 208800 | | | |
| COCA COLA CO | COM | 191216100 | 52689 | 940873 | SH | DEFINED | 1 |
| | | | 3894 | 69535 | SH | DEFINED | 15 |
| | | | 1042 | 18601 | SH | DEFINED | 2 |
| | | | 210 | 3756 | SH | DEFINED | 5 |
| | | | 353 | 6300 | SH | DEFINED | 10 |
| | | | 8945 | 159736 | SH | DEFINED | 19 |
| 21465 | 383300 | SH | DEFINED | 85 | | | |
| | | | ----- | ----- | | | |
| | | | 88598 | 1582101 | | | |
| COCA COLA ENTERPRISES INC | COM | 191219104 | 1 | 33 | SH | DEFINED | 19 |
| | | | 784 | 35500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 785 | 35533 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DISCRETN | O MA |
|----------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| COHERENT INC | COM | 192479103 | 120 | 4000 | SH | | DEFINED | 15 |

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| | | | | | | | |
|------------------------------|----------|-----------|-------|--------|----|---------|----|
| | | | 51 | 1700 | SH | DEFINED | 2 |
| | | | 2999 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3170 | 105700 | | | |
| COLGATE PALMOLIVE CO | COM | 194162103 | 10669 | 213173 | SH | DEFINED | 1 |
| | | | 1332 | 26607 | SH | DEFINED | 15 |
| | | | 195 | 3889 | SH | DEFINED | 2 |
| | | | 10 | 201 | SH | DEFINED | 5 |
| | | | 25 | 500 | SH | DEFINED | 10 |
| | | | 3644 | 72811 | SH | DEFINED | 19 |
| | | | 4444 | 88800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 20319 | 405981 | | | |
| COMCAST CORP | CL A SPL | 200300200 | 141 | 5916 | SH | DEFINED | 1 |
| | | | 26 | 1100 | SH | DEFINED | 15 |
| | | | 832 | 34915 | SH | DEFINED | 19 |
| | | | 4649 | 195000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 5648 | 236931 | | | |
| COMERICA INC | COM | 200340107 | 74 | 1200 | SH | DEFINED | 1 |
| | | | 1254 | 20425 | SH | DEFINED | 19 |
| | | | 1642 | 26750 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2970 | 48375 | | | |
| COMMERCE BANCORP INC NJ | COM | 200519106 | 21 | 470 | SH | DEFINED | 10 |
| | | | 3315 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3336 | 75470 | | | |
| COMMSCOPE INC | COM | 203372107 | 625 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 625 | 50000 | | | |
| COMMUNITY CENTRAL BANK CORP | COM | 20363J107 | 478 | 55545 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 478 | 55545 | | | |
| COMMUNITY FIRST BANKSHARES I | COM | 203902101 | 4566 | 175000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 4566 | 175000 | | | |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|-------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| COMPUTER ASSOC INTL INC | COM | 204912109 | 31 | 1920 | SH | DEFINED | 1 |
| | | | 7 | 450 | SH | DEFINED | 15 |
| | | | 457 | 28789 | SH | DEFINED | 19 |

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| | | | | | | | |
|-----------------------------|----------------|-----------|-------|--------|----|---------|----|
| | | | 1575 | 99118 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2070 | 130277 | | | |
| COMPUTER NETWORK TECHNOLOGY | COM | 204925101 | 613 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 613 | 100000 | | | |
| COMPUTER SCIENCES CORP | COM | 205363104 | 1103 | 23078 | SH | DEFINED | 1 |
| | | | 112 | 2350 | SH | DEFINED | 15 |
| | | | 29 | 600 | SH | DEFINED | 2 |
| | | | 241 | 5050 | SH | DEFINED | 10 |
| | | | 593 | 12410 | SH | DEFINED | 19 |
| | | | 1240 | 25950 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3319 | 69438 | | | |
| COMPUWARE CORP | COM | 205638109 | 55 | 9100 | SH | DEFINED | 19 |
| | | | 179 | 29500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 234 | 38600 | | | |
| COMSTOCK RES INC | COM NEW | 205768203 | 1079 | 142000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1079 | 142000 | | | |
| COMVERSE TECHNOLOGY INC | COM PAR \$0.10 | 205862402 | 1387 | 149820 | SH | DEFINED | 1 |
| | | | 188 | 20325 | SH | DEFINED | 15 |
| | | | 8 | 850 | SH | DEFINED | 2 |
| | | | 16 | 1700 | SH | DEFINED | 10 |
| | | | 374 | 40405 | SH | DEFINED | 19 |
| | | | 4127 | 445650 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 6100 | 658750 | | | |
| CONAGRA FOODS INC | COM | 205887102 | 803 | 29050 | SH | DEFINED | 1 |
| | | | 17 | 600 | SH | DEFINED | 15 |
| | | | 363 | 13120 | SH | DEFINED | 19 |
| | | | 1188 | 42950 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2370 | 85720 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| CONCORD EFS INC | COM | 206197105 | 3704 | 122893 | SH | | DEFINED | 1 |
| | | | 30 | 1000 | SH | | DEFINED | 10 |
| | | | 70 | 2306 | SH | | DEFINED | 19 |
| | | | 1631 | 54100 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 5434 | 180299 | | | | |

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| | | | | | | | |
|------------------------------|-----|-----------|-------|--------|----|---------|----|
| CONCURRENT COMPUTER CORP NEW | COM | 206710204 | 9 | 2000 | SH | DEFINED | 1 |
| | | | 63 | 13500 | SH | DEFINED | 2 |
| | | | 72 | 15500 | | | |
| CONEXANT SYSTEMS INC | COM | 207142100 | 17 | 10620 | SH | DEFINED | 1 |
| | | | 2 | 1000 | SH | DEFINED | 5 |
| | | | 2 | 1000 | SH | DEFINED | 10 |
| | | | 49 | 30464 | SH | DEFINED | 19 |
| | | | 70 | 43084 | | | |
| CONMED CORP | COM | 207410101 | 1675 | 75000 | SH | DEFINED | 85 |
| | | | 1675 | 75000 | | | |
| CONOCO INC | COM | 208251504 | 15363 | 552624 | SH | DEFINED | 1 |
| | | | 3060 | 110068 | SH | DEFINED | 15 |
| | | | 665 | 23910 | SH | DEFINED | 2 |
| | | | 168 | 6060 | SH | DEFINED | 5 |
| | | | 319 | 11463 | SH | DEFINED | 10 |
| | | | 1907 | 68580 | SH | DEFINED | 19 |
| | | | 2892 | 104011 | SH | DEFINED | 85 |
| | | | 24373 | 876716 | | | |
| CONSECO INC | COM | 208464107 | 26 | 12886 | SH | DEFINED | 1 |
| | | | 0 | 1 | SH | DEFINED | 15 |
| | | | 9 | 4260 | SH | DEFINED | 5 |
| | | | 11 | 5468 | SH | DEFINED | 19 |
| | | | 54 | 26964 | SH | DEFINED | 85 |
| | | | 99 | 49579 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| CONSOLIDATED EDISON INC | COM | 209115104 | 154 | 3694 | SH | DEFINED | 1 | |
| | | | 9 | 210 | SH | DEFINED | 15 | |
| | | | 16 | 376 | SH | DEFINED | 10 | |
| | | | 804 | 19269 | SH | DEFINED | 19 | |
| | | | 1420 | 34000 | SH | DEFINED | 85 | |
| | | | 2403 | 57549 | | | | |
| CONSTELLATION ENERGY GROUP I | COM | 210371100 | 104 | 3550 | SH | DEFINED | 1 | |
| | | | 18 | 600 | SH | DEFINED | 15 | |
| | | | 103 | 3520 | SH | DEFINED | 19 | |
| | | | 384 | 13100 | SH | DEFINED | 85 | |

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| | | | | | | |
|-----------------------|---------|-----------|-------|---------|----|------------|
| | | | 609 | 20770 | | |
| CONVERGYS CORP | COM | 212485106 | 23997 | 1231860 | SH | DEFINED 1 |
| | | | 217 | 11158 | SH | DEFINED 15 |
| | | | 84 | 4295 | SH | DEFINED 2 |
| | | | 780 | 40018 | SH | DEFINED 5 |
| | | | 40 | 2050 | SH | DEFINED 10 |
| | | | 725 | 37201 | SH | DEFINED 19 |
| | | | 6349 | 325900 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 32190 | 1652482 | | |
| COOPER COS INC | COM NEW | 216648402 | 3533 | 75000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 3533 | 75000 | | |
| COOPER TIRE & RUBR CO | COM | 216831107 | 1197 | 58241 | SH | DEFINED 1 |
| | | | 58 | 2800 | SH | DEFINED 19 |
| | | | 117 | 5700 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 1372 | 66741 | | |
| COORS ADOLPH CO | CL B | 217016104 | 69 | 1100 | SH | DEFINED 1 |
| | | | 175 | 2810 | SH | DEFINED 19 |
| | | | 554 | 8900 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 798 | 12810 | | |
| COPART INC | COM | 217204106 | 6 | 390 | SH | DEFINED 1 |
| | | | 48 | 2950 | SH | DEFINED 2 |
| | | | 2029 | 125000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 2083 | 128340 | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O MA |
|-------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| CORINTHIAN COLLEGES INC | COM | 218868107 | 61 | 1800 | SH | DEFINED 2 | | |
| | | | 2711 | 80000 | SH | DEFINED 85 | | |
| | | | ----- | ----- | | | | |
| | | | 2772 | 81800 | | | | |
| CORN PRODS INTL INC | COM | 219023108 | 212 | 6808 | SH | DEFINED 1 | | |
| | | | 12 | 400 | SH | DEFINED 15 | | |
| | | | 63 | 2025 | SH | DEFINED 19 | | |
| | | | ----- | ----- | | | | |
| | | | 287 | 9233 | | | | |
| CORNING INC | COM | 219350105 | 569 | 160266 | SH | DEFINED 1 | | |
| | | | 25 | 6945 | SH | DEFINED 15 | | |
| | | | 223 | 62810 | SH | DEFINED 2 | | |

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| | | | | | | | |
|-----------------------------|-----|-----------|-------|--------|----|---------|----|
| | | | 5 | 1299 | SH | DEFINED | 5 |
| | | | 8 | 2285 | SH | DEFINED | 10 |
| | | | 308 | 86850 | SH | DEFINED | 19 |
| | | | 268 | 75500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1406 | 395955 | | | |
| CORPORATE EXECUTIVE BRD CO | COM | 21988R102 | 41 | 1200 | SH | DEFINED | 2 |
| | | | 2251 | 65733 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2292 | 66933 | | | |
| CORPORATE HIGH YIELD FD INC | COM | 219914108 | 74 | 10300 | SH | DEFINED | 10 |
| | | | ----- | ----- | | | |
| | | | 74 | 10300 | | | |
| COSTCO WHSL CORP NEW | COM | 22160K105 | 86 | 2235 | SH | DEFINED | 1 |
| | | | 12 | 300 | SH | DEFINED | 2 |
| | | | 309 | 8006 | SH | DEFINED | 19 |
| | | | 2352 | 60900 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2759 | 71441 | | | |
| COUNTRYWIDE CR INDS INC DEL | COM | 222372104 | 276 | 5724 | SH | DEFINED | 1 |
| | | | 58 | 1200 | SH | DEFINED | 19 |
| | | | 473 | 9800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 807 | 16724 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| CRANE CO | COM | 224399105 | 1077 | 42434 | SH | DEFINED | 19 |
| | | | 120 | 4725 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1197 | 47159 | | | |
| CREDENCE SYS CORP | COM | 225302108 | 1777 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1777 | 100000 | | | |
| CREE INC | COM | 225447101 | 2429 | 183600 | SH | DEFINED | 1 |
| | | | 108 | 8200 | SH | DEFINED | 15 |
| | | | 118 | 8882 | SH | DEFINED | 2 |
| | | | 103 | 7800 | SH | DEFINED | 10 |
| | | | 218 | 16455 | SH | DEFINED | 19 |
| | | | 4776 | 361000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 7752 | 585937 | | | |
| CROWN CASTLE INTL CORP | COM | 228227104 | 1188 | 302200 | SH | DEFINED | 85 |

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| | | | | | | | |
|----------------------|-----|-----------|------|--------|----|---------|----|
| | | | 1188 | 302200 | | | |
| CRYOLIFE INC | COM | 228903100 | 1606 | 100000 | SH | DEFINED | 85 |
| | | | 1606 | 100000 | | | |
| CRYSTALLEX INTL CORP | COM | 22942F101 | 10 | 5470 | SH | DEFINED | 15 |
| | | | 36 | 20000 | SH | DEFINED | 19 |
| | | | 46 | 25470 | | | |
| CUBIC CORP | COM | 229669106 | 1422 | 60000 | SH | DEFINED | 85 |
| | | | 1422 | 60000 | | | |
| CUTTER & BUCK INC | COM | 232217109 | 2 | 300 | SH | DEFINED | 1 |
| | | | 189 | 32000 | SH | DEFINED | 85 |
| | | | 190 | 32300 | | | |
| CYMER INC | COM | 232572107 | 4 | 100 | SH | DEFINED | 15 |
| | | | 4 | 100 | SH | DEFINED | 19 |
| | | | 3504 | 100000 | SH | DEFINED | 85 |
| | | | 3511 | 100200 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DISCRETN | O MA |
|----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| CYPRESS SEMICONDUCTOR CORP | COM | 232806109 | 1898 | 125000 | SH | | DEFINED | 85 |
| | | | 1898 | 125000 | | | | |
| DNP SELECT INCOME FD | COM | 23325P104 | 95 | 9290 | SH | | DEFINED | 1 |
| | | | 69 | 6792 | SH | | DEFINED | 15 |
| | | | 4 | 414 | SH | | DEFINED | 5 |
| | | | 298 | 29228 | SH | | DEFINED | 19 |
| | | | 465 | 45724 | | | | |
| DPL INC | COM | 233293109 | 4235 | 160098 | SH | | DEFINED | 1 |
| | | | 120 | 4545 | SH | | DEFINED | 15 |
| | | | 13 | 504 | SH | | DEFINED | 2 |
| | | | 207 | 7812 | SH | | DEFINED | 5 |
| | | | 8 | 287 | SH | | DEFINED | 10 |
| | | | 93 | 3511 | SH | | DEFINED | 19 |
| | | | 4675 | 176757 | | | | |
| DTE ENERGY CO | COM | 233331107 | 218 | 4880 | SH | | DEFINED | 1 |

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| | | | | | | | |
|------------------|-----|-----------|-------|--------|----|---------|----|
| | | | 29 | 658 | SH | DEFINED | 15 |
| | | | 1580 | 35401 | SH | DEFINED | 19 |
| | | | 1174 | 26300 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3002 | 67239 | | | |
| DANA CORP | COM | 235811106 | 681 | 36731 | SH | DEFINED | 1 |
| | | | 7 | 400 | SH | DEFINED | 15 |
| | | | 47 | 2515 | SH | DEFINED | 19 |
| | | | 219 | 11832 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 954 | 51478 | | | |
| DANAHER CORP DEL | COM | 235851102 | 3966 | 59780 | SH | DEFINED | 1 |
| | | | 1615 | 24335 | SH | DEFINED | 15 |
| | | | 1634 | 24625 | SH | DEFINED | 2 |
| | | | 169 | 2550 | SH | DEFINED | 10 |
| | | | 2837 | 42761 | SH | DEFINED | 19 |
| | | | 1427 | 21500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 11648 | 175551 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| DARDEN RESTAURANTS INC | COM | 237194105 | 233 | 9450 | SH | | DEFINED | 1 |
| | | | 48 | 1949 | SH | | DEFINED | 19 |
| | | | 348 | 14100 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 630 | 25499 | | | | |
| DATUM INC | COM | 238208102 | 47 | 4500 | SH | | DEFINED | 1 |
| | | | 1468 | 142000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1515 | 146500 | | | | |
| DEERE & CO | COM | 244199105 | 1184 | 24720 | SH | | DEFINED | 1 |
| | | | 132 | 2753 | SH | | DEFINED | 15 |
| | | | 46 | 950 | SH | | DEFINED | 2 |
| | | | 47 | 975 | SH | | DEFINED | 5 |
| | | | 32 | 665 | SH | | DEFINED | 10 |
| | | | 314 | 6557 | SH | | DEFINED | 19 |
| | | | 910 | 19000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2664 | 55620 | | | | |
| DELL COMPUTER CORP | COM | 247025109 | 4029 | 154124 | SH | | DEFINED | 1 |
| | | | 29 | 1114 | SH | | DEFINED | 15 |
| | | | 290 | 11087 | SH | | DEFINED | 2 |
| | | | 76 | 2890 | SH | | DEFINED | 5 |
| | | | 273 | 10449 | SH | | DEFINED | 10 |

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| | | | | | | | |
|-----------------------|------|-----------|-------|--------|----|---------|----|
| | | | 2020 | 77277 | SH | DEFINED | 19 |
| | | | 10929 | 418100 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 17646 | 675041 | | | |
| DELPHI CORP | COM | 247126105 | 119 | 8981 | SH | DEFINED | 1 |
| | | | 25 | 1893 | SH | DEFINED | 15 |
| | | | 0 | 10 | SH | DEFINED | 2 |
| | | | 7 | 537 | SH | DEFINED | 5 |
| | | | 377 | 28591 | SH | DEFINED | 19 |
| | | | 1007 | 76309 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1535 | 116321 | | | |
| DELPHI FINL GROUP INC | CL A | 247131105 | 2168 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2168 | 50000 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-------------------------|----------------|--------------------|--------------------|--------------------|------------|--------------|--------------------|---------|
| DELTA AIR LINES INC DEL | COM | 247361108 | 16 | 800 | SH | | DEFINED | 1 |
| | | | 4 | 200 | SH | | DEFINED | 5 |
| | | | 196 | 9800 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 216 | 10800 | | | | |
| DELUXE CORP | COM | 248019101 | 12 | 300 | SH | | DEFINED | 15 |
| | | | 1 | 35 | SH | | DEFINED | 10 |
| | | | 1932 | 49691 | SH | | DEFINED | 19 |
| | | | 206 | 5300 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2152 | 55326 | | | | |
| DENTSPLY INTL INC NEW | COM | 249030107 | 364 | 9870 | SH | | DEFINED | 15 |
| | | | 3 | 92 | SH | | DEFINED | 5 |
| | | | 111 | 3000 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 478 | 12962 | | | | |
| DEVON ENERGY CORP NEW | DEB | 4.900% 8 25179MAA1 | 2963 | 30000 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 2963 | 30000 | | | | |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 2 | 42 | SH | | DEFINED | 1 |
| | | | 13 | 260 | SH | | DEFINED | 15 |
| | | | 358 | 7260 | SH | | DEFINED | 19 |
| | | | 1331 | 27000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1703 | 34562 | | | | |

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| | | | | | | | |
|-----------------------|-----|-----------|------|--------|----|---------|----|
| DIAGNOSTIC PRODS CORP | COM | 252450101 | 3700 | 100000 | SH | DEFINED | 85 |
| | | | 3700 | 100000 | | | |
| DIEBOLD INC | COM | 253651103 | 642 | 17241 | SH | DEFINED | 1 |
| | | | 381 | 10225 | SH | DEFINED | 19 |
| | | | 2793 | 75000 | SH | DEFINED | 85 |
| | | | 3816 | 102466 | | | |
| DIONEX CORP | COM | 254546104 | 2009 | 75000 | SH | DEFINED | 85 |
| | | | 2009 | 75000 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| DISNEY WALT CO | COM DISNEY | 254687106 | 11244 | 594937 | SH | | DEFINED | 1 |
| | | | 2269 | 120073 | SH | | DEFINED | 15 |
| | | | 735 | 38901 | SH | | DEFINED | 2 |
| | | | 87 | 4582 | SH | | DEFINED | 5 |
| | | | 53 | 2790 | SH | | DEFINED | 10 |
| | | | 2965 | 156890 | SH | | DEFINED | 19 |
| | | | 6005 | 317750 | SH | | DEFINED | 85 |
| | | | 23359 | 1235923 | | | | |
| DOCUMENTUM INC | COM | 256159104 | 1500 | 125000 | SH | | DEFINED | 85 |
| | | | 1500 | 125000 | | | | |
| DOLLAR GEN CORP | COM | 256669102 | 777 | 40824 | SH | | DEFINED | 1 |
| | | | 20 | 1028 | SH | | DEFINED | 15 |
| | | | 152 | 8000 | SH | | DEFINED | 2 |
| | | | 505 | 26533 | SH | | DEFINED | 85 |
| | | | 1454 | 76385 | | | | |
| DOMINION RES INC VA NEW | COM | 25746U109 | 3930 | 59368 | SH | | DEFINED | 1 |
| | | | 67 | 1008 | SH | | DEFINED | 15 |
| | | | 22 | 330 | SH | | DEFINED | 2 |
| | | | 11 | 164 | SH | | DEFINED | 5 |
| | | | 1053 | 15902 | SH | | DEFINED | 19 |
| | | | 3639 | 54967 | SH | | DEFINED | 85 |
| | | | 8721 | 131739 | | | | |
| DONNELLEY R R & SONS CO | COM | 257867101 | 837 | 30376 | SH | | DEFINED | 1 |
| | | | 28 | 1000 | SH | | DEFINED | 15 |
| | | | 107 | 3900 | SH | | DEFINED | 2 |
| | | | 6 | 200 | SH | | DEFINED | 19 |

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| | | | | | | | | |
|------------|-----|-----------|-------|--------|-------|---------|---------|----|
| | | | | 248 | 9000 | SH | DEFINED | 85 |
| | | | | ----- | ----- | | | |
| | | | | 1225 | 44476 | | | |
| DOVER CORP | COM | 260003108 | 4096 | 117034 | SH | DEFINED | 1 | |
| | | | 28 | 800 | SH | DEFINED | 15 | |
| | | | 159 | 4545 | SH | DEFINED | 19 | |
| | | | 567 | 16200 | SH | DEFINED | 85 | |
| | | | ----- | ----- | | | | |
| | | | 4850 | 138579 | | | | |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| DOW CHEM CO | COM | 260543103 | 2890 | 84067 | SH | | DEFINED | 1 |
| | | | 349 | 10159 | SH | | DEFINED | 15 |
| | | | 469 | 13630 | SH | | DEFINED | 2 |
| | | | 13 | 390 | SH | | DEFINED | 10 |
| | | | 1963 | 57101 | SH | | DEFINED | 19 |
| | | | 4963 | 144354 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 10648 | 309701 | | | | |
| DOW JONES & CO INC | COM | 260561105 | 112 | 2315 | SH | | DEFINED | 1 |
| | | | 1 | 28 | SH | | DEFINED | 5 |
| | | | 19 | 400 | SH | | DEFINED | 19 |
| | | | 325 | 6700 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 458 | 9443 | | | | |
| DOWNEY FINL CORP | COM | 261018105 | 4730 | 100000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 4730 | 100000 | | | | |
| DREYFUS STRATEGIC MUNS INC | COM | 261932107 | 5 | 500 | SH | | DEFINED | 1 |
| | | | 25 | 2554 | SH | | DEFINED | 15 |
| | | | 72 | 7263 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 102 | 10317 | | | | |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 20012 | 450726 | SH | | DEFINED | 1 |
| | | | 1729 | 38941 | SH | | DEFINED | 15 |
| | | | 80 | 1810 | SH | | DEFINED | 2 |
| | | | 4 | 100 | SH | | DEFINED | 5 |
| | | | 407 | 9177 | SH | | DEFINED | 10 |
| | | | 3077 | 69303 | SH | | DEFINED | 19 |
| | | | 7211 | 162420 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 32522 | 732477 | | | | |
| DUANE READE INC | COM | 263578106 | 2554 | 75000 | SH | | DEFINED | 85 |

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2554 75000

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| DUKE ENERGY CORP | COM | 264399106 | 15593 | 501381 | SH | | DEFINED | 1 |
| | | | 2355 | 75728 | SH | | DEFINED | 15 |
| | | | 747 | 24025 | SH | | DEFINED | 2 |
| | | | 65 | 2096 | SH | | DEFINED | 5 |
| | | | 3360 | 108053 | SH | | DEFINED | 19 |
| | | | 4547 | 146212 | SH | | DEFINED | 85 |
| | | | 26668 | 857495 | | | | |
| DUKE REALTY CORP | COM NEW | 264411505 | 236 | 8143 | SH | | DEFINED | 1 |
| | | | 6 | 200 | SH | | DEFINED | 15 |
| | | | 9 | 298 | SH | | DEFINED | 5 |
| | | | 23 | 800 | SH | | DEFINED | 10 |
| | | | 116 | 4000 | SH | | DEFINED | 19 |
| | | | 389 | 13441 | | | | |
| DUN & BRADSTREET CORP DEL NE | COM | 26483E100 | 192 | 5808 | SH | | DEFINED | 1 |
| | | | 122 | 3694 | SH | | DEFINED | 19 |
| | | | | 314 | 9502 | | | |
| DYCOM INDS INC | COM | 267475101 | 9 | 750 | SH | | DEFINED | 19 |
| | | | 2046 | 175000 | SH | | DEFINED | 85 |
| | | | | 2055 | 175750 | | | |
| DYNEGY INC NEW | CL A | 26816Q101 | 17 | 2420 | SH | | DEFINED | 1 |
| | | | 15 | 2024 | SH | | DEFINED | 15 |
| | | | 4 | 600 | SH | | DEFINED | 2 |
| | | | 57 | 7851 | SH | | DEFINED | 19 |
| | | | 566 | 78600 | SH | | DEFINED | 85 |
| | | | 659 | 91495 | | | | |
| E M C CORP MASS | COM | 268648102 | 12504 | 1656090 | SH | | DEFINED | 1 |
| | | | 155 | 20560 | SH | | DEFINED | 15 |
| | | | 1322 | 175053 | SH | | DEFINED | 2 |
| | | | 50 | 6583 | SH | | DEFINED | 5 |
| | | | 144 | 19050 | SH | | DEFINED | 10 |
| | | | 1452 | 192286 | SH | | DEFINED | 19 |
| | | | 7885 | 1044400 | SH | | DEFINED | 85 |
| | 23511 | 3114022 | | | | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O |
|-----------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|----|
| EOG RES INC | COM | 26875P101 | 30 | 763 | SH | | DEFINED | 19 |
| | | | 365 | 9200 | SH | | DEFINED | 85 |
| | | | 396 | 9963 | | | | |
| E TRADE GROUP INC | COM | 269246104 | 26 | 4710 | SH | | DEFINED | 19 |
| | | | 1665 | 305000 | SH | | DEFINED | 85 |
| | | | 1691 | 309710 | | | | |
| EAST WEST BANCORP INC | COM | 27579R104 | 1726 | 50000 | SH | | DEFINED | 85 |
| | | | 1726 | 50000 | | | | |
| EASTMAN CHEM CO | COM | 277432100 | 9 | 200 | SH | | DEFINED | 1 |
| | | | 17 | 355 | SH | | DEFINED | 15 |
| | | | 47 | 1000 | SH | | DEFINED | 2 |
| | | | 70 | 1484 | SH | | DEFINED | 19 |
| | | | 291 | 6200 | SH | | DEFINED | 85 |
| 433 | 9239 | | | | | | | |
| EASTMAN KODAK CO | COM | 277461109 | 352 | 12058 | SH | | DEFINED | 1 |
| | | | 65 | 2229 | SH | | DEFINED | 15 |
| | | | 9 | 300 | SH | | DEFINED | 2 |
| | | | 359 | 12296 | SH | | DEFINED | 19 |
| | | | 1088 | 37300 | SH | | DEFINED | 85 |
| 1872 | 64183 | | | | | | | |
| EATON CORP | COM | 278058102 | 274 | 3760 | SH | | DEFINED | 1 |
| | | | 434 | 5969 | SH | | DEFINED | 19 |
| | | | 1171 | 16100 | SH | | DEFINED | 85 |
| 1879 | 25829 | | | | | | | |
| EATON VANCE CORP | COM NON VTG | 278265103 | 5 | 160 | SH | | DEFINED | 2 |
| | | | 3120 | 100000 | SH | | DEFINED | 85 |
| | | | 3125 | 100160 | | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| EBAY INC | COM | 278642103 | 1228 | 19921 | SH | | DEFINED | 1 |
| | | | 25 | 400 | SH | | DEFINED | 15 |
| | | | 29 | 475 | SH | | DEFINED | 2 |
| | | | 40 | 650 | SH | | DEFINED | 5 |
| | | | 75 | 1220 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 1397 | 22666 | | | | |
| ECHELON CORP | COM | 27874N105 | 3 | 250 | SH | | DEFINED | 1 |
| | | | 1610 | 125000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1613 | 125250 | | | | |
| ECOLAB INC | COM | 278865100 | 16616 | 359428 | SH | | DEFINED | 1 |
| | | | 1411 | 30520 | SH | | DEFINED | 15 |
| | | | 1751 | 37880 | SH | | DEFINED | 2 |
| | | | 148 | 3210 | SH | | DEFINED | 5 |
| | | | 37 | 795 | SH | | DEFINED | 10 |
| | | | 1251 | 27069 | SH | | DEFINED | 19 |
| | | | 6234 | 134850 | SH | | DEFINED | 85 |
| ----- | ----- | | | | | | | |
| | | | 27449 | 593752 | | | | |
| EDEL BROCK CORP | COM | 279434104 | 800 | 65600 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 800 | 65600 | | | | |
| EDISON INTL | COM | 281020107 | 80 | 4700 | SH | | DEFINED | 1 |
| | | | 33 | 1956 | SH | | DEFINED | 15 |
| | | | 142 | 8365 | SH | | DEFINED | 19 |
| | | | 442 | 26000 | SH | | DEFINED | 85 |
| ----- | ----- | | | | | | | |
| | | | 697 | 41021 | | | | |
| EDWARDS AG INC | COM | 281760108 | 7377 | 189775 | SH | | DEFINED | 1 |
| | | | 1345 | 34596 | SH | | DEFINED | 15 |
| | | | 595 | 15300 | SH | | DEFINED | 2 |
| | | | 827 | 21280 | SH | | DEFINED | 10 |
| | | | 361 | 9285 | SH | | DEFINED | 19 |
| | | | 15062 | 387500 | SH | | DEFINED | 85 |
| ----- | ----- | | | | | | | |
| | | | 25566 | 657736 | | | | |

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|

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| | | | | | | | |
|------------------------------|-----|-----------|------|--------|----|---------|----|
| EFUNDS CORP | COM | 28224R101 | 2 | 165 | SH | DEFINED | 15 |
| | | | 275 | 28967 | SH | DEFINED | 19 |
| | | | 276 | 29132 | | | |
| 1838 BD-DEB TRADING FD | COM | 282520105 | 7 | 349 | SH | DEFINED | 19 |
| | | | 1205 | 61900 | SH | DEFINED | 85 |
| | | | 1212 | 62249 | | | |
| EL PASO CORP | COM | 28336L109 | 1310 | 63570 | SH | DEFINED | 1 |
| | | | 665 | 32286 | SH | DEFINED | 15 |
| | | | 130 | 6310 | SH | DEFINED | 2 |
| | | | 1 | 59 | SH | DEFINED | 10 |
| | | | 675 | 32746 | SH | DEFINED | 19 |
| | | | 1624 | 78795 | SH | DEFINED | 85 |
| | | | 4406 | 213766 | | | |
| ELECTRO SCIENTIFIC INDS | COM | 285229100 | 3038 | 125000 | SH | DEFINED | 85 |
| | | | 3038 | 125000 | | | |
| ELECTRONIC DATA SYS NEW | COM | 285661104 | 341 | 9190 | SH | DEFINED | 1 |
| | | | 75 | 2016 | SH | DEFINED | 15 |
| | | | 5 | 147 | SH | DEFINED | 2 |
| | | | 9 | 244 | SH | DEFINED | 5 |
| | | | 572 | 15397 | SH | DEFINED | 19 |
| | | | 2955 | 79550 | SH | DEFINED | 85 |
| | | | 3958 | 106544 | | | |
| ELECTRONICS BOUTIQUE HLDGS C | COM | 286045109 | 3 | 100 | SH | DEFINED | 19 |
| | | | 1465 | 50000 | SH | DEFINED | 85 |
| | | | 1468 | 50100 | | | |
| EMCORE CORP | COM | 290846104 | 3 | 500 | SH | DEFINED | 19 |
| | | | 600 | 100000 | SH | DEFINED | 85 |
| | | | 603 | 100500 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------|----------------|-----------|--------------------|--------------------|-----------------|--------------|--------------------|---------|
| EMERSON ELEC CO | COM | 291011104 | 74383 | 1390068 | SH | | DEFINED | 1 |
| | | | 4155 | 77654 | SH | | DEFINED | 15 |
| | | | 3332 | 62265 | SH | | DEFINED | 2 |
| | | | 207 | 3875 | SH | | DEFINED | 5 |

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| | | | | | | | |
|----------------------------|-----|-----------|--------|---------|----|---------|----|
| | | | 565 | 10550 | SH | DEFINED | 10 |
| | | | 4419 | 82588 | SH | DEFINED | 19 |
| | | | 24390 | 455800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 111451 | 2082800 | | | |
| ENCOMPASS SVCS CORP | COM | 29255U104 | 6 | 10122 | SH | DEFINED | 1 |
| | | | 12 | 20763 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 18 | 30885 | | | |
| ENERGEN CORP | COM | 29265N108 | 19 | 700 | SH | DEFINED | 1 |
| | | | 17 | 600 | SH | DEFINED | 19 |
| | | | 2750 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2786 | 101300 | | | |
| ENGELHARD CORP | COM | 292845104 | 54 | 1912 | SH | DEFINED | 1 |
| | | | 293 | 10337 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 347 | 12249 | | | |
| ENGINEERED SUPPORT SYS INC | COM | 292866100 | 60 | 1150 | SH | DEFINED | 2 |
| | | | 2615 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2675 | 51150 | | | |
| ENESCO GROUP INC | COM | 292973104 | 310 | 35500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 310 | 35500 | | | |
| ENTERGY CORP NEW | COM | 29364G103 | 16 | 376 | SH | DEFINED | 1 |
| | | | 111 | 2613 | SH | DEFINED | 15 |
| | | | 217 | 5120 | SH | DEFINED | 19 |
| | | | 1430 | 33700 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1774 | 41809 | | | |
| ENTRUST INC | COM | 293848107 | 41 | 15050 | SH | DEFINED | 1 |
| | | | 4 | 1600 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 45 | 16650 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ENZON INC | COM | 293904108 | 1320 | 53640 | SH | | DEFINED | 1 |
| | | | 125 | 5095 | SH | | DEFINED | 19 |
| | | | 3593 | 146000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 5039 | 204735 | | | | |

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| | | | | | | | |
|------------------------------|----------------|-----------|-------|--------|----|---------|----|
| EQUIFAX INC | COM | 294429105 | 524 | 19400 | SH | DEFINED | 1 |
| | | | 54 | 2000 | SH | DEFINED | 15 |
| | | | 265 | 9800 | SH | DEFINED | 2 |
| | | | 860 | 31855 | SH | DEFINED | 19 |
| | | | 313 | 11600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2016 | 74655 | | | |
| EQUITABLE RES INC | COM | 294549100 | 256 | 7450 | SH | DEFINED | 1 |
| | | | 41 | 1200 | SH | DEFINED | 5 |
| | | | ----- | ----- | | | |
| | | | 297 | 8650 | | | |
| EQUITY INCOME FD | UT 1 EX SR-ATT | 294700703 | 368 | 4318 | SH | DEFINED | 1 |
| | | | ----- | ----- | | | |
| | | | 368 | 4318 | | | |
| EQUITY OFFICE PROPERTIES TRU | COM | 294741103 | 197 | 6530 | SH | DEFINED | 1 |
| | | | 30 | 1000 | SH | DEFINED | 19 |
| | | | 996 | 33100 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1223 | 40630 | | | |
| EQUITY RESIDENTIAL | SH BEN INT | 29476L107 | 23 | 800 | SH | DEFINED | 1 |
| | | | 326 | 11342 | SH | DEFINED | 19 |
| | | | 621 | 21600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 970 | 33742 | | | |
| EQUITY RESIDENTIAL | PFD CV 1/10 G | 29476L859 | 1365 | 54500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1365 | 54500 | | | |
| EQUUS II INC | COM | 294766100 | 894 | 120500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 894 | 120500 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ERICSSON L M TEL CO | ADR CL B SEK10 | 294821400 | 15 | 10750 | SH | | DEFINED | 1 |
| | | | 312 | 216865 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 328 | 227615 | | | | |
| ESTERLINE TECHNOLOGIES CORP | COM | 297425100 | 125 | 5500 | SH | | DEFINED | 1 |
| | | | 2270 | 100000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2395 | 105500 | | | | |

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| | | | | | | | |
|--------------------|------|-----------|--------|---------|----|---------|----|
| ETHYL CORP | COM | 297659104 | 206 | 275000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 206 | 275000 | | | |
| EXELON CORP | COM | 30161N101 | 93 | 1779 | SH | DEFINED | 1 |
| | | | 117 | 2240 | SH | DEFINED | 15 |
| | | | 16 | 300 | SH | DEFINED | 5 |
| | | | 1843 | 35244 | SH | DEFINED | 19 |
| | | | 2890 | 55262 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 4959 | 94825 | | | |
| EXXON MOBIL CORP | COM | 30231G102 | 224508 | 5486499 | SH | DEFINED | 1 |
| | | | 15810 | 386365 | SH | DEFINED | 15 |
| | | | 7147 | 174649 | SH | DEFINED | 2 |
| | | | 1652 | 40365 | SH | DEFINED | 5 |
| | | | 3198 | 78160 | SH | DEFINED | 10 |
| | | | 36347 | 888257 | SH | DEFINED | 19 |
| | | | 64088 | 1566190 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 352750 | 8620485 | | | |
| FBL FINL GROUP INC | CL A | 30239F106 | 2215 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2215 | 100000 | | | |
| FLIR SYS INC | COM | 302445101 | 210 | 5000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 210 | 5000 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------------|----------------|-----------|--------------------|--------------------|-----------------|--------------|--------------------|---------|
| FPL GROUP INC | COM | 302571104 | 526 | 8768 | SH | | DEFINED | 1 |
| | | | 404 | 6742 | SH | | DEFINED | 15 |
| | | | 60 | 1000 | SH | | DEFINED | 10 |
| | | | 568 | 9473 | SH | | DEFINED | 19 |
| | | | 1578 | 26300 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 3136 | 52283 | | | | |
| FTI CONSULTING INC | COM | 302941109 | 1751 | 50000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1751 | 50000 | | | | |
| FACTSET RESH SYS INC | COM | 303075105 | 51 | 1700 | SH | | DEFINED | 2 |
| | | | 2977 | 100000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 3028 | 101700 | | | | |
| FAMILY DLR STORES INC | COM | 307000109 | 56 | 1600 | SH | | DEFINED | 1 |

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| | | | | | | | |
|--------------------------|-----|-----------|-------|---------|----|---------|----|
| | | | 486 | 13800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 543 | 15400 | | | |
| FASTENAL CO | COM | 311900104 | 5589 | 145125 | SH | DEFINED | 1 |
| | | | 481 | 12480 | SH | DEFINED | 15 |
| | | | 43 | 1120 | SH | DEFINED | 5 |
| | | | 179 | 4650 | SH | DEFINED | 19 |
| | | | 10552 | 274000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 16843 | 437375 | | | |
| FEDERAL HOME LN MTG CORP | COM | 313400301 | 49178 | 803559 | SH | DEFINED | 1 |
| | | | 1383 | 22590 | SH | DEFINED | 15 |
| | | | 1700 | 27783 | SH | DEFINED | 2 |
| | | | 894 | 14612 | SH | DEFINED | 5 |
| | | | 787 | 12860 | SH | DEFINED | 10 |
| | | | 1231 | 20120 | SH | DEFINED | 19 |
| | | | 22924 | 374575 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 78097 | 1276099 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|-----------------|-----------------|--------------|----------------------|------|
| FEDERAL NATL MTG ASSN | COM | 313586109 | 26764 | 362903 | SH | DEFINED | 1 |
| | | | 1369 | 18563 | SH | DEFINED | 15 |
| | | | 559 | 7575 | SH | DEFINED | 2 |
| | | | 106 | 1439 | SH | DEFINED | 5 |
| | | | 836 | 11330 | SH | DEFINED | 10 |
| | | | 5197 | 70461 | SH | DEFINED | 19 |
| | | | 14835 | 201150 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 49665 | 673421 | | | |
| FEDERAL SIGNAL CORP | COM | 313855108 | 93 | 3866 | SH | DEFINED | 1 |
| | | | 48 | 2000 | SH | DEFINED | 2 |
| | | | 10 | 400 | SH | DEFINED | 5 |
| | | | 90 | 3746 | SH | DEFINED | 19 |
| | | | 3600 | 150000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3840 | 160012 | | | |
| FEDERATED DEPT STORES INC DE | COM | 31410H101 | 379 | 9557 | SH | DEFINED | 1 |
| | | | 178 | 4485 | SH | DEFINED | 19 |
| | | | 1223 | 30800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1780 | 44842 | | | |
| FEDEX CORP | COM | 31428X106 | 2502 | 46849 | SH | DEFINED | 1 |
| | | | 374 | 7000 | SH | DEFINED | 15 |

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| | | | | | | | |
|------------------------|-----------------|-----------|-------|--------|----|---------|----|
| | | | 436 | 8160 | SH | DEFINED | 19 |
| | | | 2311 | 43270 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 5622 | 105279 | | | |
| FELCOR LODGING TR INC | PFD CV A \$1.95 | 31430F200 | 226 | 10000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 226 | 10000 | | | |
| FIDELITY NATL FINL INC | COM | 316326107 | 2868 | 90750 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2868 | 90750 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVTMT DSCRETN | O MA |
|---------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| FIFTH THIRD BANCORP | COM | 316773100 | 1194016 | 17914720 | SH | | DEFINED | 1 |
| | | | 218299 | 3275304 | SH | | DEFINED | 15 |
| | | | 3832 | 57487 | SH | | DEFINED | 2 |
| | | | 31330 | 470065 | SH | | DEFINED | 5 |
| | | | 10843 | 162688 | SH | | DEFINED | 10 |
| | | | 232646 | 3490564 | SH | | DEFINED | 19 |
| | | | 4880 | 73212 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1695845 | 25444040 | | | | |
| FILENET CORP | COM | 316869106 | 2175 | 150000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2175 | 150000 | | | | |
| FINANCIAL FED CORP | COM | 317492106 | 46 | 1400 | SH | | DEFINED | 2 |
| | | | 1655 | 50000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1701 | 51400 | | | | |
| FINISAR | COM | 31787A101 | 1 | 300 | SH | | DEFINED | 2 |
| | | | 4 | 1500 | SH | | DEFINED | 19 |
| | | | 130 | 55000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 135 | 56800 | | | | |
| FIRST AMERN CORP CALIF | COM | 318522307 | 50 | 2175 | SH | | DEFINED | 1 |
| | | | 1725 | 75000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1775 | 77175 | | | | |
| FIRST BANCORP IND INC NEW | COM | 31867T103 | 149 | 10500 | SH | | DEFINED | 15 |
| | | | ----- | ----- | | | | |
| | | | 149 | 10500 | | | | |
| FIRST BANCORP P R | COM | 318672102 | 3770 | 100000 | SH | | DEFINED | 85 |

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| | | | ----- | ----- | | |
|----------------------------|------------|-----------|-------|--------|----|------------|
| | | | 3770 | 100000 | | |
| FIRST CTZNS BANC CORP | COM NO PAR | 319459202 | 723 | 34290 | SH | DEFINED 1 |
| | | | ----- | ----- | | |
| | | | 723 | 34290 | | |
| FIRST COMWLTH FINL CORP PA | COM | 319829107 | 2024 | 150000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 2024 | 150000 | | |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| FIRST DATA CORP | COM | 319963104 | 5286 | 142088 | SH | | DEFINED 1 | |
| | | | 61 | 1650 | SH | | DEFINED 2 | |
| | | | 126 | 3400 | SH | | DEFINED 10 | |
| | | | 3379 | 90830 | SH | | DEFINED 19 | |
| | | | 4970 | 133600 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 13822 | 371568 | | | | |
| FIRST FINL BANCORP OH | COM | 320209109 | 399 | 20365 | SH | | DEFINED 1 | |
| | | | 289 | 14768 | SH | | DEFINED 19 | |
| | | | ----- | ----- | | | | |
| | | | 688 | 35133 | | | | |
| FIRST IND CORP | COM | 32054R108 | 1611 | 74000 | SH | | DEFINED 15 | |
| | | | 68 | 3135 | SH | | DEFINED 19 | |
| | | | ----- | ----- | | | | |
| | | | 1679 | 77135 | | | | |
| FIRST MIDWEST BANCORP DEL | COM | 320867104 | 1213 | 43654 | SH | | DEFINED 19 | |
| | | | 3473 | 125000 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 4685 | 168654 | | | | |
| FIRST REP BK SAN FRANCISCO | COM | 336158100 | 1375 | 50000 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 1375 | 50000 | | | | |
| FIRST TENN NATL CORP | COM | 337162101 | 55573 | 1450997 | SH | | DEFINED 1 | |
| | | | 1888 | 49286 | SH | | DEFINED 15 | |
| | | | 922 | 24080 | SH | | DEFINED 2 | |
| | | | 749 | 19545 | SH | | DEFINED 5 | |
| | | | 111 | 2900 | SH | | DEFINED 10 | |
| | | | 424 | 11065 | SH | | DEFINED 19 | |
| | | | 28047 | 732300 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 87714 | 2290173 | | | | |

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| | | | | | | | |
|------------|-----|-----------|-------|--------|----|---------|----|
| FISERV INC | COM | 337738108 | 16677 | 454299 | SH | DEFINED | 1 |
| | | | 138 | 3756 | SH | DEFINED | 15 |
| | | | 186 | 5075 | SH | DEFINED | 2 |
| | | | 111 | 3015 | SH | DEFINED | 5 |
| | | | 95 | 2587 | SH | DEFINED | 10 |
| | | | 508 | 13849 | SH | DEFINED | 19 |
| | | | 11940 | 325250 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 29656 | 807831 | | | |

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT DSCRETN | O MA |
|-------------------------|----------------|-----------|--------------------|--------------------|-------------------------|--------------------|---------|
| FIRSTFED FINL CORP | COM | 337907109 | 2465 | 85000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2465 | 85000 | | | |
| FIRSTENERGY CORP | COM | 337932107 | 490 | 14687 | SH | DEFINED | 1 |
| | | | 53 | 1594 | SH | DEFINED | 15 |
| | | | 3 | 101 | SH | DEFINED | 2 |
| | | | 431 | 12913 | SH | DEFINED | 19 |
| | | | 1406 | 42120 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2384 | 71415 | | | |
| FLEETBOSTON FINL CORP | COM | 339030108 | 607 | 18757 | SH | DEFINED | 1 |
| | | | 6 | 200 | SH | DEFINED | 15 |
| | | | 39 | 1200 | SH | DEFINED | 2 |
| | | | 1 | 30 | SH | DEFINED | 5 |
| | | | 683 | 21101 | SH | DEFINED | 19 |
| | | | 5421 | 167587 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 6757 | 208875 | | | |
| FLORIDA EAST COAST INDS | CL B | 340632207 | 2428 | 102000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2428 | 102000 | | | |
| FLUOR CORP NEW | COM | 343412102 | 9 | 220 | SH | DEFINED | 1 |
| | | | 49 | 1250 | SH | DEFINED | 19 |
| | | | 249 | 6400 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 307 | 7870 | | | |
| FLOW INTL CORP | COM | 343468104 | 1100 | 163300 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1100 | 163300 | | | |
| FORD MTR CO DEL | COM PAR \$0.01 | 345370860 | 471 | 29444 | SH | DEFINED | 1 |
| | | | 397 | 24842 | SH | DEFINED | 15 |
| | | | 6 | 358 | SH | DEFINED | 2 |

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| | | | | |
|-------|--------|----|---------|----|
| 16 | 1014 | SH | DEFINED | 5 |
| 45 | 2800 | SH | DEFINED | 10 |
| 2262 | 141363 | SH | DEFINED | 19 |
| 4680 | 292503 | SH | DEFINED | 85 |
| ----- | | | | |
| 7877 | 492324 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| FORD MTR CO CAP TR II | PFD TR CV6.5% | 345395206 | 1100 | 19551 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 1100 | 19551 | | | | |
| FOREST LABS INC | COM | 345838106 | 9933 | 140296 | SH | | DEFINED | 1 |
| | | | 910 | 12855 | SH | | DEFINED | 15 |
| | | | 1571 | 22195 | SH | | DEFINED | 2 |
| | | | 583 | 8230 | SH | | DEFINED | 5 |
| | | | 124 | 1750 | SH | | DEFINED | 10 |
| | | | 2933 | 41431 | SH | | DEFINED | 19 |
| | | | 13218 | 186700 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 29273 | 413457 | | | | |
| FOREST OIL CORP | COM PAR \$0.01 | 346091705 | 1422 | 50000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1422 | 50000 | | | | |
| FORTUNE BRANDS INC | COM | 349631101 | 1385 | 24740 | SH | | DEFINED | 1 |
| | | | 34 | 600 | SH | | DEFINED | 15 |
| | | | 168 | 3000 | SH | | DEFINED | 2 |
| | | | 941 | 16805 | SH | | DEFINED | 19 |
| | | | 3186 | 56900 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 5715 | 102045 | | | | |
| 4 KIDS ENTMT INC | COM | 350865101 | 363 | 17553 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 363 | 17553 | | | | |
| FRANKLIN ELEC INC | COM | 353514102 | 1794 | 38104 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 1794 | 38104 | | | | |
| FRANKLIN RES INC | COM | 354613101 | 77 | 1800 | SH | | DEFINED | 1 |
| | | | 9 | 200 | SH | | DEFINED | 19 |
| | | | 891 | 20900 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 976 | 22900 | | | | |
| FREEMPORT-MCMORAN COPPER & GO | CL B | 35671D857 | 18 | 1000 | SH | | DEFINED | 1 |

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| | | | | |
|-------|-------|----|---------|----|
| 65 | 3623 | SH | DEFINED | 19 |
| 205 | 11500 | SH | DEFINED | 85 |
| ----- | | | | |
| 288 | 16123 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|-----------------|--------------|--------------------|---------|
| FRIEDMAN BILLINGS RAMSEY GRO | CL A | 358433100 | 827 | 65000 | SH | | DEFINED | 85 |
| | | | 827 | 65000 | | | | |
| GATX CORP | COM | 361448103 | 2764 | 91824 | SH | | DEFINED | 1 |
| | | | 808 | 26850 | SH | | DEFINED | 15 |
| | | | 56 | 1850 | SH | | DEFINED | 2 |
| | | | 73 | 2415 | SH | | DEFINED | 19 |
| | | | 3700 | 122939 | | | | |
| GABELLI EQUITY TR INC | COM | 362397101 | 254 | 25334 | SH | | DEFINED | 1 |
| | | | 70 | 7000 | SH | | DEFINED | 15 |
| | | | 22 | 2228 | SH | | DEFINED | 2 |
| | | | 18 | 1762 | SH | | DEFINED | 10 |
| | | | 90 | 9012 | SH | | DEFINED | 19 |
| | | | 455 | 45336 | | | | |
| GALLAGHER ARTHUR J & CO | COM | 363576109 | 173 | 5000 | SH | | DEFINED | 19 |
| | | | 2599 | 75000 | SH | | DEFINED | 85 |
| | | | 2772 | 80000 | | | | |
| GALLAHER GROUP PLC | SPONSORED ADR | 363595109 | 529 | 14152 | SH | | DEFINED | 1 |
| | | | 210 | 5623 | SH | | DEFINED | 19 |
| | | | 739 | 19775 | | | | |
| GALYANS TRADING INC | COM | 36458R101 | 57 | 2500 | SH | | DEFINED | 2 |
| | | | 1712 | 75000 | SH | | DEFINED | 85 |
| | | | 1769 | 77500 | | | | |
| GANNETT INC | COM | 364730101 | 6848 | 90220 | SH | | DEFINED | 1 |
| | | | 541 | 7130 | SH | | DEFINED | 15 |
| | | | 152 | 2000 | SH | | DEFINED | 2 |
| | | | 91 | 1200 | SH | | DEFINED | 5 |
| | | | 1785 | 23524 | SH | | DEFINED | 19 |
| | | | 3082 | 40600 | SH | | DEFINED | 85 |
| | | | 12499 | 164674 | | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O |
|-----------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|----|
| GAP INC DEL | COM | 364760108 | 35 | 2444 | SH | | DEFINED | 1 |
| | | | 34 | 2387 | SH | | DEFINED | 15 |
| | | | 1 | 90 | SH | | DEFINED | 5 |
| | | | 176 | 12395 | SH | | DEFINED | 19 |
| | | | 982 | 69137 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1228 | 86453 | | | | |
| GATEWAY INC | COM | 367626108 | 13 | 2900 | SH | | DEFINED | 1 |
| | | | 5 | 1200 | SH | | DEFINED | 15 |
| | | | 2 | 400 | SH | | DEFINED | 19 |
| | | | 115 | 25900 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 135 | 30400 | | | | |
| GENENTECH INC | COM NEW | 368710406 | 911 | 27181 | SH | | DEFINED | 1 |
| | | | 1085 | 32398 | SH | | DEFINED | 15 |
| | | | 67 | 1999 | SH | | DEFINED | 2 |
| | | | 13 | 400 | SH | | DEFINED | 10 |
| | | | 59 | 1750 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 2135 | 63728 | | | | |
| GENERAL DYNAMICS CORP | COM | 369550108 | 617 | 5800 | SH | | DEFINED | 1 |
| | | | 62 | 580 | SH | | DEFINED | 15 |
| | | | 29 | 270 | SH | | DEFINED | 2 |
| | | | 7 | 70 | SH | | DEFINED | 5 |
| | | | 167 | 1567 | SH | | DEFINED | 19 |
| | | | 1712 | 16100 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2594 | 24387 | | | | |
| GENERAL ELEC CO | COM | 369604103 | 271011 | 9329107 | SH | | DEFINED | 1 |
| | | | 16715 | 575388 | SH | | DEFINED | 15 |
| | | | 9494 | 326805 | SH | | DEFINED | 2 |
| | | | 1987 | 68398 | SH | | DEFINED | 5 |
| | | | 3514 | 120972 | SH | | DEFINED | 10 |
| | | | 48610 | 1673312 | SH | | DEFINED | 19 |
| | | | 73630 | 2534600 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 424961 | 14628582 | | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|---------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| GENERAL MLS INC | COM | 370334104 | 2050 | 46496 | SH | | DEFINED | 1 |
| | | | 306 | 6947 | SH | | DEFINED | 15 |
| | | | 25 | 570 | SH | | DEFINED | 2 |
| | | | 6 | 140 | SH | | DEFINED | 5 |
| | | | 513 | 11637 | SH | | DEFINED | 19 |
| | | | 1728 | 39200 | SH | | DEFINED | 85 |
| | | | ----- | ----- | ----- | 4628 | 104990 | |
| GENERAL MTRS CORP | COM | 370442105 | 1857 | 34734 | SH | | DEFINED | 1 |
| | | | 299 | 5602 | SH | | DEFINED | 15 |
| | | | 205 | 3831 | SH | | DEFINED | 2 |
| | | | 41 | 772 | SH | | DEFINED | 5 |
| | | | 6 | 105 | SH | | DEFINED | 10 |
| | | | 3285 | 61467 | SH | | DEFINED | 19 |
| | | | 5179 | 96900 | SH | | DEFINED | 85 |
| ----- | ----- | ----- | 10872 | 203411 | | | | |
| GENERAL MTRS CORP | CL H NEW | 370442832 | 28 | 2732 | SH | | DEFINED | 1 |
| | | | 8 | 783 | SH | | DEFINED | 15 |
| | | | 17 | 1617 | SH | | DEFINED | 2 |
| | | | 1 | 78 | SH | | DEFINED | 5 |
| | | | 160 | 15422 | SH | | DEFINED | 19 |
| ----- | ----- | ----- | 215 | 20632 | | | | |
| GENESCO INC | COM | 371532102 | 5 | 200 | SH | | DEFINED | 5 |
| | | | 1826 | 75000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | ----- | 1831 | 75200 | |
| GENESIS MICROCHIP INC DEL | COM | 37184C103 | 0 | 55 | SH | | DEFINED | 1 |
| | | | 417 | 50000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | ----- | 417 | 50055 | |
| GENTEX CORP | COM | 371901109 | 1065 | 38760 | SH | | DEFINED | 1 |
| | | | 22 | 800 | SH | | DEFINED | 2 |
| | | | 710 | 25850 | SH | | DEFINED | 19 |
| | | | 2829 | 103000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | ----- | 4626 | 168410 | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|---------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| GENUINE PARTS CO | COM | 372460105 | 37 | 1050 | SH | | DEFINED | 15 |
| | | | 227 | 6500 | SH | | DEFINED | 2 |
| | | | 2551 | 73160 | SH | | DEFINED | 19 |
| | | | 486 | 13925 | SH | | DEFINED | 85 |
| | | | 3300 | 94635 | | | | |
| GENUITY INC | CL A NEW | 37248E202 | 0 | 12 | SH | | DEFINED | 19 |
| | | | 41 | 10700 | SH | | DEFINED | 85 |
| | | | 41 | 10712 | | | | |
| GENZYME CORP | COM GENL DIV | 372917104 | 18 | 940 | SH | | DEFINED | 1 |
| | | | 27 | 1379 | SH | | DEFINED | 19 |
| | | | 439 | 22800 | SH | | DEFINED | 85 |
| | | | 483 | 25119 | | | | |
| GEORGIA PAC CORP | COM | 373298108 | 65 | 2627 | SH | | DEFINED | 1 |
| | | | 19 | 760 | SH | | DEFINED | 15 |
| | | | 64 | 2600 | SH | | DEFINED | 2 |
| | | | 244 | 9907 | SH | | DEFINED | 19 |
| | | | 451 | 18345 | SH | | DEFINED | 85 |
| 842 | 34239 | | | | | | | |
| GILLETTE CO | COM | 375766102 | 9069 | 267750 | SH | | DEFINED | 1 |
| | | | 836 | 24678 | SH | | DEFINED | 15 |
| | | | 161 | 4752 | SH | | DEFINED | 2 |
| | | | 87 | 2554 | SH | | DEFINED | 5 |
| | | | 61 | 1800 | SH | | DEFINED | 10 |
| | | | 3290 | 97141 | SH | | DEFINED | 19 |
| | | | 5164 | 152464 | SH | | DEFINED | 85 |
| | | | 18667 | 551139 | | | | |
| GLAXOSMITHKLINE PLC | SPONSORED ADR | 37733W105 | 1583 | 36685 | SH | | DEFINED | 1 |
| | | | 260 | 6032 | SH | | DEFINED | 15 |
| | | | 5 | 113 | SH | | DEFINED | 2 |
| | | | 20 | 455 | SH | | DEFINED | 10 |
| | | | 390 | 9037 | SH | | DEFINED | 19 |
| 2257 | 52322 | | | | | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|

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| | | | | | | | |
|---------------------------|---------------|-----------|-------|--------|----|---------|----|
| GLENBOROUGH RLTY TR INC | PFD CV SER A% | 37803P204 | 1603 | 73000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1603 | 73000 | | | |
| GOLDEN WEST FINL CORP DEL | COM | 381317106 | 22 | 320 | SH | DEFINED | 10 |
| | | | 314 | 4565 | SH | DEFINED | 19 |
| | | | 867 | 12600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1203 | 17485 | | | |
| GOODRICH CORP | COM | 382388106 | 87 | 3202 | SH | DEFINED | 1 |
| | | | 10 | 380 | SH | DEFINED | 19 |
| | | | 904 | 33100 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1002 | 36682 | | | |
| GOODYEAR TIRE & RUBR CO | COM | 382550101 | 958 | 51183 | SH | DEFINED | 1 |
| | | | 81 | 4335 | SH | DEFINED | 15 |
| | | | 397 | 21200 | SH | DEFINED | 2 |
| | | | 30 | 1580 | SH | DEFINED | 5 |
| | | | 32 | 1685 | SH | DEFINED | 10 |
| | | | 298 | 15906 | SH | DEFINED | 19 |
| | | | 241 | 12900 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2035 | 108789 | | | |
| GRACO INC | COM | 384109104 | 2828 | 112500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2828 | 112500 | | | |
| GRAINGER W W INC | COM | 384802104 | 498 | 9940 | SH | DEFINED | 1 |
| | | | 25 | 500 | SH | DEFINED | 5 |
| | | | 57 | 1130 | SH | DEFINED | 19 |
| | | | 376 | 7500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 955 | 19070 | | | |
| GRANITE CONSTR INC | COM | 387328107 | 1898 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1898 | 75000 | | | |
| GREAT LAKES CHEM CORP | COM | 390568103 | 452 | 17048 | SH | DEFINED | 19 |
| | | | 106 | 4000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 558 | 21048 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|---------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| GREATER BAY BANCORP | COM | 391648102 | 4614 | 150000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |

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| | | | | | | |
|-----------------------------|------------|-----------|-------|-----------|---------|----|
| | | | 4614 | 150000 | | |
| GUIDANT CORP | COM | 401698105 | 9069 | 299992 SH | DEFINED | 1 |
| | | | 132 | 4380 SH | DEFINED | 15 |
| | | | 30 | 1000 SH | DEFINED | 2 |
| | | | 56 | 1868 SH | DEFINED | 5 |
| | | | 83 | 2750 SH | DEFINED | 10 |
| | | | 522 | 17262 SH | DEFINED | 19 |
| | | | 1261 | 41700 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 11153 | 368952 | | |
| HCA INC | COM | 404119109 | 48 | 1000 SH | DEFINED | 1 |
| | | | 48 | 1000 SH | DEFINED | 15 |
| | | | 29 | 610 SH | DEFINED | 2 |
| | | | 7 | 150 SH | DEFINED | 5 |
| | | | 572 | 12040 SH | DEFINED | 19 |
| | | | 4258 | 89649 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 4961 | 104449 | | |
| HAEMONETICS CORP | COM | 405024100 | 2920 | 100000 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 2920 | 100000 | | |
| HALLIBURTON CO | COM | 406216101 | 717 | 44980 SH | DEFINED | 1 |
| | | | 11 | 700 SH | DEFINED | 15 |
| | | | 2 | 100 SH | DEFINED | 2 |
| | | | 5 | 300 SH | DEFINED | 5 |
| | | | 35 | 2200 SH | DEFINED | 10 |
| | | | 43 | 2667 SH | DEFINED | 19 |
| | | | 1025 | 64300 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 1837 | 115247 | | |
| JOHN HANCOCK BK &THRIFT OPP | SH BEN INT | 409735107 | 162 | 19000 SH | DEFINED | 1 |
| | | | 21 | 2515 SH | DEFINED | 15 |
| | | | 2230 | 262000 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 2413 | 283515 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| HANCOCK JOHN INCOME SECS TR | COM | 410123103 | 15 | 1000 SH | | | DEFINED | 1 |
| | | | 160 | 10714 SH | | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 175 | 11714 | | | | |
| HANCOCK JOHN FINL SVCS INC | COM | 41014S106 | 80 | 2268 SH | | | DEFINED | 1 |
| | | | 193 | 5491 SH | | | DEFINED | 19 |

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| | | | | | | | |
|-----------------------|---------|-----------|-------|--------|----|---------|----|
| | | | 1369 | 38900 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1642 | 46659 | | | |
| HANOVER COMPRESSOR CO | COM | 410768105 | 1013 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1013 | 75000 | | | |
| HARKEN ENERGY CORP | COM NEW | 412552309 | 0 | 300 | SH | DEFINED | 19 |
| | | | 195 | 390000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 195 | 390300 | | | |
| HARLAND JOHN H CO | COM | 412693103 | 1774 | 62900 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1774 | 62900 | | | |
| HARLEY DAVIDSON INC | COM | 412822108 | 19140 | 373319 | SH | DEFINED | 1 |
| | | | 1330 | 25945 | SH | DEFINED | 15 |
| | | | 2920 | 56950 | SH | DEFINED | 2 |
| | | | 316 | 6160 | SH | DEFINED | 5 |
| | | | 100 | 1952 | SH | DEFINED | 10 |
| | | | 4826 | 94120 | SH | DEFINED | 19 |
| | | | 16755 | 326800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 45387 | 885246 | | | |
| HARMAN INTL INDS INC | COM | 413086109 | 6156 | 125000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 6156 | 125000 | | | |
| HARRAHS ENTMT INC | COM | 413619107 | 133 | 3000 | SH | DEFINED | 1 |
| | | | 16 | 350 | SH | DEFINED | 19 |
| | | | 399 | 9000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 548 | 12350 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| HARRIS CORP DEL | COM | 413875105 | 18 | 500 | SH | | DEFINED | 1 |
| | | | 58 | 1600 | SH | | DEFINED | 19 |
| | | | 2174 | 60000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2251 | 62100 | | | | |
| HARTFORD FINL SVCS GROUP INC | COM | 416515104 | 222 | 3733 | SH | | DEFINED | 1 |
| | | | 95 | 1600 | SH | | DEFINED | 15 |
| | | | 432 | 7258 | SH | | DEFINED | 19 |
| | | | 2078 | 34945 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |

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| | | | 2827 | 47536 | | |
|---------------------------|------|-----------|-------|--------|----|------------|
| HARTMARX CORP | COM | 417119104 | 575 | 230000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 575 | 230000 | | |
| HASBRO INC | COM | 418056107 | 1 | 100 | SH | DEFINED 1 |
| | | | 8 | 600 | SH | DEFINED 2 |
| | | | 2 | 175 | SH | DEFINED 5 |
| | | | 186 | 13700 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 198 | 14575 | | |
| HEALTHSOUTH CORP | COM | 421924101 | 232 | 18126 | SH | DEFINED 1 |
| | | | 79 | 6150 | SH | DEFINED 19 |
| | | | 944 | 73800 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 1254 | 98076 | | |
| HEALTH MGMT ASSOC INC NEW | CL A | 421933102 | 23 | 1140 | SH | DEFINED 1 |
| | | | 40 | 2000 | SH | DEFINED 10 |
| | | | 23 | 1125 | SH | DEFINED 19 |
| | | | 389 | 19300 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 475 | 23565 | | |
| HEALTH CARE REIT INC | COM | 42217K106 | 559 | 18650 | SH | DEFINED 1 |
| | | | 35 | 1182 | SH | DEFINED 10 |
| | | | 6 | 200 | SH | DEFINED 19 |
| | | | ----- | ----- | | |
| | | | 600 | 20032 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ INVSTMT DSCRETN | O MA |
|--------------------|----------------|-----------|-----------------|-----------------|--------------|----------------------|------|
| HEINZ H J CO | COM | 423074103 | 3394 | 82575 | SH | DEFINED 1 | |
| | | | 138 | 3350 | SH | DEFINED 15 | |
| | | | 16 | 400 | SH | DEFINED 2 | |
| | | | 16 | 400 | SH | DEFINED 5 | |
| | | | 905 | 22027 | SH | DEFINED 19 | |
| | | | 1521 | 37000 | SH | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 5990 | 145752 | | | |
| HERSHEY FOODS CORP | COM | 427866108 | 26105 | 417681 | SH | DEFINED 1 | |
| | | | 2154 | 34457 | SH | DEFINED 15 | |
| | | | 681 | 10900 | SH | DEFINED 2 | |
| | | | 1994 | 31900 | SH | DEFINED 5 | |
| | | | 4899 | 78382 | SH | DEFINED 19 | |
| | | | 2000 | 32000 | SH | DEFINED 85 | |
| | | | ----- | ----- | | | |

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| | | 37833 | | 605320 | | | |
|--------------------------|-----|-----------|-------|---------|----|---------|----|
| HEWLETT PACKARD CO | COM | 428236103 | 7078 | 463239 | SH | DEFINED | 1 |
| | | | 1484 | 97137 | SH | DEFINED | 15 |
| | | | 447 | 29265 | SH | DEFINED | 2 |
| | | | 70 | 4612 | SH | DEFINED | 5 |
| | | | 132 | 8665 | SH | DEFINED | 10 |
| | | | 2067 | 135286 | SH | DEFINED | 19 |
| | | | 9534 | 623978 | SH | DEFINED | 85 |
| | | ----- | | | | | |
| | | 20814 | | 1362182 | | | |
| HILB ROGAL & HAMILTON CO | COM | 431294107 | 70 | 1550 | SH | DEFINED | 2 |
| | | | 272 | 6000 | SH | DEFINED | 19 |
| | | | 4525 | 100000 | SH | DEFINED | 85 |
| | | ----- | | | | | |
| | | 4867 | | 107550 | | | |
| HILLENBRAND INDS INC | COM | 431573104 | 23876 | 425222 | SH | DEFINED | 1 |
| | | | 73 | 1300 | SH | DEFINED | 15 |
| | | | 22 | 400 | SH | DEFINED | 5 |
| | | | 177 | 3150 | SH | DEFINED | 19 |
| | | ----- | | | | | |
| | | 24149 | | 430072 | | | |
| HILTON HOTELS CORP | COM | 432848109 | 17 | 1246 | SH | DEFINED | 19 |
| | | | 410 | 29500 | SH | DEFINED | 85 |
| | | | ----- | | | | |
| | | 427 | | 30746 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT PRN CALL DSCRETN | O MA | |
|--------------------|----------------|-----------|-----------------|-----------------|-----------------------------------|---------|----|
| HOME DEPOT INC | COM | 437076102 | 93629 | 2549110 | SH | DEFINED | 1 |
| | | | 3961 | 107845 | SH | DEFINED | 15 |
| | | | 5392 | 146812 | SH | DEFINED | 2 |
| | | | 1285 | 34997 | SH | DEFINED | 5 |
| | | | 1882 | 51239 | SH | DEFINED | 10 |
| | | | 10100 | 274983 | SH | DEFINED | 19 |
| | | | 54391 | 1480843 | SH | DEFINED | 85 |
| | | ----- | | | | | |
| | | 170642 | | 4645829 | | | |
| HON INDS INC | COM | 438092108 | 802 | 29450 | SH | DEFINED | 19 |
| | | | ----- | | | | |
| | | 802 | | 29450 | | | |
| HONEYWELL INTL INC | COM | 438516106 | 2572 | 72994 | SH | DEFINED | 1 |
| | | | 234 | 6647 | SH | DEFINED | 15 |
| | | | 503 | 14280 | SH | DEFINED | 2 |
| | | | 2 | 52 | SH | DEFINED | 5 |

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| | | | | | | | |
|----------------------|----------------|-----------|-------|--------|----|---------|----|
| | | | 122 | 3464 | SH | DEFINED | 10 |
| | | | 1896 | 53815 | SH | DEFINED | 19 |
| | | | 5112 | 145112 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 10441 | 296364 | | | |
| HOSPITALITY PPTYS TR | COM SH BEN INT | 44106M102 | 139 | 3800 | SH | DEFINED | 1 |
| | | | 26 | 700 | SH | DEFINED | 15 |
| | | | 34 | 938 | SH | DEFINED | 10 |
| | | | 148 | 4050 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 346 | 9488 | | | |
| HOT TOPIC INC | COM | 441339108 | 60 | 2250 | SH | DEFINED | 2 |
| | | | 3339 | 125000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3399 | 127250 | | | |
| HOUSEHOLD INTL INC | COM | 441815107 | 4884 | 98277 | SH | DEFINED | 1 |
| | | | 1494 | 30069 | SH | DEFINED | 19 |
| | | | 3543 | 71293 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 9922 | 199639 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O MA |
|-----------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| HUBBELL INC | CL A | 443510102 | 539 | 16858 | SH | DEFINED | 1 | |
| | | | 154 | 4800 | SH | DEFINED | 10 | |
| | | | 19 | 600 | SH | DEFINED | 19 | |
| | | | ----- | ----- | | | | |
| | | | 712 | 22258 | | | | |
| HUBBELL INC | CL B | 443510201 | 1656 | 48484 | SH | DEFINED | 1 | |
| | | | 27 | 780 | SH | DEFINED | 10 | |
| | | | 10 | 283 | SH | DEFINED | 19 | |
| | | | ----- | ----- | | | | |
| | | | 1692 | 49547 | | | | |
| HUDSON UNITED BANCORP | COM | 444165104 | 4 | 157 | SH | DEFINED | 19 | |
| | | | 2142 | 75000 | SH | DEFINED | 85 | |
| | | | ----- | ----- | | | | |
| | | | 2146 | 75157 | | | | |
| HUMANA INC | COM | 444859102 | 631 | 40375 | SH | DEFINED | 1 | |
| | | | 37 | 2350 | SH | DEFINED | 15 | |
| | | | 503 | 32180 | SH | DEFINED | 2 | |
| | | | 13 | 820 | SH | DEFINED | 10 | |
| | | | 496 | 31750 | SH | DEFINED | 19 | |
| | | | 602 | 38500 | SH | DEFINED | 85 | |
| | | | ----- | ----- | | | | |

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| | | | | | | |
|----------------------------|-----|-----------|-------|--------|----|------------|
| | | | 2282 | 145975 | | |
| HUNTINGTON BANCSHARES INC | COM | 446150104 | 3314 | 170637 | SH | DEFINED 1 |
| | | | 63 | 3234 | SH | DEFINED 15 |
| | | | 244 | 12585 | SH | DEFINED 5 |
| | | | 10 | 500 | SH | DEFINED 10 |
| | | | 8243 | 424459 | SH | DEFINED 19 |
| | | | 390 | 20061 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 12263 | 631476 | | |
| HYPERFEED TECHNOLOGIES INC | COM | 44913S102 | 5 | 12000 | SH | DEFINED 19 |
| | | | ----- | ----- | | |
| | | | 5 | 12000 | | |
| HYPERION SOLUTIONS CORP | COM | 44914M104 | 1368 | 75000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 1368 | 75000 | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| IDEC PHARMACEUTICALS CORP | COM | 449370105 | 1666 | 47005 | SH | DEFINED 1 | |
| | | | 250 | 7050 | SH | DEFINED 15 | |
| | | | 101 | 2850 | SH | DEFINED 2 | |
| | | | 11 | 300 | SH | DEFINED 5 | |
| | | | 159 | 4485 | SH | DEFINED 19 | |
| | | | 7888 | 222500 | SH | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 10075 | 284190 | | | |
| IGO CORP | COM | 449592104 | 4 | 10600 | SH | DEFINED 1 | |
| | | | ----- | ----- | | | |
| | | | 4 | 10600 | | | |
| IMS HEALTH INC | COM | 449934108 | 370 | 20619 | SH | DEFINED 1 | |
| | | | 336 | 18708 | SH | DEFINED 19 | |
| | | | 640 | 35630 | SH | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 1345 | 74957 | | | |
| ITT EDUCATIONAL SERVICES INC | COM | 45068B109 | 44 | 2000 | SH | DEFINED 2 | |
| | | | 2180 | 100000 | SH | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 2224 | 102000 | | | |
| ITT INDS INC IND | COM | 450911102 | 72 | 1013 | SH | DEFINED 1 | |
| | | | 49 | 700 | SH | DEFINED 15 | |
| | | | 333 | 4715 | SH | DEFINED 19 | |
| | | | 1426 | 20200 | SH | DEFINED 85 | |
| | | | ----- | ----- | | | |

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| | | | | | | |
|-------------------|-----|-----------|-------|--------|----|------------|
| | | | 1880 | 26628 | | |
| IDEXX LABS INC | COM | 45168D104 | 32 | 1250 | SH | DEFINED 2 |
| | | | 3224 | 125000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 3256 | 126250 | | |
| ILEX ONCOLOGY INC | COM | 451923106 | 25 | 1750 | SH | DEFINED 2 |
| | | | 1409 | 100000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 1434 | 101750 | | |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| ILLINOIS TOOL WKS INC | COM | 452308109 | 58256 | 852948 | SH | | DEFINED 1 | |
| | | | 2927 | 42860 | SH | | DEFINED 15 | |
| | | | 2533 | 37085 | SH | | DEFINED 2 | |
| | | | 319 | 4675 | SH | | DEFINED 5 | |
| | | | 1132 | 16571 | SH | | DEFINED 10 | |
| | | | 2405 | 35215 | SH | | DEFINED 19 | |
| | | | 31370 | 459300 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 98943 | 1448654 | | | | |
| IMATION CORP | COM | 45245A107 | 180 | 6032 | SH | | DEFINED 1 | |
| | | | 45 | 1520 | SH | | DEFINED 19 | |
| | | | ----- | ----- | | | | |
| | | | 225 | 7552 | | | | |
| IMAGISTICS INTERNATIONAL INC | COM | 45247T104 | 210 | 9803 | SH | | DEFINED 1 | |
| | | | 1 | 40 | SH | | DEFINED 15 | |
| | | | 5 | 224 | SH | | DEFINED 2 | |
| | | | 11 | 497 | SH | | DEFINED 19 | |
| | | | ----- | ----- | | | | |
| | | | 227 | 10564 | | | | |
| IMMUNEX CORP NEW | COM | 452528102 | 27 | 1227 | SH | | DEFINED 1 | |
| | | | 18 | 825 | SH | | DEFINED 2 | |
| | | | 180 | 8062 | SH | | DEFINED 19 | |
| | | | 972 | 43500 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 1198 | 53614 | | | | |
| IMPATH INC | COM | 45255G101 | 34 | 1900 | SH | | DEFINED 2 | |
| | | | 1795 | 100000 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 1829 | 101900 | | | | |
| INCO LTD | BCV 7.750% 3 | 453258AH8 | 21285 | 211000 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |

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| | | | 21285 | 211000 | | |
|---------------------|-----|-----------|-------|--------|----|------------|
| INCO LTD | COM | 453258402 | 155 | 6860 | SH | DEFINED 19 |
| | | | 546 | 24100 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 701 | 30960 | | |
| INCYTE GENOMICS INC | COM | 45337C102 | 909 | 125000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 909 | 125000 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT PRN CALL DSCRETN | O MA |
|------------------------------|----------------|-----------|-----------------|-----------------|-----------------------------------|------------|
| INDEPENDENT BANK CORP MASS | COM | 453836108 | 1145 | 50000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 1145 | 50000 | | |
| INDEPENDENT BANK CORP MICH | COM | 453838104 | 20 | 632 | SH | DEFINED 1 |
| | | | 556 | 17614 | SH | DEFINED 19 |
| | | | ----- | ----- | | |
| | | | 576 | 18246 | | |
| INFOCUS CORP | COM | 45665B106 | 1178 | 100000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 1178 | 100000 | | |
| INFOSPACE INC | COM | 45678T102 | 0 | 729 | SH | DEFINED 19 |
| | | | 119 | 291000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 120 | 291729 | | |
| INSIGHT ENTERPRISES INC | COM | 45765U103 | 50 | 2000 | SH | DEFINED 2 |
| | | | 13 | 505 | SH | DEFINED 19 |
| | | | 2519 | 100000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 2582 | 102505 | | |
| INSITUFORM TECHNOLOGIES INC | CL A | 457667103 | 36 | 1700 | SH | DEFINED 2 |
| | | | 2118 | 100000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 2154 | 101700 | | |
| INTEGRATED CIRCUIT SYS INC | COM | 45811K208 | 1897 | 93975 | SH | DEFINED 1 |
| | | | 107 | 5290 | SH | DEFINED 19 |
| | | | 5401 | 267500 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 7405 | 366765 | | |
| INTEGRATED DEVICE TECHNOLOGY | COM | 458118106 | 1028 | 56660 | SH | DEFINED 1 |
| | | | 63 | 3475 | SH | DEFINED 19 |

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| | | | | | | | |
|-----------------|-----|-----------|-------|--------|----|---------|----|
| | | | 3175 | 175000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 4265 | 235135 | | | |
| INTEGRA BK CORP | COM | 45814P105 | 2151 | 96026 | SH | DEFINED | 15 |
| | | | 105 | 4678 | SH | DEFINED | 5 |
| | | | ----- | ----- | | | |
| | | | 2256 | 100704 | | | |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|---------------------|-------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| INTEL CORP | COM | 458140100 | 96311 | 5271516 | SH | DEFINED | 1 |
| | | | 3628 | 198580 | SH | DEFINED | 15 |
| | | | 4830 | 264361 | SH | DEFINED | 2 |
| | | | 1502 | 82198 | SH | DEFINED | 5 |
| | | | 1738 | 95150 | SH | DEFINED | 10 |
| | | | 13639 | 746510 | SH | DEFINED | 19 |
| | | | 48830 | 2672700 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 170478 | 9331015 | | | |
| INTERDIGITAL COMMUNICATIONS | COM | 45866A105 | 1358 | 150000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1358 | 150000 | | | |
| INTERMAGNETICS GEN CORP | COM | 458771102 | 45 | 2250 | SH | DEFINED | 2 |
| | | | 1515 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1560 | 77250 | | | |
| INTERNATIONAL BUSINESS MACHS | COM | 459200101 | 71915 | 998822 | SH | DEFINED | 1 |
| | | | 4660 | 64726 | SH | DEFINED | 15 |
| | | | 3695 | 51326 | SH | DEFINED | 2 |
| | | | 461 | 6409 | SH | DEFINED | 5 |
| | | | 1130 | 15698 | SH | DEFINED | 10 |
| | | | 16061 | 223067 | SH | DEFINED | 19 |
| | | | 51797 | 719400 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 149720 | 2079448 | | | |
| INTERNATIONAL FLAVORS&FRAGRA | COM | 459506101 | 473 | 14566 | SH | DEFINED | 1 |
| | | | 136 | 4200 | SH | DEFINED | 19 |
| | | | 247 | 7600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 857 | 26366 | | | |
| INTERNATIONAL GAME TECHNOLOG | COM | 459902102 | 12 | 211 | SH | DEFINED | 19 |
| | | | 408 | 7200 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 420 | 7411 | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| INTL PAPER CO | COM | 460146103 | 1043 | 23940 | SH | | DEFINED | 1 |
| | | | 67 | 1527 | SH | | DEFINED | 15 |
| | | | 200 | 4590 | SH | | DEFINED | 2 |
| | | | 15 | 340 | SH | | DEFINED | 10 |
| | | | 552 | 12658 | SH | | DEFINED | 19 |
| | | | 3096 | 71036 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 4972 | 114091 | | | | |
| INTERNATIONAL RECTIFIER CORP | COM | 460254105 | 2915 | 100000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2915 | 100000 | | | | |
| INTERNET SEC SYS INC | COM | 46060X107 | 2099 | 160000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2099 | 160000 | | | | |
| INTERPUBLIC GROUP COS INC | COM | 460690100 | 24629 | 994705 | SH | | DEFINED | 1 |
| | | | 149 | 6025 | SH | | DEFINED | 15 |
| | | | 170 | 6850 | SH | | DEFINED | 2 |
| | | | 126 | 5100 | SH | | DEFINED | 5 |
| | | | 474 | 19143 | SH | | DEFINED | 10 |
| | | | 357 | 14435 | SH | | DEFINED | 19 |
| 1208 | 48800 | SH | | DEFINED | 85 | | | |
| | | | ----- | ----- | | | | |
| | | | 27114 | 1095058 | | | | |
| INTUIT | COM | 461202103 | 120 | 2420 | SH | | DEFINED | 1 |
| | | | 15 | 300 | SH | | DEFINED | 19 |
| | | | 845 | 17000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 980 | 19720 | | | | |
| INVESTMENT TECHNOLOGY GRP NE | COM | 46145F105 | 4088 | 125000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 4088 | 125000 | | | | |
| INVITROGEN CORP | COM | 46185R100 | 200 | 6250 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 200 | 6250 | | | | |
| INVISION TECHNOLOGIES INC | COM | 461851107 | 2 | 100 | SH | | DEFINED | 2 |
| | | | 87 | 3600 | SH | | DEFINED | 19 |
| | | | 846 | 35000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 935 | 38700 | | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O MA |
|--------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| IOMEGA CORP | COM NEW | 462030305 | 5 | 400 | SH | | DEFINED | 10 |
| | | | 386 | 30000 | SH | | DEFINED | 85 |
| | | | 391 | 30400 | | | | |
| IONICS INC | COM | 462218108 | 12 | 515 | SH | | DEFINED | 1 |
| | | | 1261 | 52000 | SH | | DEFINED | 85 |
| | | | 1273 | 52515 | | | | |
| IRWIN FINL CORP | COM | 464119106 | 3518 | 175000 | SH | | DEFINED | 85 |
| | | | 3518 | 175000 | | | | |
| ISHARES TR | RUSSELL 2000 | 464287655 | 91 | 1000 | SH | | DEFINED | 2 |
| | | | 191 | 2105 | SH | | DEFINED | 19 |
| | | | 3173 | 35000 | SH | | DEFINED | 85 |
| | | | 3454 | 38105 | | | | |
| ISIS PHARMACEUTICALS INC | COM | 464330109 | 10 | 1000 | SH | | DEFINED | 19 |
| | | | 951 | 100000 | SH | | DEFINED | 85 |
| | | | 961 | 101000 | | | | |
| JDS UNIPHASE CORP | COM | 46612J101 | 249 | 93346 | SH | | DEFINED | 1 |
| | | | 25 | 9200 | SH | | DEFINED | 15 |
| | | | 2 | 749 | SH | | DEFINED | 2 |
| | | | 28 | 10510 | SH | | DEFINED | 19 |
| | | | 1491 | 558500 | SH | | DEFINED | 85 |
| | | | 1795 | 672305 | | | | |
| JDA SOFTWARE GROUP INC | COM | 46612K108 | 2826 | 100000 | SH | | DEFINED | 85 |
| | | | 2826 | 100000 | | | | |
| J P MORGAN CHASE & CO | COM | 46625H100 | 13262 | 390965 | SH | | DEFINED | 1 |
| | | | 518 | 15277 | SH | | DEFINED | 15 |
| | | | 1162 | 34261 | SH | | DEFINED | 2 |
| | | | 47 | 1377 | SH | | DEFINED | 5 |
| | | | 53 | 1575 | SH | | DEFINED | 10 |
| | | | 4113 | 121261 | SH | | DEFINED | 19 |
| | | | 11121 | 327854 | SH | | DEFINED | 85 |
| | | | 30276 | 892570 | | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|---------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| JABIL CIRCUIT INC | COM | 466313103 | 11344 | 537370 | SH | DEFINED | 1 |
| | | | 242 | 11447 | SH | DEFINED | 15 |
| | | | 231 | 10940 | SH | DEFINED | 2 |
| | | | 153 | 7235 | SH | DEFINED | 5 |
| | | | 132 | 6250 | SH | DEFINED | 10 |
| | | | 266 | 12612 | SH | DEFINED | 19 |
| | | | 5991 | 283800 | SH | DEFINED | 85 |
| | | | 18358 | 869654 | | | |
| JACK IN THE BOX INC | COM | 466367109 | 3180 | 100000 | SH | DEFINED | 85 |
| | | | | 3180 | 100000 | | |
| JACOBS ENGR GROUP INC DEL | COM | 469814107 | 3478 | 100000 | SH | DEFINED | 85 |
| | | | | 3478 | 100000 | | |
| JEFFERIES GROUP INC NEW | COM | 472319102 | 3158 | 75000 | SH | DEFINED | 85 |
| | | | | 3158 | 75000 | | |
| JEFFERSON PILOT CORP | COM | 475070108 | 34875 | 742026 | SH | DEFINED | 1 |
| | | | 924 | 19651 | SH | DEFINED | 19 |
| | | | 1066 | 22687 | SH | DEFINED | 85 |
| | | | | 36865 | 784364 | | |
| JOHNSON & JOHNSON | COM | 478160104 | 88044 | 1684737 | SH | DEFINED | 1 |
| | | | 7612 | 145652 | SH | DEFINED | 15 |
| | | | 1856 | 35523 | SH | DEFINED | 2 |
| | | | 502 | 9605 | SH | DEFINED | 5 |
| | | | 1227 | 23473 | SH | DEFINED | 10 |
| | | | 19600 | 375044 | SH | DEFINED | 19 |
| | | | 28771 | 550532 | SH | DEFINED | 85 |
| | | | 147612 | 2824566 | | | |
| JOHNSON CTLS INC | COM | 478366107 | 168 | 2060 | SH | DEFINED | 1 |
| | | | 1325 | 16231 | SH | DEFINED | 19 |
| | | | 1467 | 17975 | SH | DEFINED | 85 |
| | | | | 2960 | 36266 | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| JONES APPAREL GROUP INC | COM | 480074103 | 31 | 825 | SH | | DEFINED | 15 |
| | | | 19 | 500 | SH | | DEFINED | 10 |
| | | | 375 | 10000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 425 | 11325 | | | | |
| KLA-TENCOR CORP | COM | 482480100 | 12 | 270 | SH | | DEFINED | 1 |
| | | | 99 | 2249 | SH | | DEFINED | 19 |
| | | | 1584 | 36000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1694 | 38519 | | | | |
| K MART CORP | COM | 482584109 | 11 | 11121 | SH | | DEFINED | 1 |
| | | | 2 | 1800 | SH | | DEFINED | 15 |
| | | | 0 | 200 | SH | | DEFINED | 5 |
| | | | 3 | 2726 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 16 | 15847 | | | | |
| KVH INDS INC | COM | 482738101 | 1076 | 142900 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1076 | 142900 | | | | |
| KANEB PIPE LINE PARTNERS L P | SR PREF UNIT | 484169107 | 9 | 250 | SH | | DEFINED | 1 |
| | | | 241 | 6400 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 251 | 6650 | | | | |
| KANEB SERVICES LLC | COM | 484173109 | 22 | 1100 | SH | | DEFINED | 19 |
| | | | 702 | 35100 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 724 | 36200 | | | | |
| KB HOME | COM | 48666K109 | 312 | 6065 | SH | | DEFINED | 19 |
| | | | 2784 | 54040 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 3096 | 60105 | | | | |
| KELLOGG CO | COM | 487836108 | 1296 | 36128 | SH | | DEFINED | 1 |
| | | | 8 | 212 | SH | | DEFINED | 15 |
| | | | 3289 | 91708 | SH | | DEFINED | 19 |
| | | | 2313 | 64500 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 6905 | 192548 | | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| KENSEY NASH CORP | COM | 490057106 | 16 | 1000 | SH | | DEFINED | 19 |
| | | | 1296 | 80000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1312 | 81000 | | | | |
| KERR MCGEE CORP | COM | 492386107 | 68 | 1261 | SH | | DEFINED | 1 |
| | | | 20 | 369 | SH | | DEFINED | 15 |
| | | | 51 | 952 | SH | | DEFINED | 19 |
| | | | 427 | 7973 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 565 | 10555 | | | | |
| KEYCORP NEW | COM | 493267108 | 5992 | 219501 | SH | | DEFINED | 1 |
| | | | 123 | 4489 | SH | | DEFINED | 15 |
| | | | 564 | 20675 | SH | | DEFINED | 2 |
| | | | 49 | 1780 | SH | | DEFINED | 5 |
| | | | 46 | 1670 | SH | | DEFINED | 10 |
| | | | 679 | 24880 | SH | | DEFINED | 19 |
| | | | 1742 | 63800 | SH | | DEFINED | 85 |
| ----- | ----- | | | | | | | |
| | | | 9195 | 336795 | | | | |
| KEYSPAN CORP | COM | 49337W100 | 15 | 400 | SH | | DEFINED | 1 |
| | | | 23 | 600 | SH | | DEFINED | 15 |
| | | | 11 | 300 | SH | | DEFINED | 10 |
| | | | 216 | 5746 | SH | | DEFINED | 19 |
| | | | 1216 | 32300 | SH | | DEFINED | 85 |
| ----- | ----- | | | | | | | |
| | | | 1481 | 39346 | | | | |
| KIMBERLY CLARK CORP | COM | 494368103 | 9233 | 148918 | SH | | DEFINED | 1 |
| | | | 2436 | 39292 | SH | | DEFINED | 15 |
| | | | 101 | 1637 | SH | | DEFINED | 2 |
| | | | 39 | 635 | SH | | DEFINED | 5 |
| | | | 220 | 3555 | SH | | DEFINED | 10 |
| | | | 2638 | 42556 | SH | | DEFINED | 19 |
| 6915 | 111540 | SH | | DEFINED | 85 | | | |
| ----- | ----- | | | | | | | |
| | | | 21584 | 348133 | | | | |
| KINDER MORGAN INC KANS | COM | 49455P101 | 30 | 782 | SH | | DEFINED | 19 |
| | | | 376 | 9900 | SH | | DEFINED | 85 |
| ----- | ----- | | | | | | | |
| | | | 406 | 10682 | | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | (X\$1000) | PRN | AMT | PRN | CALL | DSCRETN | MA | |
|------------------------------|----------------|-----------|-----------|--------|-----|-----|------|---------|---------|----|
| KINDER MORGAN ENERGY PARTNER | UT LTD PARTNER | 494550106 | 895 | 28500 | SH | | | DEFINED | 1 | |
| | | | 11 | 350 | SH | | | DEFINED | 19 | |
| | | | 906 | 28850 | | | | | | |
| KING PHARMACEUTICALS INC | COM | 495582108 | 4020 | 180663 | SH | | | DEFINED | 1 | |
| | | | 62 | 2800 | SH | | | DEFINED | 15 | |
| | | | 222 | 9975 | SH | | | | DEFINED | 2 |
| | | | 105 | 4700 | SH | | | | DEFINED | 10 |
| | | | 1765 | 79330 | SH | | | | DEFINED | 19 |
| | | | 4291 | 192833 | SH | | | | DEFINED | 85 |
| 10464 | 470301 | | | | | | | | | |
| KNIGHT RIDDER INC | COM | 499040103 | 50 | 800 | SH | | | DEFINED | 1 | |
| | | | 25 | 400 | SH | | | DEFINED | 15 | |
| | | | 422 | 6700 | SH | | | | DEFINED | 85 |
| | | | 497 | 7900 | | | | | | |
| KOHLS CORP | COM | 500255104 | 18285 | 260921 | SH | | | DEFINED | 1 | |
| | | | 619 | 8830 | SH | | | DEFINED | 15 | |
| | | | 1582 | 22575 | SH | | | | DEFINED | 2 |
| | | | 242 | 3460 | SH | | | | DEFINED | 5 |
| | | | 106 | 1508 | SH | | | | DEFINED | 10 |
| | | | 5531 | 78924 | SH | | | | DEFINED | 19 |
| | | | 22198 | 316750 | SH | | | | DEFINED | 85 |
| 48563 | 692968 | | | | | | | | | |
| KONINKLIJKE PHILIPS ELECTRS | NY REG SH NEW | 500472303 | 369 | 13386 | SH | | | DEFINED | 1 | |
| | | | 104 | 3765 | SH | | | DEFINED | 19 | |
| | | | 473 | 17151 | | | | | | |
| KOPIN CORP | COM | 500600101 | 86 | 13000 | SH | | | DEFINED | 1 | |
| | | | 1320 | 200000 | SH | | | DEFINED | 85 | |
| | | | 1406 | 213000 | | | | | | |
| KRAFT FOODS INC | CL A | 50075N104 | 447 | 10910 | SH | | | DEFINED | 1 | |
| | | | 68 | 1650 | SH | | | DEFINED | 15 | |
| | | | 21 | 510 | SH | | | | DEFINED | 5 |
| | | | 1852 | 45230 | SH | | | | DEFINED | 19 |
| | | | 2387 | 58300 | | | | | | |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-------|-----------------|-----------------|-------------------|-----------------|------|
|----------------|----------------|-------|-----------------|-----------------|-------------------|-----------------|------|

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| | | | | | | | |
|------------------------------|-----|-----------|-------|--------|----|---------|----|
| KROGER CO | COM | 501044101 | 11037 | 554624 | SH | DEFINED | 1 |
| | | | 418 | 20984 | SH | DEFINED | 15 |
| | | | 2006 | 100782 | SH | DEFINED | 2 |
| | | | 881 | 44255 | SH | DEFINED | 5 |
| | | | 697 | 35015 | SH | DEFINED | 10 |
| | | | 1188 | 59711 | SH | DEFINED | 19 |
| | | | 2583 | 129800 | SH | DEFINED | 85 |
| | | | ----- | | | | |
| | | | 18809 | 945171 | | | |
| KRONOS INC | COM | 501052104 | 40 | 1300 | SH | DEFINED | 2 |
| | | | 3049 | 100000 | SH | DEFINED | 85 |
| | | | | ----- | | | |
| | | | 3089 | 101300 | | | |
| KULICKE & SOFFA INDS INC | COM | 501242101 | 6 | 500 | SH | DEFINED | 19 |
| | | | 1859 | 150000 | SH | DEFINED | 85 |
| | | | | ----- | | | |
| | | | 1865 | 150500 | | | |
| LSI LOGIC CORP | COM | 502161102 | 4 | 500 | SH | DEFINED | 15 |
| | | | 46 | 5268 | SH | DEFINED | 19 |
| | | | 256 | 29300 | SH | DEFINED | 85 |
| | | | | ----- | | | |
| | | | 307 | 35068 | | | |
| LTX CORP | COM | 502392103 | 2499 | 175000 | SH | DEFINED | 85 |
| | | | | ----- | | | |
| | | | 2499 | 175000 | | | |
| L-3 COMMUNICATIONS HLDGS INC | COM | 502424104 | 2235 | 41380 | SH | DEFINED | 1 |
| | | | 11 | 200 | SH | DEFINED | 2 |
| | | | 122 | 2250 | SH | DEFINED | 19 |
| | | | 5778 | 107000 | SH | DEFINED | 85 |
| | | | | ----- | | | |
| | | | 8145 | 150830 | | | |
| LA Z BOY INC | COM | 505336107 | 151 | 6000 | SH | DEFINED | 1 |
| | | | 11043 | 437847 | SH | DEFINED | 19 |
| | | | 3153 | 125000 | SH | DEFINED | 85 |
| | | | | ----- | | | |
| | | | 14346 | 568847 | | | |
| LAZARE KAPLAN INTL INC | COM | 521078105 | 1216 | 170000 | SH | DEFINED | 85 |
| | | | | ----- | | | |
| | | | 1216 | 170000 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-------|--------------------|--------------------|-------------------------|--------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |

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| | | | | | | | |
|----------------------------|-----------|-----------|-------|--------|------|---------|----|
| LEGETT & PLATT INC | COM | 524660107 | 583 | 24900 | SH | DEFINED | 1 |
| | | | 54 | 2297 | SH | DEFINED | 19 |
| | | | 367 | 15700 | SH | DEFINED | 85 |
| | | | ----- | | 1004 | 42897 | |
| LEHMAN BROS HLDGS INC | COM | 524908100 | 823 | 13162 | SH | DEFINED | 1 |
| | | | 71 | 1140 | SH | DEFINED | 15 |
| | | | 6 | 90 | SH | DEFINED | 2 |
| | | | 6 | 100 | SH | DEFINED | 5 |
| | | | 16 | 250 | SH | DEFINED | 10 |
| | | | 114 | 1820 | SH | DEFINED | 19 |
| | | | 1219 | 19500 | SH | DEFINED | 85 |
| ----- | | 2255 | 36062 | | | | |
| LEITCH TECHNOLOGY CORP | COM | 52543H107 | 122 | 20741 | SH | DEFINED | 5 |
| | | | ----- | | 122 | 20741 | |
| LESCO INC OHIO | COM | 526872106 | 542 | 47000 | SH | DEFINED | 85 |
| | | | ----- | | 542 | 47000 | |
| LEXMARK INTL NEW | CL A | 529771107 | 823 | 15125 | SH | DEFINED | 1 |
| | | | 33 | 610 | SH | DEFINED | 15 |
| | | | 49 | 900 | SH | DEFINED | 2 |
| | | | 82 | 1500 | SH | DEFINED | 5 |
| | | | 87 | 1600 | SH | DEFINED | 10 |
| | | | 188 | 3460 | SH | DEFINED | 19 |
| | | | 1436 | 26400 | SH | DEFINED | 85 |
| ----- | | 2698 | 49595 | | | | |
| LIBERTY MEDIA CORP NEW | COM SER A | 530718105 | 10 | 1000 | SH | DEFINED | 1 |
| | | | 6 | 600 | SH | DEFINED | 15 |
| | | | 5 | 500 | SH | DEFINED | 19 |
| | | | 2000 | 200000 | SH | DEFINED | 85 |
| | | | ----- | | 2021 | 202100 | |
| LIGAND PHARMACEUTICALS INC | CL B | 53220K207 | 0 | 8 | SH | DEFINED | 19 |
| | | | 2538 | 175000 | SH | DEFINED | 85 |
| | | | ----- | | 2538 | 175008 | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| LIGHTBRIDGE INC | COM | 532226107 | 33 | 3950 | SH | | DEFINED | 2 |

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| | | | | | | | |
|------------------------|-----|-----------|-------|---------|----|---------|----|
| | | | 845 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 878 | 103950 | | | |
| LILLY ELI & CO | COM | 532457108 | 34524 | 612134 | SH | DEFINED | 1 |
| | | | 6310 | 111874 | SH | DEFINED | 15 |
| | | | 663 | 11748 | SH | DEFINED | 2 |
| | | | 376 | 6663 | SH | DEFINED | 5 |
| | | | 241 | 4275 | SH | DEFINED | 10 |
| | | | 7469 | 132433 | SH | DEFINED | 19 |
| | | | 10231 | 181400 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 59814 | 1060527 | | | |
| LIMITED BRANDS INC | COM | 532716107 | 305 | 14300 | SH | DEFINED | 1 |
| | | | 246 | 11529 | SH | DEFINED | 19 |
| | | | 1806 | 84806 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2357 | 110635 | | | |
| LINCOLN ELEC HLDGS INC | COM | 533900106 | 253 | 9390 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 253 | 9390 | | | |
| LINCOLN NATL CORP IND | COM | 534187109 | 1656 | 39418 | SH | DEFINED | 1 |
| | | | 91 | 2160 | SH | DEFINED | 15 |
| | | | 71 | 1700 | SH | DEFINED | 2 |
| | | | 2386 | 56819 | SH | DEFINED | 19 |
| | | | 1201 | 28600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 5405 | 128697 | | | |
| LINEAR TECHNOLOGY CORP | COM | 535678106 | 16 | 500 | SH | DEFINED | 1 |
| | | | 25 | 800 | SH | DEFINED | 15 |
| | | | 1118 | 35576 | SH | DEFINED | 19 |
| | | | 1600 | 50900 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2759 | 87776 | | | |
| LINENS N THINGS INC | COM | 535679104 | 69 | 2100 | SH | DEFINED | 15 |
| | | | 51 | 1550 | SH | DEFINED | 2 |
| | | | 4922 | 150000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 5041 | 153650 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|-------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| LIZ CLAIBORNE INC | COM | 539320101 | 116 | 3650 | SH | DEFINED | 1 |
| | | | 35 | 1100 | SH | DEFINED | 19 |
| | | | 267 | 8400 | SH | DEFINED | 85 |

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| | | | | | | | |
|----------------------------|------|--------------------|--------|---------|-------|---------|----|
| | | | | 418 | 13150 | | |
| LOCKHEED MARTIN CORP | COM | 539830109 | 984 | 14153 | SH | DEFINED | 1 |
| | | | 10 | 146 | SH | DEFINED | 15 |
| | | | 32 | 464 | SH | DEFINED | 5 |
| | | | 31 | 450 | SH | DEFINED | 10 |
| | | | 3183 | 45796 | SH | DEFINED | 19 |
| | | | 3763 | 54138 | SH | DEFINED | 85 |
| | | | 8003 | 115147 | | | |
| LOEWS CORP | NOTE | 3.125% 9 540424AL2 | 1320 | 15000 | SH | DEFINED | 1 |
| | | | 1320 | 15000 | | | |
| LOEWS CORP | COM | 540424108 | 353 | 6670 | SH | DEFINED | 1 |
| | | | 469 | 8852 | SH | DEFINED | 19 |
| | | | 811 | 15300 | SH | DEFINED | 85 |
| | | | 1633 | 30822 | | | |
| LONE STAR TECHNOLOGIES INC | COM | 542312103 | 1 | 50 | SH | DEFINED | 1 |
| | | | 1718 | 75000 | SH | DEFINED | 85 |
| | | | 1719 | 75050 | | | |
| LOUISIANA PAC CORP | COM | 546347105 | 8 | 798 | SH | DEFINED | 1 |
| | | | 23 | 2152 | SH | DEFINED | 19 |
| | | | 87 | 8200 | SH | DEFINED | 85 |
| | | | 118 | 11150 | | | |
| LOWES COS INC | COM | 548661107 | 78248 | 1723530 | SH | DEFINED | 1 |
| | | | 4595 | 101219 | SH | DEFINED | 15 |
| | | | 5088 | 112066 | SH | DEFINED | 2 |
| | | | 570 | 12555 | SH | DEFINED | 5 |
| | | | 2312 | 50916 | SH | DEFINED | 10 |
| | | | 3543 | 78043 | SH | DEFINED | 19 |
| | | | 49908 | 1099300 | SH | DEFINED | 85 |
| | | | 144264 | 3177629 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| LUBRIZOL CORP | COM | 549271104 | 214 | 6400 | SH | | DEFINED | 1 |
| | | | 22 | 650 | SH | | DEFINED | 19 |
| | | | 236 | 7050 | | | | |

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| | | | | | | | |
|-------------------------|------------|-----------|-------|---------|----|---------|-------|
| LUCENT TECHNOLOGIES INC | COM | 549463107 | 321 | 193389 | SH | DEFINED | 1 |
| | | | 34 | 20239 | SH | DEFINED | 15 |
| | | | 83 | 50063 | SH | DEFINED | 2 |
| | | | 48 | 28930 | SH | DEFINED | 5 |
| | | | 9 | 5440 | SH | DEFINED | 10 |
| | | | 266 | 160120 | SH | DEFINED | 19 |
| | | | 1657 | 998437 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2418 | 1456618 | | | |
| MAF BANCORP INC | COM | 55261R108 | 47 | 1250 | SH | DEFINED | 2 |
| | | | 179 | 4763 | SH | DEFINED | 19 |
| | | | 3760 | 100000 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 3986 | 106013 | | | |
| MBIA INC | COM | 55262C100 | 743 | 13150 | SH | DEFINED | 1 |
| | | | 348 | 6150 | SH | DEFINED | 15 |
| | | | 283 | 5010 | SH | DEFINED | 19 |
| | | | 1204 | 21300 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 2578 | 45610 | | | |
| MBNA CORP | COM | 55262L100 | 445 | 13468 | SH | DEFINED | 1 |
| | | | 71 | 2150 | SH | DEFINED | 15 |
| | | | 17 | 500 | SH | DEFINED | 5 |
| | | | 1378 | 41677 | SH | DEFINED | 19 |
| | | | 4564 | 138005 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 6475 | 195800 | | | |
| MFS INTER INCOME TR | SH BEN INT | 55273C107 | 2 | 300 | SH | DEFINED | 1 |
| | | | 1 | 150 | SH | DEFINED | 15 |
| | | | 4 | 500 | SH | DEFINED | 19 |
| | | | 788 | 110000 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 794 | 110950 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| MFS MUN INCOME TR | SH BEN INT | 552738106 | 10 | 1300 | SH | | DEFINED | 1 |
| | | | 35 | 4500 | SH | | DEFINED | 2 |
| | | | 55 | 7000 | SH | | DEFINED | 19 |
| | | | | | | ----- | ----- | |
| | | | 101 | 12800 | | | | |
| MGIC INVT CORP WIS | COM | 552848103 | 377 | 5562 | SH | | DEFINED | 1 |
| | | | 27 | 400 | SH | | DEFINED | 15 |
| | | | 115 | 1700 | SH | | DEFINED | 2 |
| | | | 2 | 24 | SH | | DEFINED | 5 |

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| | | | | | | | |
|-------------------------|------------|-----------|-------|--------|----|---------|----|
| | | | 373 | 5495 | SH | DEFINED | 19 |
| | | | 1403 | 20700 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2297 | 33881 | | | |
| MFS GOVT MKTS INCOME TR | SH BEN INT | 552939100 | 22 | 3300 | SH | DEFINED | 1 |
| | | | 3 | 500 | SH | DEFINED | 15 |
| | | | 10 | 1500 | SH | DEFINED | 19 |
| | | | 1418 | 210000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1453 | 215300 | | | |
| MKS INSTRUMENT INC | COM | 55306N104 | 1505 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1505 | 75000 | | | |
| MSC SOFTWARE CORP | COM | 553531104 | 1119 | 125000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1119 | 125000 | | | |
| MTS SYS CORP | COM | 553777103 | 31 | 2448 | SH | DEFINED | 19 |
| | | | 841 | 67000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 872 | 69448 | | | |
| MALAYSIA FD INC | COM | 560905101 | 244 | 56900 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 244 | 56900 | | | |
| MANITOWOC INC | COM | 563571108 | 3549 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3549 | 100000 | | | |

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 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| MANOR CARE INC NEW | COM | 564055101 | 53 | 2300 | SH | | DEFINED | 1 |
| | | | 186 | 8100 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 239 | 10400 | | | | |
| MANULIFE FINL CORP | COM | 56501R106 | 1096 | 38311 | SH | | DEFINED | 1 |
| | | | 175 | 6104 | SH | | DEFINED | 15 |
| | | | 167 | 5853 | SH | | DEFINED | 5 |
| | | | 443 | 15474 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 1880 | 65742 | | | | |
| MARATHON OIL CORP | COM | 565849106 | 239 | 8814 | SH | | DEFINED | 1 |
| | | | 270 | 9960 | SH | | DEFINED | 19 |
| | | | 3425 | 126275 | SH | | DEFINED | 85 |

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| | | | | | | | |
|--------------------------|------|-----------|--------|---------|--------|---------|----|
| | | | | 3934 | 145049 | | |
| MARSH & MCLENNAN COS INC | COM | 571748102 | 113041 | 1170192 | SH | DEFINED | 1 |
| | | | 2993 | 30985 | SH | DEFINED | 15 |
| | | | 4097 | 42411 | SH | DEFINED | 2 |
| | | | 571 | 5910 | SH | DEFINED | 5 |
| | | | 526 | 5440 | SH | DEFINED | 10 |
| | | | 7943 | 82226 | SH | DEFINED | 19 |
| | | | 60409 | 625350 | SH | DEFINED | 85 |
| | | | 189579 | 1962514 | | | |
| MARSHALL & ILSLEY CORP | COM | 571834100 | 62 | 2000 | SH | DEFINED | 1 |
| | | | 173 | 5600 | SH | DEFINED | 15 |
| | | | 401 | 12978 | SH | DEFINED | 19 |
| | | | 532 | 17200 | SH | DEFINED | 85 |
| | | | 1168 | 37778 | | | |
| MARRIOTT INTL INC NEW | CL A | 571903202 | 91 | 2400 | SH | DEFINED | 1 |
| | | | 266 | 7000 | SH | DEFINED | 19 |
| | | | 1492 | 39200 | SH | DEFINED | 85 |
| | | | 1849 | 48600 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O MA |
|----------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| MASCO CORP | COM | 574599106 | 133 | 4898 | SH | DEFINED | 1 | |
| | | | 27 | 1000 | SH | DEFINED | 15 | |
| | | | 2 | 90 | SH | DEFINED | 5 | |
| | | | 434 | 15995 | SH | DEFINED | 19 | |
| | | | 995 | 36700 | SH | DEFINED | 85 | |
| | | | 1591 | 58683 | | | | |
| MATTEL INC | COM | 577081102 | 99 | 4715 | SH | DEFINED | 1 | |
| | | | 51 | 2396 | SH | DEFINED | 15 | |
| | | | 4 | 200 | SH | DEFINED | 5 | |
| | | | 271 | 12847 | SH | DEFINED | 19 | |
| | | | 1188 | 56347 | SH | DEFINED | 85 | |
| | | | 1613 | 76505 | | | | |
| MAXIM INTEGRATED PRODS INC | COM | 57772K101 | 19016 | 496104 | SH | DEFINED | 1 | |
| | | | 726 | 18950 | SH | DEFINED | 15 | |
| | | | 2030 | 52960 | SH | DEFINED | 2 | |
| | | | 226 | 5904 | SH | DEFINED | 5 | |
| | | | 19 | 500 | SH | DEFINED | 10 | |
| | | | 604 | 15755 | SH | DEFINED | 19 | |

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| | | | | | | | |
|--------------------|-----|-----------|-------|---------|----|---------|----|
| | | | 18818 | 490950 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 41439 | 1081123 | | | |
| MAY DEPT STORES CO | COM | 577778103 | 1116 | 33905 | SH | DEFINED | 1 |
| | | | 34 | 1032 | SH | DEFINED | 15 |
| | | | 305 | 9260 | SH | DEFINED | 19 |
| | | | 1465 | 44500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2921 | 88697 | | | |
| MAXIMUS INC | COM | 577933104 | 49 | 1550 | SH | DEFINED | 2 |
| | | | 3963 | 125000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 4012 | 126550 | | | |
| MAYTAG CORP | COM | 578592107 | 486 | 11400 | SH | DEFINED | 1 |
| | | | 78 | 1837 | SH | DEFINED | 19 |
| | | | 260 | 6100 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 825 | 19337 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT PRN CALL DSCRETN | O MA | |
|---------------------|----------------|-----------|-----------------|-----------------|-----------------------------------|---------|----|
| MCCORMICK & CO INC | COM NON VTG | 579780206 | 122 | 4752 | SH | DEFINED | 1 |
| | | | 155 | 6000 | SH | DEFINED | 15 |
| | | | 13 | 492 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 290 | 11244 | | | |
| MCDONALDS CORP | COM | 580135101 | 7732 | 271775 | SH | DEFINED | 1 |
| | | | 1429 | 50240 | SH | DEFINED | 15 |
| | | | 649 | 22810 | SH | DEFINED | 2 |
| | | | 3 | 100 | SH | DEFINED | 5 |
| | | | 81 | 2850 | SH | DEFINED | 10 |
| | | | 2957 | 103952 | SH | DEFINED | 19 |
| | | | 6142 | 215900 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 18994 | 667627 | | | |
| MCGRAW HILL COS INC | COM | 580645109 | 3161 | 52953 | SH | DEFINED | 1 |
| | | | 406 | 6805 | SH | DEFINED | 15 |
| | | | 673 | 11275 | SH | DEFINED | 19 |
| | | | 1791 | 30000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 6032 | 101033 | | | |
| MCKESSON CORP | COM | 58155Q103 | 129 | 3950 | SH | DEFINED | 1 |
| | | | 65 | 2000 | SH | DEFINED | 2 |
| | | | 292 | 8919 | SH | DEFINED | 19 |

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| | | | | | | | |
|------------------------|------|-----------|-------|--------|----|---------|----|
| | | | 1247 | 38127 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1733 | 52996 | | | |
| MCLEODUSA INC | CL A | 582266706 | 94 | 222951 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 94 | 222951 | | | |
| MEADE INSTRUMENTS CORP | COM | 583062104 | 282 | 49800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 282 | 49800 | | | |
| MEADWESTVACO CORP | COM | 583334107 | 2126 | 63340 | SH | DEFINED | 1 |
| | | | 27 | 800 | SH | DEFINED | 2 |
| | | | 67 | 2007 | SH | DEFINED | 19 |
| | | | 534 | 15917 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2754 | 82064 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| MEDIA 100 INC | COM | 58440W105 | 300 | 166610 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 300 | 166610 | | | |
| MEDICIS PHARMACEUTICAL CORP | CL A NEW | 584690309 | 128 | 3000 | SH | DEFINED | 19 |
| | | | 5345 | 125000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 5473 | 128000 | | | |
| MEDIMMUNE INC | COM | 584699102 | 8309 | 314731 | SH | DEFINED | 1 |
| | | | 934 | 35384 | SH | DEFINED | 15 |
| | | | 562 | 21305 | SH | DEFINED | 2 |
| | | | 34 | 1305 | SH | DEFINED | 5 |
| | | | 24 | 900 | SH | DEFINED | 10 |
| | | | 91 | 3440 | SH | DEFINED | 19 |
| | | | 7791 | 295100 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 17745 | 672165 | | | |
| MEDTRONIC INC | COM | 585055106 | 46514 | 1085505 | SH | DEFINED | 1 |
| | | | 6227 | 145312 | SH | DEFINED | 15 |
| | | | 4193 | 97862 | SH | DEFINED | 2 |
| | | | 1897 | 44281 | SH | DEFINED | 5 |
| | | | 336 | 7850 | SH | DEFINED | 10 |
| | | | 5548 | 129476 | SH | DEFINED | 19 |
| | | | 22258 | 519450 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 86974 | 2029736 | | | |

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| | | | | | | | | |
|----------------------------|-----|-----------|--------|---------|---------|---------|---------|----|
| MELLON FINL CORP | COM | 58551A108 | 72013 | 2291200 | SH | DEFINED | 1 | |
| | | | | 706 | 22470 | SH | DEFINED | 15 |
| | | | | 4952 | 157556 | SH | DEFINED | 2 |
| | | | | 448 | 14260 | SH | DEFINED | 5 |
| | | | | 539 | 17155 | SH | DEFINED | 10 |
| | | | | 4469 | 142191 | SH | DEFINED | 19 |
| | | | | 45750 | 1455600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 128877 | 4100432 | | | | |
| MERCANTILE BANKSHARES CORP | COM | 587405101 | 7713 | 187993 | SH | DEFINED | 1 | |
| | | | | 68 | 1650 | SH | DEFINED | 19 |
| | | | | | | ----- | ----- | |
| | | | 7781 | 189643 | | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O MA |
|--------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| MERCCK & CO INC | COM | 589331107 | 107731 | 2127389 | SH | DEFINED | 1 | |
| | | | | 7199 | 142155 | SH | DEFINED | 15 |
| | | | | 3181 | 62812 | SH | DEFINED | 2 |
| | | | | 242 | 4786 | SH | DEFINED | 5 |
| | | | | 1715 | 33861 | SH | DEFINED | 10 |
| | | | | 15766 | 311333 | SH | DEFINED | 19 |
| | | | | 21737 | 429250 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 157571 | 3111586 | | | | |
| MERCURY AIR GROUP INC | COM | 589354109 | 683 | 150000 | SH | DEFINED | 85 | |
| | | | | | | ----- | ----- | |
| | | | 683 | 150000 | | | | |
| MERCURY COMPUTER SYS | COM | 589378108 | 2070 | 100000 | SH | DEFINED | 85 | |
| | | | | | | ----- | ----- | |
| | | | 2070 | 100000 | | | | |
| MERCURY INTERACTIVE CORP | COM | 589405109 | 27 | 1165 | SH | DEFINED | 1 | |
| | | | | 23 | 1000 | SH | DEFINED | 19 |
| | | | | 955 | 41600 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- | |
| | | | 1005 | 43765 | | | | |
| MEREDITH CORP | COM | 589433101 | 107 | 2800 | SH | DEFINED | 1 | |
| | | | | 150 | 3900 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- | |
| | | | 257 | 6700 | | | | |
| MERIDIAN DIAGNOSTICS INC | SDCV | 7.000% 9 | 589602AB7 | 3395 | 40000 | SH | DEFINED | 19 |
| | | | | | | | ----- | ----- |
| | | | 3395 | 40000 | | | | |

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| | | | | | | | |
|------------------------------|-----|-----------|-------|--------|----|---------|----|
| MERITAGE HOSPITALITY GROUP I | COM | 59000K101 | 432 | 65588 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 432 | 65588 | | | |
| MERRILL LYNCH & CO INC | COM | 590188108 | 469 | 11574 | SH | DEFINED | 1 |
| | | | 77 | 1910 | SH | DEFINED | 15 |
| | | | 465 | 11480 | SH | DEFINED | 2 |
| | | | 13 | 315 | SH | DEFINED | 10 |
| | | | 1286 | 31763 | SH | DEFINED | 19 |
| | | | 8031 | 198300 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 10341 | 255342 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| METHODE ELECTRS INC | CL A | 591520200 | 1916 | 150000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1916 | 150000 | | | | |
| METLIFE INC | COM | 59156R108 | 169 | 5872 | SH | | DEFINED | 1 |
| | | | 117 | 4072 | SH | | DEFINED | 15 |
| | | | 10 | 364 | SH | | DEFINED | 5 |
| | | | 546 | 18975 | SH | | DEFINED | 19 |
| | | | 2877 | 99900 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 3720 | 129183 | | | | |
| MICHAELS STORES INC | COM | 594087108 | 1157 | 29655 | SH | | DEFINED | 1 |
| | | | 73 | 1880 | SH | | DEFINED | 19 |
| | | | 7020 | 180000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 8250 | 211535 | | | | |
| MICROSOFT CORP | COM | 594918104 | 146589 | 2679870 | SH | | DEFINED | 1 |
| | | | 8634 | 157850 | SH | | DEFINED | 15 |
| | | | 7287 | 133209 | SH | | DEFINED | 2 |
| | | | 1090 | 19934 | SH | | DEFINED | 5 |
| | | | 2207 | 40341 | SH | | DEFINED | 10 |
| | | | 21005 | 384004 | SH | | DEFINED | 19 |
| | | | 96901 | 1771500 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 283713 | 5186708 | | | | |
| MICROCHIP TECHNOLOGY INC | COM | 595017104 | 6606 | 240829 | SH | | DEFINED | 1 |
| | | | 437 | 15929 | SH | | DEFINED | 2 |
| | | | 52 | 1912 | SH | | DEFINED | 10 |
| | | | 549 | 20000 | SH | | DEFINED | 19 |
| | | | 18426 | 671750 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 26070 | 950420 | | | | |

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| | | | | | | | |
|-----------------------|-----|-----------|-------|--------|----|---------|----|
| MICRON TECHNOLOGY INC | COM | 595112103 | 122 | 6035 | SH | DEFINED | 1 |
| | | | 21 | 1060 | SH | DEFINED | 2 |
| | | | 4 | 190 | SH | DEFINED | 5 |
| | | | 255 | 12635 | SH | DEFINED | 19 |
| | | | 2675 | 132300 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3078 | 152220 | | | |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|---------------------|-------------------|---------|
| MICROSEMI CORP | COM | 595137100 | 20 | 3050 | SH | DEFINED | 2 |
| | | | 990 | 150000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1010 | 153050 | | | |
| MID ATLANTIC MED SVCS INC | COM | 59523C107 | 31 | 1000 | SH | DEFINED | 2 |
| | | | 5000 | 159500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 5032 | 160500 | | | |
| MIDCAP SPDR TR | UNIT SER 1 | 595635103 | 31 | 350 | SH | DEFINED | 1 |
| | | | 190 | 2123 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 221 | 2473 | | | |
| MILACRON INC | COM | 598709103 | 254 | 25000 | SH | DEFINED | 1 |
| | | | 11 | 1100 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 265 | 26100 | | | |
| MILLENNIUM PHARMACEUTICALS I | COM | 599902103 | 1337 | 110000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1337 | 110000 | | | |
| MILLER HERMAN INC | COM | 600544100 | 8 | 400 | SH | DEFINED | 15 |
| | | | 436 | 21474 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 444 | 21874 | | | |
| MIRANT CORP | COM | 604675108 | 52 | 7064 | SH | DEFINED | 1 |
| | | | 11 | 1565 | SH | DEFINED | 15 |
| | | | 2 | 217 | SH | DEFINED | 2 |
| | | | 131 | 17952 | SH | DEFINED | 19 |
| | | | 233 | 31974 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 429 | 58772 | | | |
| MOLEX INC | COM | 608554101 | 313 | 9339 | SH | DEFINED | 1 |
| | | | 12 | 363 | SH | DEFINED | 19 |

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| | | | | | | | |
|-------------------|-----|-----------|-------|-------|----|---------|----|
| | | | 519 | 15475 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 844 | 25177 | | | |
| MONACO COACH CORP | COM | 60886R103 | 1065 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1065 | 50000 | | | |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| MOODYS CORP | COM | 615369105 | 864 | 17367 | SH | | DEFINED | 1 |
| | | | 422 | 8488 | SH | | DEFINED | 19 |
| | | | 620 | 12465 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1906 | 38320 | | | | |
| MORGAN STANLEY DEAN WITTER&C | COM NEW | 617446448 | 1162 | 26970 | SH | | DEFINED | 1 |
| | | | 570 | 13236 | SH | | DEFINED | 15 |
| | | | 9 | 200 | SH | | DEFINED | 2 |
| | | | 75 | 1752 | SH | | DEFINED | 5 |
| | | | 17666 | 410075 | SH | | DEFINED | 19 |
| | | | 7941 | 184332 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 27423 | 636565 | | | | |
| MORGAN STANLEY | MUN PREM INCOM | 61745P429 | 86 | 9470 | SH | | DEFINED | 1 |
| | | | 87 | 9600 | SH | | DEFINED | 10 |
| | | | 5 | 560 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 179 | 19630 | | | | |
| MORGAN STANLEY | MUN INC OPP II | 61745P445 | 108 | 13450 | SH | | DEFINED | 1 |
| | | | 56 | 7000 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 165 | 20450 | | | | |
| MOTOROLA INC | COM | 620076109 | 1829 | 125378 | SH | | DEFINED | 1 |
| | | | 98 | 6750 | SH | | DEFINED | 15 |
| | | | 24 | 1678 | SH | | DEFINED | 2 |
| | | | 321 | 21990 | SH | | DEFINED | 5 |
| | | | 78 | 5350 | SH | | DEFINED | 10 |
| | | | 3701 | 253662 | SH | | DEFINED | 19 |
| | | | 5025 | 344380 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 11077 | 759188 | | | | |
| MOVADO GROUP INC | COM | 624580106 | 297 | 11800 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 297 | 11800 | | | | |

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| | | | | | |
|------------------|-----|-----------|-------|----------|------------|
| MUELLER INDS INC | COM | 624756102 | 18 | 552 SH | DEFINED 1 |
| | | | 2381 | 75000 SH | DEFINED 85 |
| | | | ----- | ----- | |
| | | | 2399 | 75552 | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|-------------------------|--------------------|---------|
| MULTEX COM INC | COM | 625367107 | 1122 | 275120 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1122 | 275120 | | | |
| MUNIENHANCED FD INC | COM | 626243109 | 22 | 2032 | SH | DEFINED | 1 |
| | | | 6 | 529 | SH | DEFINED | 15 |
| | | | 117 | 10632 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 145 | 13193 | | | |
| MUNIVEST FD INC | COM | 626295109 | 9 | 1000 | SH | DEFINED | 1 |
| | | | 16 | 1772 | SH | DEFINED | 15 |
| | | | 102 | 11493 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 127 | 14265 | | | |
| MUNIYIELD FLA FD | COM | 626297105 | 163 | 12080 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 163 | 12080 | | | |
| MUNIYIELD INSD FD INC | COM | 62630E107 | 72 | 4984 | SH | DEFINED | 1 |
| | | | 29 | 2031 | SH | DEFINED | 15 |
| | | | 114 | 7870 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 216 | 14885 | | | |
| MUNIYIELD MICH INSD FD INC | COM | 62630J106 | 262 | 18000 | SH | DEFINED | 1 |
| | | | 74 | 5064 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 335 | 23064 | | | |
| MUNIYIELD MICH INSD FD II IN | COM | 626300107 | 273 | 20000 | SH | DEFINED | 1 |
| | | | 103 | 7508 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 376 | 27508 | | | |
| MUNIYIELD QUALITY FD INC | COM | 626302103 | 109 | 7650 | SH | DEFINED | 15 |
| | | | 159 | 11161 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 269 | 18811 | | | |
| MYLAN LABS INC | COM | 628530107 | 212 | 6775 | SH | DEFINED | 1 |
| | | | 13 | 400 | SH | DEFINED | 5 |

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14 452 SH DEFINED 19

 239 7627

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT DSCRETN | O MA |
|-----------------------------|----------------|-----------|--------------------|--------------------|-------------------------|--------------------|---------|
| NCO GROUP INC | COM | 628858102 | 2178 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2178 | 100000 | | | |
| NCR CORP NEW | COM | 62886E108 | 91 | 2633 | SH | DEFINED | 1 |
| | | | 8 | 223 | SH | DEFINED | 15 |
| | | | 0 | 9 | SH | DEFINED | 5 |
| | | | 80 | 2308 | SH | DEFINED | 19 |
| | | | 270 | 7800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 449 | 12973 | | | |
| NASDAQ 100 TR | UNIT SER 1 | 631100104 | 339 | 12971 | SH | DEFINED | 1 |
| | | | 254 | 9739 | SH | DEFINED | 2 |
| | | | 1 | 50 | SH | DEFINED | 5 |
| | | | 764 | 29271 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 1358 | 52031 | | | |
| NATIONAL CITY CORP | COM | 635405103 | 15978 | 480540 | SH | DEFINED | 1 |
| | | | 1200 | 36090 | SH | DEFINED | 15 |
| | | | 13 | 400 | SH | DEFINED | 2 |
| | | | 7 | 200 | SH | DEFINED | 10 |
| | | | 3558 | 106995 | SH | DEFINED | 19 |
| | | | 2753 | 82800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 23509 | 707025 | | | |
| NATIONAL COMMERCE FINL CORP | COM | 63545P104 | 59772 | 2272688 | SH | DEFINED | 1 |
| | | | 2654 | 100915 | SH | DEFINED | 15 |
| | | | 3793 | 144235 | SH | DEFINED | 2 |
| | | | 339 | 12900 | SH | DEFINED | 10 |
| | | | 2877 | 109386 | SH | DEFINED | 19 |
| | | | 15862 | 603100 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 85297 | 3243224 | | | |
| NATIONAL FUEL GAS CO N J | COM | 636180101 | 287 | 12737 | SH | DEFINED | 1 |
| | | | 34 | 1500 | SH | DEFINED | 5 |
| | | | 69 | 3080 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 390 | 17317 | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVTMT | O |
|-----------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|----|
| NATIONAL SEMICONDUCTOR CORP | COM | 637640103 | 82 | 2800 | SH | | DEFINED | 1 |
| | | | 7 | 245 | SH | | DEFINED | 19 |
| | | | 414 | 14200 | SH | | DEFINED | 85 |
| | | | 503 | 17245 | | | | |
| NEIMAN MARCUS GROUP INC | CL A | 640204202 | 1666 | 48000 | SH | | DEFINED | 85 |
| | | | 1666 | 48000 | | | | |
| NEOGEN CORP | COM | 640491106 | 137 | 10100 | SH | | DEFINED | 19 |
| | | | 137 | 10100 | | | | |
| NETWORK APPLIANCE INC | COM | 64120L104 | 77 | 6220 | SH | | DEFINED | 1 |
| | | | 5 | 400 | SH | | DEFINED | 15 |
| | | | 17 | 1350 | SH | | DEFINED | 19 |
| | | | 643 | 51700 | SH | | DEFINED | 85 |
| | | | 742 | 59670 | | | | |
| NEW JERSEY RES | COM | 646025106 | 1791 | 60000 | SH | | DEFINED | 85 |
| | | | 1791 | 60000 | | | | |
| NEW YORK TIMES CO | CL A | 650111107 | 37 | 715 | SH | | DEFINED | 1 |
| | | | 359 | 6975 | SH | | DEFINED | 19 |
| | | | 1042 | 20225 | SH | | DEFINED | 85 |
| | | | 1438 | 27915 | | | | |
| NEWELL RUBBERMAID INC | COM | 651229106 | 1511 | 43109 | SH | | DEFINED | 1 |
| | | | 226 | 6445 | SH | | DEFINED | 15 |
| | | | 416 | 11860 | SH | | DEFINED | 2 |
| | | | 65 | 1855 | SH | | DEFINED | 5 |
| | | | 37 | 1060 | SH | | DEFINED | 10 |
| | | | 7948 | 226686 | SH | | DEFINED | 19 |
| | | | 746 | 21280 | SH | | DEFINED | 85 |
| | | | 10949 | 312295 | | | | |
| NEWFIELD EXPL CO | COM | 651290108 | 2788 | 75000 | SH | | DEFINED | 85 |
| | | | 2788 | 75000 | | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O MA |
|---------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| NEWMONT MINING CORP | COM | 651639106 | 362 | 13744 | SH | | DEFINED | 1 |
| | | | 24 | 899 | SH | | DEFINED | 15 |
| | | | 229 | 8680 | SH | | DEFINED | 2 |
| | | | 7 | 250 | SH | | DEFINED | 10 |
| | | | 416 | 15784 | SH | | DEFINED | 19 |
| | | | 1101 | 41815 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2137 | 81172 | | | | |
| NEXTEL COMMUNICATIONS INC | CL A | 65332V103 | 16 | 4850 | SH | | DEFINED | 1 |
| | | | 3 | 1000 | SH | | DEFINED | 10 |
| | | | 35 | 10750 | SH | | DEFINED | 19 |
| | | | 205 | 63800 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 258 | 80400 | | | | |
| NICOR INC | COM | 654086107 | 282 | 6172 | SH | | DEFINED | 1 |
| | | | 5 | 112 | SH | | DEFINED | 15 |
| | | | 555 | 12125 | SH | | DEFINED | 19 |
| | | | 160 | 3500 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1002 | 21909 | | | | |
| NIKE INC | CL B | 654106103 | 1 | 16 | SH | | DEFINED | 1 |
| | | | 1 | 15 | SH | | DEFINED | 15 |
| | | | 268 | 4995 | SH | | DEFINED | 19 |
| | | | 2312 | 43100 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2582 | 48126 | | | | |
| 99 CENTS ONLY STORES | COM | 65440K106 | 3848 | 150000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 3848 | 150000 | | | | |
| NISOURCE INC | COM | 65473P105 | 36819 | 1686608 | SH | | DEFINED | 1 |
| | | | 4759 | 218004 | SH | | DEFINED | 15 |
| | | | 1070 | 48993 | SH | | DEFINED | 2 |
| | | | 9 | 415 | SH | | DEFINED | 5 |
| | | | 5042 | 230943 | SH | | DEFINED | 19 |
| | | | 4061 | 186019 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 51759 | 2370982 | | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| NOKIA CORP | SPONSORED ADR | 654902204 | 4515 | 311841 | SH | | DEFINED | 1 |
| | | | 1454 | 100425 | SH | | DEFINED | 15 |
| | | | 876 | 60477 | SH | | DEFINED | 2 |
| | | | 384 | 26532 | SH | | DEFINED | 5 |
| | | | 99 | 6817 | SH | | DEFINED | 10 |
| | | | 1348 | 93071 | SH | | DEFINED | 19 |
| | | | 8676 | 599163 | | | | |
| NORDSTROM INC | COM | 655664100 | 34 | 1500 | SH | | DEFINED | 1 |
| | | | 14 | 600 | SH | | DEFINED | 19 |
| | | | 240 | 10600 | SH | | DEFINED | 85 |
| | | | 288 | 12700 | | | | |
| NORFOLK SOUTHERN CORP | COM | 655844108 | 1451 | 62054 | SH | | DEFINED | 1 |
| | | | 143 | 6124 | SH | | DEFINED | 15 |
| | | | 703 | 30083 | SH | | DEFINED | 19 |
| | | | 722 | 30900 | SH | | DEFINED | 85 |
| | | | 3020 | 129161 | | | | |
| NORTEL NETWORKS CORP NEW | COM | 656568102 | 25 | 17560 | SH | | DEFINED | 1 |
| | | | 4 | 3004 | SH | | DEFINED | 15 |
| | | | 0 | 340 | SH | | DEFINED | 2 |
| | | | 0 | 250 | SH | | DEFINED | 5 |
| | | | 7 | 4595 | SH | | DEFINED | 19 |
| | | | 290 | 200000 | SH | | DEFINED | 85 |
| | | | 327 | 225749 | | | | |
| NORTH CTRY FINL CORP | COM | 658788104 | 316 | 39486 | SH | | DEFINED | 19 |
| | | | | | | 316 | 39486 | |
| NORTH FORK BANCORPORATION NY | COM | 659424105 | 68365 | 1717270 | SH | | DEFINED | 1 |
| | | | 316 | 7945 | SH | | DEFINED | 15 |
| | | | 1248 | 31360 | SH | | DEFINED | 2 |
| | | | 874 | 21950 | SH | | DEFINED | 10 |
| | | | 521 | 13075 | SH | | DEFINED | 19 |
| | | | 9753 | 245000 | SH | | DEFINED | 85 |
| | | | 81077 | 2036600 | | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|

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| | | | | | | | |
|------------------------------|----------------|-----------|-------|---------|----|---------|----|
| NORTHERN BORDER PARTNERS L P | UNIT LTD PARTN | 664785102 | 462 | 12900 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 462 | 12900 | | | |
| NORTHERN TR CORP | COM | 665859104 | 35865 | 814006 | SH | DEFINED | 1 |
| | | | 2189 | 49687 | SH | DEFINED | 15 |
| | | | 1677 | 38060 | SH | DEFINED | 2 |
| | | | 230 | 5230 | SH | DEFINED | 5 |
| | | | 308 | 7000 | SH | DEFINED | 10 |
| | | | 5969 | 135485 | SH | DEFINED | 19 |
| | | | 30093 | 683000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 76333 | 1732468 | | | |
| NORTHROP GRUMMAN CORP | COM | 666807102 | 60 | 482 | SH | DEFINED | 1 |
| | | | 25 | 200 | SH | DEFINED | 10 |
| | | | 160 | 1277 | SH | DEFINED | 19 |
| | | | 1100 | 8800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1345 | 10759 | | | |
| NORTHWEST PIPE CO | COM | 667746101 | 1171 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1171 | 50000 | | | |
| NORTHWESTERN CORP | COM | 668074107 | 61 | 3588 | SH | DEFINED | 19 |
| | | | 848 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 908 | 53588 | | | |
| NOVARTIS A G | SPONSORED ADR | 66987V109 | 3 | 60 | SH | DEFINED | 1 |
| | | | 109 | 2478 | SH | DEFINED | 15 |
| | | | 70 | 1600 | SH | DEFINED | 2 |
| | | | 35 | 800 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 216 | 4938 | | | |
| NOVELL INC | COM | 670006105 | 28 | 8700 | SH | DEFINED | 1 |
| | | | 1 | 200 | SH | DEFINED | 19 |
| | | | 1882 | 586400 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1911 | 595300 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ CALL | INVSTMT DCRETN | O MA |
|------------------|----------------|-----------|--------------------|--------------------|-----------------|--------------|-------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| NOVELLUS SYS INC | COM | 670008101 | 8 | 221 | SH | | DEFINED | 1 |
| | | | 106 | 3106 | SH | | DEFINED | 19 |
| | | | 728 | 21400 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |

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| | | | | | | |
|------------------------------|-----|-----------|-------|----------|---------|----|
| | | | 841 | 24727 | | |
| NOVEN PHARMACEUTICALS INC | COM | 670009109 | 38 | 1500 SH | DEFINED | 2 |
| | | | 1913 | 75000 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 1951 | 76500 | | |
| NSTAR | COM | 67019E107 | 51 | 1143 SH | DEFINED | 1 |
| | | | 10 | 220 SH | DEFINED | 5 |
| | | | 157 | 3500 SH | DEFINED | 19 |
| | | | ----- | ----- | | |
| | | | 218 | 4863 | | |
| NUCOR CORP | COM | 670346105 | 0 | 5 SH | DEFINED | 1 |
| | | | 788 | 12119 SH | DEFINED | 19 |
| | | | 938 | 14425 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 1727 | 26549 | | |
| NUVEEN INSD PREM INCOME MUN | COM | 6706D8104 | 2 | 168 SH | DEFINED | 15 |
| | | | 171 | 12306 SH | DEFINED | 19 |
| | | | ----- | ----- | | |
| | | | 174 | 12474 | | |
| NUVEEN INVT QUALITY MUN FD I | COM | 67062E103 | 6 | 400 SH | DEFINED | 1 |
| | | | 5 | 300 SH | DEFINED | 15 |
| | | | 167 | 11076 SH | DEFINED | 19 |
| | | | ----- | ----- | | |
| | | | 178 | 11776 | | |
| NUVEEN INSD QUALITY MUN FD I | COM | 67062N103 | 30 | 1875 SH | DEFINED | 15 |
| | | | 83 | 5250 SH | DEFINED | 10 |
| | | | 61 | 3850 SH | DEFINED | 19 |
| | | | ----- | ----- | | |
| | | | 173 | 10975 | | |
| NUVEEN PREM INCOME MUN FD | COM | 67062T100 | 30 | 2065 SH | DEFINED | 1 |
| | | | 400 | 27600 SH | DEFINED | 19 |
| | | | ----- | ----- | | |
| | | | 430 | 29665 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT PRN CALL DSCRETN | O MA |
|------------------------------|----------------|-----------|-----------------|-----------------|-----------------------------------|------|
| NUVEEN MUN MKT OPPORTUNITY F | COM | 67062W103 | 106 | 7222 SH | DEFINED | 1 |
| | | | 29 | 2000 SH | DEFINED | 15 |
| | | | 73 | 5000 SH | DEFINED | 19 |
| | | | ----- | ----- | | |
| | | | 208 | 14222 | | |
| NUVEEN PREM INCOME MUN FD 2 | COM | 67063W102 | 103 | 7000 SH | DEFINED | 10 |

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| | | | | | | | |
|------------------------------|-----|-----------|-------|--------|----|---------|----|
| | | | 92 | 6235 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 195 | 13235 | | | |
| NVIDIA CORP | COM | 67066G104 | 733 | 42640 | SH | DEFINED | 1 |
| | | | 68 | 3985 | SH | DEFINED | 19 |
| | | | 2209 | 128600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3010 | 175225 | | | |
| OM GROUP INC | COM | 670872100 | 10102 | 162928 | SH | DEFINED | 1 |
| | | | 1049 | 16915 | SH | DEFINED | 15 |
| | | | 1437 | 23185 | SH | DEFINED | 2 |
| | | | 59 | 950 | SH | DEFINED | 5 |
| | | | 512 | 8265 | SH | DEFINED | 19 |
| | | | 13020 | 210000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 26179 | 422243 | | | |
| NUVEEN MUN VALUE FD INC | COM | 670928100 | 88 | 9149 | SH | DEFINED | 1 |
| | | | 203 | 21260 | SH | DEFINED | 15 |
| | | | 172 | 17972 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 463 | 48381 | | | |
| NUVEEN MICH QUALITY INCOME M | COM | 670979103 | 222 | 13640 | SH | DEFINED | 1 |
| | | | 1562 | 96151 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 1784 | 109791 | | | |
| NUVEEN OHIO QUALITY INCOME M | COM | 670980101 | 878 | 47221 | SH | DEFINED | 1 |
| | | | ----- | ----- | | | |
| | | | 878 | 47221 | | | |
| NUVEEN INSD MUN OPPORTUNITY | COM | 670984103 | 68 | 4350 | SH | DEFINED | 1 |
| | | | 68 | 4400 | SH | DEFINED | 15 |
| | | | 203 | 13075 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 339 | 21825 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT PRN CALL DCRETN | O MA |
|-----------------------------|----------------|-----------|-----------------|-----------------|----------------------------------|------------|
| NUVEEN MICH PREM INCOME MUN | COM | 67101Q109 | 694 | 44661 | SH | DEFINED 19 |
| | | | ----- | ----- | | |
| | | | 694 | 44661 | | |
| OCCIDENTAL PETE CORP DEL | COM | 674599105 | 19 | 629 | SH | DEFINED 1 |
| | | | 39 | 1290 | SH | DEFINED 15 |
| | | | 307 | 10221 | SH | DEFINED 19 |
| | | | 894 | 29800 | SH | DEFINED 85 |

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| | | | | | | |
|----------------------------|------|-----------|------|--------|----|------------|
| | | | 1258 | 41940 | | |
| OCEANEERING INTL INC | COM | 675232102 | 41 | 1500 | SH | DEFINED 2 |
| | | | 2700 | 100000 | SH | DEFINED 85 |
| | | | 2741 | 101500 | | |
| ODETICS INC DEL | CL A | 676065204 | 103 | 61800 | SH | DEFINED 85 |
| | | | 103 | 61800 | | |
| OFFICE DEPOT INC | COM | 676220106 | 53 | 3180 | SH | DEFINED 1 |
| | | | 8 | 500 | SH | DEFINED 10 |
| | | | 178 | 10608 | SH | DEFINED 19 |
| | | | 412 | 24500 | SH | DEFINED 85 |
| | | | 652 | 38788 | | |
| OGLEBAY NORTON CO | COM | 677007106 | 2 | 172 | SH | DEFINED 19 |
| | | | 422 | 33000 | SH | DEFINED 85 |
| | | | 424 | 33172 | | |
| OHIO CAS CORP | COM | 677240103 | 775 | 37082 | SH | DEFINED 1 |
| | | | 75 | 3569 | SH | DEFINED 5 |
| | | | 850 | 40651 | | |
| OLD NATL BANCORP IND | COM | 680033107 | 4953 | 194617 | SH | DEFINED 15 |
| | | | 201 | 7890 | SH | DEFINED 5 |
| | | | 5154 | 202507 | | |
| OLD SECOND BANCORP INC ILL | COM | 680277100 | 2146 | 58402 | SH | DEFINED 19 |
| | | | 2146 | 58402 | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| OLIN CORP | COM PAR \$1 | 680665205 | 21 | 953 | SH | | DEFINED 1 | |
| | | | 4 | 200 | SH | | DEFINED 19 | |
| | | | 1661 | 75000 | SH | | DEFINED 85 | |
| | | | 1687 | 76153 | | | | |
| OLYMPIC STEEL INC | COM | 68162K106 | 1266 | 211000 | SH | | DEFINED 85 | |
| | | | 1266 | 211000 | | | | |

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| | | | | | | | |
|--------------------------|-----|-----------|-------|---------|----|---------|-------|
| OMNICOM GROUP INC | COM | 681919106 | 27074 | 591139 | SH | DEFINED | 1 |
| | | | 436 | 9521 | SH | DEFINED | 15 |
| | | | 2569 | 56087 | SH | DEFINED | 2 |
| | | | 130 | 2842 | SH | DEFINED | 5 |
| | | | 271 | 5912 | SH | DEFINED | 10 |
| | | | 1442 | 31491 | SH | DEFINED | 19 |
| | | | 11661 | 254600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 43583 | 951592 | | | |
| ON ASSIGNMENT INC | COM | 682159108 | 46 | 2600 | SH | DEFINED | 2 |
| | | | 1780 | 100000 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 1826 | 102600 | | | |
| ONYX PHARMACEUTICALS INC | COM | 683399109 | 63 | 11000 | SH | DEFINED | 19 |
| | | | | | | ----- | ----- |
| | | | 63 | 11000 | | | |
| ORACLE CORP | COM | 68389X105 | 42385 | 4475715 | SH | DEFINED | 1 |
| | | | 1471 | 155356 | SH | DEFINED | 15 |
| | | | 1415 | 149370 | SH | DEFINED | 2 |
| | | | 2934 | 309816 | SH | DEFINED | 5 |
| | | | 816 | 86210 | SH | DEFINED | 10 |
| | | | 3103 | 327663 | SH | DEFINED | 19 |
| | | | 24324 | 2568548 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 76448 | 8072678 | | | |
| ORTHOLOGIC CORP | COM | 68750J107 | 633 | 114400 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 633 | 114400 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O |
|---------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---|
| ORTHODONTIC CTRS AMER INC | COM | 68750P103 | 35 | 1500 | SH | DEFINED | 2 | |
| | | | 3458 | 150000 | SH | DEFINED | 85 | |
| | | | | | | ----- | ----- | |
| | | | 3492 | 151500 | | | | |
| OSHKOSH B GOSH INC | CL A | 688222207 | 244 | 5600 | SH | DEFINED | 19 | |
| | | | | | | ----- | ----- | |
| | | | 244 | 5600 | | | | |
| OSTEOTECH INC | COM | 688582105 | 7 | 1000 | SH | DEFINED | 1 | |
| | | | 617 | 83500 | SH | DEFINED | 85 | |
| | | | | | | ----- | ----- | |
| | | | 624 | 84500 | | | | |
| OUTBACK STEAKHOUSE INC | COM | 689899102 | 301 | 8587 | SH | DEFINED | 1 | |

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| | | | | | | | |
|------------------------------|---------|-----------|-------|--------|----|---------|----|
| | | | 34 | 975 | SH | DEFINED | 15 |
| | | | 339 | 9650 | SH | DEFINED | 2 |
| | | | 10 | 275 | SH | DEFINED | 10 |
| | | | 367 | 10450 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 1051 | 29937 | | | |
| OVERLAND DATA INC | COM | 690213103 | 1295 | 78600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1295 | 78600 | | | |
| OVERSEAS SHIPHOLDING GROUP I | COM | 690368105 | 1581 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1581 | 75000 | | | |
| OWENS CORNING | COM | 69073F103 | 75 | 63100 | SH | DEFINED | 1 |
| | | | 0 | 200 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 75 | 63300 | | | |
| OWENS & MINOR INC NEW | COM | 690732102 | 2620 | 132600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2620 | 132600 | | | |
| OWENS ILL INC | COM NEW | 690768403 | 896 | 65188 | SH | DEFINED | 1 |
| | | | 1 | 102 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 897 | 65290 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|-------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| PG&E CORP | COM | 69331C108 | 26 | 1480 | SH | DEFINED | 1 |
| | | | 2 | 114 | SH | DEFINED | 15 |
| | | | 90 | 5053 | SH | DEFINED | 19 |
| | | | 555 | 31000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 674 | 37647 | | | |
| PMC-SIERRA INC | COM | 69344F106 | 1687 | 181975 | SH | DEFINED | 1 |
| | | | 26 | 2800 | SH | DEFINED | 15 |
| | | | 25 | 2750 | SH | DEFINED | 2 |
| | | | 5 | 490 | SH | DEFINED | 5 |
| | | | 32 | 3440 | SH | DEFINED | 19 |
| | | | 2662 | 287150 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 4437 | 478605 | | | |
| PNC FINL SVCS GROUP INC | COM | 693475105 | 6988 | 133665 | SH | DEFINED | 1 |
| | | | 139 | 2666 | SH | DEFINED | 15 |
| | | | 26 | 500 | SH | DEFINED | 2 |

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| | | | | | | | |
|--------------|-----|-----------|-------|--------|----|---------|----|
| | | | 128 | 2451 | SH | DEFINED | 5 |
| | | | 26 | 500 | SH | DEFINED | 10 |
| | | | 443 | 8468 | SH | DEFINED | 19 |
| | | | 2258 | 43200 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 10009 | 191450 | | | |
| PPG INDS INC | COM | 693506107 | 10303 | 166439 | SH | DEFINED | 1 |
| | | | 304 | 4904 | SH | DEFINED | 15 |
| | | | 87 | 1400 | SH | DEFINED | 2 |
| | | | 532 | 8596 | SH | DEFINED | 19 |
| | | | 836 | 13500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 12061 | 194839 | | | |
| PPL CORP | COM | 69351T106 | 66 | 2000 | SH | DEFINED | 1 |
| | | | 103 | 3100 | SH | DEFINED | 15 |
| | | | 63 | 1915 | SH | DEFINED | 19 |
| | | | 870 | 26300 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1102 | 33315 | | | |
| PACCAR INC | COM | 693718108 | 60 | 1350 | SH | DEFINED | 1 |
| | | | 5 | 105 | SH | DEFINED | 19 |
| | | | 409 | 9225 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 474 | 10680 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| PACTIV CORP | COM | 695257105 | 42 | 1761 | SH | | DEFINED | 1 |
| | | | 292 | 12259 | SH | | DEFINED | 19 |
| | | | 1052 | 44200 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1386 | 58220 | | | | |
| PALL CORP | COM | 696429307 | 1329 | 64025 | SH | | DEFINED | 1 |
| | | | 79 | 3785 | SH | | DEFINED | 15 |
| | | | 417 | 20100 | SH | | DEFINED | 2 |
| | | | 33 | 1580 | SH | | DEFINED | 5 |
| | | | 34 | 1655 | SH | | DEFINED | 10 |
| | | | 77 | 3724 | SH | | DEFINED | 19 |
| | | | 1033 | 49799 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 3002 | 144668 | | | | |
| PALM INC | COM | 696642107 | 30 | 16819 | SH | | DEFINED | 1 |
| | | | 0 | 248 | SH | | DEFINED | 2 |
| | | | 1 | 390 | SH | | DEFINED | 5 |
| | | | 15 | 8668 | SH | | DEFINED | 19 |

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| | | | | | | | |
|----------------------------|------|-----------|-------|-------|----|---------|----|
| | | | 81 | 46118 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 127 | 72243 | | | |
| PANERA BREAD CO | CL A | 69840W108 | 614 | 17800 | SH | DEFINED | 1 |
| | | | 14 | 400 | SH | DEFINED | 15 |
| | | | 151 | 4380 | SH | DEFINED | 19 |
| | | | 1655 | 48000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2433 | 70580 | | | |
| PARAMETRIC TECHNOLOGY CORP | COM | 699173100 | 5 | 1415 | SH | DEFINED | 1 |
| | | | 39 | 11275 | SH | DEFINED | 19 |
| | | | 162 | 47326 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 206 | 60016 | | | |
| PARK ELECTROCHEMICAL CORP | COM | 700416209 | 1988 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1988 | 75000 | | | |
| PARK NATL CORP | COM | 700658107 | 1702 | 19789 | SH | DEFINED | 1 |
| | | | ----- | ----- | | | |
| | | | 1702 | 19789 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT DSCRETN | O MA |
|----------------------|----------------|-----------|--------------------|--------------------|-------------------------|--------------------|---------|
| PARKER HANNIFIN CORP | COM | 701094104 | 173 | 3611 | SH | DEFINED | 1 |
| | | | 24 | 500 | SH | DEFINED | 10 |
| | | | 187 | 3910 | SH | DEFINED | 19 |
| | | | 446 | 9325 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 829 | 17346 | | | |
| PATTERSON DENTAL CO | COM | 703412106 | 1258 | 25000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1258 | 25000 | | | |
| PAXAR CORP | COM | 704227107 | 109 | 6493 | SH | DEFINED | 19 |
| | | | 1675 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1784 | 106493 | | | |
| PAYCHEX INC | COM | 704326107 | 20492 | 654898 | SH | DEFINED | 1 |
| | | | 69 | 2200 | SH | DEFINED | 2 |
| | | | 186 | 5952 | SH | DEFINED | 19 |
| | | | 3503 | 111950 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 24250 | 775000 | | | |

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| | | | | | | | |
|---------------------|-----|-----------|-------|--------|----|---------|----|
| PEABODY ENERGY CORP | COM | 704549104 | 4 | 150 | SH | DEFINED | 2 |
| | | | 1415 | 50000 | SH | DEFINED | 85 |
| | | | ----- | | | | |
| | | | 1419 | 50150 | | | |
| PEMSTAR INC | COM | 706552106 | 0 | 200 | SH | DEFINED | 5 |
| | | | 231 | 174000 | SH | DEFINED | 85 |
| | | | ----- | | | | |
| | | | 232 | 174200 | | | |
| PENNEY J C INC | COM | 708160106 | 98 | 4460 | SH | DEFINED | 1 |
| | | | 4 | 200 | SH | DEFINED | 5 |
| | | | 426 | 19368 | SH | DEFINED | 19 |
| | | | 795 | 36100 | SH | DEFINED | 85 |
| | | | ----- | | | | |
| | | | 1324 | 60128 | | | |
| PEOPLES BANCORP INC | COM | 709789101 | 1047 | 35228 | SH | DEFINED | 1 |
| | | | ----- | | | | |
| | | | 1047 | 35228 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| PEOPLES ENERGY CORP | COM | 711030106 | 84 | 2313 | SH | | DEFINED | 1 |
| | | | 19 | 533 | SH | | DEFINED | 15 |
| | | | 13 | 343 | SH | | DEFINED | 5 |
| | | | 523 | 14338 | SH | | DEFINED | 19 |
| | | | 102 | 2800 | SH | | DEFINED | 85 |
| ----- | | | 741 | 20327 | | | | |
| PEOPLESOFT INC | COM | 712713106 | 21 | 1395 | SH | | DEFINED | 1 |
| | | | 1 | 100 | SH | | DEFINED | 15 |
| | | | 2 | 140 | SH | | DEFINED | 5 |
| | | | 78 | 5235 | SH | | DEFINED | 19 |
| | | | 542 | 36400 | SH | | DEFINED | 85 |
| ----- | | | 644 | 43270 | | | | |
| PEPSI BOTTLING GROUP INC | COM | 713409100 | 702 | 22800 | SH | | DEFINED | 85 |
| | | | ----- | | | | | |
| | | | 702 | 22800 | | | | |
| PEPSICO INC | COM | 713448108 | 42786 | 887679 | SH | | DEFINED | 1 |
| | | | 6206 | 128752 | SH | | DEFINED | 15 |
| | | | 1717 | 35621 | SH | | DEFINED | 2 |
| | | | 2301 | 47729 | SH | | DEFINED | 5 |
| | | | 171 | 3547 | SH | | DEFINED | 10 |
| | | | 11567 | 239979 | SH | | DEFINED | 19 |
| ----- | | | 15370 | 318890 | SH | | DEFINED | 85 |

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| | | 80118 | 1662197 | | | |
|----------------------------|-----|-----------|---------|-------|----|------------|
| PERCEPTRON INC | COM | 71361F100 | 39 | 25000 | SH | DEFINED 1 |
| | | | 129 | 83213 | SH | DEFINED 85 |
| | | | ----- | | | |
| | | 168 | 108213 | | | |
| PERICOM SEMICONDUCTOR CORP | COM | 713831105 | 869 | 75000 | SH | DEFINED 85 |
| | | | ----- | | | |
| | | | 869 | 75000 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| PERKINELMER INC | COM | 714046109 | 718 | 64975 | SH | | DEFINED 1 | |
| | | | 21 | 1890 | SH | | DEFINED 15 | |
| | | | 257 | 23220 | SH | | DEFINED 2 | |
| | | | 7 | 655 | SH | | DEFINED 10 | |
| | | | 309 | 27926 | SH | | DEFINED 19 | |
| | | | 2010 | 181900 | SH | | DEFINED 85 | |
| | | ----- | | | | | | |
| | | 3321 | 300566 | | | | | |
| PFIZER INC | COM | 717081103 | 171865 | 4910429 | SH | | DEFINED 1 | |
| | | | 7258 | 207365 | SH | | DEFINED 15 | |
| | | | 6581 | 188018 | SH | | DEFINED 2 | |
| | | | 1843 | 52671 | SH | | DEFINED 5 | |
| | | | 2255 | 64416 | SH | | DEFINED 10 | |
| | | | 28072 | 802067 | SH | | DEFINED 19 | |
| | | | 58703 | 1677225 | SH | | DEFINED 85 | |
| | | ----- | | | | | | |
| | | 276577 | 7902191 | | | | | |
| PHARMACEUTICAL PROD DEV INC | COM | 717124101 | 3 | 110 | SH | | DEFINED 19 | |
| | | | 1317 | 50000 | SH | | DEFINED 85 | |
| | | | ----- | | | | | |
| | | 1320 | 50110 | | | | | |
| PHARMACOPEIA INC | COM | 71713B104 | 20 | 2350 | SH | | DEFINED 2 | |
| | | | 1278 | 150000 | SH | | DEFINED 85 | |
| | | | ----- | | | | | |
| | | 1298 | 152350 | | | | | |
| PHARMACIA CORP | COM | 71713U102 | 4098 | 109422 | SH | | DEFINED 1 | |
| | | | 390 | 10420 | SH | | DEFINED 15 | |
| | | | 17 | 450 | SH | | DEFINED 2 | |
| | | | 9 | 250 | SH | | DEFINED 5 | |
| | | | 19 | 500 | SH | | DEFINED 10 | |
| | | | 78027 | 2083488 | SH | | DEFINED 19 | |
| | | | 7790 | 208012 | SH | | DEFINED 85 | |

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90350 2412542

| | | | | | | | |
|-------------------|-----|-----------|-----|------|----|---------|----|
| PHELPS DODGE CORP | COM | 717265102 | 13 | 304 | SH | DEFINED | 1 |
| | | | 2 | 53 | SH | DEFINED | 15 |
| | | | 41 | 1000 | SH | DEFINED | 2 |
| | | | 52 | 1250 | SH | DEFINED | 19 |
| | | | 260 | 6317 | SH | DEFINED | 85 |
| | | | 368 | 8924 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVTMT DSCRETN | O MA |
|-----------------------------|----------------|-----------|--------------------|--------------------|---------------------|-------------------|---------|
| PHILADELPHIA CONS HLDG CORP | COM | 717528103 | 70 | 1543 | SH | DEFINED | 19 |
| | | | 2267 | 50000 | SH | DEFINED | 85 |
| | | | 2337 | 51543 | | | |
| PHILIP MORRIS COS INC | COM | 718154107 | 8260 | 189102 | SH | DEFINED | 1 |
| | | | 39 | 900 | SH | DEFINED | 15 |
| | | | 168 | 3850 | SH | DEFINED | 2 |
| | | | 229 | 5249 | SH | DEFINED | 5 |
| | | | 22 | 500 | SH | DEFINED | 10 |
| | | | 4490 | 102800 | SH | DEFINED | 19 |
| | | | 14842 | 339800 | SH | DEFINED | 85 |
| | | | 28051 | 642201 | | | |
| PHILLIPS PETE CO | COM | 718507106 | 774 | 13146 | SH | DEFINED | 1 |
| | | | 470 | 7979 | SH | DEFINED | 19 |
| | | | 4652 | 79000 | SH | DEFINED | 85 |
| | | | 5895 | 100125 | | | |
| PHOENIX COS INC NEW | COM | 71902E109 | 233 | 12703 | SH | DEFINED | 1 |
| | | | 0 | 22 | SH | DEFINED | 2 |
| | | | 92 | 5017 | SH | DEFINED | 19 |
| | | | 326 | 17742 | | | |
| PHOTON DYNAMICS INC | COM | 719364101 | 2250 | 75000 | SH | DEFINED | 85 |
| | | | 2250 | 75000 | | | |
| PHOTRONICS INC | COM | 719405102 | 1421 | 75000 | SH | DEFINED | 85 |
| | | | 1421 | 75000 | | | |
| PIER 1 IMPORTS INC | COM | 720279108 | 2100 | 100000 | SH | DEFINED | 85 |

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2100 100000

| | | | | | | | |
|------------------------|-----|-----------|-------|-------|----|---------|----|
| PINNACLE WEST CAP CORP | COM | 723484101 | 8 | 207 | SH | DEFINED | 1 |
| | | | 59 | 1485 | SH | DEFINED | 15 |
| | | | 2 | 50 | SH | DEFINED | 19 |
| | | | 269 | 6800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 337 | 8542 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVTMT DSCRETN | O MA |
|--------------------------|----------------|-----------|--------------------|--------------------|---------------------|-------------------|---------|
| ----- | ----- | ----- | ----- | ----- | ----- | ----- | ----- |
| PIONEER INTREST SHS | COM | 723703104 | 33 | 2808 | SH | DEFINED | 1 |
| | | | 2 | 200 | SH | DEFINED | 19 |
| | | | 1067 | 90000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1102 | 93008 | | | |
| PITNEY BOWES INC | COM | 724479100 | 13943 | 351028 | SH | DEFINED | 1 |
| | | | 62 | 1560 | SH | DEFINED | 15 |
| | | | 363 | 9150 | SH | DEFINED | 2 |
| | | | 48 | 1200 | SH | DEFINED | 5 |
| | | | 795 | 20015 | SH | DEFINED | 10 |
| | | | 582 | 14652 | SH | DEFINED | 19 |
| | | | 1867 | 47000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 17660 | 444605 | | | |
| PLACER DOME INC | COM | 725906101 | 2 | 200 | SH | DEFINED | 2 |
| | | | 19 | 1710 | SH | DEFINED | 19 |
| | | | 291 | 26000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 313 | 27910 | | | |
| PLANTRONICS INC NEW | COM | 727493108 | 10 | 500 | SH | DEFINED | 19 |
| | | | 2852 | 150000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2861 | 150500 | | | |
| PLEXUS CORP | COM | 729132100 | 3168 | 175000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3168 | 175000 | | | |
| PLUM CREEK TIMBER CO INC | COM | 729251108 | 87 | 2835 | SH | DEFINED | 1 |
| | | | 21 | 700 | SH | DEFINED | 15 |
| | | | 9 | 300 | SH | DEFINED | 5 |
| | | | 394 | 12826 | SH | DEFINED | 19 |
| | | | 1369 | 44600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1881 | 61261 | | | |

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| | | | | | |
|------------------|-----|-----------|-------|----------|------------|
| POLARIS INDS INC | COM | 731068102 | 23 | 360 SH | DEFINED 19 |
| | | | 4875 | 75000 SH | DEFINED 85 |
| | | | ----- | ----- | |
| | | | 4898 | 75360 | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| POTOMAC ELEC PWR CO | COM | 737679100 | 836 | 38922 SH | | DEFINED 1 | |
| | | | 53 | 2445 SH | | DEFINED 15 | |
| | | | 312 | 14520 SH | | DEFINED 2 | |
| | | | 18 | 835 SH | | DEFINED 5 | |
| | | | 21 | 1000 SH | | DEFINED 10 | |
| | | | 406 | 18888 SH | | DEFINED 19 | |
| | | | ----- | ----- | | | |
| | | | 1646 | 76610 | | | |
| PRAXAIR INC | COM | 74005P104 | 4945 | 86793 SH | | DEFINED 1 | |
| | | | 1011 | 17743 SH | | DEFINED 15 | |
| | | | 6 | 99 SH | | DEFINED 2 | |
| | | | 37 | 645 SH | | DEFINED 5 | |
| | | | 66 | 1150 SH | | DEFINED 10 | |
| | | | 675 | 11850 SH | | DEFINED 19 | |
| | | | 1299 | 22800 SH | | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 8037 | 141080 | | | |
| PRICE LEGACY CORP | COM | 74144P106 | 768 | 199400 SH | | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 768 | 199400 | | | |
| PRICE T ROWE GROUP INC | COM | 74144T108 | 15966 | 485590 SH | | DEFINED 1 | |
| | | | 1717 | 52225 SH | | DEFINED 15 | |
| | | | 553 | 16820 SH | | DEFINED 2 | |
| | | | 98 | 2990 SH | | DEFINED 5 | |
| | | | 48 | 1450 SH | | DEFINED 10 | |
| | | | 764 | 23250 SH | | DEFINED 19 | |
| | | | 14137 | 429950 SH | | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 33284 | 1012275 | | | |
| PRIME HOSPITALITY CORP | COM | 741917108 | 1299 | 100000 SH | | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 1299 | 100000 | | | |
| PRINCIPAL FINANCIAL GROUP IN | COM | 74251V102 | 260 | 8399 SH | | DEFINED 1 | |
| | | | 5 | 175 SH | | DEFINED 15 | |
| | | | ----- | ----- | | | |
| | | | 266 | 8574 | | | |
| PRIORITY HEALTHCARE CORP | CL B | 74264T102 | 2938 | 125000 SH | | DEFINED 85 | |

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2938 125000

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| PROCTER & GAMBLE CO | COM | 742718109 | 829064 | 9284025 | SH | | DEFINED | 1 |
| | | | 5474 | 61301 | SH | | DEFINED | 15 |
| | | | 4265 | 47764 | SH | | DEFINED | 2 |
| | | | 5677 | 63568 | SH | | DEFINED | 5 |
| | | | 5942 | 66537 | SH | | DEFINED | 10 |
| | | | 9229 | 103350 | SH | | DEFINED | 19 |
| | | | 17681 | 198000 | SH | | DEFINED | 85 |
| | | | 877332 | 9824545 | | | | |
| PROGRESS ENERGY INC | COM | 743263105 | 684 | 13150 | SH | | DEFINED | 1 |
| | | | 16 | 300 | SH | | DEFINED | 2 |
| | | | 787 | 15133 | SH | | DEFINED | 19 |
| | | | 907 | 17437 | SH | | DEFINED | 85 |
| | | | 2394 | 46020 | | | | |
| PROGRESS SOFTWARE CORP | COM | 743312100 | 2214 | 150000 | SH | | DEFINED | 85 |
| | | | | | | 2214 | 150000 | |
| PROGRESSIVE CORP OHIO | COM | 743315103 | 484 | 8370 | SH | | DEFINED | 1 |
| | | | 3 | 45 | SH | | DEFINED | 19 |
| | | | 1024 | 17700 | SH | | DEFINED | 85 |
| | | | 1511 | 26115 | | | | |
| PROQUEST COMPANY | COM | 74346P102 | 1775 | 50000 | SH | | DEFINED | 85 |
| | | | | | | 1775 | 50000 | |
| PROTEIN DESIGN LABS INC | COM | 74369L103 | 543 | 50000 | SH | | DEFINED | 85 |
| | | | | | | 543 | 50000 | |
| PROVIDENT FINL GROUP INC | COM | 743866105 | 2090 | 72052 | SH | | DEFINED | 1 |
| | | | 42 | 1453 | SH | | DEFINED | 19 |
| | | | | | | 2132 | 73505 | |
| PROVINCE HEALTHCARE CO | COM | 743977100 | 47 | 2100 | SH | | DEFINED | 2 |
| | | | 6149 | 275000 | SH | | DEFINED | 85 |
| | | | | | | 6196 | 277100 | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O MA |
|-----------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| PROVIDIAN FINL CORP | COM | 74406A102 | 33 | 5550 | SH | | DEFINED | 1 |
| | | | 184 | 31236 | SH | | DEFINED | 15 |
| | | | 139 | 23600 | SH | | DEFINED | 19 |
| | | | 132 | 22500 | SH | | DEFINED | 85 |
| | | | 487 | 82886 | | | | |
| PRUDENTIAL FINL INC | COM | 744320102 | 167 | 5006 | SH | | DEFINED | 1 |
| | | | 96 | 2878 | SH | | DEFINED | 15 |
| | | | 1035 | 31039 | SH | | DEFINED | 2 |
| | | | 35 | 1053 | SH | | DEFINED | 10 |
| | | | 135 | 4046 | SH | | DEFINED | 19 |
| 1469 | 44022 | | | | | | | |
| PUBLIC SVC ENTERPRISE GROUP | COM | 744573106 | 74 | 1710 | SH | | DEFINED | 1 |
| | | | 56 | 1283 | SH | | DEFINED | 15 |
| | | | 366 | 8453 | SH | | DEFINED | 19 |
| | | | 1273 | 29400 | SH | | DEFINED | 85 |
| | | | 1769 | 40846 | | | | |
| PUBLIC STORAGE INC | COM A DP1/1000 | 74460D729 | 419 | 15000 | SH | | DEFINED | 85 |
| | | | 419 | 15000 | | | | |
| PULTE HOMES INC | COM | 745867101 | 29 | 500 | SH | | DEFINED | 10 |
| | | | 276 | 4800 | SH | | DEFINED | 85 |
| | | | 305 | 5300 | | | | |
| PURCHASEPRO COM | COM NEW | 746144302 | 24 | 49717 | SH | | DEFINED | 2 |
| | | | 0 | 16 | SH | | DEFINED | 5 |
| | | | 0 | 300 | SH | | DEFINED | 19 |
| | | | 24 | 50033 | | | | |
| PUTNAM PREMIER INCOME TR | SH BEN INT | 746853100 | 43 | 6859 | SH | | DEFINED | 1 |
| | | | 3 | 400 | SH | | DEFINED | 15 |
| | | | 19 | 3000 | SH | | DEFINED | 10 |
| | | | 45 | 7140 | SH | | DEFINED | 19 |
| | | | 533 | 85000 | SH | | DEFINED | 85 |
| | | | 642 | 102399 | | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| PUTNAM MASTER INTER INCOME T | SH BEN INT | 746909100 | 9 | 1481 | SH | | DEFINED | 1 |
| | | | 1 | 200 | SH | | DEFINED | 19 |
| | | | 438 | 70000 | SH | | DEFINED | 85 |
| | | | 449 | 71681 | | | | |
| QLT INC | COM | 746927102 | 3 | 250 | SH | | DEFINED | 15 |
| | | | 1669 | 125000 | SH | | DEFINED | 85 |
| | | | 1672 | 125250 | | | | |
| QLOGIC CORP | COM | 747277101 | 7900 | 207352 | SH | | DEFINED | 1 |
| | | | 57 | 1500 | SH | | DEFINED | 15 |
| | | | 271 | 7100 | SH | | DEFINED | 2 |
| | | | 23 | 600 | SH | | DEFINED | 5 |
| | | | 213 | 5600 | SH | | DEFINED | 10 |
| | | | 349 | 9149 | SH | | DEFINED | 19 |
| | | | 7864 | 206400 | SH | | DEFINED | 85 |
| 16676 | 437701 | | | | | | | |
| QUALCOMM INC | COM | 747525103 | 1779 | 64700 | SH | | DEFINED | 1 |
| | | | 11 | 415 | SH | | DEFINED | 15 |
| | | | 318 | 11554 | SH | | DEFINED | 2 |
| | | | 281 | 10239 | SH | | DEFINED | 5 |
| | | | 5 | 200 | SH | | DEFINED | 10 |
| | | | 899 | 32714 | SH | | DEFINED | 19 |
| | | | 3992 | 145200 | SH | | DEFINED | 85 |
| 7285 | 265022 | | | | | | | |
| QUESTAR CORP | COM | 748356102 | 7593 | 307426 | SH | | DEFINED | 1 |
| | | | 701 | 28400 | SH | | DEFINED | 15 |
| | | | 1395 | 56457 | SH | | DEFINED | 2 |
| | | | 92 | 3725 | SH | | DEFINED | 5 |
| | | | 174 | 7045 | SH | | DEFINED | 19 |
| | | | 1877 | 76000 | SH | | DEFINED | 85 |
| 11833 | 479053 | | | | | | | |
| QUIKSILVER INC | COM | 74838C106 | 1240 | 50000 | SH | | DEFINED | 85 |
| | | | 1240 | 50000 | | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| QWEST COMMUNICATIONS INTL IN | COM | 749121109 | 136 | 48494 | SH | | DEFINED | 1 |
| | | | 18 | 6555 | SH | | DEFINED | 15 |
| | | | 5 | 1776 | SH | | DEFINED | 2 |
| | | | 1 | 438 | SH | | DEFINED | 5 |
| | | | 136 | 48708 | SH | | DEFINED | 19 |
| | | | 280 | 100000 | SH | | DEFINED | 85 |
| | | | 577 | 205971 | | | | |
| RLI CORP | COM | 749607107 | 1275 | 25000 | SH | | DEFINED | 85 |
| | | | 1275 | 25000 | | | | |
| RPM INC OHIO | COM | 749685103 | 691 | 45301 | SH | | DEFINED | 1 |
| | | | 16 | 1025 | SH | | DEFINED | 15 |
| | | | 223 | 14610 | SH | | DEFINED | 2 |
| | | | 6 | 420 | SH | | DEFINED | 10 |
| | | | 51 | 3335 | SH | | DEFINED | 19 |
| | | | 987 | 64691 | | | | |
| RADIOSHACK CORP | COM | 750438103 | 860 | 28601 | SH | | DEFINED | 1 |
| | | | 111 | 3700 | SH | | DEFINED | 15 |
| | | | 1620 | 53900 | SH | | DEFINED | 5 |
| | | | 603 | 20065 | SH | | DEFINED | 19 |
| | | | 952 | 31656 | SH | | DEFINED | 85 |
| | | | 4146 | 137922 | | | | |
| RADISYS CORP | COM | 750459109 | 582 | 50000 | SH | | DEFINED | 85 |
| | | | 582 | 50000 | | | | |
| RAINBOW TECHNOLOGIES INC | COM | 750862104 | 492 | 100000 | SH | | DEFINED | 85 |
| | | | 492 | 100000 | | | | |
| RATIONAL SOFTWARE CORP | COM NEW | 75409P202 | 126 | 15400 | SH | | DEFINED | 85 |
| | | | 126 | 15400 | | | | |
| RAWLINGS SPORTING GOODS INC | COM | 754459105 | 40 | 7527 | SH | | DEFINED | 1 |
| | | | 631 | 118900 | SH | | DEFINED | 85 |
| | | | 671 | 126427 | | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| RAYOVAC CORP | COM | 755081106 | 927 | 50000 | SH | | DEFINED | 85 |
| | | | 927 | 50000 | | | | |
| RAYTHEON CO | COM NEW | 755111507 | 408 | 10003 | SH | | DEFINED | 1 |
| | | | 132 | 3247 | SH | | DEFINED | 15 |
| | | | 212 | 5200 | SH | | DEFINED | 2 |
| | | | 2 | 47 | SH | | DEFINED | 5 |
| | | | 1662 | 40786 | SH | | DEFINED | 19 |
| | | | 2331 | 57200 | SH | | DEFINED | 85 |
| | | | 4747 | 116483 | | | | |
| REGIONS FINL CORP | COM | 758940100 | 4140 | 117775 | SH | | DEFINED | 1 |
| | | | 562 | 16000 | SH | | DEFINED | 15 |
| | | | 28 | 800 | SH | | DEFINED | 10 |
| | | | 32 | 900 | SH | | DEFINED | 19 |
| | | | 640 | 18200 | SH | | DEFINED | 85 |
| | | | 5402 | 153675 | | | | |
| REGISTER COM INC | COM | 75914G101 | 724 | 95000 | SH | | DEFINED | 85 |
| | | | 724 | 95000 | | | | |
| REHABCARE GROUP INC | COM | 759148109 | 45 | 1875 | SH | | DEFINED | 2 |
| | | | 12 | 500 | SH | | DEFINED | 10 |
| | | | 1802 | 75000 | SH | | DEFINED | 85 |
| | | | 1859 | 77375 | | | | |
| RELIANT ENERGY INC | COM | 75952J108 | 222 | 13115 | SH | | DEFINED | 1 |
| | | | 18 | 1050 | SH | | DEFINED | 15 |
| | | | 308 | 18224 | SH | | DEFINED | 19 |
| | | | 859 | 50844 | SH | | DEFINED | 85 |
| | | | 1407 | 83233 | | | | |
| RENAISSANCE LEARNING INC | COM | 75968L105 | 1011 | 50000 | SH | | DEFINED | 85 |
| | | | 1011 | 50000 | | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| REPUBLIC BANCORP INC | COM | 760282103 | 32 | 2150 | SH | | DEFINED | 2 |

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| | | | | | | | |
|-------------------------|------|--------------------|-------|--------|----|---------|----|
| | | | 449 | 30024 | SH | DEFINED | 19 |
| | | | 2988 | 200000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3469 | 232174 | | | |
| RESPIRONICS INC | COM | 761230101 | 4256 | 125000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 4256 | 125000 | | | |
| RETEK INC | COM | 761280109 | 1823 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1823 | 75000 | | | |
| REYNOLDS & REYNOLDS CO | CL A | 761695105 | 3873 | 138552 | SH | DEFINED | 1 |
| | | | 39 | 1400 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 3912 | 139952 | | | |
| RITE AID CORP | COM | 767754104 | 7 | 2800 | SH | DEFINED | 1 |
| | | | 54 | 23033 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 61 | 25833 | | | |
| ROBBINS & MYERS INC | NOTE | 6.500% 9 770196AA1 | 1010 | 10000 | SH | DEFINED | 15 |
| | | | ----- | ----- | | | |
| | | | 1010 | 10000 | | | |
| ROBERT HALF INTL INC | COM | 770323103 | 0 | 12 | SH | DEFINED | 1 |
| | | | 326 | 14000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 326 | 14012 | | | |
| ROCKWELL AUTOMATION INC | COM | 773903109 | 340 | 16994 | SH | DEFINED | 1 |
| | | | 62 | 3128 | SH | DEFINED | 5 |
| | | | 827 | 41367 | SH | DEFINED | 19 |
| | | | 292 | 14600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1520 | 76089 | | | |
| ROCKWELL COLLINS INC | COM | 774341101 | 466 | 16994 | SH | DEFINED | 1 |
| | | | 86 | 3128 | SH | DEFINED | 5 |
| | | | 1077 | 39273 | SH | DEFINED | 19 |
| | | | 403 | 14700 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2032 | 74095 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ROCKY SHOES & BOOTS INC | COM | 774830103 | 712 | 113800 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |

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| | | | | | | | |
|---------------------|----------------|-----------|-------|--------|----|---------|----|
| | | | 712 | 113800 | | | |
| ROHM & HAAS CO | COM | 775371107 | 375 | 9253 | SH | DEFINED | 1 |
| | | | 13 | 331 | SH | DEFINED | 2 |
| | | | 65 | 1598 | SH | DEFINED | 19 |
| | | | 712 | 17577 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1164 | 28759 | | | |
| ROPER INDS INC NEW | COM | 776696106 | 4663 | 125000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 4663 | 125000 | | | |
| ROSLYN BANCORP INC | COM | 778162107 | 4912 | 225000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 4912 | 225000 | | | |
| ROYAL DUTCH PETE CO | NY REG GLD1.25 | 780257804 | 16525 | 298986 | SH | DEFINED | 1 |
| | | | 1354 | 24495 | SH | DEFINED | 15 |
| | | | 405 | 7325 | SH | DEFINED | 2 |
| | | | 11 | 200 | SH | DEFINED | 5 |
| | | | 196 | 3552 | SH | DEFINED | 10 |
| | | | 5576 | 100887 | SH | DEFINED | 19 |
| | | | 18184 | 329000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 42251 | 764445 | | | |
| RUBY TUESDAY INC | COM | 781182100 | 365 | 18812 | SH | DEFINED | 1 |
| | | | 2910 | 150000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3275 | 168812 | | | |
| RUDDICK CORP | COM | 781258108 | 1272 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1272 | 75000 | | | |
| RURBAN FINL CORP | COM | 78176P108 | 96 | 7350 | SH | DEFINED | 1 |
| | | | 140 | 10748 | SH | DEFINED | 15 |
| | | | ----- | ----- | | | |
| | | | 236 | 18098 | | | |
| RYLAND GROUP INC | COM | 783764103 | 2985 | 60000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2985 | 60000 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT DSCRETN | O MA |
|------------------------|----------------|-----------|--------------------|--------------------|-------------------------|--------------------|---------|
| SBC COMMUNICATIONS INC | COM | 78387G103 | 39868 | 1307158 | SH | DEFINED | 1 |
| | | | 7210 | 236386 | SH | DEFINED | 15 |
| | | | 779 | 25536 | SH | DEFINED | 2 |

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| | | | | | | | |
|---------------------------|------------|-----------|-------|---------|----|---------|----|
| | | | 312 | 10229 | SH | DEFINED | 5 |
| | | | 412 | 13507 | SH | DEFINED | 10 |
| | | | 17247 | 565464 | SH | DEFINED | 19 |
| | | | 18091 | 593146 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 83919 | 2751426 | | | |
| SLM CORP | COM | 78442P106 | 901 | 9298 | SH | DEFINED | 1 |
| | | | 26 | 270 | SH | DEFINED | 15 |
| | | | 72 | 745 | SH | DEFINED | 19 |
| | | | 1715 | 17700 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2714 | 28013 | | | |
| SPDR TR | UNIT SER 1 | 78462F103 | 1885 | 19046 | SH | DEFINED | 1 |
| | | | 8 | 85 | SH | DEFINED | 2 |
| | | | 2037 | 20581 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 3930 | 39712 | | | |
| SPX CORP | COM | 784635104 | 12 | 106 | SH | DEFINED | 1 |
| | | | 2 | 17 | SH | DEFINED | 5 |
| | | | 308 | 2621 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 322 | 2744 | | | |
| SABRE HLDGS CORP | CL A | 785905100 | 45 | 1263 | SH | DEFINED | 1 |
| | | | 6 | 161 | SH | DEFINED | 15 |
| | | | 407 | 11365 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 458 | 12789 | | | |
| SAFECO CORP | COM | 786429100 | 22 | 700 | SH | DEFINED | 15 |
| | | | 42 | 1364 | SH | DEFINED | 19 |
| | | | 315 | 10200 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 379 | 12264 | | | |
| SAFEGUARD SCIENTIFICS INC | COM | 786449108 | 1340 | 670000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1340 | 670000 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|---------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| SAFEGUARD SCIENTIFICS INC | COM NEW | 786514208 | 15 | 518 | SH | | DEFINED | 1 |
| | | | 1 | 36 | SH | | DEFINED | 5 |
| | | | 492 | 16854 | SH | | DEFINED | 19 |
| | | | 2314 | 79275 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2822 | 96683 | | | | |

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| | | | | | |
|------------------|-----|-----------|-------|-----------|------------|
| ST JUDE MED INC | COM | 790849103 | 22 | 300 SH | DEFINED 1 |
| | | | 3 | 35 SH | DEFINED 19 |
| | | | 517 | 7000 SH | DEFINED 85 |
| | | | ----- | ----- | |
| | | | 542 | 7335 | |
| ST PAUL COS INC | COM | 792860108 | 163 | 4182 SH | DEFINED 1 |
| | | | 25 | 635 SH | DEFINED 19 |
| | | | 1227 | 31534 SH | DEFINED 85 |
| | | | ----- | ----- | |
| | | | 1415 | 36351 | |
| SAKS INC | COM | 79377W108 | 1284 | 100000 SH | DEFINED 85 |
| | | | ----- | ----- | |
| | | | 1284 | 100000 | |
| SANDISK CORP | COM | 80004C101 | 868 | 70000 SH | DEFINED 85 |
| | | | ----- | ----- | |
| | | | 868 | 70000 | |
| SANMINA SCI CORP | COM | 800907107 | 4 | 708 SH | DEFINED 1 |
| | | | 1 | 102 SH | DEFINED 5 |
| | | | 50 | 7905 SH | DEFINED 19 |
| | | | 371 | 58760 SH | DEFINED 85 |
| | | | ----- | ----- | |
| | | | 426 | 67475 | |
| SARA LEE CORP | COM | 803111103 | 11758 | 569667 SH | DEFINED 1 |
| | | | 29 | 1400 SH | DEFINED 15 |
| | | | 277 | 13400 SH | DEFINED 2 |
| | | | 41 | 2000 SH | DEFINED 5 |
| | | | 130 | 6300 SH | DEFINED 10 |
| | | | 5087 | 246453 SH | DEFINED 19 |
| | | | 2115 | 102492 SH | DEFINED 85 |
| | | | ----- | ----- | |
| | | | 19437 | 941712 | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| SATYAM INFOWAY LTD | SPONSORED ADR | 804099109 | 22 | 42000 | SH | | DEFINED 1 | |
| | | | ----- | ----- | | | | |
| | | | 22 | 42000 | | | | |
| SAUCONY INC | CL A | 804120103 | 294 | 41200 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 294 | 41200 | | | | |
| SCHERING PLOUGH CORP | COM | 806605101 | 16806 | 683189 | SH | | DEFINED 1 | |
| | | | 114 | 4630 | SH | | DEFINED 15 | |

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| | | | | | | | |
|-------------------------|-----|-----------|-------|---------|----|---------|----|
| | | | 661 | 26885 | SH | DEFINED | 2 |
| | | | 226 | 9200 | SH | DEFINED | 5 |
| | | | 877 | 35660 | SH | DEFINED | 10 |
| | | | 2421 | 98419 | SH | DEFINED | 19 |
| | | | 5579 | 226800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 26686 | 1084783 | | | |
| SCHLUMBERGER LTD | COM | 806857108 | 29707 | 638861 | SH | DEFINED | 1 |
| | | | 524 | 11265 | SH | DEFINED | 15 |
| | | | 1486 | 31948 | SH | DEFINED | 2 |
| | | | 196 | 4225 | SH | DEFINED | 5 |
| | | | 231 | 4970 | SH | DEFINED | 10 |
| | | | 3825 | 82268 | SH | DEFINED | 19 |
| | | | 19158 | 412000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 55128 | 1185537 | | | |
| SCHULMAN A INC | COM | 808194104 | 1180 | 55000 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 1180 | 55000 | | | |
| SCHWAB CHARLES CORP NEW | COM | 808513105 | 11465 | 1023681 | SH | DEFINED | 1 |
| | | | 102 | 9105 | SH | DEFINED | 15 |
| | | | 183 | 16295 | SH | DEFINED | 2 |
| | | | 67 | 6015 | SH | DEFINED | 5 |
| | | | 183 | 16325 | SH | DEFINED | 10 |
| | | | 241 | 21556 | SH | DEFINED | 19 |
| | | | 10408 | 929275 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 22649 | 2022252 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ INVSTMT DSCRETN | O MA |
|------------------------|----------------|-----------|-----------------|-----------------|--------------|----------------------|------|
| SCIENTIFIC ATLANTA INC | COM | 808655104 | 21 | 1275 | SH | DEFINED | 1 |
| | | | 197 | 12000 | SH | DEFINED | 19 |
| | | | 1849 | 112400 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2067 | 125675 | | | |
| SCOTTS CO | CL A | 810186106 | 3405 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3405 | 75000 | | | |
| SCRIPPS E W CO OHIO | CL A | 811054204 | 2033 | 26400 | SH | DEFINED | 1 |
| | | | ----- | ----- | | | |
| | | | 2033 | 26400 | | | |
| SCUDDER INTER GOVT TR | SH BEN INT | 811163104 | 591 | 85000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |

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| | | | | | | |
|-----------------------|----------------|-----------|-------|-----------|---------|----|
| | | | 591 | 85000 | | |
| SCUDDER MUN INCOME TR | COM SH BEN INT | 81118R604 | 105 | 9333 SH | DEFINED | 1 |
| | | | 222 | 19747 SH | DEFINED | 19 |
| | | | ----- | ----- | | |
| | | | 326 | 29080 | | |
| SEA CONTAINERS LTD | CL A | 811371707 | 12 | 800 SH | DEFINED | 19 |
| | | | 1901 | 132000 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 1912 | 132800 | | |
| SEACOR SMIT INC | COM | 811904101 | 3551 | 75000 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 3551 | 75000 | | |
| SEALED AIR CORP NEW | COM | 81211K100 | 3 | 70 SH | DEFINED | 19 |
| | | | 270 | 6716 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 273 | 6786 | | |
| SEARS ROEBUCK & CO | COM | 812387108 | 763 | 14057 SH | DEFINED | 1 |
| | | | 244 | 4494 SH | DEFINED | 15 |
| | | | 15 | 272 SH | DEFINED | 5 |
| | | | 13086 | 240996 SH | DEFINED | 19 |
| | | | 2708 | 49875 SH | DEFINED | 85 |
| | | | ----- | ----- | | |
| | | | 16816 | 309694 | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| SECTOR SPDR TR | SBI INT-TECH | 81369Y803 | 17 | 1050 SH | DEFINED | 1 | |
| | | | 27 | 1728 SH | DEFINED | 19 | |
| | | | 2373 | 150000 SH | DEFINED | 85 | |
| | | | ----- | ----- | | | |
| | | | 2417 | 152778 | | | |
| SEMPRA ENERGY | COM | 816851109 | 75 | 3390 SH | DEFINED | 1 | |
| | | | 12 | 520 SH | DEFINED | 15 | |
| | | | 56 | 2553 SH | DEFINED | 19 | |
| | | | 363 | 16425 SH | DEFINED | 85 | |
| | | | ----- | ----- | | | |
| | | | 507 | 22888 | | | |
| SENSIENT TECHNOLOGIES CORP | COM | 81725T100 | 341 | 14972 SH | DEFINED | 1 | |
| | | | 170 | 7472 SH | DEFINED | 19 | |
| | | | ----- | ----- | | | |
| | | | 511 | 22444 | | | |
| SERVICEMASTER CO | COM | 81760N109 | 647 | 47125 SH | DEFINED | 1 | |

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| | | | | | | | |
|---------------------------|----------------|-----------|-------|-------|----|---------|----|
| | | | 6 | 450 | SH | DEFINED | 15 |
| | | | 151 | 11015 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 804 | 58590 | | | |
| SHAW GROUP INC | COM | 820280105 | 45 | 1450 | SH | DEFINED | 2 |
| | | | 2303 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2347 | 76450 | | | |
| SHELL TRANS & TRADING PLC | ADR NY SHS NEW | 822703609 | 111 | 2460 | SH | DEFINED | 1 |
| | | | 27 | 600 | SH | DEFINED | 15 |
| | | | 111 | 2465 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 249 | 5525 | | | |
| SHERWIN WILLIAMS CO | COM | 824348106 | 1019 | 34030 | SH | DEFINED | 1 |
| | | | 30 | 1000 | SH | DEFINED | 2 |
| | | | 48 | 1616 | SH | DEFINED | 19 |
| | | | 368 | 12300 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1465 | 48946 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| SIEBEL SYS INC | COM | 826170102 | 10523 | 740000 | SH | | DEFINED | 1 |
| | | | 131 | 9210 | SH | | DEFINED | 15 |
| | | | 106 | 7450 | SH | | DEFINED | 2 |
| | | | 54 | 3795 | SH | | DEFINED | 5 |
| | | | 90 | 6350 | SH | | DEFINED | 10 |
| | | | 614 | 43165 | SH | | DEFINED | 19 |
| | | | 7218 | 507600 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 18736 | 1317570 | | | | |
| SIGMA ALDRICH CORP | COM | 826552101 | 176 | 3500 | SH | | DEFINED | 1 |
| | | | 55 | 1100 | SH | | DEFINED | 2 |
| | | | 13 | 250 | SH | | DEFINED | 10 |
| | | | 261 | 5195 | SH | | DEFINED | 19 |
| | | | 787 | 15700 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1291 | 25745 | | | | |
| SILICON VY BANCSHARES | COM | 827064106 | 4613 | 175000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 4613 | 175000 | | | | |
| SIMON PPTY GROUP INC NEW | COM | 828806109 | 86 | 2340 | SH | | DEFINED | 1 |
| | | | 23 | 635 | SH | | DEFINED | 15 |
| | | | 168 | 4558 | SH | | DEFINED | 19 |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN | SH/ PUT/ INVSTMT | DEFINITION | MA |
|--------------------------|----------------|-----------|-----------------|-------------|------------------|------------|----|
| SIMON PPTY GROUP INC NEW | PFD CV B 6.50% | 828806406 | 1344 | 14000 | SH | DEFINED | 85 |
| | | | 1344 | 14000 | | | |
| SINGAPORE FD INC | COM | 82929L109 | 296 | 54800 | SH | DEFINED | 85 |
| | | | 296 | 54800 | | | |
| SKY FINL GROUP INC | COM | 83080P103 | 1034 | 48894 | SH | DEFINED | 1 |
| | | | 4 | 209 | SH | DEFINED | 19 |
| | | | 1039 | 49103 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN | SH/ PUT/ INVSTMT | DEFINITION | MA |
|----------------|----------------|-----------|-----------------|-------------|------------------|------------|----|
| SMUCKER J M CO | COM NEW | 832696405 | 6140 | 179891 | SH | DEFINED | 1 |
| | | | 34 | 1008 | SH | DEFINED | 15 |
| | | | 33 | 962 | SH | DEFINED | 2 |
| | | | 45 | 1332 | SH | DEFINED | 5 |
| | | | 45 | 1330 | SH | DEFINED | 10 |
| | | | 69 | 2013 | SH | DEFINED | 19 |
| | | | 64 | 1888 | SH | DEFINED | 85 |
| | | | 6431 | 188424 | | | |
| SNAP ON INC | COM | 833034101 | 710 | 23900 | SH | DEFINED | 1 |
| | | | 55 | 1855 | SH | DEFINED | 15 |
| | | | 48 | 1630 | SH | DEFINED | 2 |
| | | | 39 | 1310 | SH | DEFINED | 5 |
| | | | 28 | 940 | SH | DEFINED | 10 |
| | | | 144 | 4849 | SH | DEFINED | 19 |
| | | | 1177 | 39650 | SH | DEFINED | 85 |
| | | | 2201 | 74134 | | | |
| SOLETRON CORP | COM | 834182107 | 26 | 4205 | SH | DEFINED | 1 |
| | | | 4 | 575 | SH | DEFINED | 15 |
| | | | 0 | 70 | SH | DEFINED | 5 |
| | | | 361 | 58766 | SH | DEFINED | 19 |
| | | | 625 | 101650 | SH | DEFINED | 85 |
| | | | 1016 | 165266 | | | |
| SOLUTIA INC | COM | 834376105 | 44 | 6228 | SH | DEFINED | 1 |
| | | | 31 | 4368 | SH | DEFINED | 19 |
| | | | 74 | 10596 | | | |

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| | | | | | | | |
|-----------------|-----|-----------|------|-------|----|---------|----|
| SONICWALL INC | COM | 835470105 | 407 | 81000 | SH | DEFINED | 85 |
| | | | 407 | 81000 | | | |
| SONOCO PRODS CO | COM | 835495102 | 540 | 19060 | SH | DEFINED | 1 |
| | | | 4 | 125 | SH | DEFINED | 19 |
| | | | 543 | 19185 | | | |
| SOURCECORP | COM | 836167106 | 50 | 1900 | SH | DEFINED | 2 |
| | | | 1988 | 75000 | SH | DEFINED | 85 |
| | | | 2038 | 76900 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| SOUTH FINL GROUP INC | COM | 837841105 | 1413 | 63073 | SH | DEFINED | 1 |
| | | | 1413 | 63073 | | | |
| SOUTHERN CO | COM | 842587107 | 959 | 34993 | SH | DEFINED | 1 |
| | | | 637 | 23262 | SH | DEFINED | 15 |
| | | | 18 | 646 | SH | DEFINED | 2 |
| | | | 0 | 3 | SH | DEFINED | 5 |
| | | | 1879 | 68569 | SH | DEFINED | 19 |
| | | | 2863 | 104500 | SH | DEFINED | 85 |
| | | | 6356 | 231973 | | | |
| SOUTHTRUST CORP | COM | 844730101 | 52934 | 2026567 | SH | DEFINED | 1 |
| | | | 1788 | 68450 | SH | DEFINED | 15 |
| | | | 672 | 25717 | SH | DEFINED | 2 |
| | | | 72 | 2740 | SH | DEFINED | 5 |
| | | | 1009 | 38640 | SH | DEFINED | 10 |
| | | | 466 | 17830 | SH | DEFINED | 19 |
| | | | 22560 | 863700 | SH | DEFINED | 85 |
| | | | 79500 | 3043644 | | | |
| SOUTHWEST AIRLS CO | COM | 844741108 | 55 | 3375 | SH | DEFINED | 1 |
| | | | 144 | 8900 | SH | DEFINED | 2 |
| | | | 4 | 230 | SH | DEFINED | 5 |
| | | | 532 | 32890 | SH | DEFINED | 19 |
| | | | 1669 | 103305 | SH | DEFINED | 85 |
| | | | 2403 | 148700 | | | |
| SOUTHWEST BANCORPORATION TEX | COM | 84476R109 | 51 | 1400 | SH | DEFINED | 2 |
| | | | 2717 | 75000 | SH | DEFINED | 85 |

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| | | | ----- | ----- | | |
|------------------------|-----|-----------|-------|-------|----|------------|
| | | | 2767 | 76400 | | |
| SOUTHWESTERN ENERGY CO | COM | 845467109 | 258 | 17000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 258 | 17000 | | |
| SPACELABS MED INC | COM | 846247104 | 710 | 50000 | SH | DEFINED 85 |
| | | | ----- | ----- | | |
| | | | 710 | 50000 | | |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| SPARTAN STORES INC | COM | 846822104 | 6 | 1998 | SH | | DEFINED 1 | |
| | | | 264 | 86144 | SH | | DEFINED 19 | |
| | | | ----- | ----- | | | | |
| | | | 271 | 88142 | | | | |
| SPARTECH CORP | COM NEW | 847220209 | 1362 | 50000 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 1362 | 50000 | | | | |
| SPINNAKER EXPL CO | COM | 84855W109 | 904 | 25100 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 904 | 25100 | | | | |
| SPRINT CORP | COM FON GROUP | 852061100 | 2504 | 236038 | SH | | DEFINED 1 | |
| | | | 8 | 790 | SH | | DEFINED 15 | |
| | | | 77 | 7236 | SH | | DEFINED 2 | |
| | | | 3 | 325 | SH | | DEFINED 10 | |
| | | | 464 | 43708 | SH | | DEFINED 19 | |
| | | | 1272 | 119900 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 4329 | 407997 | | | | |
| SPRINT CORP | PCS COM SER 1 | 852061506 | 318 | 71102 | SH | | DEFINED 1 | |
| | | | 0 | 10 | SH | | DEFINED 15 | |
| | | | 155 | 34725 | SH | | DEFINED 19 | |
| | | | 648 | 144900 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 1121 | 250737 | | | | |
| STANCORP FINL GROUP INC | COM | 852891100 | 5550 | 100000 | SH | | DEFINED 85 | |
| | | | ----- | ----- | | | | |
| | | | 5550 | 100000 | | | | |
| STANDARD REGISTER CO | COM | 853887107 | 176667 | 5167224 | SH | | DEFINED 1 | |
| | | | 9 | 264 | SH | | DEFINED 19 | |
| | | | ----- | ----- | | | | |
| | | | 176676 | 5167488 | | | | |

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| | | | | | |
|-------------|-----|-----------|-------|---------|------------|
| STANLEY WKS | COM | 854616109 | 25 | 616 SH | DEFINED 19 |
| | | | 279 | 6800 SH | DEFINED 85 |
| | | | ----- | ----- | |
| | | | 304 | 7416 | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| ----- | | | | | | | |
| STAPLES INC | COM | 855030102 | 29 | 1451 SH | | DEFINED 1 | |
| | | | 21 | 1050 SH | | DEFINED 15 | |
| | | | 6 | 300 SH | | DEFINED 2 | |
| | | | 321 | 16275 SH | | DEFINED 19 | |
| | | | 1476 | 74900 SH | | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 1851 | 93976 | | | |
| STARBUCKS CORP | COM | 855244109 | 40 | 1600 SH | | DEFINED 1 | |
| | | | 49 | 1991 SH | | DEFINED 15 | |
| | | | 953 | 38340 SH | | DEFINED 19 | |
| | | | 1036 | 41700 SH | | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 2078 | 83631 | | | |
| STARWOOD HOTELS&RESORTS WRLD | PAIRED CTF | 85590A203 | 47 | 1429 SH | | DEFINED 1 | |
| | | | 18 | 562 SH | | DEFINED 19 | |
| | | | 1095 | 33300 SH | | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 1161 | 35291 | | | |
| STATE STR CORP | COM | 857477103 | 3754 | 83987 SH | | DEFINED 1 | |
| | | | 102 | 2280 SH | | DEFINED 15 | |
| | | | 130 | 2912 SH | | DEFINED 2 | |
| | | | 58 | 1300 SH | | DEFINED 5 | |
| | | | 1461 | 32693 SH | | DEFINED 19 | |
| | | | 2454 | 54900 SH | | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 7960 | 178072 | | | |
| STATEN IS BANCORP INC | COM | 857550107 | 4800 | 250000 SH | | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 4800 | 250000 | | | |
| STEELCASE INC | CL A | 858155203 | 5902 | 441118 SH | | DEFINED 19 | |
| | | | ----- | ----- | | | |
| | | | 5902 | 441118 | | | |
| STEINWAY MUSICAL INSTRS INC | COM ORD | 858495104 | 1027 | 48000 SH | | DEFINED 85 | |
| | | | ----- | ----- | | | |
| | | | 1027 | 48000 | | | |

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STERLING BANCSHARES INC COM 858907108 1979 134000 SH DEFINED 85

 1979 134000

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| STERIS CORP | COM | 859152100 | 25 | 1300 | SH | | DEFINED | 1 |
| | | | 11 | 600 | SH | | DEFINED | 15 |
| | | | 29 | 1500 | SH | | DEFINED | 2 |
| | | | 38 | 2000 | SH | | DEFINED | 19 |
| | | | 2389 | 125000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | ----- | 2492 | 130400 | |
| STEWART & STEVENSON SVCS INC | COM | 860342104 | 563 | 31734 | SH | | DEFINED | 1 |
| | | | 1850 | 104300 | SH | | DEFINED | 85 |
| | | | ----- | ----- | ----- | 2413 | 136034 | |
| STILWELL FINL INC | COM | 860831106 | 4227 | 232262 | SH | | DEFINED | 1 |
| | | | 13 | 700 | SH | | DEFINED | 15 |
| | | | 24 | 1300 | SH | | DEFINED | 5 |
| | | | 145 | 7960 | SH | | DEFINED | 19 |
| | | | 8010 | 440100 | SH | | DEFINED | 85 |
| | | | ----- | ----- | ----- | 12418 | 682322 | |
| STONE ENERGY CORP | COM | 861642106 | 3019 | 75000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | ----- | 3019 | 75000 | |
| STORA ENSO CORP | SPON ADR REP R | 86210M106 | 234 | 17652 | SH | | DEFINED | 19 |
| | | | ----- | ----- | ----- | 234 | 17652 | |
| STRATEGIC DISTR INC | COM NEW | 862701307 | 1736 | 123100 | SH | | DEFINED | 85 |
| | | | ----- | ----- | ----- | 1736 | 123100 | |
| STRYKER CORP | COM | 863667101 | 114 | 2124 | SH | | DEFINED | 1 |
| | | | 111 | 2075 | SH | | DEFINED | 15 |
| | | | 119 | 2220 | SH | | DEFINED | 5 |
| | | | 7093 | 132547 | SH | | DEFINED | 19 |
| | | | 1167 | 21800 | SH | | DEFINED | 85 |
| | | | ----- | ----- | ----- | 8603 | 160766 | |
| SUN LIFE FINL SVCS CDA INC | COM | 866796105 | 713 | 32607 | SH | | DEFINED | 1 |
| | | | 124 | 5679 | SH | | DEFINED | 15 |
| | | | 159 | 7252 | SH | | DEFINED | 19 |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| SUN MICROSYSTEMS INC | COM | 866810104 | 5527 | 1103259 | SH | | DEFINED | 1 |
| | | | 74 | 14834 | SH | | DEFINED | 15 |
| | | | 351 | 70124 | SH | | DEFINED | 2 |
| | | | 10 | 2077 | SH | | DEFINED | 5 |
| | | | 349 | 69575 | SH | | DEFINED | 10 |
| | | | 1739 | 347130 | SH | | DEFINED | 19 |
| | | | 3237 | 646150 | SH | | DEFINED | 85 |
| | | | 11288 | 2253149 | | | | |
| SUNGARD DATA SYS INC | COM | 867363103 | 5138 | 194046 | SH | | DEFINED | 1 |
| | | | 346 | 13055 | SH | | DEFINED | 15 |
| | | | 58 | 2200 | SH | | DEFINED | 2 |
| | | | 95 | 3600 | SH | | DEFINED | 10 |
| | | | 878 | 33160 | SH | | DEFINED | 19 |
| | | | 5855 | 221100 | SH | | DEFINED | 85 |
| | | | 12370 | 467161 | | | | |
| SUNOCO INC | COM | 86764P109 | 74 | 2089 | SH | | DEFINED | 15 |
| | | | 185 | 5187 | SH | | DEFINED | 19 |
| | | | 858 | 24074 | SH | | DEFINED | 85 |
| | | | 1117 | 31350 | | | | |
| SUNTRUST BKS INC | COM | 867914103 | 1655 | 24432 | SH | | DEFINED | 1 |
| | | | 68 | 1000 | SH | | DEFINED | 15 |
| | | | 68 | 1000 | SH | | DEFINED | 2 |
| | | | 450 | 6643 | SH | | DEFINED | 19 |
| | | | 1564 | 23100 | SH | | DEFINED | 85 |
| | | | 3804 | 56175 | | | | |
| SUPERIOR INDS INTL INC | COM | 868168105 | 249 | 5384 | SH | | DEFINED | 15 |
| | | | | | | 249 | 5384 | |
| SUPERVALU INC | COM | 868536103 | 960 | 39148 | SH | | DEFINED | 1 |
| | | | 66 | 2705 | SH | | DEFINED | 15 |
| | | | 237 | 9675 | SH | | DEFINED | 2 |
| | | | 36 | 1455 | SH | | DEFINED | 5 |
| | | | 31 | 1265 | SH | | DEFINED | 10 |
| | | | 474 | 19330 | SH | | DEFINED | 19 |
| | | | 1025 | 41800 | SH | | DEFINED | 85 |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| SURMODICS INC | COM | 868873100 | 1388 | 53400 | SH | | DEFINED | 1 |
| | | | 79 | 3040 | SH | | DEFINED | 19 |
| | | | 3769 | 145000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 5235 | 201440 | | | | |
| SWIFT ENERGY CO | COM | 870738101 | 1184 | 75000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1184 | 75000 | | | | |
| SYBASE INC | COM | 871130100 | 74 | 7000 | SH | | DEFINED | 1 |
| | | | 2 | 166 | SH | | DEFINED | 19 |
| | | | 1583 | 150000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1658 | 157166 | | | | |
| SYMBOL TECHNOLOGIES INC | COM | 871508107 | 42 | 4975 | SH | | DEFINED | 1 |
| | | | 2 | 200 | SH | | DEFINED | 19 |
| | | | 155 | 18250 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 199 | 23425 | | | | |
| SYMMETRICOM INC | COM | 871543104 | 595 | 163000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 595 | 163000 | | | | |
| SYMYX TECHNOLOGIES | COM | 87155S108 | 37 | 2650 | SH | | DEFINED | 2 |
| | | | 14 | 1000 | SH | | DEFINED | 19 |
| | | | 1740 | 125000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1791 | 128650 | | | | |
| SYNAGRO TECHNOLOGIES INC | COM NEW | 871562203 | 1150 | 359301 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 1150 | 359301 | | | | |
| SYNCOR INTL CORP DEL | COM | 87157J106 | 47 | 1500 | SH | | DEFINED | 2 |
| | | | 2363 | 75000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2410 | 76500 | | | | |
| SYNOVUS FINL CORP | COM | 87161C105 | 29215 | 1061596 | SH | | DEFINED | 1 |
| | | | 641 | 23300 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 29856 | 1084896 | | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O |
|---------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|----|
| SYSCO CORP | COM | 871829107 | 57792 | 2123146 | SH | | DEFINED | 1 |
| | | | 2865 | 105250 | SH | | DEFINED | 15 |
| | | | 3004 | 110370 | SH | | DEFINED | 2 |
| | | | 2393 | 87905 | SH | | DEFINED | 5 |
| | | | 169 | 6205 | SH | | DEFINED | 10 |
| | | | 6375 | 234194 | SH | | DEFINED | 19 |
| | | | 19751 | 725600 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 92349 | 3392670 | | | | |
| TCF FINL CORP | COM | 872275102 | 443 | 9019 | SH | | DEFINED | 1 |
| | | | 6 | 115 | SH | | DEFINED | 10 |
| | | | 378 | 7690 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 826 | 16824 | | | | |
| TECO ENERGY INC | COM | 872375100 | 471 | 19025 | SH | | DEFINED | 1 |
| | | | 94 | 3800 | SH | | DEFINED | 15 |
| | | | 50 | 2000 | SH | | DEFINED | 10 |
| | | | 164 | 6637 | SH | | DEFINED | 19 |
| | | | 1883 | 76100 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2662 | 107562 | | | | |
| TEPPCO PARTNERS L P | UT LTD PARTNER | 872384102 | 22 | 700 | SH | | DEFINED | 10 |
| | | | 250 | 7800 | SH | | DEFINED | 19 |
| | | | | | | ----- | ----- | |
| | | | 272 | 8500 | | | | |
| TJX COS INC NEW | COM | 872540109 | 81 | 4142 | SH | | DEFINED | 1 |
| | | | 10 | 500 | SH | | DEFINED | 10 |
| | | | 13 | 660 | SH | | DEFINED | 19 |
| | | | 855 | 43600 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 959 | 48902 | | | | |
| TRW INC | COM | 872649108 | 89 | 1556 | SH | | DEFINED | 1 |
| | | | 490 | 8599 | SH | | DEFINED | 19 |
| | | | 937 | 16450 | SH | | DEFINED | 85 |
| | | | | | | ----- | ----- | |
| | | | 1516 | 26605 | | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O MA |
|-------------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| TXU CORP | COM | 873168108 | 230 | 4457 | SH | | DEFINED | 1 |
| | | | 226 | 4387 | SH | | DEFINED | 15 |
| | | | 5 | 100 | SH | | DEFINED | 5 |
| | | | 15 | 300 | SH | | DEFINED | 10 |
| | | | 710 | 13769 | SH | | DEFINED | 19 |
| | | | 2225 | 43170 | SH | | DEFINED | 85 |
| | | | 3412 | 66183 | | | | |
| TAKE-TWO INTERACTIVE SOFTWARE | COM | 874054109 | 2574 | 125000 | SH | | DEFINED | 85 |
| | | | 2574 | 125000 | | | | |
| TALBOTS INC | COM | 874161102 | 3 | 77 | SH | | DEFINED | 19 |
| | | | 1750 | 50000 | SH | | DEFINED | 85 |
| | | | 1753 | 50077 | | | | |
| TARGET CORP | COM | 87612E106 | 70107 | 1840068 | SH | | DEFINED | 1 |
| | | | 5531 | 145170 | SH | | DEFINED | 15 |
| | | | 2903 | 76191 | SH | | DEFINED | 2 |
| | | | 621 | 16288 | SH | | DEFINED | 5 |
| | | | 593 | 15560 | SH | | DEFINED | 10 |
| | | | 5063 | 132892 | SH | | DEFINED | 19 |
| | | | 48612 | 1275900 | SH | | DEFINED | 85 |
| 133429 | 3502069 | | | | | | | |
| TECHNITROL INC | COM | 878555101 | 2913 | 125000 | SH | | DEFINED | 85 |
| | | | 2913 | 125000 | | | | |
| TEKTRONIX INC | COM | 879131100 | 61 | 3275 | SH | | DEFINED | 19 |
| | | | 2163 | 115600 | SH | | DEFINED | 85 |
| | | | 2224 | 118875 | | | | |
| TELEFLEX INC | COM | 879369106 | 4536 | 79375 | SH | | DEFINED | 1 |
| | | | 852 | 14900 | SH | | DEFINED | 15 |
| | | | 160 | 2800 | SH | | DEFINED | 5 |
| | | | 2857 | 49996 | SH | | DEFINED | 19 |
| | | | 29 | 500 | SH | | DEFINED | 85 |
| 8434 | 147571 | | | | | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| TELEFONICA S A | SPONSORED ADR | 879382208 | 69 | 2792 | SH | | DEFINED | 1 |
| | | | 155 | 6249 | SH | | DEFINED | 19 |
| | | | ----- | ----- | | | | |
| | | | 225 | 9041 | | | | |
| TELLABS INC | COM | 879664100 | 899 | 144946 | SH | | DEFINED | 1 |
| | | | 5 | 825 | SH | | DEFINED | 15 |
| | | | 3 | 500 | SH | | DEFINED | 2 |
| | | | 52 | 8400 | SH | | DEFINED | 5 |
| | | | 93 | 15044 | SH | | DEFINED | 19 |
| | | | 203 | 32800 | SH | | DEFINED | 85 |
| ----- | ----- | | | | | | | |
| | | | 1256 | 202515 | | | | |
| TEMPLE INLAND INC | COM | 879868107 | 208 | 3600 | SH | | DEFINED | 1 |
| | | | 8 | 142 | SH | | DEFINED | 15 |
| | | | 41 | 700 | SH | | DEFINED | 5 |
| | | | 226 | 3900 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 483 | 8342 | | | | |
| TENET HEALTHCARE CORP | COM | 88033G100 | 127 | 1781 | SH | | DEFINED | 1 |
| | | | 161 | 2250 | SH | | DEFINED | 15 |
| | | | 2 | 23 | SH | | DEFINED | 5 |
| | | | 21 | 300 | SH | | DEFINED | 10 |
| | | | 360 | 5033 | SH | | DEFINED | 19 |
| | | | 3220 | 45000 | SH | | DEFINED | 85 |
| ----- | ----- | | | | | | | |
| | | | 3891 | 54387 | | | | |
| TERADYNE INC | COM | 880770102 | 34 | 1450 | SH | | DEFINED | 1 |
| | | | 90 | 3810 | SH | | DEFINED | 19 |
| | | | 338 | 14400 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 462 | 19660 | | | | |
| TETRA TECH INC NEW | COM | 88162G103 | 44 | 3000 | SH | | DEFINED | 2 |
| | | | 2284 | 155400 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2328 | 158400 | | | | |
| TEXAS INDS INC | COM | 882491103 | 1260 | 40000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 1260 | 40000 | | | | |

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|

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| | | | | | | | |
|-----------------------------|----------|-----------|--------|---------|-------|---------|----|
| TEXAS INSTRS INC | COM | 882508104 | 52761 | 2226201 | SH | DEFINED | 1 |
| | | | 2277 | 96065 | SH | DEFINED | 15 |
| | | | 2692 | 113607 | SH | DEFINED | 2 |
| | | | 925 | 39025 | SH | DEFINED | 5 |
| | | | 559 | 23600 | SH | DEFINED | 10 |
| | | | 3335 | 140716 | SH | DEFINED | 19 |
| | | | 42672 | 1800525 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 105222 | 4439739 | | | |
| TEXAS REGL BANCSHARES INC | CL A VTG | 882673106 | 49 | 1000 | SH | DEFINED | 2 |
| | | | 3650 | 75000 | SH | DEFINED | 85 |
| | | | | ----- | ----- | | |
| | | | 3698 | 76000 | | | |
| TEXTRON INC | COM | 883203101 | 1486 | 31679 | SH | DEFINED | 1 |
| | | | 29 | 610 | SH | DEFINED | 15 |
| | | | 123 | 2625 | SH | DEFINED | 2 |
| | | | 87 | 1860 | SH | DEFINED | 10 |
| | | | 289 | 6165 | SH | DEFINED | 19 |
| | | | 1107 | 23600 | SH | DEFINED | 85 |
| | | | | ----- | ----- | | |
| | | | 3121 | 66539 | | | |
| THERMA-WAVE INC | COM | 88343A108 | 854 | 75000 | SH | DEFINED | 85 |
| | | | | ----- | ----- | | |
| | | | 854 | 75000 | | | |
| THERMO ELECTRON CORP | COM | 883556102 | 10 | 600 | SH | DEFINED | 1 |
| | | | 13 | 783 | SH | DEFINED | 19 |
| | | | 233 | 14100 | SH | DEFINED | 85 |
| | | | | ----- | ----- | | |
| | | | 255 | 15483 | | | |
| THIRD WAVE TECHNOLOGIES INC | COM | 88428W108 | 322 | 143570 | SH | DEFINED | 1 |
| | | | 19 | 8630 | SH | DEFINED | 19 |
| | | | 829 | 370000 | SH | DEFINED | 85 |
| | | | | ----- | ----- | | |
| | | | 1170 | 522200 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|---------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| THOMAS & BETTS CORP | COM | 884315102 | 311 | 16720 | SH | | DEFINED | 1 |
| | | | 26 | 1400 | SH | | DEFINED | 15 |
| | | | 306 | 16455 | SH | | DEFINED | 2 |
| | | | 9 | 475 | SH | | DEFINED | 10 |
| | | | 334 | 17975 | SH | | DEFINED | 19 |
| | | | 84 | 4500 | SH | | DEFINED | 85 |

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| | | | | | | |
|------------------|----------------|-----------|-------|-----------|---------|----|
| | | | 1070 | 57525 | | |
| 3COM CORP | COM | 885535104 | 2 | 400 SH | DEFINED | 1 |
| | | | 45 | 10325 SH | DEFINED | 19 |
| | | | 1439 | 327000 SH | DEFINED | 85 |
| | | | 1486 | 337725 | | |
| 3M CO | COM | 88579Y101 | 27187 | 221030 SH | DEFINED | 1 |
| | | | 4538 | 36891 SH | DEFINED | 15 |
| | | | 160 | 1300 SH | DEFINED | 2 |
| | | | 9 | 70 SH | DEFINED | 5 |
| | | | 98 | 800 SH | DEFINED | 10 |
| | | | 4508 | 36654 SH | DEFINED | 19 |
| | | | 7085 | 57600 SH | DEFINED | 85 |
| | | | 43584 | 354345 | | |
| TIFFANY & CO NEW | COM | 886547108 | 6 | 184 SH | DEFINED | 1 |
| | | | 4 | 102 SH | DEFINED | 19 |
| | | | 408 | 11600 SH | DEFINED | 85 |
| | | | 418 | 11886 | | |
| TIMBERLAND CO | CL A | 887100105 | 2687 | 75000 SH | DEFINED | 85 |
| | | | 2687 | 75000 | | |
| TIPPERARY CORP | COM PAR \$0.02 | 888002300 | 31 | 18050 SH | DEFINED | 19 |
| | | | 31 | 18050 | | |
| TITAN CORP | COM | 888266103 | 47 | 2550 SH | DEFINED | 2 |
| | | | 4573 | 250000 SH | DEFINED | 85 |
| | | | 4619 | 252550 | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ INVSTMT DSCRETN | O MA |
|-------------------|----------------|-----------|-----------------|-----------------|--------------|----------------------|------|
| TOLL BROTHERS INC | COM | 889478103 | 4395 | 150000 SH | DEFINED | 85 | |
| | | | 4395 | 150000 | | | |
| TORCHMARK CORP | COM | 891027104 | 115 | 3000 SH | DEFINED | 19 | |
| | | | 378 | 9900 SH | DEFINED | 85 | |
| | | | 493 | 12900 | | | |
| TORO CO | COM | 891092108 | 43 | 750 SH | DEFINED | 19 | |

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| | | | | | | | |
|-----------------------------|------|-----------|-------|--------|----|---------|----|
| | | | 4263 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 4306 | 75750 | | | |
| TOUCH AMERICA HLDGS INC | COM | 891539108 | 0 | 144 | SH | DEFINED | 1 |
| | | | 6 | 2000 | SH | DEFINED | 19 |
| | | | 1882 | 684500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1888 | 686644 | | | |
| TOWER AUTOMOTIVE INC | COM | 891707101 | 1799 | 128939 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 1799 | 128939 | | | |
| TOYS R US INC | COM | 892335100 | 311 | 17805 | SH | DEFINED | 1 |
| | | | 19 | 1115 | SH | DEFINED | 15 |
| | | | 238 | 13630 | SH | DEFINED | 2 |
| | | | 7 | 390 | SH | DEFINED | 10 |
| | | | 234 | 13366 | SH | DEFINED | 19 |
| | | | 275 | 15750 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1084 | 62056 | | | |
| TRANSKARYOTIC THERAPIES INC | COM | 893735100 | 1803 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1803 | 50000 | | | |
| TRIAD GTY INC | COM | 895925105 | 44 | 1000 | SH | DEFINED | 2 |
| | | | 2177 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2220 | 51000 | | | |
| TRIARC COS INC | CL A | 895927101 | 1380 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1380 | 50000 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|-----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| TRIBUNE CO NEW | COM | 896047107 | 948 | 21800 | SH | | DEFINED | 1 |
| | | | 369 | 8485 | SH | | DEFINED | 19 |
| | | | 1642 | 37750 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2960 | 68035 | | | | |
| TRIGON HEALTHCARE INC | COM | 89618L100 | 2 | 16 | SH | | DEFINED | 19 |
| | | | 5029 | 50000 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 5031 | 50016 | | | | |
| TYCO INTL LTD NEW | COM | 902124106 | 825 | 61087 | SH | | DEFINED | 1 |

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| | | | | | | | |
|-----------------|---------|-----------|-------|---------|----|---------|----|
| | | | 14 | 1000 | SH | DEFINED | 15 |
| | | | 4 | 300 | SH | DEFINED | 2 |
| | | | 20 | 1500 | SH | DEFINED | 5 |
| | | | 32 | 2400 | SH | DEFINED | 10 |
| | | | 483 | 35743 | SH | DEFINED | 19 |
| | | | 2013 | 149000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3391 | 251030 | | | |
| UGI CORP NEW | COM | 902681105 | 1597 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1597 | 50000 | | | |
| UST INC | COM | 902911106 | 67 | 1960 | SH | DEFINED | 1 |
| | | | 5 | 144 | SH | DEFINED | 5 |
| | | | 400 | 11766 | SH | DEFINED | 19 |
| | | | 716 | 21050 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1187 | 34920 | | | |
| US BANCORP DEL | COM NEW | 902973304 | 55937 | 2395605 | SH | DEFINED | 1 |
| | | | 540 | 23126 | SH | DEFINED | 15 |
| | | | 587 | 25137 | SH | DEFINED | 2 |
| | | | 1193 | 51073 | SH | DEFINED | 5 |
| | | | 43 | 1824 | SH | DEFINED | 10 |
| | | | 10729 | 459498 | SH | DEFINED | 19 |
| | | | 7962 | 340977 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 76991 | 3297240 | | | |
| US ONCOLOGY INC | COM | 90338W103 | 833 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 833 | 100000 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O MA |
|----------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| ULTRAK INC | COM NO PAR | 903898401 | 413 | 294800 | SH | DEFINED | 85 | |
| | | | ----- | ----- | | | | |
| | | | 413 | 294800 | | | | |
| UNILEVER N V | N Y SHS NEW | 904784709 | 2 | 27 | SH | DEFINED | 1 | |
| | | | 15 | 230 | SH | DEFINED | 15 | |
| | | | 668 | 10316 | SH | DEFINED | 19 | |
| | | | 5817 | 89765 | SH | DEFINED | 85 | |
| | | | ----- | ----- | | | | |
| | | | 6502 | 100338 | | | | |
| UNION PAC CORP | COM | 907818108 | 867 | 13704 | SH | DEFINED | 1 | |
| | | | 310 | 4892 | SH | DEFINED | 15 | |
| | | | 127 | 2000 | SH | DEFINED | 2 | |

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| | | | | | | | |
|---------------------------|------|-----------|-------|--------|----|---------|----|
| | | | 13 | 200 | SH | DEFINED | 10 |
| | | | 678 | 10711 | SH | DEFINED | 19 |
| | | | 5615 | 88725 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 7608 | 120232 | | | |
| UNION PLANTERS CORP | COM | 908068109 | 107 | 3300 | SH | DEFINED | 15 |
| | | | 121 | 3750 | SH | DEFINED | 2 |
| | | | 218 | 6741 | SH | DEFINED | 19 |
| | | | 1311 | 40500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1757 | 54291 | | | |
| UNISOURCE ENERGY CORP | COM | 909205106 | 1 | 60 | SH | DEFINED | 15 |
| | | | 4 | 200 | SH | DEFINED | 19 |
| | | | 930 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 935 | 50260 | | | |
| UNISYS CORP | COM | 909214108 | 106 | 11809 | SH | DEFINED | 19 |
| | | | 412 | 45800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 518 | 57609 | | | |
| UNITED PARCEL SERVICE INC | CL B | 911312106 | 471 | 7628 | SH | DEFINED | 1 |
| | | | 48 | 770 | SH | DEFINED | 15 |
| | | | 135 | 2185 | SH | DEFINED | 2 |
| | | | 2114 | 34227 | SH | DEFINED | 5 |
| | | | 2 | 25 | SH | DEFINED | 10 |
| | | | 1814 | 29378 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 4583 | 74213 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| US AIRWAYS GROUP INC | COM | 911905107 | 0 | 105 | SH | | DEFINED | 1 |
| | | | 44 | 12000 | SH | | DEFINED | 5 |
| | | | ----- | ----- | | | | |
| | | | 45 | 12105 | | | | |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 12208 | 179790 | SH | | DEFINED | 1 |
| | | | 2231 | 32852 | SH | | DEFINED | 15 |
| | | | 208 | 3070 | SH | | DEFINED | 2 |
| | | | 15 | 220 | SH | | DEFINED | 5 |
| | | | 5532 | 81466 | SH | | DEFINED | 19 |
| | | | 5541 | 81609 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 25735 | 379007 | | | | |
| UNITEDHEALTH GROUP INC | COM | 91324P102 | 119 | 1304 | SH | | DEFINED | 1 |

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| | | | | | | | |
|------------------------------|------|-----------|-------|-------|----|---------|----|
| | | | 221 | 2410 | SH | DEFINED | 19 |
| | | | 3158 | 34500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 3498 | 38214 | | | |
| UNIVERSAL ACCESS GLOBAL HLDG | COM | 91336M105 | 2 | 10300 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |
| | | | 2 | 10300 | | | |
| UNIVISION COMMUNICATIONS INC | CL A | 914906102 | 3 | 93 | SH | DEFINED | 1 |
| | | | 6 | 200 | SH | DEFINED | 15 |
| | | | 3 | 100 | SH | DEFINED | 19 |
| | | | 528 | 16800 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 540 | 17193 | | | |
| UNOCAL CORP | COM | 915289102 | 51 | 1372 | SH | DEFINED | 1 |
| | | | 25 | 684 | SH | DEFINED | 15 |
| | | | 461 | 12487 | SH | DEFINED | 19 |
| | | | 1719 | 46525 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2256 | 61068 | | | |
| UNUMPROVIDENT CORP | COM | 91529Y106 | 1 | 50 | SH | DEFINED | 1 |
| | | | 21 | 812 | SH | DEFINED | 19 |
| | | | 493 | 19384 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 515 | 20246 | | | |

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FORM 13F

NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| V F CORP | COM | 918204108 | 44 | 1130 | SH | DEFINED | 1 |
| | | | 86 | 2200 | SH | DEFINED | 2 |
| | | | 547 | 13940 | SH | DEFINED | 19 |
| | | | 670 | 17100 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1348 | 34370 | | | |
| VAIL RESORTS INC | COM | 91879Q109 | 1283 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1283 | 75000 | | | |
| VALUEVISION INTL INC | CL A | 92047K107 | 1 | 40 | SH | DEFINED | 1 |
| | | | 1361 | 75000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1362 | 75040 | | | |
| VAN KAMPEN TR INVT GRADE MUN | COM | 920929106 | 256 | 16300 | SH | DEFINED | 15 |
| | | | 33 | 2122 | SH | DEFINED | 19 |
| | | | ----- | ----- | | | |

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| | | | | | | | |
|------------------------------|----------------|-----------|-------|-----------|---------|----|--|
| | | | 289 | 18422 | | | |
| VAN KAMPEN MUN OPPORTUNITY I | COM | 920944105 | 14 | 1000 SH | DEFINED | 15 | |
| | | | 167 | 11700 SH | DEFINED | 19 | |
| | | | ----- | ----- | | | |
| | | | 181 | 12700 | | | |
| VAN KAMPEN BD FD | COM | 920955101 | 11 | 600 SH | DEFINED | 1 | |
| | | | 6 | 300 SH | DEFINED | 19 | |
| | | | 1199 | 64800 SH | DEFINED | 85 | |
| | | | ----- | ----- | | | |
| | | | 1215 | 65700 | | | |
| VAN KAMPEN OHIO VALUE MUN IN | COM SH BEN INT | 92112W101 | 154 | 10108 SH | DEFINED | 1 | |
| | | | ----- | ----- | | | |
| | | | 154 | 10108 | | | |
| VARCO INTL INC DEL | COM | 922122106 | 4200 | 239456 SH | DEFINED | 1 | |
| | | | 151 | 8595 SH | DEFINED | 19 | |
| | | | 10691 | 609500 SH | DEFINED | 85 | |
| | | | ----- | ----- | | | |
| | | | 15041 | 857551 | | | |

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FORM 13F
NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ DSCRETN | INVSTMT | O |
|------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---|
| VECTREN CORP | COM | 92240G101 | 2281 | 90874 SH | DEFINED | 1 | | |
| | | | 17436 | 694650 SH | DEFINED | 15 | | |
| | | | 22 | 880 SH | DEFINED | 2 | | |
| | | | 389 | 15484 SH | DEFINED | 19 | | |
| | | | ----- | ----- | | | | |
| | | | 20127 | 801888 | | | | |
| VANGUARD INDEX TR | STK MRK VIPERS | 922908769 | 464 | 5000 SH | DEFINED | 1 | | |
| | | | 28 | 300 SH | DEFINED | 15 | | |
| | | | 1240 | 13357 SH | DEFINED | 19 | | |
| | | | ----- | ----- | | | | |
| | | | 1731 | 18657 | | | | |
| VERISIGN INC | COM | 92343E102 | 680 | 94645 SH | DEFINED | 1 | | |
| | | | 6 | 800 SH | DEFINED | 5 | | |
| | | | ----- | ----- | | | | |
| | | | 686 | 95445 | | | | |
| VERITAS DGC INC | COM | 92343P107 | 1260 | 100000 SH | DEFINED | 85 | | |
| | | | ----- | ----- | | | | |
| | | | 1260 | 100000 | | | | |
| VERIZON COMMUNICATIONS | COM | 92343V104 | 18981 | 472752 SH | DEFINED | 1 | | |
| | | | 3192 | 79490 SH | DEFINED | 15 | | |
| | | | 1138 | 28334 SH | DEFINED | 2 | | |

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| | | | | | | | |
|---------------------|-----|-----------|-------|---------|----|---------|----|
| | | | 321 | 7988 | SH | DEFINED | 5 |
| | | | 309 | 7684 | SH | DEFINED | 10 |
| | | | 12325 | 306969 | SH | DEFINED | 19 |
| | | | 18998 | 473178 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 55262 | 1376395 | | | |
| VERITAS SOFTWARE CO | COM | 923436109 | 3 | 159 | SH | DEFINED | 1 |
| | | | 24 | 1200 | SH | DEFINED | 15 |
| | | | 152 | 7701 | SH | DEFINED | 19 |
| | | | 877 | 44300 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1056 | 53360 | | | |
| VIASAT INC | COM | 92552V100 | 31 | 3700 | SH | DEFINED | 2 |
| | | | 843 | 100000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 874 | 103700 | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| VIACOM INC | CL B | 925524308 | 669 | 15074 | SH | DEFINED | 1 |
| | | | 43 | 976 | SH | DEFINED | 15 |
| | | | 54 | 1208 | SH | DEFINED | 2 |
| | | | 10 | 230 | SH | DEFINED | 5 |
| | | | 10 | 217 | SH | DEFINED | 10 |
| | | | 2489 | 56096 | SH | DEFINED | 19 |
| | | | 12108 | 272876 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 15382 | 346677 | | | |
| VICINITY CORP | COM | 925653107 | 543 | 271600 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 543 | 271600 | | | |
| VIGNETTE CORP | COM | 926734104 | 0 | 100 | SH | DEFINED | 1 |
| | | | 605 | 307000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 605 | 307100 | | | |
| VINTAGE PETE INC | COM | 927460105 | 2083 | 175000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 2083 | 175000 | | | |
| VISHAY INTERTECHNOLOGY INC | COM | 928298108 | 45 | 2051 | SH | DEFINED | 1 |
| | | | 37 | 1661 | SH | DEFINED | 19 |
| | | | 1100 | 50000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1182 | 53712 | | | |

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| | | | | | | | |
|--------------|-----|-----------|-------|--------|----|---------|----|
| VISTEON CORP | COM | 92839U107 | 20 | 1437 | SH | DEFINED | 1 |
| | | | 23 | 1610 | SH | DEFINED | 15 |
| | | | 0 | 12 | SH | DEFINED | 2 |
| | | | 0 | 31 | SH | DEFINED | 5 |
| | | | 45 | 3199 | SH | DEFINED | 19 |
| | | | 147 | 10362 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 236 | 16651 | | | |
| VISX INC DEL | COM | 92844S105 | 1635 | 150000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1635 | 150000 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| VITESSE SEMICONDUCTOR CORP | COM | 928497106 | 268 | 86058 | SH | DEFINED | 1 | |
| | | | 0 | 100 | SH | DEFINED | 15 | |
| | | | 6 | 1963 | SH | DEFINED | 5 | |
| | | | 2 | 500 | SH | DEFINED | 10 | |
| | | | 7 | 2099 | SH | DEFINED | 19 | |
| | | | 301 | 96700 | SH | DEFINED | 85 | |
| | | | ----- | ----- | | | | |
| | | | 583 | 187420 | | | | |
| VODAFONE GROUP PLC NEW | SPONSORED ADR | 92857W100 | 1691 | 123909 | SH | DEFINED | 1 | |
| | | | 90 | 6600 | SH | DEFINED | 15 | |
| | | | 5 | 350 | SH | DEFINED | 5 | |
| | | | 20 | 1500 | SH | DEFINED | 10 | |
| | | | 1141 | 83616 | SH | DEFINED | 19 | |
| | | | ----- | ----- | | | | |
| | | | 2948 | 215975 | | | | |
| VULCAN MATLS CO | COM | 929160109 | 18 | 400 | SH | DEFINED | 1 | |
| | | | 190 | 4330 | SH | DEFINED | 19 | |
| | | | 355 | 8100 | SH | DEFINED | 85 | |
| | | | ----- | ----- | | | | |
| | | | 562 | 12830 | | | | |
| WPS RESOURCES CORP | COM | 92931B106 | 98 | 2400 | SH | DEFINED | 1 | |
| | | | 26 | 640 | SH | DEFINED | 15 | |
| | | | 184 | 4512 | SH | DEFINED | 19 | |
| | | | ----- | ----- | | | | |
| | | | 308 | 7552 | | | | |
| WACHOVIA CORP 2ND NEW | COM | 929903102 | 5447 | 142663 | SH | DEFINED | 1 | |
| | | | 19 | 500 | SH | DEFINED | 15 | |
| | | | 134 | 3500 | SH | DEFINED | 2 | |
| | | | 283 | 7418 | SH | DEFINED | 10 | |
| | | | 1045 | 27368 | SH | DEFINED | 19 | |
| | | | 7299 | 191170 | SH | DEFINED | 85 | |

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14227 372619

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVTMT DSCRETN | OT MA |
|-----------------------|----------------|-----------|--------------------|--------------------|-------------------------|-------------------|----------|
| WAL MART STORES INC | COM | 931142103 | 84748 | 1540590 | SH | DEFINED | 1 |
| | | | 4582 | 83287 | SH | DEFINED | 15 |
| | | | 3239 | 58883 | SH | DEFINED | 2 |
| | | | 879 | 15975 | SH | DEFINED | 5 |
| | | | 2102 | 38216 | SH | DEFINED | 10 |
| | | | 15629 | 284110 | SH | DEFINED | 19 |
| | | | 61961 | 1126350 | SH | DEFINED | 85 |
| | | | ----- | | | | |
| | | | 173139 | 3147411 | | | |
| WALGREEN CO | COM | 931422109 | 30058 | 778098 | SH | DEFINED | 1 |
| | | | 431 | 11165 | SH | DEFINED | 15 |
| | | | 269 | 6966 | SH | DEFINED | 2 |
| | | | 129 | 3344 | SH | DEFINED | 5 |
| | | | 89 | 2300 | SH | DEFINED | 10 |
| | | | 13279 | 343759 | SH | DEFINED | 19 |
| | | | 5895 | 152600 | SH | DEFINED | 85 |
| | | | ----- | | | | |
| | | | 50151 | 1298232 | | | |
| WASHINGTON MUT INC | COM | 939322103 | 48562 | 1308596 | SH | DEFINED | 1 |
| | | | 26 | 700 | SH | DEFINED | 15 |
| | | | 20 | 550 | SH | DEFINED | 2 |
| | | | 7 | 200 | SH | DEFINED | 5 |
| | | | 6 | 150 | SH | DEFINED | 10 |
| | | | 1298 | 34971 | SH | DEFINED | 19 |
| | | | 7828 | 210953 | SH | DEFINED | 85 |
| | | | ----- | | | | |
| | | | 57748 | 1556120 | | | |
| WASTE CONNECTIONS INC | COM | 941053100 | 2343 | 75000 | SH | DEFINED | 85 |
| | | | | | | ----- | |
| | | | 2343 | 75000 | | | |
| WASTE MGMT INC DEL | COM | 94106L109 | 35 | 1361 | SH | DEFINED | 1 |
| | | | 26 | 1000 | SH | DEFINED | 15 |
| | | | 28 | 1090 | SH | DEFINED | 2 |
| | | | 7 | 280 | SH | DEFINED | 5 |
| | | | 15 | 576 | SH | DEFINED | 10 |
| | | | 420 | 16119 | SH | DEFINED | 19 |
| | | | 2192 | 84142 | SH | DEFINED | 85 |
| | | | ----- | | | | |
| | | | 2724 | 104568 | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|-------------------------|-------------------|---------|
| WATERS CORP | COM | 941848103 | 4484 | 167936 | SH | DEFINED | 1 |
| | | | 1228 | 45975 | SH | DEFINED | 15 |
| | | | 154 | 5780 | SH | DEFINED | 2 |
| | | | 355 | 13300 | SH | DEFINED | 5 |
| | | | 23 | 850 | SH | DEFINED | 10 |
| | | | 1920 | 71928 | SH | DEFINED | 19 |
| | | | 7863 | 294500 | SH | DEFINED | 85 |
| | | | ----- | | | | |
| | | | 16027 | 600269 | | | |
| WATSON PHARMACEUTICALS INC | COM | 942683103 | 8 | 300 | SH | DEFINED | 19 |
| | | | 212 | 8400 | SH | DEFINED | 85 |
| | | | | ----- | | | |
| | | | 220 | 8700 | | | |
| WAUSAU-MOSINEE PAPER CORP | COM | 943315101 | 178 | 14750 | SH | DEFINED | 19 |
| | | | | ----- | | | |
| | | | 178 | 14750 | | | |
| WELLPOINT HEALTH NETWORK NEW | COM | 94973H108 | 31 | 400 | SH | DEFINED | 1 |
| | | | 240 | 3082 | SH | DEFINED | 19 |
| | | | 1844 | 23700 | SH | DEFINED | 85 |
| | | | | ----- | | | |
| | | | 2115 | 27182 | | | |
| WELLS FARGO & CO NEW | COM | 949746101 | 115442 | 2306077 | SH | DEFINED | 1 |
| | | | 2464 | 49227 | SH | DEFINED | 15 |
| | | | 5147 | 102811 | SH | DEFINED | 2 |
| | | | 2467 | 49275 | SH | DEFINED | 5 |
| | | | 1144 | 22845 | SH | DEFINED | 10 |
| | | | 6999 | 139811 | SH | DEFINED | 19 |
| | | | 43309 | 865150 | SH | DEFINED | 85 |
| | | | | ----- | | | |
| | | | 176972 | 3535196 | | | |
| WENDYS INTL INC | COM | 950590109 | 53 | 1327 | SH | DEFINED | 1 |
| | | | 4 | 101 | SH | DEFINED | 15 |
| | | | 239 | 6002 | SH | DEFINED | 19 |
| | | | 335 | 8400 | SH | DEFINED | 85 |
| | | | | ----- | | | |
| | | | 631 | 15830 | | | |

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 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| WEYERHAEUSER CO | COM | 962166104 | 250 | 3911 | SH | | DEFINED | 1 |
| | | | 96 | 1500 | SH | | DEFINED | 2 |
| | | | 1 | 22 | SH | | DEFINED | 5 |
| | | | 244 | 3820 | SH | | DEFINED | 19 |
| | | | 2105 | 32975 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2696 | 42228 | | | | |
| WHIRLPOOL CORP | COM | 963320106 | 230 | 3525 | SH | | DEFINED | 1 |
| | | | 501 | 7660 | SH | | DEFINED | 15 |
| | | | 1479 | 22626 | SH | | DEFINED | 19 |
| | | | 647 | 9900 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 2857 | 43711 | | | | |
| WILLIAMS COS INC DEL | COM | 969457100 | 35 | 5852 | SH | | DEFINED | 1 |
| | | | 5 | 800 | SH | | DEFINED | 15 |
| | | | 1 | 102 | SH | | DEFINED | 5 |
| | | | 79 | 13192 | SH | | DEFINED | 19 |
| | | | 433 | 72250 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 552 | 92196 | | | | |
| WILLIAMS SONOMA INC | COM | 969904101 | 1235 | 40281 | SH | | DEFINED | 1 |
| | | | 67 | 2200 | SH | | DEFINED | 19 |
| | | | 3219 | 105000 | SH | | DEFINED | 85 |
| | | | | ----- | ----- | | | |
| | | | 4522 | 147481 | | | | |
| WILMINGTON TRUST CORP | COM | 971807102 | 537 | 17600 | SH | | DEFINED | 1 |
| | | | 31 | 1000 | SH | | DEFINED | 15 |
| | | | 12 | 400 | SH | | DEFINED | 19 |
| | | | | ----- | ----- | | | |
| | | | 580 | 19000 | | | | |
| WIND RIVER SYSTEMS INC | COM | 973149107 | 307 | 61375 | SH | | DEFINED | 1 |
| | | | 85 | 17000 | SH | | DEFINED | 15 |
| | | | 18 | 3585 | SH | | DEFINED | 19 |
| | | | 992 | 198100 | SH | | DEFINED | 85 |
| | | | | ----- | ----- | | | |
| | | | 1403 | 280060 | | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|
|----------------|----------------|-------|--------------------|--------------------|------------|--------------|--------------------|---------|

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| | | | | | | | |
|--------------------------|----------------|-----------|-------|--------|----|---------|-------|
| WINN DIXIE STORES INC | COM | 974280109 | 295 | 18925 | SH | DEFINED | 1 |
| | | | 94 | 6000 | SH | DEFINED | 15 |
| | | | 244 | 15660 | SH | DEFINED | 2 |
| | | | 7 | 450 | SH | DEFINED | 10 |
| | | | 308 | 19730 | SH | DEFINED | 19 |
| | | | 175 | 11200 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1122 | 71965 | | | |
| WISCONSIN ENERGY CORP | COM | 976657106 | 361 | 14270 | SH | DEFINED | 1 |
| | | | 13 | 500 | SH | DEFINED | 10 |
| | | | 390 | 15451 | SH | DEFINED | 19 |
| | | | | | | ----- | ----- |
| | | | 764 | 30221 | | | |
| WOLVERINE WORLD WIDE INC | COM | 978097103 | 366 | 20973 | SH | DEFINED | 19 |
| | | | 2618 | 150000 | SH | DEFINED | 85 |
| | | | | | | ----- | ----- |
| | | | 2983 | 170973 | | | |
| WOODHEAD INDS INC | COM | 979438108 | 559 | 32589 | SH | DEFINED | 1 |
| | | | | | | ----- | ----- |
| | | | 559 | 32589 | | | |
| WORLDCOM INC GA NEW | WRLDCOM GP COM | 98157D106 | 89 | 107766 | SH | DEFINED | 1 |
| | | | 4 | 4650 | SH | DEFINED | 15 |
| | | | 23 | 27320 | SH | DEFINED | 2 |
| | | | 4 | 5142 | SH | DEFINED | 5 |
| | | | 7 | 8300 | SH | DEFINED | 10 |
| | | | 70 | 84547 | SH | DEFINED | 19 |
| | | | | | | ----- | ----- |
| | | | 197 | 237725 | | | |
| WORLDCOM INC GA NEW | MCI GROUP COM | 98157D304 | 19 | 11438 | SH | DEFINED | 1 |
| | | | 0 | 116 | SH | DEFINED | 15 |
| | | | 0 | 4 | SH | DEFINED | 2 |
| | | | 0 | 44 | SH | DEFINED | 5 |
| | | | 0 | 60 | SH | DEFINED | 10 |
| | | | 1 | 722 | SH | DEFINED | 19 |
| | | | | | | ----- | ----- |
| | | | 21 | 12384 | | | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O | |
|----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|----|--|
| WORTHINGTON INDS INC | COM | 981811102 | 678 | 37446 | SH | | DEFINED | 1 | |
| | | | 8 | 450 | SH | | DEFINED | 2 | |
| | | | 122 | 6725 | SH | | DEFINED | 85 | |
| | | | | | | ----- | ----- | | |
| | | | | | | 808 | 44621 | | |

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| | | | | | | | |
|------------------|------|-----------|---------|---------|------|---------|----|
| WRIGLEY WM JR CO | COM | 982526105 | 819 | 14797 | SH | DEFINED | 1 |
| | | | 1082 | 19550 | SH | DEFINED | 15 |
| | | | 1487 | 26861 | SH | DEFINED | 19 |
| | | | 1373 | 24800 | SH | DEFINED | 85 |
| | | | ----- | | 4761 | 86008 | |
| WYETH | COM | 983024100 | 87319 | 1705442 | SH | DEFINED | 1 |
| | | | 4127 | 80607 | SH | DEFINED | 15 |
| | | | 3658 | 71450 | SH | DEFINED | 2 |
| | | | 630 | 12305 | SH | DEFINED | 5 |
| | | | 2493 | 48694 | SH | DEFINED | 10 |
| | | | 5465 | 106744 | SH | DEFINED | 19 |
| | | | 23414 | 457300 | SH | DEFINED | 85 |
| ----- | | 127106 | 2482542 | | | | |
| WYNDHAM INTL INC | CL A | 983101106 | 31 | 27000 | SH | DEFINED | 19 |
| | | | ----- | | 31 | 27000 | |
| XTO ENERGY CORP | COM | 98385X106 | 4120 | 200000 | SH | DEFINED | 85 |
| | | | ----- | | 4120 | 200000 | |
| X-RITE INC | COM | 983857103 | 185 | 21725 | SH | DEFINED | 19 |
| | | | ----- | | 185 | 21725 | |
| XCEL ENERGY INC | COM | 98389B100 | 165 | 9855 | SH | DEFINED | 1 |
| | | | 95 | 5652 | SH | DEFINED | 15 |
| | | | 518 | 30894 | SH | DEFINED | 19 |
| | | | 1032 | 61535 | SH | DEFINED | 85 |
| | | | ----- | | 1810 | 107936 | |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| XILINX INC | COM | 983919101 | 137 | 6123 | SH | | DEFINED | 1 |
| | | | 13 | 600 | SH | | DEFINED | 15 |
| | | | 7 | 325 | SH | | DEFINED | 2 |
| | | | 30 | 1350 | SH | | DEFINED | 5 |
| | | | 358 | 15950 | SH | | DEFINED | 19 |
| | | | 1864 | 83095 | SH | | DEFINED | 85 |
| ----- | | 2410 | 107443 | | | | | |
| XEROX CORP | COM | 984121103 | 76 | 10918 | SH | | DEFINED | 1 |
| | | | 1 | 200 | SH | | DEFINED | 15 |

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| | | | | | | | |
|-------------------------|-------------|-----------|-------|--------|----|---------|----|
| | | | 52 | 7530 | SH | DEFINED | 19 |
| | | | 401 | 57534 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 531 | 76182 | | | |
| YAHOO INC | COM | 984332106 | 89 | 6050 | SH | DEFINED | 1 |
| | | | 6 | 400 | SH | DEFINED | 15 |
| | | | 6 | 400 | SH | DEFINED | 2 |
| | | | 15 | 1000 | SH | DEFINED | 5 |
| | | | 28 | 1903 | SH | DEFINED | 19 |
| | | | 686 | 46500 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 830 | 56253 | | | |
| YUM BRANDS INC | WHEN ISSUED | 988498101 | 383 | 13078 | SH | DEFINED | 1 |
| | | | 7 | 240 | SH | DEFINED | 15 |
| | | | 10 | 332 | SH | DEFINED | 2 |
| | | | 110 | 3769 | SH | DEFINED | 19 |
| | | | 679 | 23220 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 1189 | 40639 | | | |
| ZALE CORP NEW | COM | 988858106 | 4531 | 125000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 4531 | 125000 | | | |
| ZEBRA TECHNOLOGIES CORP | CL A | 989207105 | 5795 | 120176 | SH | DEFINED | 1 |
| | | | 1774 | 36790 | SH | DEFINED | 2 |
| | | | 86 | 1790 | SH | DEFINED | 5 |
| | | | 123 | 2550 | SH | DEFINED | 19 |
| | | | 4388 | 91000 | SH | DEFINED | 85 |
| | | | ----- | ----- | | | |
| | | | 12166 | 252306 | | | |

FORM 13F

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------------|----------------|-----------|--------------------|--------------------|-----------------|--------------|--------------------|---------|
| ZIMMER HLDGS INC | COM | 98956P102 | 7187 | 201537 | SH | | DEFINED | 1 |
| | | | 1256 | 35235 | SH | | DEFINED | 15 |
| | | | 18 | 513 | SH | | DEFINED | 2 |
| | | | 34 | 944 | SH | | DEFINED | 5 |
| | | | 11 | 300 | SH | | DEFINED | 10 |
| | | | 712 | 19974 | SH | | DEFINED | 19 |
| | | | 763 | 21390 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |
| | | | 9981 | 279893 | | | | |
| ZIONS BANCORPORATION | COM | 989701107 | 10 | 200 | SH | | DEFINED | 1 |
| | | | 32 | 615 | SH | | DEFINED | 19 |
| | | | 380 | 7300 | SH | | DEFINED | 85 |
| | | | ----- | ----- | | | | |

