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WADDELL & REED FINANCIAL INC
Form 13F-HR
February 09, 2007

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2006

Check here if Amendment ; Amendment No. _____

This Amendment (check one only): is a restatement.

adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Waddell & Reed Financial, Inc.
Address: 6300 Lamar Avenue
Overland Park, KS 66202

Form 13F File Number: 28-7592

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.

Persons Signing this Report on Behalf of Reporting Manager:

Name: Wendy J. Hills
Title: Secretary
Phone: (913) 236-2013

Signature, Place and Date of Signing:

/s/ Wendy J. Hills Overland Park, Kansas February 9, 2007

The securities reported on herein are beneficially owned by (i) one or more open-end investment companies or other managed accounts which are advised by Waddell & Reed Investment Management Company ("WRIMCO") or Ivy Investment Management Company ("IICO"), or (ii) by managed accounts advised by Austin, Calvert & Flavin, Inc. ("ACF"), an investment advisor and wholly owned subsidiary of WRIMCO. WRIMCO is an investment advisory subsidiary of Waddell & Reed, Inc. ("WRI"). WRI is a broker-dealer and underwriting subsidiary of Waddell & Reed Financial Services, Inc., a parent holding company ("WRFSI"). WRFSI is a subsidiary of Waddell & Reed Financial, Inc., a publicly traded company ("WDR"). IICO is an investment advisory subsidiary of WDR. WDR, WRFSI and WRI are deemed to have "investment discretion" over the securities due to their control relationship with IICO, WRIMCO and/or ACF pursuant to Rule 13f-1(b) of the 1934 Securities Exchange Act, as amended.

Report Type (check only one):

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

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 5
 Form 13F Information Table Entry Total 1,010
 Form 13F Information Table Value Total \$27,099,405 (\$ thousands)

List of Other Included Managers:

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

No.	Form 13F File Number	Name
1	28-7594	Waddell & Reed Financial Services, Inc.
2	28-375	Waddell & Reed, Inc.
3	28-4466	Waddell & Reed Investment Management Company
4	28-3226	Austin, Calvert & Flavin, Inc.
5	28-10368	Ivy Investment Management Company

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
AFLAC INC	COM	001055102	9,297	202,100	SH
AFLAC INC	COM	001055102	3,514	76,390	SH
AFLAC INC	COM	001055102	95,086	2,067,089	SH
AGCO CORP	COM	001084102	13,649	441,150	SH
AGCO CORP	COM	001084102	47,549	1,536,800	SH
AMR CORP	COM	001765106	363	12,000	SH
AMR CORP	COM	001765106	12,092	400,000	SH
AT&T INC	COM	00206R102	5,881	164,500	SH
AT&T INC	COM	00206R102	10,213	285,687	SH
AT&T INC	COM	00206R102	48,674	1,361,500	SH
ABBOTT LABS	COM	002824100	4,209	86,400	SH
ABBOTT LABS	COM	002824100	1,309	26,882	SH

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ABBOTT LABS	COM	002824100	38,327	786,845	SH
ABERCROMBIE & FITCH CO	CL A	002896207	5,222	75,000	SH
ACTIONS SEMICONDUCTOR CO LTD	ADR	00507E107	3,205	386,570	SH
ADOBE SYS INC	COM	00724F101	44,363	1,079,775	SH
ADOBE SYS INC	COM	00724F101	346,972	8,445,213	SH
ADVANCED MEDICAL OPTICS INC	COM	00763M108	7,276	206,700	SH
ADVANCED MEDICAL OPTICS INC	COM	00763M108	16	444	SH
ADVANCED MEDICAL OPTICS INC	COM	00763M108	59,180	1,681,250	SH
AETNA INC NEW	COM	00817Y108	2,353	54,500	SH
AETNA INC NEW	COM	00817Y108	11,792	273,100	SH
AFFYMETRIX INC	COM	00826T108	4,649	201,800	SH
AFFYMETRIX INC	COM	00826T108	38,214	1,658,600	SH
AGNICO EAGLE MINES LTD	COM	008474108	32,292	783,035	SH
AGNICO EAGLE MINES LTD	COM	008474108	45,581	1,105,264	SH
AGRIUM INC	COM	008916108	7,372	234,100	SH
AIR PRODS & CHEMS INC	COM	009158106	15,612	222,134	SH
AIR PRODS & CHEMS INC	COM	009158106	183,683	2,613,588	SH
AIRTRAN HLDGS INC	COM	00949P108	106	9,000	SH
AIRTRAN HLDGS INC	COM	00949P108	5,870	500,000	SH
ALCOA INC	COM	013817101	30	1,000	SH
ALLEGHANY CORP DEL	COM	017175100	327	900	SH
ALLERGAN INC	COM	018490102	17,829	148,895	SH
ALLERGAN INC	COM	018490102	239	2,000	SH
ALLERGAN INC	COM	018490102	158,959	1,327,535	SH
ALLIANCE DATA SYSTEMS CORP	COM	018581108	24,126	386,200	SH
ALLIANCE DATA SYSTEMS CORP	COM	018581108	196,652	3,147,950	SH
ALLIANCEBERNSTEIN HOLDING HP	UNIT LTD PARTN	01881G106	6,570	81,717	SH
ALLIANCEBERNSTEIN HOLDING HP	UNIT LTD PARTN	01881G106	18,371	228,495	SH
ALLSCRIPTS HEALTHCARE SOLUTI	COM	01988P108	12,092	448,500	SH
ALLSCRIPTS HEALTHCARE SOLUTI	COM	01988P108	90,428	3,354,150	SH

ITEM 1 NAME OF ISSUE	ITEM 6 INVESTMENT DISCRETION	ITEM 7 MANAGERS SEE INSTR V	ITEM 8 VOTING AUTHORITY (SHARES)		
			(A) SOLE	(B) SHARED	(C) NONE
AFLAC INC	DEFINED	5	202,100		
AFLAC INC	DEFINED	1,2,3,4	76,390		
AFLAC INC	DEFINED	1,2,3	2,067,089		
AGCO CORP	DEFINED	5	441,150		
AGCO CORP	DEFINED	1,2,3	1,536,800		
AMR CORP	DEFINED	5	12,000		
AMR CORP	DEFINED	1,2,3	400,000		
AT&T INC	DEFINED	5	164,500		
AT&T INC	DEFINED	1,2,3,4	285,687		
AT&T INC	DEFINED	1,2,3	1,361,500		
ABBOTT LABS	DEFINED	5	86,400		
ABBOTT LABS	DEFINED	1,2,3,4	26,882		
ABBOTT LABS	DEFINED	1,2,3	786,845		
ABERCROMBIE & FITCH CO	DEFINED	1,2,3	75,000		
ACTIONS SEMICONDUCTOR CO LTD	DEFINED	5	386,570		
ADOBE SYS INC	DEFINED	5	1,079,775		
ADOBE SYS INC	DEFINED	1,2,3	8,445,213		
ADVANCED MEDICAL OPTICS INC	DEFINED	5	206,700		
ADVANCED MEDICAL OPTICS INC	DEFINED	1,2,3,4	444		
ADVANCED MEDICAL OPTICS INC	DEFINED	1,2,3	1,681,250		
AETNA INC NEW	DEFINED	5	54,500		
AETNA INC NEW	DEFINED	1,2,3	273,100		
AFFYMETRIX INC	DEFINED	5	201,800		
AFFYMETRIX INC	DEFINED	1,2,3	1,658,600		

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AGNICO EAGLE MINES LTD	DEFINED	5	783,035
AGNICO EAGLE MINES LTD	DEFINED	1,2,3	1,105,264
AGRIUM INC	DEFINED	1,2,3	234,100
AIR PRODS & CHEMS INC	DEFINED	5	222,134
AIR PRODS & CHEMS INC	DEFINED	1,2,3	2,613,588
AIRTRAN HLDGS INC	DEFINED	5	9,000
AIRTRAN HLDGS INC	DEFINED	1,2,3	500,000
ALCOA INC	DEFINED	1,2,3,4	1,000
ALLEGHANY CORP DEL	DEFINED	1,2,3,4	900
ALLERGAN INC	DEFINED	5	148,895
ALLERGAN INC	DEFINED	1,2,3,4	2,000
ALLERGAN INC	DEFINED	1,2,3	1,327,535
ALLIANCE DATA SYSTEMS CORP	DEFINED	5	386,200
ALLIANCE DATA SYSTEMS CORP	DEFINED	1,2,3	3,147,950
ALLIANCEBERNSTEIN HOLDING HP	DEFINED	5	81,717
ALLIANCEBERNSTEIN HOLDING HP	DEFINED	1,2,3	228,495
ALLSCRIPTS HEALTHCARE SOLUTI	DEFINED	5	448,500
ALLSCRIPTS HEALTHCARE SOLUTI	DEFINED	1,2,3	3,354,150

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31-Dec-06

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
ALLSTATE CORP	COM	020002101	2,434	37,382	SH
ALLSTATE CORP	COM	020002101	7,348	112,853	SH
ALLTEL CORP	COM	020039103	5,812	96,100	SH
ALLTEL CORP	COM	020039103	58,040	959,650	SH
ALPHA NATURAL RESOURCES INC	COM	02076X102	40	2,800	SH
ALPHA NATURAL RESOURCES INC	COM	02076X102	796	55,950	SH
ALTRIA GROUP INC	COM	02209S103	21,812	254,163	SH
ALTRIA GROUP INC	COM	02209S103	12,281	143,100	SH
ALTRIA GROUP INC	COM	02209S103	221,697	2,583,282	SH
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W105	67	10,700	SH
AMERICAN ELEC PWR INC	COM	025537101	4	100	SH
AMERICAN EXPRESS CO	COM	025816109	1,080	17,800	SH
AMERICAN EXPRESS CO	COM	025816109	974	16,060	SH
AMERICAN EXPRESS CO	COM	025816109	13,353	220,100	SH
AMERICAN INTL GROUP INC	COM	026874107	1,024	14,296	SH
AMERICAN INTL GROUP INC	COM	026874107	16,482	230,000	SH
AMERICAN MED SYS HLDGS INC	COM	02744M108	10,380	560,758	SH
AMERICAN MED SYS HLDGS INC	COM	02744M108	21,348	1,153,320	SH
AMERICAN REPROGRAPHICS CO	COM	029263100	6,978	209,500	SH
AMERIPRISE FINL INC	COM	03076C106	168	3,090	SH
AMGEN INC	COM	031162100	8,378	122,600	SH
AMGEN INC	COM	031162100	8,160	119,410	SH
AMGEN INC	COM	031162100	145,307	2,126,386	SH
AMSURG CORP	COM	03232P405	7,182	312,450	SH
ANADARKO PETE CORP	COM	032511107	5,337	122,639	SH
ANADARKO PETE CORP	COM	032511107	19,875	456,688	SH
ANHEUSER BUSCH COS INC	COM	035229103	6,342	128,900	SH

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APACHE CORP	COM	037411105	1,832	27,550	SH
APACHE CORP	COM	037411105	10	150	SH
APACHE CORP	COM	037411105	18,923	284,509	SH
APPLE COMPUTER INC	COM	037833100	37,969	447,800	SH
APPLE COMPUTER INC	COM	037833100	4,859	57,305	SH
APPLE COMPUTER INC	COM	037833100	359,868	4,244,223	SH
AQUANTIVE INC	COM	03839G105	738	29,950	SH
AQUANTIVE INC	COM	03839G105	3,670	148,900	SH
ARCH COAL INC	COM	039380100	8,745	291,225	SH
ARCH COAL INC	COM	039380100	9,551	318,057	SH
ARCHER DANIELS MIDLAND CO	COM	039483102	10,512	328,900	SH
ARCHER DANIELS MIDLAND CO	COM	039483102	86,385	2,702,900	SH
ARCHSTONE SMITH TR	COM	039583109	762	13,087	SH
ARMOR HOLDINGS INC	COM	042260109	10,301	187,800	SH
ARMOR HOLDINGS INC	COM	042260109	38,414	700,350	SH

ITEM 1 NAME OF ISSUE	ITEM 6 INVESTMENT DISCRETION	ITEM 7 MANAGERS SEE INSTR V	ITEM 8 VOTING AUTHORITY (SHARES)		
			(A) SOLE	(B) SHARED	(C) NONE
ALLSTATE CORP	DEFINED	5	37,382		
ALLSTATE CORP	DEFINED	1,2,3	112,853		
ALLTEL CORP	DEFINED	5	96,100		
ALLTEL CORP	DEFINED	1,2,3	959,650		
ALPHA NATURAL RESOURCES INC	DEFINED	5	2,800		
ALPHA NATURAL RESOURCES INC	DEFINED	1,2,3	55,950		
ALTRIA GROUP INC	DEFINED	5	254,163		
ALTRIA GROUP INC	DEFINED	1,2,3,4	143,100		
ALTRIA GROUP INC	DEFINED	1,2,3	2,583,282		
AMERICA MOVIL S A DE C V	DEFINED	1,2,3,4	10,700		
AMERICAN ELEC PWR INC	DEFINED	1,2,3,4	100		
AMERICAN EXPRESS CO	DEFINED	5	17,800		
AMERICAN EXPRESS CO	DEFINED	1,2,3,4	16,060		
AMERICAN EXPRESS CO	DEFINED	1,2,3	220,100		
AMERICAN INTL GROUP INC	DEFINED	1,2,3,4	14,296		
AMERICAN INTL GROUP INC	DEFINED	1,2,3	230,000		
AMERICAN MED SYS HLDGS INC	DEFINED	5	560,758		
AMERICAN MED SYS HLDGS INC	DEFINED	1,2,3	1,153,320		
AMERICAN REPROGRAPHICS CO	DEFINED	1,2,3	209,500		
AMERIPRISE FINL INC	DEFINED	1,2,3,4	3,090		
AMGEN INC	DEFINED	5	122,600		
AMGEN INC	DEFINED	1,2,3,4	119,410		
AMGEN INC	DEFINED	1,2,3	2,126,386		
AMSURG CORP	DEFINED	1,2,3	312,450		
ANADARKO PETE CORP	DEFINED	5	122,639		
ANADARKO PETE CORP	DEFINED	1,2,3	456,688		
ANHEUSER BUSCH COS INC	DEFINED	1,2,3	128,900		
APACHE CORP	DEFINED	5	27,550		
APACHE CORP	DEFINED	1,2,3,4	150		
APACHE CORP	DEFINED	1,2,3	284,509		
APPLE COMPUTER INC	DEFINED	5	447,800		
APPLE COMPUTER INC	DEFINED	1,2,3,4	57,305		
APPLE COMPUTER INC	DEFINED	1,2,3	4,244,223		
AQUANTIVE INC	DEFINED	5	29,950		
AQUANTIVE INC	DEFINED	1,2,3	148,900		
ARCH COAL INC	DEFINED	5	291,225		
ARCH COAL INC	DEFINED	1,2,3	318,057		
ARCHER DANIELS MIDLAND CO	DEFINED	5	328,900		
ARCHER DANIELS MIDLAND CO	DEFINED	1,2,3	2,702,900		

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ARCHSTONE SMITH TR	DEFINED	1, 2, 3, 4	13,087
ARMOR HOLDINGS INC	DEFINED	5	187,800
ARMOR HOLDINGS INC	DEFINED	1, 2, 3	700,350

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
ARRIS GROUP INC	COM	04269Q100	7,876	629,800	SH
ASPEN TECHNOLOGY INC	COM	045327103	7,927	719,700	SH
ASPEN TECHNOLOGY INC	COM	045327103	65,030	5,903,800	SH
ASSURANT INC	COM	04621X108	1,950	35,300	SH
ASSURANT INC	COM	04621X108	9,707	175,700	SH
AUTOMATIC DATA PROCESSING INC	COM	053015103	4,600	93,400	SH
AUTOMATIC DATA PROCESSING INC	COM	053015103	109	2,220	SH
AUTOMATIC DATA PROCESSING INC	COM	053015103	39,162	795,166	SH
AVID TECHNOLOGY INC	COM	05367P100	3,031	81,400	SH
AVID TECHNOLOGY INC	COM	05367P100	4,586	123,180	SH
AVNET INC	COM	053807103	5,106	200,000	SH
BCE INC	COM NEW	05534B760	25	915	SH
BJ SVCS CO	COM	055482103	2,385	81,348	SH
BJ SVCS CO	COM	055482103	7	250	SH
BJ SVCS CO	COM	055482103	13,740	468,611	SH
BP AMOCO P L C	SPONSORED ADR	055622104	2,746	40,919	SH
BP AMOCO P L C	SPONSORED ADR	055622104	2,478	36,930	SH
BP AMOCO P L C	SPONSORED ADR	055622104	21,140	315,051	SH
BRE PROPERTIES INC	CL A	05564E106	1,170	18,000	SH
BAKER HUGHES INC	COM	057224107	39,766	532,630	SH
BAKER HUGHES INC	COM	057224107	146	1,949	SH
BAKER HUGHES INC	COM	057224107	91,428	1,224,591	SH
BANK OF AMERICA CORPORATION	COM	060505104	23,970	448,953	SH
BANK OF AMERICA CORPORATION	COM	060505104	950	17,800	SH
BANK OF AMERICA CORPORATION	COM	060505104	225,202	4,218,061	SH
BARD C R INC	COM	067383109	4,057	48,900	SH
BARD C R INC	COM	067383109	42,238	509,075	SH
BARE ESCENTUALS INC	COM	067511105	39,673	1,276,900	SH
BARRICK GOLD CORP	COM	067901108	34,302	1,117,319	SH
BARRICK GOLD CORP	COM	067901108	425	13,828	SH
BARRICK GOLD CORP	COM	067901108	47,696	1,553,600	SH
BARRETT BILL CORP	COM	06846N104	44,154	1,622,698	SH
BAXTER INTL INC	COM	071813109	8,095	174,500	SH
BAXTER INTL INC	COM	071813109	68,746	1,481,920	SH
BEAR STEARNS COS INC	COM	073902108	2,409	14,800	SH
BEAR STEARNS COS INC	COM	073902108	12,078	74,200	SH
BECTON DICKINSON & CO	COM	075887109	189	2,700	SH
BELLSOUTH CORP	COM	079860102	1,860	39,490	SH
BELLSOUTH CORP	COM	079860102	5,616	119,204	SH
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	1,100	300	SH
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	12,831	3,500	SH
BEST BUY INC	COM	086516101	4,230	85,999	SH

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ITEM 1	ITEM 6	ITEM 7	ITEM 8		
		MANAGERS	VOTING AUTHORITY		
	INVESTMENT	SEE	(SHARES)		
NAME OF ISSUE	DISCRETION	INSTR V	(A) SOLE	(B) SHARED	(C) NONE
ARRIS GROUP INC	DEFINED	1,2,3	629,800		
ASPEN TECHNOLOGY INC	DEFINED	5	719,700		
ASPEN TECHNOLOGY INC	DEFINED	1,2,3	5,903,800		
ASSURANT INC	DEFINED	5	35,300		
ASSURANT INC	DEFINED	1,2,3	175,700		
AUTOMATIC DATA PROCESSING INC	DEFINED	5	93,400		
AUTOMATIC DATA PROCESSING INC	DEFINED	1,2,3,4	2,220		
AUTOMATIC DATA PROCESSING INC	DEFINED	1,2,3	795,166		
AVID TECHNOLOGY INC	DEFINED	5	81,400		
AVID TECHNOLOGY INC	DEFINED	1,2,3	123,180		
AVNET INC	DEFINED	1,2,3	200,000		
BCE INC	DEFINED	1,2,3,4	915		
BJ SVCS CO	DEFINED	5	81,348		
BJ SVCS CO	DEFINED	1,2,3,4	250		
BJ SVCS CO	DEFINED	1,2,3	468,611		
BP AMOCO P L C	DEFINED	5	40,919		
BP AMOCO P L C	DEFINED	1,2,3,4	36,930		
BP AMOCO P L C	DEFINED	1,2,3	315,051		
BRE PROPERTIES INC	DEFINED	1,2,3,4	18,000		
BAKER HUGHES INC	DEFINED	5	532,630		
BAKER HUGHES INC	DEFINED	1,2,3,4	1,949		
BAKER HUGHES INC	DEFINED	1,2,3	1,224,591		
BANK OF AMERICA CORPORATION	DEFINED	5	448,953		
BANK OF AMERICA CORPORATION	DEFINED	1,2,3,4	17,800		
BANK OF AMERICA CORPORATION	DEFINED	1,2,3	4,218,061		
BARD C R INC	DEFINED	5	48,900		
BARD C R INC	DEFINED	1,2,3	509,075		
BARE ESCENTUALS INC	DEFINED	1,2,3	1,276,900		
BARRICK GOLD CORP	DEFINED	5	1,117,319		
BARRICK GOLD CORP	DEFINED	1,2,3,4	13,828		
BARRICK GOLD CORP	DEFINED	1,2,3	1,553,600		
BARRETT BILL CORP	DEFINED	1,2,3	1,622,698		
BAXTER INTL INC	DEFINED	5	174,500		
BAXTER INTL INC	DEFINED	1,2,3	1,481,920		
BEAR STEARNS COS INC	DEFINED	5	14,800		
BEAR STEARNS COS INC	DEFINED	1,2,3	74,200		
BECTON DICKINSON & CO	DEFINED	1,2,3,4	2,700		
BELLSOUTH CORP	DEFINED	5	39,490		
BELLSOUTH CORP	DEFINED	1,2,3	119,204		
BERKSHIRE HATHAWAY INC DEL	DEFINED	5	300		
BERKSHIRE HATHAWAY INC DEL	DEFINED	1,2,3	3,500		
BEST BUY INC	DEFINED	5	85,999		

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ITEM 1 ITEM 2 ITEM 3 ITEM 4 ITEM 5

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NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
BEST BUY INC	COM	086516101	8,006	162,754	SH
BEST BUY INC	COM	086516101	66,822	1,358,439	SH
BIOMET INC	COM	090613100	3,981	96,525	SH
BIOMET INC	COM	090613100	42,798	1,037,775	SH
BIOGEN IDEC INC	COM	09062X103	113	2,300	SH
BLACKBOARD INC	COM	091935502	12,795	426,141	SH
BLACKBOARD INC	COM	091935502	78,344	2,609,300	SH
BLACK HILLS CORP	COM	092113109	41	1,100	SH
BLACKBAUD INC	COM	09227Q100	74,710	2,872,900	SH
BOEING CO	COM	097023105	44,589	501,903	SH
BOEING CO	COM	097023105	294,796	3,318,281	SH
BOIS D ARC ENERGY INC	COM	09738U103	146	10,000	SH
BOSTON SCIENTIFIC CORP	COM	101137107	1,678	97,700	SH
BOSTON SCIENTIFIC CORP	COM	101137107	3	200	SH
BOSTON SCIENTIFIC CORP	COM	101137107	8,635	502,600	SH
BRADY CORP	CL A	104674106	4,906	131,600	SH
BRADY CORP	CL A	104674106	13,372	358,700	SH
BRISTOL MYERS SQUIBB CO	COM	110122108	705	26,800	SH
BROADCOM CORP	CL A	111320107	9,557	295,887	SH
BROADCOM CORP	CL A	111320107	79,856	2,472,330	SH
BROWN FORMAN CORP	CL B	115637209	2,729	41,200	SH
BROWN FORMAN CORP	CL B	115637209	37,134	560,600	SH
BUCYRUS INTL INC NEW	CL A	118759109	72	1,400	SH
BUCYRUS INTL INC NEW	CL A	118759109	58,949	1,139,550	SH
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	1,369	18,550	SH
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	155	2,100	SH
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	11,501	155,824	SH
C H ROBINSON WORLDWIDE INC	COM	12541W209	2,334	57,050	SH
C H ROBINSON WORLDWIDE INC	COM	12541W209	24,570	600,650	SH
CIT GROUP INC	COM	125581108	2,320	41,600	SH
CIT GROUP INC	COM	125581108	4	75	SH
CIT GROUP INC	COM	125581108	11,728	210,300	SH
CNOOC LTD	SPONSORED ADR	126132109	33	350	SH
CNOOC LTD	SPONSORED ADR	126132109	686	7,250	SH
CSX CORP	COM	126408103	22,035	640,000	SH
CVS CORP	COM	126650100	7	225	SH
CVS CORP	COM	126650100	7,140	231,000	SH
CABOT OIL & GAS CORP	COM	127097103	376	6,200	SH
CAMECO CORP	COM	13321L108	65	1,600	SH
CAMECO CORP	COM	13321L108	1,292	31,950	SH
CAMERON INTERNATIONAL CORP	COM	13342B105	155	2,925	SH
CAMERON INTERNATIONAL CORP	COM	13342B105	11	200	SH

ITEM 1	ITEM 6	ITEM 7	ITEM 8
NAME OF ISSUE	INVESTMENT DISCRETION	MANAGERS SEE INSTR V	VOTING AUTHORITY (SHARES) (A) SOLE (B) SHARED (C) NONE
BEST BUY INC	DEFINED	1,2,3,4	162,754
BEST BUY INC	DEFINED	1,2,3	1,358,439
BIOMET INC	DEFINED	5	96,525
BIOMET INC	DEFINED	1,2,3	1,037,775
BIOGEN IDEC INC	DEFINED	1,2,3,4	2,300
BLACKBOARD INC	DEFINED	5	426,141
BLACKBOARD INC	DEFINED	1,2,3	2,609,300

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BLACK HILLS CORP	DEFINED	1,2,3,4	1,100
BLACKBAUD INC	DEFINED	1,2,3	2,872,900
BOEING CO	DEFINED	5	501,903
BOEING CO	DEFINED	1,2,3	3,318,281
BOIS D ARC ENERGY INC	DEFINED	1,2,3,4	10,000
BOSTON SCIENTIFIC CORP	DEFINED	5	97,700
BOSTON SCIENTIFIC CORP	DEFINED	1,2,3,4	200
BOSTON SCIENTIFIC CORP	DEFINED	1,2,3	502,600
BRADY CORP	DEFINED	5	131,600
BRADY CORP	DEFINED	1,2,3	358,700
BRISTOL MYERS SQUIBB CO	DEFINED	1,2,3,4	26,800
BROADCOM CORP	DEFINED	5	295,887
BROADCOM CORP	DEFINED	1,2,3	2,472,330
BROWN FORMAN CORP	DEFINED	5	41,200
BROWN FORMAN CORP	DEFINED	1,2,3	560,600
BUCYRUS INTL INC NEW	DEFINED	5	1,400
BUCYRUS INTL INC NEW	DEFINED	1,2,3	1,139,550
BURLINGTON NORTHN SANTA FE CP	DEFINED	5	18,550
BURLINGTON NORTHN SANTA FE CP	DEFINED	1,2,3,4	2,100
BURLINGTON NORTHN SANTA FE CP	DEFINED	1,2,3	155,824
C H ROBINSON WORLDWIDE INC	DEFINED	5	57,050
C H ROBINSON WORLDWIDE INC	DEFINED	1,2,3	600,650
CIT GROUP INC	DEFINED	5	41,600
CIT GROUP INC	DEFINED	1,2,3,4	75
CIT GROUP INC	DEFINED	1,2,3	210,300
CNOOC LTD	DEFINED	5	350
CNOOC LTD	DEFINED	1,2,3	7,250
CSX CORP	DEFINED	1,2,3	640,000
CVS CORP	DEFINED	1,2,3,4	225
CVS CORP	DEFINED	1,2,3	231,000
CABOT OIL & GAS CORP	DEFINED	1,2,3,4	6,200
CAMECO CORP	DEFINED	5	1,600
CAMECO CORP	DEFINED	1,2,3	31,950
CAMERON INTERNATIONAL CORP	DEFINED	5	2,925
CAMERON INTERNATIONAL CORP	DEFINED	1,2,3,4	200

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
CAMERON INTERNATIONAL CORP	COM	13342B105	3,135	59,100	SH
CAMPBELL SOUP CO	COM	134429109	333	8,575	SH
CANADIAN SOLAR INC	COM	136635109	2,661	255,050	SH
CANADIAN SOLAR INC	COM	136635109	2,252	215,800	SH
CAPITAL ONE FINL CORP	COM	14040H105	3,088	40,200	SH
CAPITAL ONE FINL CORP	COM	14040H105	15,172	197,500	SH
CARDINAL HEALTH INC	COM	14149Y108	32	500	SH
CARDINAL HEALTH INC	COM	14149Y108	1,269	19,700	SH
CARNIVAL CORP	COM	143658300	4,763	97,115	SH
CATERPILLAR INC DEL	COM	149123101	1,748	28,496	SH

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CATERPILLAR INC DEL	COM	149123101	5,278	86,053	SH
CENTERPOINT ENERGY INC	COM	15189T107	33	2,000	SH
CERNER CORP	COM	156782104	37,936	833,400	SH
CERNER CORP	COM	156782104	269,109	5,911,889	SH
CHECKFREE CORP NEW	COM	162813109	52,099	1,297,771	SH
CHECKFREE CORP NEW	COM	162813109	289,797	7,218,749	SH
CHESAPEAKE ENERGY CORP	COM	165167107	554	19,066	SH
CHEVRON CORP NEW	COM	166764100	7,434	101,100	SH
CHEVRON CORP NEW	COM	166764100	3,458	47,025	SH
CHEVRON CORP NEW	COM	166764100	130,560	1,775,600	SH
CHICAGO BRIDGE & IRON CO	N Y REGISTRY SH	167250109	53,517	1,957,448	SH
CHICAGO MERCANTILE HLDGS INC	CL A	167760107	147,107	288,586	SH
CHICAGO MERCANTILE HLDGS INC	CL A	167760107	440,420	863,993	SH
CHICOS FAS INC	COM	168615102	1,031	49,850	SH
CHICOS FAS INC	COM	168615102	16,760	810,050	SH
CHINA GREENTECH CORP LTD	ADR	16938P107	2,053	111,464	SH
CHINA MED TECHNOLOGIES INC	SPONSORED ADR	169483104	4,062	150,000	SH
CHUBB CORP	COM	171232101	733	13,856	SH
CHUNGHWA TELECOM CO LTD	SPONSORED ADR	17133Q205	3,763	190,740	SH
CISCO SYS INC	COM	17275R102	62,650	2,295,300	SH
CISCO SYS INC	COM	17275R102	11,896	435,830	SH
CISCO SYS INC	COM	17275R102	460,813	16,882,685	SH
CITADEL BROADCASTING CORP	COM	17285T106	149	15,000	SH
CINTAS CORP	COM	172908105	2,031	51,150	SH
CINTAS CORP	COM	172908105	20,987	528,500	SH
CITIGROUP INC	COM	172967101	6,131	110,073	SH
CITIGROUP INC	COM	172967101	594	10,658	SH
CITIGROUP INC	COM	172967101	50,743	911,006	SH
COCA COLA CO	COM	191216100	1,438	29,800	SH
COLDWATER CREEK INC	COM	193068103	669	27,300	SH
COLDWATER CREEK INC	COM	193068103	6,913	282,050	SH
COLGATE PALMOLIVE CO	COM	194162103	53,241	816,073	SH

ITEM 1 NAME OF ISSUE	ITEM 6 INVESTMENT DISCRETION	ITEM 7 MANAGERS SEE INSTR V	ITEM 8 VOTING AUTHORITY (SHARES)		
			(A) SOLE	(B) SHARED	(C) NONE
CAMERON INTERNATIONAL CORP	DEFINED	1,2,3	59,100		
CAMPBELL SOUP CO	DEFINED	1,2,3,4	8,575		
CANADIAN SOLAR INC	DEFINED	5	255,050		
CANADIAN SOLAR INC	DEFINED	1,2,3	215,800		
CAPITAL ONE FINL CORP	DEFINED	5	40,200		
CAPITAL ONE FINL CORP	DEFINED	1,2,3	197,500		
CARDINAL HEALTH INC	DEFINED	1,2,3,4	500		
CARDINAL HEALTH INC	DEFINED	1,2,3	19,700		
CARNIVAL CORP	DEFINED	1,2,3,4	97,115		
CATERPILLAR INC DEL	DEFINED	5	28,496		
CATERPILLAR INC DEL	DEFINED	1,2,3	86,053		
CENTERPOINT ENERGY INC	DEFINED	1,2,3,4	2,000		
CERNER CORP	DEFINED	5	833,400		
CERNER CORP	DEFINED	1,2,3	5,911,889		
CHECKFREE CORP NEW	DEFINED	5	1,297,771		
CHECKFREE CORP NEW	DEFINED	1,2,3	7,218,749		
CHESAPEAKE ENERGY CORP	DEFINED	5	19,066		
CHEVRON CORP NEW	DEFINED	5	101,100		
CHEVRON CORP NEW	DEFINED	1,2,3,4	47,025		
CHEVRON CORP NEW	DEFINED	1,2,3	1,775,600		
CHICAGO BRIDGE & IRON CO	DEFINED	1,2,3	1,957,448		
CHICAGO MERCANTILE HLDGS INC	DEFINED	5	288,586		

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CHICAGO MERCANTILE HLDGS INC	DEFINED	1,2,3	863,993
CHICOS FAS INC	DEFINED	5	49,850
CHICOS FAS INC	DEFINED	1,2,3	810,050
CHINA GREENTECH CORP LTD	DEFINED	5	111,464
CHINA MED TECHNOLOGIES INC	DEFINED	5	150,000
CHUBB CORP	DEFINED	1,2,3,4	13,856
CHUNGHWA TELECOM CO LTD	DEFINED	5	190,740
CISCO SYS INC	DEFINED	5	2,295,300
CISCO SYS INC	DEFINED	1,2,3,4	435,830
CISCO SYS INC	DEFINED	1,2,3	16,882,685
CITADEL BROADCASTING CORP	DEFINED	1,2,3	15,000
CINTAS CORP	DEFINED	5	51,150
CINTAS CORP	DEFINED	1,2,3	528,500
CITIGROUP INC	DEFINED	5	110,073
CITIGROUP INC	DEFINED	1,2,3,4	10,658
CITIGROUP INC	DEFINED	1,2,3	911,006
COCA COLA CO	DEFINED	1,2,3,4	29,800
COLDWATER CREEK INC	DEFINED	5	27,300
COLDWATER CREEK INC	DEFINED	1,2,3	282,050
COLGATE PALMOLIVE CO	DEFINED	5	816,073

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
COLGATE PALMOLIVE CO	COM	194162103	16,478	252,582	SH
COLGATE PALMOLIVE CO	COM	194162103	348,057	5,335,024	SH
COMCAST CORP NEW	CL A	20030N101	1,015	24,000	SH
COMCAST CORP NEW	CL A	20030N101	12,476	295,000	SH
COMCAST CORP NEW	CL A SPL	20030N200	8,057	192,300	SH
COMCAST CORP NEW	CL A SPL	20030N200	112,916	2,694,882	SH
COMMUNITY HEALTH SYS INC NEW	COM	203668108	1,143	31,300	SH
COMMUNITY HEALTH SYS INC NEW	COM	203668108	7,010	191,961	SH
COMMUNITY HEALTH SYS INC NEW	COM	203668108	14,027	384,100	SH
COMPANIA VALE DO RIO DOCE	SPONSORED ADR	204412209	5,481	184,300	SH
COMPLETE PRODUCTION SERVICES	COM	20453E109	818	38,600	SH
COMPLETE PRODUCTION SERVICES	COM	20453E109	9,585	452,100	SH
COMTECH GROUP INC	COM NEW	205821200	17,053	938,001	SH
COMTECH GROUP INC	COM NEW	205821200	43,804	2,409,443	SH
CONAGRA FOODS INC	COM	205887102	2,152	79,700	SH
CONAGRA FOODS INC	COM	205887102	29,921	1,108,199	SH
CONOCOPHILLIPS	COM	20825C104	3,356	46,650	SH
CONOCOPHILLIPS	COM	20825C104	1,503	20,892	SH
CONOCOPHILLIPS	COM	20825C104	108,206	1,503,900	SH
CONSOL ENERGY INC	COM	20854P109	3,978	123,800	SH
CONSOL ENERGY INC	COM	20854P109	5,400	168,056	SH
CORNING INC	COM	219350105	412	22,000	SH
CORNING INC	COM	219350105	12,238	654,100	SH
CORPORATE EXECUTIVE BRD CO	COM	21988R102	42,871	488,611	SH
COSTAR GROUP INC	COM	22160N109	9,544	178,200	SH

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COSTAR GROUP INC	COM	22160N109	58,945	1,100,650	SH
COVENTRY HEALTH CARE INC	COM	222862104	2,863	57,200	SH
COVENTRY HEALTH CARE INC	COM	222862104	21,724	434,050	SH
CTRIIP COM INTL LTD	ADR	22943F100	20,650	330,871	SH
CTRIIP COM INTL LTD	ADR	22943F100	28,050	449,454	SH
CULLEN FROST BANKERS INC	COM	229899109	2,651	47,500	SH
CYBERONICS INC	COM	23251P102	4,127	200,000	SH
CYTYC CORP	COM	232946103	10,870	384,250	SH
CYTYC CORP	COM	232946103	32,525	1,149,700	SH
DCT INDUSTRIAL TRUST INC	COM	233153105	625	53,000	SH
DRS TECHNOLOGIES INC	COM	23330X100	12,280	233,100	SH
DRS TECHNOLOGIES INC	COM	23330X100	33,942	644,300	SH
DTS INC	COM	23335C101	938	38,800	SH
DTS INC	COM	23335C101	19,591	810,400	SH
DAVITA INC	COM	23918K108	2,878	50,600	SH
DAVITA INC	COM	23918K108	49,167	864,400	SH
DEALERTRACK HLDGS INC	COM	242309102	5,730	195,000	SH

ITEM 1	ITEM 6	ITEM 7	ITEM 8			
NAME OF ISSUE	INVESTMENT DISCRETION	MANAGERS	VOTING AUTHORITY (SHARES)			
		SEE INSTR V	(A)	SOLE	(B) SHARED	(C) NONE
COLGATE PALMOLIVE CO	DEFINED	1,2,3,4	252,582			
COLGATE PALMOLIVE CO	DEFINED	1,2,3	5,335,024			
COMCAST CORP NEW	DEFINED	5	24,000			
COMCAST CORP NEW	DEFINED	1,2,3	295,000			
COMCAST CORP NEW	DEFINED	5	192,300			
COMCAST CORP NEW	DEFINED	1,2,3	2,694,882			
COMMUNITY HEALTH SYS INC NEW	DEFINED	5	31,300			
COMMUNITY HEALTH SYS INC NEW	DEFINED	1,2,3,4	191,961			
COMMUNITY HEALTH SYS INC NEW	DEFINED	1,2,3	384,100			
COMPANIA VALE DO RIO DOCE	DEFINED	1,2,3	184,300			
COMPLETE PRODUCTION SERVICES	DEFINED	5	38,600			
COMPLETE PRODUCTION SERVICES	DEFINED	1,2,3	452,100			
COMTECH GROUP INC	DEFINED	5	938,001			
COMTECH GROUP INC	DEFINED	1,2,3	2,409,443			
CONAGRA FOODS INC	DEFINED	5	79,700			
CONAGRA FOODS INC	DEFINED	1,2,3	1,108,199			
CONOCOPHILLIPS	DEFINED	5	46,650			
CONOCOPHILLIPS	DEFINED	1,2,3,4	20,892			
CONOCOPHILLIPS	DEFINED	1,2,3	1,503,900			
CONSOL ENERGY INC	DEFINED	5	123,800			
CONSOL ENERGY INC	DEFINED	1,2,3	168,056			
CORNING INC	DEFINED	5	22,000			
CORNING INC	DEFINED	1,2,3	654,100			
CORPORATE EXECUTIVE BRD CO	DEFINED	1,2,3	488,611			
COSTAR GROUP INC	DEFINED	5	178,200			
COSTAR GROUP INC	DEFINED	1,2,3	1,100,650			
COVENTRY HEALTH CARE INC	DEFINED	5	57,200			
COVENTRY HEALTH CARE INC	DEFINED	1,2,3	434,050			
CTRIIP COM INTL LTD	DEFINED	5	330,871			
CTRIIP COM INTL LTD	DEFINED	1,2,3	449,454			
CULLEN FROST BANKERS INC	DEFINED	1,2,3,4	47,500			
CYBERONICS INC	DEFINED	1,2,3	200,000			
CYTYC CORP	DEFINED	5	384,250			
CYTYC CORP	DEFINED	1,2,3	1,149,700			
DCT INDUSTRIAL TRUST INC	DEFINED	1,2,3	53,000			
DRS TECHNOLOGIES INC	DEFINED	5	233,100			
DRS TECHNOLOGIES INC	DEFINED	1,2,3	644,300			

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DTS INC	DEFINED	5	38,800
DTS INC	DEFINED	1,2,3	810,400
DAVITA INC	DEFINED	5	50,600
DAVITA INC	DEFINED	1,2,3	864,400
DEALERTRACK HLDGS INC	DEFINED	5	195,000

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
DEALERTRACK HLDGS INC	COM	242309102	26,200	891,600	SH
DEERE & CO	COM	244199105	17,640	185,547	SH
DEERE & CO	COM	244199105	157	1,650	SH
DEERE & CO	COM	244199105	190,389	2,002,624	SH
DELTA PETE CORP	COM NEW	247907207	20,650	892,600	SH
DENTSPLY INTL INC NEW	COM	249030107	8,876	297,200	SH
DENTSPLY INTL INC NEW	COM	249030107	79,617	2,665,886	SH
DEVON ENERGY CORP NEW	COM	25179M103	2,705	40,325	SH
DEVON ENERGY CORP NEW	COM	25179M103	1,823	27,181	SH
DEVON ENERGY CORP NEW	COM	25179M103	15,596	232,500	SH
DIAGEO P L C	SPON ADR NEW	25243Q205	6,364	80,242	SH
DIAGEO P L C	SPON ADR NEW	25243Q205	24,968	314,811	SH
DIAMOND OFFSHORE DRILLING INC	COM	25271C102	1,511	18,900	SH
DIGITAS INC	COM	25388K104	12,996	969,480	SH
DIGITAS INC	COM	25388K104	18,925	1,411,800	SH
DISNEY WALT CO	COM DISNEY	254687106	14	400	SH
DOLLAR GEN CORP	COM	256669102	1,674	104,250	SH
DOLLAR GEN CORP	COM	256669102	8,340	519,300	SH
DOMINION RES INC VA NEW	COM	25746U109	1,802	21,493	SH
DOMINION RES INC VA NEW	COM	25746U109	8,304	99,045	SH
DOMINION RES INC VA NEW	COM	25746U109	5,444	64,928	SH
DOUGLAS EMMETT INC	COM	25960P109	1,474	55,450	SH
DOUGLAS EMMETT INC	COM	25960P109	4,452	167,450	SH
DOVER CORP	COM	260003108	6	125	SH
DRESSER-RAND GROUP INC	COM	261608103	465	19,000	SH
DRESSER-RAND GROUP INC	COM	261608103	2,692	110,000	SH
DREYFUS STRATEGIC MUNS INC	COM	261932107	23	2,516	SH
DRIL-QUIP INC	COM	262037104	11,862	302,900	SH
DRIL-QUIP INC	COM	262037104	30,568	780,600	SH
DU PONT E I DE NEMOURS & CO	COM	263534109	18,708	384,074	SH
DU PONT E I DE NEMOURS & CO	COM	263534109	9,807	201,325	SH
DU PONT E I DE NEMOURS & CO	COM	263534109	217,780	4,470,957	SH
DUKE REALTY CORP	COM NEW	264411505	2,029	49,600	SH
DUKE REALTY CORP	COM NEW	264411505	10,131	247,700	SH
DUKE ENERGY CORP CORP NEW	COM	26441C105	740	22,282	SH
E M C CORP MASS	COM	268648102	9	675	SH
ENSCO INTL INC	COM	26874Q100	99	1,975	SH
ENSCO INTL INC	COM	26874Q100	50	1,000	SH
ENSCO INTL INC	COM	26874Q100	7,003	139,900	SH
EOG RES INC	COM	26875P101	125	2,000	SH

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EOG RES INC	COM	26875P101	2,523	40,400	SH
EPIQ SYS INC	COM	26882D109	15,303	902,302	SH

ITEM 1 NAME OF ISSUE	ITEM 6 INVESTMENT DISCRETION	ITEM 7 MANAGERS SEE INSTR V	ITEM 8 VOTING AUTHORITY (SHARES)		
			(A) SOLE	(B) SHARED	(C) NONE
DEALERTRACK HLDGS INC	DEFINED	1,2,3	891,600		
DEERE & CO	DEFINED	5	185,547		
DEERE & CO	DEFINED	1,2,3,4	1,650		
DEERE & CO	DEFINED	1,2,3	2,002,624		
DELTA PETE CORP	DEFINED	1,2,3	892,600		
DENTSPLY INTL INC NEW	DEFINED	5	297,200		
DENTSPLY INTL INC NEW	DEFINED	1,2,3	2,665,886		
DEVON ENERGY CORP NEW	DEFINED	5	40,325		
DEVON ENERGY CORP NEW	DEFINED	1,2,3,4	27,181		
DEVON ENERGY CORP NEW	DEFINED	1,2,3	232,500		
DIAGEO P L C	DEFINED	5	80,242		
DIAGEO P L C	DEFINED	1,2,3	314,811		
DIAMOND OFFSHORE DRILLING INC	DEFINED	1,2,3	18,900		
DIGITAS INC	DEFINED	5	969,480		
DIGITAS INC	DEFINED	1,2,3	1,411,800		
DISNEY WALT CO	DEFINED	1,2,3,4	400		
DOLLAR GEN CORP	DEFINED	5	104,250		
DOLLAR GEN CORP	DEFINED	1,2,3	519,300		
DOMINION RES INC VA NEW	DEFINED	5	21,493		
DOMINION RES INC VA NEW	DEFINED	1,2,3,4	99,045		
DOMINION RES INC VA NEW	DEFINED	1,2,3	64,928		
DOUGLAS EMMETT INC	DEFINED	5	55,450		
DOUGLAS EMMETT INC	DEFINED	1,2,3	167,450		
DOVER CORP	DEFINED	1,2,3,4	125		
DRESSER-RAND GROUP INC	DEFINED	5	19,000		
DRESSER-RAND GROUP INC	DEFINED	1,2,3	110,000		
DREYFUS STRATEGIC MUNS INC	DEFINED	1,2,3,4	2,516		
DRIL-QUIP INC	DEFINED	5	302,900		
DRIL-QUIP INC	DEFINED	1,2,3	780,600		
DU PONT E I DE NEMOURS & CO	DEFINED	5	384,074		
DU PONT E I DE NEMOURS & CO	DEFINED	1,2,3,4	201,325		
DU PONT E I DE NEMOURS & CO	DEFINED	1,2,3	4,470,957		
DUKE REALTY CORP	DEFINED	5	49,600		
DUKE REALTY CORP	DEFINED	1,2,3	247,700		
DUKE ENERGY CORP CORP NEW	DEFINED	1,2,3,4	22,282		
E M C CORP MASS	DEFINED	1,2,3,4	675		
ENSCO INTL INC	DEFINED	5	1,975		
ENSCO INTL INC	DEFINED	1,2,3,4	1,000		
ENSCO INTL INC	DEFINED	1,2,3	139,900		
EOG RES INC	DEFINED	5	2,000		
EOG RES INC	DEFINED	1,2,3	40,400		
EPIQ SYS INC	DEFINED	1,2,3	902,302		

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
EBAY INC	COM	278642103	2,679	89,200	SH
EBAY INC	COM	278642103	30,391	1,011,850	SH
EDISON INTL	COM	281020107	127	2,800	SH
EL PASO CORP	COM	28336L109	9	575	SH
ELAN PLC	ADR	284131208	145	9,800	SH
ELAN PLC	ADR	284131208	3,031	205,500	SH
ELECTRONIC ARTS INC	COM	285512109	34,603	687,325	SH
ELECTRONIC ARTS INC	COM	285512109	260,698	5,178,239	SH
EMAGEON INC	COM	29076V109	9,572	623,200	SH
EMAGEON INC	COM	29076V109	24,567	1,599,400	SH
EMBARQ CORP	COM	29078E105	1	18	SH
EMERGENT BIOSOLUTIONS	COM	29089Q105	183	16,400	SH
EMERSON ELEC CO	COM	291011104	5,373	121,928	SH
EMERSON ELEC CO	COM	291011104	300	6,800	SH
EMERSON ELEC CO	COM	291011104	45,351	1,029,078	SH
ENCANA CORP	COM	292505104	6,991	152,150	SH
ENBRIDGE INC	COM	29250N105	1,924	55,941	SH
ENBRIDGE INC	COM	29250N105	8,027	233,345	SH
ENCYSIVE PHARMACEUTICALS INC	COM	29256X107	42	10,000	SH
ENDEAVOUR INTL CORP	COM	29259G101	229	100,000	SH
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	813	29,500	SH
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	4,013	145,600	SH
ENERGY CONVERSIOPN DEVICES IN	COM	292659109	7,396	217,800	SH
ENERGY CONVERSIOPN DEVICES IN	COM	292659109	16,129	474,950	SH
ENERGEN CORP	COM	29265N108	23	500	SH
ENERGY EAST CORP	COM	29266M109	1,962	79,100	SH
ENERGY EAST CORP	COM	29266M109	9,746	393,000	SH
ENTERGY CORP NEW	COM	29364G103	150	1,625	SH
ENTERGY CORP NEW	COM	29364G103	3,037	32,900	SH
EQUITABLE RES INC	COM	294549100	34,861	835,000	SH
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	1,089	20,000	SH
EQUITY RESIDENTIAL PPTYS TR	SH BEN INT	29476L107	56	1,100	SH
ERICSSON LM TEL CO	ADR B SEK 10	294821608	6	150	SH
ESCO TECHNOLOGIES INC	COM	296315104	18,694	411,400	SH
ESCO TECHNOLOGIES INC	COM	296315104	83,837	1,845,000	SH
EURONET WORLDWIDE INC	COM	298736109	8,720	293,950	SH
EURONET WORLDWIDE INC	COM	298736109	103,488	3,488,550	SH
EVERGREEN ENERGY INC	COM	30024B104	5,653	571,600	SH
EVERGREEN ENERGY INC	COM	30024B104	15,869	1,604,600	SH
EVERGREEN SOLAR INC	COM	30033R108	29	3,800	SH
EVERGREEN SOLAR INC	COM	30033R108	577	76,300	SH
EXELON CORP	COM	30161N101	2,901	46,875	SH

ITEM 1	ITEM 6	ITEM 7	ITEM 8
NAME OF ISSUE	INVESTMENT DISCRETION	MANAGERS SEE INSTR V	VOTING AUTHORITY (SHARES) (A) SOLE (B) SHARED (C) NONE
EBAY INC	DEFINED	5	89,200
EBAY INC	DEFINED	1,2,3	1,011,850
EDISON INTL	DEFINED	1,2,3,4	2,800
EL PASO CORP	DEFINED	1,2,3,4	575
ELAN PLC	DEFINED	5	9,800

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ELAN PLC	DEFINED	1,2,3	205,500
ELECTRONIC ARTS INC	DEFINED	5	687,325
ELECTRONIC ARTS INC	DEFINED	1,2,3	5,178,239
EMAGEON INC	DEFINED	5	623,200
EMAGEON INC	DEFINED	1,2,3	1,599,400
EMBARQ CORP	DEFINED	1,2,3,4	18
EMERGENT BIOSOLUTIONS	DEFINED	5	16,400
EMERSON ELEC CO	DEFINED	5	121,928
EMERSON ELEC CO	DEFINED	1,2,3,4	6,800
EMERSON ELEC CO	DEFINED	1,2,3	1,029,078
ENCANA CORP	DEFINED	1,2,3	152,150
ENBRIDGE INC	DEFINED	5	55,941
ENBRIDGE INC	DEFINED	1,2,3	233,345
ENCYSIVE PHARMACEUTICALS INC	DEFINED	1,2,3,4	10,000
ENDEAVOUR INTL CORP	DEFINED	1,2,3,4	100,000
ENDO PHARMACEUTICALS HLDGS I	DEFINED	5	29,500
ENDO PHARMACEUTICALS HLDGS I	DEFINED	1,2,3	145,600
ENERGY CONVERSIOPN DEVICES IN	DEFINED	5	217,800
ENERGY CONVERSIOPN DEVICES IN	DEFINED	1,2,3	474,950
ENERGEN CORP	DEFINED	1,2,3,4	500
ENERGY EAST CORP	DEFINED	5	79,100
ENERGY EAST CORP	DEFINED	1,2,3	393,000
ENERGY CORP NEW	DEFINED	5	1,625
ENERGY CORP NEW	DEFINED	1,2,3	32,900
EQUITABLE RES INC	DEFINED	1,2,3	835,000
EQUITY LIFESTYLE PPTYS INC	DEFINED	1,2,3,4	20,000
EQUITY RESIDENTIAL PPTYS TR	DEFINED	1,2,3,4	1,100
ERICSSON LM TEL CO	DEFINED	1,2,3,4	150
ESCO TECHNOLOGIES INC	DEFINED	5	411,400
ESCO TECHNOLOGIES INC	DEFINED	1,2,3	1,845,000
EURONET WORLDWIDE INC	DEFINED	5	293,950
EURONET WORLDWIDE INC	DEFINED	1,2,3	3,488,550
EVERGREEN ENERGY INC	DEFINED	5	571,600
EVERGREEN ENERGY INC	DEFINED	1,2,3	1,604,600
EVERGREEN SOLAR INC	DEFINED	5	3,800
EVERGREEN SOLAR INC	DEFINED	1,2,3	76,300
EXELON CORP	DEFINED	5	46,875

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
EXELON CORP	COM	30161N101	8,978	145,070	SH
EXELON CORP	COM	30161N101	40,250	650,350	SH
EXPEDITORS INT'L WASH INC	COM	302130109	10,462	258,450	SH
EXPEDITORS INT'L WASH INC	COM	302130109	88,374	2,183,161	SH
EXPRESS SCRIPTS INC	COM	302182100	999	13,950	SH
EXPRESS SCRIPTS INC	COM	302182100	29,375	410,100	SH
EXXON MOBIL CORP	COM	30231G102	67,241	877,471	SH
EXXON MOBIL CORP	COM	30231G102	30,367	396,278	SH

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EXXON MOBIL CORP	COM	30231G102	377,678	4,928,595	SH
FLIR SYS INC	COM	302445101	13,964	438,300	SH
FLIR SYS INC	COM	302445101	30,429	955,100	SH
FMC TECHNOLOGIES INC	COM	30249U101	34	550	SH
FMC TECHNOLOGIES INC	COM	30249U101	709	11,500	SH
FPL GROUP INC	COM	302571104	44	800	SH
FACTSET RESH SYS INC	COM	303075105	12,190	215,825	SH
FACTSET RESH SYS INC	COM	303075105	107,339	1,900,486	SH
FAMILY DLR STORES INC	COM	307000109	1,880	64,100	SH
FAMILY DLR STORES INC	COM	307000109	9,383	319,900	SH
FASTENAL CO	COM	311900104	3,233	90,150	SH
FASTENAL CO	COM	311900104	33,206	925,850	SH
FEDERAL HOME LN MTG CORP	COM	313400301	3,633	53,500	SH
FEDERAL HOME LN MTG CORP	COM	313400301	17,987	264,900	SH
FEDERAL NATL MTG ASSN	COM	313586109	3,504	59,000	SH
FEDERAL NATL MTG ASSN	COM	313586109	17,508	294,800	SH
FEDERATED DEPT STORES INC DE	COM	31410H101	902	23,665	SH
FEDERATED DEPT STORES INC DE	COM	31410H101	2,725	71,466	SH
FINANCIAL FED CORP	COM	317492106	10,852	369,000	SH
FINANCIAL FED CORP	COM	317492106	64,646	2,198,104	SH
FIRST SOLAR INC	COM	336433107	73	2,450	SH
FIRST SOLAR INC	COM	336433107	1,481	49,800	SH
FIRSTENERGY CORP	COM	337932107	2,439	40,500	SH
FIRSTENERGY CORP	COM	337932107	12,042	200,000	SH
FLUOR CORP NEW	COM	343412102	27,836	340,915	SH
FLUOR CORP NEW	COM	343412102	7,210	88,305	SH
FLUOR CORP NEW	COM	343412102	115,277	1,411,841	SH
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	9,713	146,215	SH
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	13,194	198,617	SH
FORD MTR CO DEL	COM PAR \$0.01	345370860	4,048	539,000	SH
FORD MTR CO DEL	COM PAR \$0.01	345370860	60,989	8,121,000	SH
FORTUNE BRANDS INC	COM	349631101	2,041	23,900	SH
FORTUNE BRANDS INC	COM	349631101	6,162	72,163	SH
FOUNDATION COAL HLDGS INC	COM	35039W100	47	1,475	SH

ITEM 1 NAME OF ISSUE	ITEM 6 INVESTMENT DISCRETION	ITEM 7 MANAGERS SEE INSTR V	ITEM 8 VOTING AUTHORITY (SHARES)		
			(A) SOLE	(B) SHARED	(C) NONE
EXELON CORP	DEFINED	1,2,3,4	145,070		
EXELON CORP	DEFINED	1,2,3	650,350		
EXPEDITORS INT'L WASH INC	DEFINED	5	258,450		
EXPEDITORS INT'L WASH INC	DEFINED	1,2,3	2,183,161		
EXPRESS SCRIPTS INC	DEFINED	5	13,950		
EXPRESS SCRIPTS INC	DEFINED	1,2,3	410,100		
EXXON MOBIL CORP	DEFINED	5	877,471		
EXXON MOBIL CORP	DEFINED	1,2,3,4	396,278		
EXXON MOBIL CORP	DEFINED	1,2,3	4,928,595		
FLIR SYS INC	DEFINED	5	438,300		
FLIR SYS INC	DEFINED	1,2,3	955,100		
FMC TECHNOLOGIES INC	DEFINED	5	550		
FMC TECHNOLOGIES INC	DEFINED	1,2,3	11,500		
FPL GROUP INC	DEFINED	1,2,3,4	800		
FACTSET RESH SYS INC	DEFINED	5	215,825		
FACTSET RESH SYS INC	DEFINED	1,2,3	1,900,486		
FAMILY DLR STORES INC	DEFINED	5	64,100		
FAMILY DLR STORES INC	DEFINED	1,2,3	319,900		
FASTENAL CO	DEFINED	5	90,150		
FASTENAL CO	DEFINED	1,2,3	925,850		

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FEDERAL HOME LN MTG CORP	DEFINED	5	53,500
FEDERAL HOME LN MTG CORP	DEFINED	1,2,3	264,900
FEDERAL NATL MTG ASSN	DEFINED	5	59,000
FEDERAL NATL MTG ASSN	DEFINED	1,2,3	294,800
FEDERATED DEPT STORES INC DE	DEFINED	5	23,665
FEDERATED DEPT STORES INC DE	DEFINED	1,2,3	71,466
FINANCIAL FED CORP	DEFINED	5	369,000
FINANCIAL FED CORP	DEFINED	1,2,3	2,198,104
FIRST SOLAR INC	DEFINED	5	2,450
FIRST SOLAR INC	DEFINED	1,2,3	49,800
FIRSTENERGY CORP	DEFINED	5	40,500
FIRSTENERGY CORP	DEFINED	1,2,3	200,000
FLUOR CORP NEW	DEFINED	5	340,915
FLUOR CORP NEW	DEFINED	1,2,3,4	88,305
FLUOR CORP NEW	DEFINED	1,2,3	1,411,841
FOCUS MEDIA HLDG LTD	DEFINED	5	146,215
FOCUS MEDIA HLDG LTD	DEFINED	1,2,3	198,617
FORD MTR CO DEL	DEFINED	5	539,000
FORD MTR CO DEL	DEFINED	1,2,3	8,121,000
FORTUNE BRANDS INC	DEFINED	5	23,900
FORTUNE BRANDS INC	DEFINED	1,2,3	72,163
FOUNDATION COAL HLDGS INC	DEFINED	5	1,475

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
FOUNDATION COAL HLDGS INC	COM	35039W100	6,346	199,800	SH
FOUNDRY NETWORKS INC	COM	35063R100	4,117	275,000	SH
FRANKLIN RES INC	COM	354613101	7,767	70,500	SH
FREEMPORT-MCMORAN COPPER & GOLD	CL B	35671D857	8,167	146,550	SH
GAP INC DEL	COM	364760108	1,334	68,400	SH
GAP INC DEL	COM	364760108	449	23,000	SH
GAP INC DEL	COM	364760108	14,870	762,550	SH
GARDNER DENVER INC	COM	365558105	6,462	173,200	SH
GAYLORD ENTMT CO NEW	COM	367905106	69,749	1,369,500	SH
GEN-PROBE INC NEW	COM	36866T103	1,290	24,650	SH
GEN-PROBE INC NEW	COM	36866T103	13,368	255,400	SH
GENENTECH INC	COM NEW	368710406	30,164	371,804	SH
GENENTECH INC	COM NEW	368710406	172,738	2,129,145	SH
GENERAL CABLE CORP DEL NEW	COM	369300108	10,390	237,700	SH
GENERAL CABLE CORP DEL NEW	COM	369300108	23,783	544,100	SH
GENERAL DYNAMICS CORP	COM	369550108	30,848	414,900	SH
GENERAL DYNAMICS CORP	COM	369550108	10,940	147,145	SH
GENERAL DYNAMICS CORP	COM	369550108	329,131	4,426,779	SH
GENERAL ELEC CO	COM	369604103	42,246	1,135,352	SH
GENERAL ELEC CO	COM	369604103	25,843	694,530	SH
GENERAL ELEC CO	COM	369604103	443,865	11,928,651	SH
GENERAL MLS INC	COM	370334104	2,494	43,300	SH
GENERAL MLS INC	COM	370334104	86	1,500	SH

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GENERAL MLS INC	COM	370334104	12,540	217,700	SH
GENWORTH FINL INC	COM CL A	37247D106	941	27,500	SH
GENWORTH FINL INC	COM CL A	37247D106	4,707	137,600	SH
GENZYME CORP	COM GENL DIV	372917104	9,313	151,300	SH
GENZYME CORP	COM GENL DIV	372917104	76,488	1,242,600	SH
GETTY IMAGES INC	COM	374276103	4,438	103,650	SH
GETTY IMAGES INC	COM	374276103	55,246	1,290,182	SH
GILEAD SCIENCES INC	COM	375558103	37,464	577,305	SH
GILEAD SCIENCES INC	COM	375558103	265,606	4,092,857	SH
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	100	1,896	SH
GLOBAL CASH ACCESS HLDGS INC	COM	378967103	3,535	217,800	SH
GLOBAL CASH ACCESS HLDGS INC	COM	378967103	29,061	1,790,600	SH
GLOBAL INDS LTD	COM	379336100	959	73,500	SH
GLOBAL PAYMENTS INC	COM	37940X102	2,820	60,900	SH
GLOBAL PAYMENTS INC	COM	37940X102	24,650	532,400	SH
GOLDCORP INC NEW	COM	380956409	33,525	1,178,782	SH
GOLDCORP INC NEW	COM	380956409	53,566	1,883,460	SH
GOLDMAN SACHS GROUP INC	COM	38141G104	38,893	195,098	SH
GOLDMAN SACHS GROUP INC	COM	38141G104	35	175	SH

ITEM 1	ITEM 6	ITEM 7	ITEM 8
NAME OF ISSUE	INVESTMENT DISCRETION	MANAGERS SEE INSTR V	VOTING AUTHORITY (SHARES) (A) SOLE (B) SHARED (C) NONE
FOUNDATION COAL HLDGS INC	DEFINED	1,2,3	199,800
FOUNDRY NETWORKS INC	DEFINED	1,2,3	275,000
FRANKLIN RES INC	DEFINED	1,2,3	70,500
FREEMPORT-MCMORAN COPPER & GOLD	DEFINED	1,2,3	146,550
GAP INC DEL	DEFINED	5	68,400
GAP INC DEL	DEFINED	1,2,3,4	23,000
GAP INC DEL	DEFINED	1,2,3	762,550
GARDNER DENVER INC	DEFINED	1,2,3	173,200
GAYLORD ENTMT CO NEW	DEFINED	1,2,3	1,369,500
GEN-PROBE INC NEW	DEFINED	5	24,650
GEN-PROBE INC NEW	DEFINED	1,2,3	255,400
GENENTECH INC	DEFINED	5	371,804
GENENTECH INC	DEFINED	1,2,3	2,129,145
GENERAL CABLE CORP DEL NEW	DEFINED	5	237,700
GENERAL CABLE CORP DEL NEW	DEFINED	1,2,3	544,100
GENERAL DYNAMICS CORP	DEFINED	5	414,900
GENERAL DYNAMICS CORP	DEFINED	1,2,3,4	147,145
GENERAL DYNAMICS CORP	DEFINED	1,2,3	4,426,779
GENERAL ELEC CO	DEFINED	5	1,135,352
GENERAL ELEC CO	DEFINED	1,2,3,4	694,530
GENERAL ELEC CO	DEFINED	1,2,3	11,928,651
GENERAL MLS INC	DEFINED	5	43,300
GENERAL MLS INC	DEFINED	1,2,3,4	1,500
GENERAL MLS INC	DEFINED	1,2,3	217,700
GENWORTH FINL INC	DEFINED	5	27,500
GENWORTH FINL INC	DEFINED	1,2,3	137,600
GENZYME CORP	DEFINED	5	151,300
GENZYME CORP	DEFINED	1,2,3	1,242,600
GETTY IMAGES INC	DEFINED	5	103,650
GETTY IMAGES INC	DEFINED	1,2,3	1,290,182
GILEAD SCIENCES INC	DEFINED	5	577,305
GILEAD SCIENCES INC	DEFINED	1,2,3	4,092,857
GLAXOSMITHKLINE PLC	DEFINED	1,2,3,4	1,896
GLOBAL CASH ACCESS HLDGS INC	DEFINED	5	217,800
GLOBAL CASH ACCESS HLDGS INC	DEFINED	1,2,3	1,790,600

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GLOBAL INDS LTD	DEFINED	1, 2, 3	73,500
GLOBAL PAYMENTS INC	DEFINED	5	60,900
GLOBAL PAYMENTS INC	DEFINED	1, 2, 3	532,400
GOLDCORP INC NEW	DEFINED	5	1,178,782
GOLDCORP INC NEW	DEFINED	1, 2, 3	1,883,460
GOLDMAN SACHS GROUP INC	DEFINED	5	195,098
GOLDMAN SACHS GROUP INC	DEFINED	1, 2, 3, 4	175

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
GOLDMAN SACHS GROUP INC	COM	38141G104	277,659	1,392,823	SH
GOODRICH CORP	COM	382388106	2,105	46,214	SH
GOODRICH CORP	COM	382388106	7,679	168,594	SH
GOODMAN GLOBAL INC	COM	38239A100	2,836	164,900	SH
GOOGLE INC	CL A	38259P508	38,874	84,465	SH
GOOGLE INC	CL A	38259P508	223,753	486,172	SH
GRANT PRIDECO INC	COM	38821G101	1,469	36,931	SH
GRANT PRIDECO INC	COM	38821G101	6,609	166,174	SH
GRUPO AEROPORTUARIO CTR NORT	SPON ADR	400501102	2,226	100,000	SH
GUITAR CTR MGMT INC	COM	402040109	5,540	122,000	SH
HMS HLDGS CORP	COM	40425J101	1,910	125,970	SH
HMS HLDGS CORP	COM	40425J101	8,758	577,700	SH
HALLIBURTON CO	COM	406216101	104	3,350	SH
HALLIBURTON CO	COM	406216101	8,230	265,055	SH
HALLIBURTON CO	COM	406216101	2,088	67,250	SH
HARLEY DAVIDSON INC	COM	412822108	4,954	70,300	SH
HARLEY DAVIDSON INC	COM	412822108	44,371	629,640	SH
HARMAN INTL INDS INC	COM	413086109	2,950	29,525	SH
HARMAN INTL INDS INC	COM	413086109	35,597	356,286	SH
HARRAHS ENTMT INC	COM	413619107	2,322	28,075	SH
HARRAHS ENTMT INC	COM	413619107	7,012	84,762	SH
HARRIS CORP DEL	COM	413875105	7,154	156,000	SH
HARTFOLD FINL SVCS GROUP INC	COM	416515104	159	1,700	SH
HARTFOLD FINL SVCS GROUP INC	COM	416515104	18,662	200,000	SH
HEALTHSOUTHCORP	COM	421924309	3,897	172,040	SH
HEALTHSOUTHCORP	COM	421924309	32,037	1,414,420	SH
HEADWATERS INC	COM	42210P102	1,970	82,200	SH
HEADWATERS INC	COM	42210P102	16,834	702,600	SH
HEALTH NET INC	COM	42222G108	18,248	375,000	SH
HEALTHWAYS INC	COM	422245100	21,067	441,600	SH
HEALTHWAYS INC	COM	422245100	91,699	1,922,215	SH
HEELYS INC	COM	42279M107	23,620	735,600	SH
HERSHEY FOODS CORP	COM	427866108	1,927	38,700	SH
HERSHEY FOODS CORP	COM	427866108	20,159	404,800	SH
HERTZ GLOBAL HOLDINGS INC	COM	42805T105	2,265	130,250	SH
HESS CORP	COM	42809H107	63	1,275	SH
HESS CORP	COM	42809H107	1,281	25,850	SH
HEWLETT PACKARD CO	COM	428236103	19,512	473,700	SH

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HEWLETT PACKARD CO	COM	428236103	215,798	5,239,088	SH
HILTON HOTELS CORP	COM	432848109	209	6,000	SH
HILTON HOTELS CORP	COM	432848109	21,289	610,000	SH
HIMAX TECHNOLOGIES INC	SPONSORED ADR	43289P106	6,219	1,305,180	SH

ITEM 1	ITEM 6	ITEM 7	ITEM 8
NAME OF ISSUE	INVESTMENT DISCRETION	MANAGERS SEE INSTR V	VOTING AUTHORITY (SHARES) (A) SOLE (B) SHARED (C) NONE
GOLDMAN SACHS GROUP INC	DEFINED	1,2,3	1,392,823
GOODRICH CORP	DEFINED	5	46,214
GOODRICH CORP	DEFINED	1,2,3	168,594
GOODMAN GLOBAL INC	DEFINED	1,2,3	164,900
GOOGLE INC	DEFINED	5	84,465
GOOGLE INC	DEFINED	1,2,3	486,172
GRANT PRIDECO INC	DEFINED	5	36,931
GRANT PRIDECO INC	DEFINED	1,2,3	166,174
GRUPO AEROPORTUARIO CTR NORT	DEFINED	1,2,3	100,000
GUITAR CTR MGMT INC	DEFINED	1,2,3	122,000
HMS HLDGS CORP	DEFINED	5	125,970
HMS HLDGS CORP	DEFINED	1,2,3	577,700
HALLIBURTON CO	DEFINED	5	3,350
HALLIBURTON CO	DEFINED	1,2,3,4	265,055
HALLIBURTON CO	DEFINED	1,2,3	67,250
HARLEY DAVIDSON INC	DEFINED	5	70,300
HARLEY DAVIDSON INC	DEFINED	1,2,3	629,640
HARMAN INTL INDS INC	DEFINED	5	29,525
HARMAN INTL INDS INC	DEFINED	1,2,3	356,286
HARRAHS ENTMT INC	DEFINED	5	28,075
HARRAHS ENTMT INC	DEFINED	1,2,3	84,762
HARRIS CORP DEL	DEFINED	1,2,3	156,000
HARTFOLD FINL SVCS GROUP INC	DEFINED	1,2,3,4	1,700
HARTFOLD FINL SVCS GROUP INC	DEFINED	1,2,3	200,000
HEALTHSOUTHCORP	DEFINED	5	172,040
HEALTHSOUTHCORP	DEFINED	1,2,3	1,414,420
HEADWATERS INC	DEFINED	5	82,200
HEADWATERS INC	DEFINED	1,2,3	702,600
HEALTH NET INC	DEFINED	1,2,3	375,000
HEALTHWAYS INC	DEFINED	5	441,600
HEALTHWAYS INC	DEFINED	1,2,3	1,922,215
HEELYS INC	DEFINED	1,2,3	735,600
HERSHEY FOODS CORP	DEFINED	5	38,700
HERSHEY FOODS CORP	DEFINED	1,2,3	404,800
HERTZ GLOBAL HOLDINGS INC	DEFINED	1,2,3	130,250
HESS CORP	DEFINED	5	1,275
HESS CORP	DEFINED	1,2,3	25,850
HEWLETT PACKARD CO	DEFINED	5	473,700
HEWLETT PACKARD CO	DEFINED	1,2,3	5,239,088
HILTON HOTELS CORP	DEFINED	5	6,000
HILTON HOTELS CORP	DEFINED	1,2,3	610,000
HIMAX TECHNOLOGIES INC	DEFINED	5	1,305,180

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
HIMAX TECHNOLOGIES INC	SPONSORED ADR	43289P106	26,643	5,591,500	SH
HOLLY CORP	COM PAR \$0.01	435758305	1,539	29,950	SH
HOLOGIC INC	COM	436440101	10,799	228,600	SH
HOLOGIC INC	COM	436440101	38,938	824,250	SH
HOME DEPOT INC	COM	437076102	558	13,900	SH
HOME DEPOT INC	COM	437076102	10	250	SH
HOME DEPOT INC	COM	437076102	7,562	188,300	SH
HOME DIAGNOSTICS INC DEL	COM	437080104	1,132	106,800	SH
HOME DIAGNOSTICS INC DEL	COM	437080104	9,478	894,600	SH
HONEYWELL INTL INC	COM	438516106	5,651	124,910	SH
HOST HOTELS & RESORTS INC	COM	44107P104	1,548	63,068	SH
HOST HOTELS & RESORTS INC	COM	44107P104	6,146	250,351	SH
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	20	799	SH
HUNT J B TRANS SVCS INC	COM	445658107	42,059	2,024,482	SH
HYDRIL	COM	448774109	9,340	124,299	SH
HYDRIL	COM	448774109	21,452	285,500	SH
HYDROGENICS CORP	COM	448882100	19	14,900	SH
HYDROGENICS CORP	COM	448882100	383	300,300	SH
IPG PHOTONICS CORP	COM	44980X109	2,043	85,200	SH
IPG PHOTONICS CORP	COM	44980X109	16,550	690,300	SH
ISTAR FINL INC	COM	45031U101	5,738	120,000	SH
ITT EDUCATIONAL SERVICES INC	COM	45068B109	70,173	1,057,302	SH
ICICI BK LTD	ADR	45104G104	6,261	150,000	SH
IDEARC INC	COM	451663108	22	785	SH
IDEX CORP	COM	45167R104	2,727	57,525	SH
IDEX CORP	COM	45167R104	28,437	599,800	SH
ILLINOIS TOOL WKS INC	COM	452308109	1,736	37,580	SH
ILLINOIS TOOL WKS INC	COM	452308109	8,661	187,500	SH
INTEL CORP	COM	458140100	6	275	SH
INTERMEC INC	COM	458786100	17	683	SH
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	17,286	374,150	SH
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	158,450	3,429,661	SH
INTERLASE CORP	COM	461169104	16,042	717,600	SH
INTERLASE CORP	COM	461169104	60,975	2,727,600	SH
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	6,959	162,300	SH
IOWA TELECOMM SERVICES INC	COM	462594201	2,380	120,753	SH
IOWA TELECOMM SERVICES INC	COM	462594201	7,187	364,638	SH
ISHARES INC	MSCI TAIWAN	464286731	5,375	370,400	SH
ISHARES TR	RUSL 2000 GROW	464287648	20,874	265,400	SH
J P MORGAN CHASE & CO	COM	46625H100	27,844	576,483	SH
J P MORGAN CHASE & CO	COM	46625H100	10,524	217,880	SH
J P MORGAN CHASE & CO	COM	46625H100	264,537	5,476,954	SH

ITEM 1	ITEM 6	ITEM 7	ITEM 8
NAME OF ISSUE	INVESTMENT DISCRETION	MANAGERS SEE INSTR V	VOTING AUTHORITY (SHARES) (A) SOLE (B) SHARED (C) NONE
HIMAX TECHNOLOGIES INC	DEFINED	1, 2, 3	5,591,500
HOLLY CORP	DEFINED	1, 2, 3	29,950
HOLOGIC INC	DEFINED	5	228,600

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HOLOGIC INC	DEFINED	1,2,3	824,250
HOME DEPOT INC	DEFINED	5	13,900
HOME DEPOT INC	DEFINED	1,2,3,4	250
HOME DEPOT INC	DEFINED	1,2,3	188,300
HOME DIAGNOSTICS INC DEL	DEFINED	5	106,800
HOME DIAGNOSTICS INC DEL	DEFINED	1,2,3	894,600
HONEYWELL INTL INC	DEFINED	1,2,3,4	124,910
HOST HOTELS & RESORTS INC	DEFINED	5	63,068
HOST HOTELS & RESORTS INC	DEFINED	1,2,3	250,351
HUGOTON RTY TR TEX	DEFINED	1,2,3,4	799
HUNT J B TRANS SVCS INC	DEFINED	1,2,3	2,024,482
HYDRIL	DEFINED	5	124,299
HYDRIL	DEFINED	1,2,3	285,500
HYDROGENICS CORP	DEFINED	5	14,900
HYDROGENICS CORP	DEFINED	1,2,3	300,300
IPG PHOTONICS CORP	DEFINED	5	85,200
IPG PHOTONICS CORP	DEFINED	1,2,3	690,300
ISTAR FINL INC	DEFINED	1,2,3	120,000
ITT EDUCATIONAL SERVICES INC	DEFINED	1,2,3	1,057,302
ICICI BK LTD	DEFINED	5	150,000
IDEARC INC	DEFINED	1,2,3,4	785
IDEX CORP	DEFINED	5	57,525
IDEX CORP	DEFINED	1,2,3	599,800
ILLINOIS TOOL WKS INC	DEFINED	5	37,580
ILLINOIS TOOL WKS INC	DEFINED	1,2,3	187,500
INTEL CORP	DEFINED	1,2,3,4	275
INTERMEC INC	DEFINED	1,2,3,4	683
INTERNATIONAL GAME TECHNOLOGY	DEFINED	5	374,150
INTERNATIONAL GAME TECHNOLOGY	DEFINED	1,2,3	3,429,661
INTERLASE CORP	DEFINED	5	717,600
INTERLASE CORP	DEFINED	1,2,3	2,727,600
INVESTMENT TECHNOLOGY GRP NE	DEFINED	1,2,3	162,300
IOWA TELECOMM SERVICES INC	DEFINED	5	120,753
IOWA TELECOMM SERVICES INC	DEFINED	1,2,3	364,638
ISHARES INC	DEFINED	5	370,400
ISHARES TR	DEFINED	1,2,3	265,400
J P MORGAN CHASE & CO	DEFINED	5	576,483
J P MORGAN CHASE & CO	DEFINED	1,2,3,4	217,880
J P MORGAN CHASE & CO	DEFINED	1,2,3	5,476,954

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
JACOBS ENGR GROUP INC DEL	COM	469814107	17,901	219,539	SH
JACOBS ENGR GROUP INC DEL	COM	469814107	22,334	273,903	SH
JANUS CAP GROUP INC	COM	47102X105	6	275	SH
JOHNSON & JOHNSON	COM	478160104	37,703	571,087	SH
JOHNSON & JOHNSON	COM	478160104	15,030	227,652	SH
JOHNSON & JOHNSON	COM	478160104	371,516	5,627,324	SH

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JUNIPER NETWORKS INC	COM	48203R104	5	250	SH
JUNIPER NETWORKS INC	COM	48203R104	1,310	69,200	SH
KANSAS CITY SOUTHN INDS INC	COM NEW	485170302	10,288	355,000	SH
KANSAS CITY SOUTHN INDS INC	COM NEW	485170302	79,461	2,741,920	SH
KINDER MORGAN INC KANS	COM	49455P101	2,843	26,881	SH
KINDER MORGAN INC KANS	COM	49455P101	10,893	103,008	SH
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	1,370	30,000	SH
KIRBY CORP	COM	497266106	205	6,000	SH
KOHL'S CORP	COM	500255104	11,483	167,800	SH
KOHL'S CORP	COM	500255104	5	75	SH
KOHL'S CORP	COM	500255104	102,728	1,501,218	SH
KONGZHONG CORP	SPONSORED ADR	50047P104	1,947	200,000	SH
KYPHON INC	COM	501577100	9,370	232,000	SH
KYPHON INC	COM	501577100	48,220	1,193,850	SH
LKQ CORP	COM	501889208	10,458	455,600	SH
LKQ CORP	COM	501889208	65,664	2,860,552	SH
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	3,240	44,100	SH
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	33,609	457,450	SH
LAM RESEARCH CORP	COM	512807108	1,883	37,200	SH
LAM RESEARCH CORP	COM	512807108	19,597	387,100	SH
LAMAR ADVERTISING CO	CL A	512815101	3,043	46,550	SH
LAMAR ADVERTISING CO	CL A	512815101	31,676	484,600	SH
LAS VEGAS SANDS CORP	COM	517834107	34,536	385,965	SH
LAS VEGAS SANDS CORP	COM	517834107	6,886	76,960	SH
LAS VEGAS SANDS CORP	COM	517834107	180,659	2,018,991	SH
LAWSON SOFTWARE INC NEW	COM	52078P102	5,305	718,300	SH
LAWSON SOFTWARE INC NEW	COM	52078P102	43,517	5,892,600	SH
LEGG MASON INC	COM	524901105	304	3,200	SH
LEHMAN BROS HLDGS INC	COM	524908100	17	218	SH
LILLY ELI & CO	COM	532457108	6,751	129,580	SH
LINEAR TECHNOLOGY CORP	COM	535678106	1,063	35,050	SH
LINEAR TECHNOLOGY CORP	COM	535678106	11,087	365,500	SH
LIVE NATION INC	COM	538034109	4	187	SH
LOCKHEED MARTIN CORP	COM	539830109	10,505	114,100	SH
LOCKHEED MARTIN CORP	COM	539830109	129,393	1,405,379	SH
LOEWS CORP	CAROLINA GRP STK	540424207	6,483	100,168	SH

NAME OF ISSUE	ITEM 1	ITEM 6	ITEM 7	ITEM 8		
				MANAGERS	VOTING AUTHORITY	
		INVESTMENT	SEE	(A) SOLE	(B) SHARED	(C) NONE
		DISCRETION	INSTR V			
JACOBS ENGR GROUP INC DEL		DEFINED	5	219,539		
JACOBS ENGR GROUP INC DEL		DEFINED	1,2,3	273,903		
JANUS CAP GROUP INC		DEFINED	1,2,3,4	275		
JOHNSON & JOHNSON		DEFINED	5	571,087		
JOHNSON & JOHNSON		DEFINED	1,2,3,4	227,652		
JOHNSON & JOHNSON		DEFINED	1,2,3	5,627,324		
JUNIPER NETWORKS INC		DEFINED	1,2,3,4	250		
JUNIPER NETWORKS INC		DEFINED	1,2,3	69,200		
KANSAS CITY SOUTHN INDS INC		DEFINED	5	355,000		
KANSAS CITY SOUTHN INDS INC		DEFINED	1,2,3	2,741,920		
KINDER MORGAN INC KANS		DEFINED	5	26,881		
KINDER MORGAN INC KANS		DEFINED	1,2,3	103,008		
KINDER MORGAN MANAGEMENT LLC		DEFINED	1,2,3,4	30,000		
KIRBY CORP		DEFINED	1,2,3,4	6,000		
KOHL'S CORP		DEFINED	5	167,800		
KOHL'S CORP		DEFINED	1,2,3,4	75		
KOHL'S CORP		DEFINED	1,2,3	1,501,218		
KONGZHONG CORP		DEFINED	5	200,000		

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KYPHON INC	DEFINED	5	232,000
KYPHON INC	DEFINED	1,2,3	1,193,850
LKQ CORP	DEFINED	5	455,600
LKQ CORP	DEFINED	1,2,3	2,860,552
LABORATORY CORP AMER HLDGS	DEFINED	5	44,100
LABORATORY CORP AMER HLDGS	DEFINED	1,2,3	457,450
LAM RESEARCH CORP	DEFINED	5	37,200
LAM RESEARCH CORP	DEFINED	1,2,3	387,100
LAMAR ADVERTISING CO	DEFINED	5	46,550
LAMAR ADVERTISING CO	DEFINED	1,2,3	484,600
LAS VEGAS SANDS CORP	DEFINED	5	385,965
LAS VEGAS SANDS CORP	DEFINED	1,2,3,4	76,960
LAS VEGAS SANDS CORP	DEFINED	1,2,3	2,018,991
LAWSON SOFTWARE INC NEW	DEFINED	5	718,300
LAWSON SOFTWARE INC NEW	DEFINED	1,2,3	5,892,600
LEGG MASON INC	DEFINED	1,2,3	3,200
LEHMAN BROS HLDGS INC	DEFINED	1,2,3,4	218
LILLY ELI & CO	DEFINED	1,2,3,4	129,580
LINEAR TECHNOLOGY CORP	DEFINED	5	35,050
LINEAR TECHNOLOGY CORP	DEFINED	1,2,3	365,500
LIVE NATION INC	DEFINED	1,2,3,4	187
LOCKHEED MARTIN CORP	DEFINED	5	114,100
LOCKHEED MARTIN CORP	DEFINED	1,2,3	1,405,379
LOEWS CORP	DEFINED	5	100,168

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT PUT/ SH/PRN CALL
LOEWS CORP	CAROLINA GRP STK	540424207	27,708	428,114 SH
LONGS DRUG STORES CORP	COM	543162101	1,193	28,150 SH
LONGS DRUG STORES CORP	COM	543162101	12,441	293,550 SH
LOOPNET INC	COM	543524300	23,058	1,540,300 SH
LOWES COS INC	COM	548661107	1,972	63,300 SH
LOWES COS INC	COM	548661107	27,643	887,407 SH
MBIA INC	COM	55262C100	1,205	16,500 SH
MBIA INC	COM	55262C100	5,925	81,100 SH
MARATHON OIL CORP	COM	565849106	1,124	12,151 SH
MARATHON OIL CORP	COM	565849106	5,394	58,316 SH
MARTEK BIOSCIENCES CORP	COM	572901106	9,961	426,977 SH
MARTEK BIOSCIENCES CORP	COM	572901106	14,510	621,939 SH
MASCO CORP	COM	574599106	1,434	48,000 SH
MASCO CORP	COM	574599106	7,157	239,600 SH
MASSEY ENERGY CORP	COM	576206106	37	1,600 SH
MASSEY ENERGY CORP	COM	576206106	3	125 SH
MASSEY ENERGY CORP	COM	576206106	745	32,050 SH
MAXXAM INC	COM	577913106	29	1,000 SH
MCDONALDS CORP	COM	580135101	4,868	109,807 SH
MCDONALDS CORP	COM	580135101	33,353	752,372 SH
MCKESSON CORP	COM	58155Q103	2,870	56,600 SH

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MCKESSON CORP	COM	58155Q103	14,277	281,600	SH
MEDECISION INC	COM	58406P102	4,963	500,000	SH
MEDTRONIC INC	COM	585055106	19,110	357,135	SH
MEDTRONIC INC	COM	585055106	10,574	197,616	SH
MEDTRONIC INC	COM	585055106	193,761	3,621,019	SH
MELLON FINL CORP	COM	58551A108	1,019	24,166	SH
MELLON FINL CORP	COM	58551A108	10,657	252,830	SH
MELLON FINL CORP	COM	58551A108	3,071	72,856	SH
MERCK & CO INC	COM	589331107	480	11,000	SH
MERCK & CO INC	COM	589331107	15,260	350,000	SH
MEREDITH CORP	COM	589433101	3,959	70,250	SH
MEREDITH CORP	COM	589433101	41,614	738,500	SH
MERRILL LYNCH & CO INC	COM	590188108	5,735	61,600	SH
MERRILL LYNCH & CO INC	COM	590188108	11,394	122,385	SH
MERRILL LYNCH & CO INC	COM	590188108	84,673	909,488	SH
MICROS SYS INC	COM	594901100	10,802	205,000	SH
MICROS SYS INC	COM	594901100	25,320	480,500	SH
MICROSOFT CORP	COM	594918104	37,773	1,265,231	SH
MICROSOFT CORP	COM	594918104	5,931	198,665	SH
MICROSOFT CORP	COM	594918104	395,291	13,240,365	SH
MICROSTRATEGY INC	CL A NEW	594972408	21,885	191,836	SH

ITEM 1 NAME OF ISSUE	ITEM 6 INVESTMENT DISCRETION	ITEM 7 MANAGERS SEE INSTR V	ITEM 8 VOTING AUTHORITY (SHARES)		
			(A) SOLE	(B) SHARED	(C) NONE
LOEWS CORP	DEFINED	1,2,3	428,114		
LONGS DRUG STORES CORP	DEFINED	5	28,150		
LONGS DRUG STORES CORP	DEFINED	1,2,3	293,550		
LOOPNET INC	DEFINED	1,2,3	1,540,300		
LOWES COS INC	DEFINED	5	63,300		
LOWES COS INC	DEFINED	1,2,3	887,407		
MBIA INC	DEFINED	5	16,500		
MBIA INC	DEFINED	1,2,3	81,100		
MARATHON OIL CORP	DEFINED	5	12,151		
MARATHON OIL CORP	DEFINED	1,2,3	58,316		
MARTEK BIOSCIENCES CORP	DEFINED	5	426,977		
MARTEK BIOSCIENCES CORP	DEFINED	1,2,3	621,939		
MASCO CORP	DEFINED	5	48,000		
MASCO CORP	DEFINED	1,2,3	239,600		
MASSEY ENERGY CORP	DEFINED	5	1,600		
MASSEY ENERGY CORP	DEFINED	1,2,3,4	125		
MASSEY ENERGY CORP	DEFINED	1,2,3	32,050		
MAXXAM INC	DEFINED	1,2,3,4	1,000		
MCDONALDS CORP	DEFINED	5	109,807		
MCDONALDS CORP	DEFINED	1,2,3	752,372		
MCKESSON CORP	DEFINED	5	56,600		
MCKESSON CORP	DEFINED	1,2,3	281,600		
MEDECISION INC	DEFINED	1,2,3	500,000		
MEDTRONIC INC	DEFINED	5	357,135		
MEDTRONIC INC	DEFINED	1,2,3,4	197,616		
MEDTRONIC INC	DEFINED	1,2,3	3,621,019		
MELLON FINL CORP	DEFINED	5	24,166		
MELLON FINL CORP	DEFINED	1,2,3,4	252,830		
MELLON FINL CORP	DEFINED	1,2,3	72,856		
MERCK & CO INC	DEFINED	5	11,000		
MERCK & CO INC	DEFINED	1,2,3	350,000		
MEREDITH CORP	DEFINED	5	70,250		
MEREDITH CORP	DEFINED	1,2,3	738,500		

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MERRILL LYNCH & CO INC	DEFINED	5	61,600
MERRILL LYNCH & CO INC	DEFINED	1,2,3,4	122,385
MERRILL LYNCH & CO INC	DEFINED	1,2,3	909,488
MICROS SYS INC	DEFINED	5	205,000
MICROS SYS INC	DEFINED	1,2,3	480,500
MICROSOFT CORP	DEFINED	5	1,265,231
MICROSOFT CORP	DEFINED	1,2,3,4	198,665
MICROSOFT CORP	DEFINED	1,2,3	13,240,365
MICROSTRATEGY INC	DEFINED	1,2,3	191,836

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
MICROCHIP TECHNOLOGY INC	COM	595017104	21,750	665,438	SH
MICROCHIP TECHNOLOGY INC	COM	595017104	8,050	246,295	SH
MICROCHIP TECHNOLOGY INC	COM	595017104	182,683	5,589,208	SH
MICRON TECHNOLOGY INC	COM	595112103	3,429	245,600	SH
MICRON TECHNOLOGY INC	COM	595112103	27,884	1,997,400	SH
MICROSEMI CORP	COM	595137100	8,318	423,950	SH
MICROSEMI CORP	COM	595137100	12,478	636,000	SH
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	1,196	50,000	SH
MIRANT CORP NEW	COM	60467R100	1,850	58,600	SH
MIRANT CORP NEW	COM	60467R100	16,817	532,700	SH
MOBILE MINI INC	COM	60740F105	5,055	187,900	SH
MOBILE MINI INC	COM	60740F105	23,616	877,900	SH
MOLEX INC	COM	608554101	351	11,100	SH
MOLEX INC	COM	608554101	8,918	282,000	SH
MOLEX INC	CL A	608554200	1,736	62,650	SH
MOLEX INC	CL A	608554200	17,737	640,200	SH
MONSANTO CO NEW	COM	61166W101	69,281	1,318,882	SH
MONSANTO CO NEW	COM	61166W101	377,755	7,191,229	SH
MORGAN STANLEY DEAN WITTER&CO	COM NEW	617446448	4,186	51,400	SH
MORGAN STANLEY DEAN WITTER&CO	COM NEW	617446448	18	225	SH
MORGAN STANLEY DEAN WITTER&CO	COM NEW	617446448	20,928	257,000	SH
MOSAIC CO	COM	61945A107	6,472	303,000	SH
MOSAIC CO	COM	61945A107	21,898	1,025,194	SH
MOTOROLA INC	COM	620076109	1,088	52,900	SH
MOTOROLA INC	COM	620076109	6,394	311,000	SH
MURPHY OIL CORP	COM	626717102	3,112	61,200	SH
MYLAN LABS INC	COM	628530107	4	200	SH
NRG ENERGY INC	COM NEW	629377508	4,012	71,624	SH
NRG ENERGY INC	COM NEW	629377508	38,799	692,721	SH
NYMEX HOLDINGS INC	COM	62948N104	2,375	19,150	SH
NYMEX HOLDINGS INC	COM	62948N104	16,679	134,500	SH
NACCO INDS INC	CL A	629579103	41	300	SH
NATIONAL CITY CORP	COM	635405103	1,089	29,800	SH
NATIONAL CITY CORP	COM	635405103	5,433	148,600	SH
NATIONAL OILWELL VARCO INC	COM	637071101	2,166	35,397	SH
NATIONAL OILWELL VARCO INC	COM	637071101	9,602	156,949	SH

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NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	3,767	65,000	SH
NAVTEQ CORP	COM	63936L100	3,661	104,700	SH
NAVTEQ CORP	COM	63936L100	29,733	850,250	SH
NETWORK APPLIANCE INC	COM	64120L104	3,345	85,150	SH
NETWORK APPLIANCE INC	COM	64120L104	34,500	878,300	SH
NEW ORIENTAL ED & TECH GRP I	SPON ADR	647581107	2,214	66,000	SH

ITEM 1 NAME OF ISSUE	ITEM 6 INVESTMENT DISCRETION	ITEM 7 MANAGERS SEE INSTR V	ITEM 8 VOTING AUTHORITY (SHARES)		
			(A) SOLE	(B) SHARED	(C) NONE
MICROCHIP TECHNOLOGY INC	DEFINED	5	665,438		
MICROCHIP TECHNOLOGY INC	DEFINED	1,2,3,4	246,295		
MICROCHIP TECHNOLOGY INC	DEFINED	1,2,3	5,589,208		
MICRON TECHNOLOGY INC	DEFINED	5	245,600		
MICRON TECHNOLOGY INC	DEFINED	1,2,3	1,997,400		
MICROSEMI CORP	DEFINED	5	423,950		
MICROSEMI CORP	DEFINED	1,2,3	636,000		
MINDRAY MEDICAL INTL LTD	DEFINED	5	50,000		
MIRANT CORP NEW	DEFINED	5	58,600		
MIRANT CORP NEW	DEFINED	1,2,3	532,700		
MOBILE MINI INC	DEFINED	5	187,900		
MOBILE MINI INC	DEFINED	1,2,3	877,900		
MOLEX INC	DEFINED	5	11,100		
MOLEX INC	DEFINED	1,2,3	282,000		
MOLEX INC	DEFINED	5	62,650		
MOLEX INC	DEFINED	1,2,3	640,200		
MONSANTO CO NEW	DEFINED	5	1,318,882		
MONSANTO CO NEW	DEFINED	1,2,3	7,191,229		
MORGAN STANLEY DEAN WITTER&CO	DEFINED	5	51,400		
MORGAN STANLEY DEAN WITTER&CO	DEFINED	1,2,3,4	225		
MORGAN STANLEY DEAN WITTER&CO	DEFINED	1,2,3	257,000		
MOSAIC CO	DEFINED	5	303,000		
MOSAIC CO	DEFINED	1,2,3	1,025,194		
MOTOROLA INC	DEFINED	5	52,900		
MOTOROLA INC	DEFINED	1,2,3	311,000		
MURPHY OIL CORP	DEFINED	1,2,3,4	61,200		
MYLAN LABS INC	DEFINED	1,2,3,4	200		
NRG ENERGY INC	DEFINED	5	71,624		
NRG ENERGY INC	DEFINED	1,2,3	692,721		
NYMEX HOLDINGS INC	DEFINED	5	19,150		
NYMEX HOLDINGS INC	DEFINED	1,2,3	134,500		
NACCO INDS INC	DEFINED	1,2,3,4	300		
NATIONAL CITY CORP	DEFINED	5	29,800		
NATIONAL CITY CORP	DEFINED	1,2,3	148,600		
NATIONAL OILWELL VARCO INC	DEFINED	5	35,397		
NATIONAL OILWELL VARCO INC	DEFINED	1,2,3	156,949		
NATURAL RESOURCE PARTNERS L	DEFINED	1,2,3,4	65,000		
NAVTEQ CORP	DEFINED	5	104,700		
NAVTEQ CORP	DEFINED	1,2,3	850,250		
NETWORK APPLIANCE INC	DEFINED	5	85,150		
NETWORK APPLIANCE INC	DEFINED	1,2,3	878,300		
NEW ORIENTAL ED & TECH GRP I	DEFINED	5	66,000		

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
NEWFIELD EXPL CO	COM	651290108	18,617	405,150	SH
NEWFIELD EXPL CO	COM	651290108	2,965	64,520	SH
NEWFIELD EXPL CO	COM	651290108	72,152	1,570,234	SH
NEWMONT MINING CORP	COM	651639106	1,212	26,850	SH
NEWS CORP	CL A	65248E104	1,989	92,600	SH
NEWS CORP	CL A	65248E104	20,316	945,800	SH
NEWS CORP	CL B	65248E203	3,924	176,300	SH
NEWS CORP	CL B	65248E203	55,026	2,471,967	SH
NIKE INC	CL B	654106103	228	2,300	SH
NIGHTHAWK RADIOLOGY HLDGS IN	COM	65411N105	4,544	178,400	SH
NIGHTHAWK RADIOLOGY HLDGS IN	COM	65411N105	37,283	1,463,800	SH
NISOURCE INC	COM	65473P105	12	500	SH
NOKIA CORP	SPONSORED ADR	654902204	3,693	181,760	SH
NOKIA CORP	SPONSORED ADR	654902204	6,541	321,875	SH
NOKIA CORP	SPONSORED ADR	654902204	23,533	1,158,100	SH
NOBLE ENERGY INC	COM	655044105	16,251	331,175	SH
NOBLE ENERGY INC	COM	655044105	138,917	2,831,000	SH
NORDSTROM INC	COM	655664100	1,493	30,250	SH
NORDSTROM INC	COM	655664100	15,505	314,250	SH
NORFOLK SOUTHERN CORP	COM	655844108	15,087	300,000	SH
NORTEL NETWORKS CORP NEW	COM NEW	656568508	1,979	74,020	SH
NORTHERN TR CORP	COM	665859104	5,026	82,850	SH
NORTHERN TR CORP	COM	665859104	4,395	72,445	SH
NORTHERN TR CORP	COM	665859104	54,424	897,200	SH
NOVARTIS A G	SPONSORED ADR	66987V109	5,538	96,410	SH
NOVARTIS A G	SPONSORED ADR	66987V109	35,238	613,474	SH
NOVELLUS SYS INC	COM	670008101	9	275	SH
NSTAR	COM	67019E107	137	4,000	SH
NUVASIVE INC	COM	670704105	6,388	276,700	SH
OGE ENERGIE CORP	COM	670837103	200	5,000	SH
OCCIDENTAL PETE CORP DEL	COM	674599105	126	2,575	SH
OCCIDENTAL PETE CORP DEL	COM	674599105	2,542	52,050	SH
OCEANEERING INTL INC	COM	675232102	5,832	146,900	SH
OCEANEERING INTL INC	COM	675232102	16,079	405,000	SH
OMNICOM GROUP INC	COM	681919106	5	50	SH
ONEOK INC NEW	COM	682680103	65	1,500	SH
O REILLY AUTOMOTIVE INC	COM	686091109	54,107	1,688,192	SH
P F CHANGS CHINA BISTRO INC	COM	69333Y108	6,219	162,100	SH
P F CHANGS CHINA BISTRO INC	COM	69333Y108	28,440	741,300	SH
PNC FINL SVCS GROUP INC	COM	693475105	5,710	77,115	SH
PPL CORP	COM	69351T106	430	12,000	SH
PSS WORLD MED INC	COM	69366A100	11,587	592,700	SH

ITEM 1	ITEM 6	ITEM 7	ITEM 8
NAME OF ISSUE	INVESTMENT DISCRETION	MANAGERS SEE INSTR V	VOTING AUTHORITY (SHARES) (A) SOLE (B) SHARED (C) NONE
NEWFIELD EXPL CO	DEFINED	5	405,150

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NEWFIELD EXPL CO	DEFINED	1,2,3,4	64,520
NEWFIELD EXPL CO	DEFINED	1,2,3	1,570,234
NEWMONT MINING CORP	DEFINED	1,2,3	26,850
NEWS CORP	DEFINED	5	92,600
NEWS CORP	DEFINED	1,2,3	945,800
NEWS CORP	DEFINED	5	176,300
NEWS CORP	DEFINED	1,2,3	2,471,967
NIKE INC	DEFINED	1,2,3,4	2,300
NIGHTHAWK RADIOLOGY HLDGS IN	DEFINED	5	178,400
NIGHTHAWK RADIOLOGY HLDGS IN	DEFINED	1,2,3	1,463,800
NISOURCE INC	DEFINED	1,2,3,4	500
NOKIA CORP	DEFINED	5	181,760
NOKIA CORP	DEFINED	1,2,3,4	321,875
NOKIA CORP	DEFINED	1,2,3	1,158,100
NOBLE ENERGY INC	DEFINED	5	331,175
NOBLE ENERGY INC	DEFINED	1,2,3	2,831,000
NORDSTROM INC	DEFINED	5	30,250
NORDSTROM INC	DEFINED	1,2,3	314,250
NORFOLK SOUTHERN CORP	DEFINED	1,2,3	300,000
NORTEL NETWORKS CORP NEW	DEFINED	5	74,020
NORTHERN TR CORP	DEFINED	5	82,850
NORTHERN TR CORP	DEFINED	1,2,3,4	72,445
NORTHERN TR CORP	DEFINED	1,2,3	897,200
NOVARTIS A G	DEFINED	5	96,410
NOVARTIS A G	DEFINED	1,2,3	613,474
NOVELLUS SYS INC	DEFINED	1,2,3,4	275
NSTAR	DEFINED	1,2,3,4	4,000
NUVASIVE INC	DEFINED	1,2,3	276,700
OGE ENERGIE CORP	DEFINED	1,2,3,4	5,000
OCCIDENTAL PETE CORP DEL	DEFINED	5	2,575
OCCIDENTAL PETE CORP DEL	DEFINED	1,2,3	52,050
OCEANEERING INTL INC	DEFINED	5	146,900
OCEANEERING INTL INC	DEFINED	1,2,3	405,000
OMNICOM GROUP INC	DEFINED	1,2,3,4	50
ONEOK INC NEW	DEFINED	1,2,3,4	1,500
O REILLY AUTOMOTIVE INC	DEFINED	1,2,3	1,688,192
P F CHANGS CHINA BISTRO INC	DEFINED	5	162,100
P F CHANGS CHINA BISTRO INC	DEFINED	1,2,3	741,300
PNC FINL SVCS GROUP INC	DEFINED	1,2,3,4	77,115
PPL CORP	DEFINED	1,2,3,4	12,000
PSS WORLD MED INC	DEFINED	5	592,700

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
PSS WORLD MED INC	COM	69366A100	40,138	2,053,100	SH
PANERA BREAD CO	CL A	69840W108	4,446	79,484	SH
PANERA BREAD CO	CL A	69840W108	57,171	1,022,100	SH
PATTERSON UTI ENERGY INC	COM	703481101	232	10,000	SH

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PATTERSON UTI ENERGY INC	COM	703481101	27,882	1,200,000	SH
PAYCHEX INC	COM	704326107	20,445	517,400	SH
PAYCHEX INC	COM	704326107	175,439	4,439,797	SH
PEABODY ENERGY CORP	COM	704549104	19,544	483,650	SH
PEABODY ENERGY CORP	COM	704549104	24,932	616,988	SH
PENTAIR INC	COM	709631105	6,283	200,100	SH
PENTAIR INC	COM	709631105	8,402	267,566	SH
PEPSICO INC	COM	713448108	33,700	538,766	SH
PEPSICO INC	COM	713448108	16,940	270,816	SH
PEPSICO INC	COM	713448108	324,547	5,188,598	SH
PER-SE TECHNOLOGIES INC	COM NEW	713569309	12,393	446,200	SH
PER-SE TECHNOLOGIES INC	COM NEW	713569309	18,595	669,500	SH
PETROCHINA CO LTD	SPONSORED ADR	71646E100	42	300	SH
PETROCHINA CO LTD	SPONSORED ADR	71646E100	852	6,050	SH
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	2,876	27,925	SH
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	695	6,750	SH
PFIZER INC	COM	717081103	15,298	590,659	SH
PFIZER INC	COM	717081103	12,263	473,491	SH
PFIZER INC	COM	717081103	158,645	6,125,284	SH
PHELPS DODGE CORP	COM	717265102	1,640	13,700	SH
PHELPS DODGE CORP	COM	717265102	18,047	150,740	SH
PIEDMONT NAT GAS INC	COM	720186105	32	1,200	SH
PINNACLE ENTMT INC	COM	723456109	232	7,000	SH
PINNACLE ENTMT INC	COM	723456109	3,828	115,500	SH
PITNEY BOWES INC	COM	724479100	1,007	21,800	SH
PITNEY BOWES INC	COM	724479100	12,143	262,900	SH
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	10,944	234,500	SH
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	16,498	353,500	SH
POWER-ONE INC	COM	739308104	3,777	519,600	SH
POWER-ONE INC	COM	739308104	30,979	4,261,200	SH
PRECISION CASTPARTS CORP	COM	740189105	705	9,000	SH
PRECISION CASTPARTS CORP	COM	740189105	28,964	370,000	SH
PROCTER & GAMBLE CO	COM	742718109	37,446	582,634	SH
PROCTER & GAMBLE CO	COM	742718109	11,799	183,578	SH
PROCTER & GAMBLE CO	COM	742718109	369,230	5,744,980	SH
PROGRESS ENERGY INC	COM	743263105	241	4,918	SH
PROLOGIS TR	SH BEN INT	743410102	1,978	32,548	SH
PROLOGIS TR	SH BEN INT	743410102	3,269	53,788	SH

ITEM 1	ITEM 6	ITEM 7	ITEM 8
NAME OF ISSUE	INVESTMENT DISCRETION	MANAGERS SEE INSTR V	VOTING AUTHORITY (SHARES) (A) SOLE (B) SHARED (C) NONE
PSS WORLD MED INC	DEFINED	1,2,3	2,053,100
PANERA BREAD CO	DEFINED	5	79,484
PANERA BREAD CO	DEFINED	1,2,3	1,022,100
PATTERSON UTI ENERGY INC	DEFINED	5	10,000
PATTERSON UTI ENERGY INC	DEFINED	1,2,3	1,200,000
PAYCHEX INC	DEFINED	5	517,400
PAYCHEX INC	DEFINED	1,2,3	4,439,797
PEABODY ENERGY CORP	DEFINED	5	483,650
PEABODY ENERGY CORP	DEFINED	1,2,3	616,988
PENTAIR INC	DEFINED	5	200,100
PENTAIR INC	DEFINED	1,2,3	267,566
PEPSICO INC	DEFINED	5	538,766
PEPSICO INC	DEFINED	1,2,3,4	270,816
PEPSICO INC	DEFINED	1,2,3	5,188,598
PER-SE TECHNOLOGIES INC	DEFINED	5	446,200
PER-SE TECHNOLOGIES INC	DEFINED	1,2,3	669,500

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PETROCHINA CO LTD	DEFINED	5	300
PETROCHINA CO LTD	DEFINED	1,2,3	6,050
PETROLEO BRASILEIRO SA PETRO	DEFINED	5	27,925
PETROLEO BRASILEIRO SA PETRO	DEFINED	1,2,3	6,750
PFIZER INC	DEFINED	5	590,659
PFIZER INC	DEFINED	1,2,3,4	473,491
PFIZER INC	DEFINED	1,2,3	6,125,284
PHELPS DODGE CORP	DEFINED	5	13,700
PHELPS DODGE CORP	DEFINED	1,2,3	150,740
PIEDMONT NAT GAS INC	DEFINED	1,2,3,4	1,200
PINNACLE ENTMT INC	DEFINED	5	7,000
PINNACLE ENTMT INC	DEFINED	1,2,3	115,500
PITNEY BOWES INC	DEFINED	5	21,800
PITNEY BOWES INC	DEFINED	1,2,3	262,900
PORTFOLIO RECOVERY ASSOCS IN	DEFINED	5	234,500
PORTFOLIO RECOVERY ASSOCS IN	DEFINED	1,2,3	353,500
POWER-ONE INC	DEFINED	5	519,600
POWER-ONE INC	DEFINED	1,2,3	4,261,200
PRECISION CASTPARTS CORP	DEFINED	5	9,000
PRECISION CASTPARTS CORP	DEFINED	1,2,3	370,000
PROCTER & GAMBLE CO	DEFINED	5	582,634
PROCTER & GAMBLE CO	DEFINED	1,2,3,4	183,578
PROCTER & GAMBLE CO	DEFINED	1,2,3	5,744,980
PROGRESS ENERGY INC	DEFINED	1,2,3,4	4,918
PROLOGIS TR	DEFINED	5	32,548
PROLOGIS TR	DEFINED	1,2,3,4	53,788

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
PROLOGIS TR	SH BEN INT	743410102	5,969	98,229	SH
PRUDENTIAL FINL INC	COM	744320102	10,398	121,100	SH
PRUDENTIAL FINL INC	COM	744320102	151,412	1,763,475	SH
QUALCOMM INC	COM	747525103	8,264	218,775	SH
QUALCOMM INC	COM	747525103	10,329	273,435	SH
QUALCOMM INC	COM	747525103	80,955	2,143,076	SH
QUEST DIAGNOSTICS INC	COM	74834L100	345	6,500	SH
QUEST DIAGNOSTICS INC	COM	74834L100	11,925	225,000	SH
RACKABLE SYS INC	COM	750077109	7,753	250,500	SH
RACKABLE SYS INC	COM	750077109	56,329	1,820,000	SH
RADIAN GROUP INC	COM	750236101	5	100	SH
RAYTHEON CO	*W EXP 06/16/201	755111119	19	1,056	SH
RAYTHEON CO	*W EXP 06/16/201	755111119	159	8,874	SH
RAYTHEON CO	COM NEW	755111507	5,185	98,200	SH
RAYTHEON CO	COM NEW	755111507	22,828	432,355	SH
REALOGY CORP	COM	75605E100	0	0	SH
RED HAT INC	COM	756577102	11,765	511,500	SH
RED HAT INC	COM	756577102	39,806	1,730,700	SH
REDDY ICE HLDGS INC	COM	75734R105	682	26,400	SH

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RELIANT ENERGY INC	COM	75952B105	2,211	155,577	SH
REPUBLIC SVCS INC	COM	760759100	1,344	33,050	SH
REPUBLIC SVCS INC	COM	760759100	13,807	339,500	SH
RESEARCH IN MOTION LTD	COM	760975102	67,611	528,809	SH
RESEARCH IN MOTION LTD	COM	760975102	401,845	3,142,971	SH
RESOURCES CONNECTION INC	COM	76122Q105	13,567	425,980	SH
RESOURCES CONNECTION INC	COM	76122Q105	20,534	644,718	SH
REYNOLDS AMERICAN INC	COM	761713106	2,538	38,770	SH
REYNOLDS AMERICAN INC	COM	761713106	7,668	117,122	SH
RIO TINTO PLC	SPONSORED ADR	767204100	977	4,600	SH
RIO TINTO PLC	SPONSORED ADR	767204100	9,323	43,874	SH
ROBERT HALF INTL INC	COM	770323103	0	10	SH
ROBERT HALF INTL INC	COM	770323103	1	15	SH
ROCKWELL AUTOMATION INC	COM	773903109	16,263	266,250	SH
ROCKWELL COLLINS INC	COM	774341101	22,152	350,000	SH
ROWAN COS INC	COM	779382100	33	1,000	SH
ROWAN COS INC	COM	779382100	6,222	187,400	SH
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	28	400	SH
SAIC INC	COM	78390X101	356	20,000	SH
SAIC INC	COM	78390X101	12,008	675,000	SH
SLM CORP	COM	78442P106	22,474	460,811	SH
SLM CORP	COM	78442P106	12,866	263,800	SH
SLM CORP	COM	78442P106	234,266	4,803,480	SH

NAME OF ISSUE	ITEM 1 INVESTMENT DISCRETION	ITEM 6 MANAGERS SEE INSTR V	ITEM 7 VOTING AUTHORITY (SHARES)		
			(A) SOLE	(B) SHARED	(C) NONE
PROLOGIS TR	DEFINED	1,2,3	98,229		
PRUDENTIAL FINL INC	DEFINED	5	121,100		
PRUDENTIAL FINL INC	DEFINED	1,2,3	1,763,475		
QUALCOMM INC	DEFINED	5	218,775		
QUALCOMM INC	DEFINED	1,2,3,4	273,435		
QUALCOMM INC	DEFINED	1,2,3	2,143,076		
QUEST DIAGNOSTICS INC	DEFINED	5	6,500		
QUEST DIAGNOSTICS INC	DEFINED	1,2,3	225,000		
RACKABLE SYS INC	DEFINED	5	250,500		
RACKABLE SYS INC	DEFINED	1,2,3	1,820,000		
RADIAN GROUP INC	DEFINED	1,2,3,4	100		
RAYTHEON CO	DEFINED	1,2,3,4	1,056		
RAYTHEON CO	DEFINED	1,2,3	8,874		
RAYTHEON CO	DEFINED	5	98,200		
RAYTHEON CO	DEFINED	1,2,3	432,355		
REALOGY CORP	DEFINED	5	0		
RED HAT INC	DEFINED	5	511,500		
RED HAT INC	DEFINED	1,2,3	1,730,700		
REDDY ICE HLDGS INC	DEFINED	1,2,3	26,400		
RELIANT ENERGY INC	DEFINED	1,2,3,4	155,577		
REPUBLIC SVCS INC	DEFINED	5	33,050		
REPUBLIC SVCS INC	DEFINED	1,2,3	339,500		
RESEARCH IN MOTION LTD	DEFINED	5	528,809		
RESEARCH IN MOTION LTD	DEFINED	1,2,3	3,142,971		
RESOURCES CONNECTION INC	DEFINED	5	425,980		
RESOURCES CONNECTION INC	DEFINED	1,2,3	644,718		
REYNOLDS AMERICAN INC	DEFINED	5	38,770		
REYNOLDS AMERICAN INC	DEFINED	1,2,3	117,122		
RIO TINTO PLC	DEFINED	5	4,600		
RIO TINTO PLC	DEFINED	1,2,3	43,874		
ROBERT HALF INTL INC	DEFINED	5	10		

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ROBERT HALF INTL INC	DEFINED	1, 2, 3	15
ROCKWELL AUTOMATION INC	DEFINED	1, 2, 3	266,250
ROCKWELL COLLINS INC	DEFINED	1, 2, 3	350,000
ROWAN COS INC	DEFINED	1, 2, 3, 4	1,000
ROWAN COS INC	DEFINED	1, 2, 3	187,400
ROYAL DUTCH SHELL PLC	DEFINED	1, 2, 3, 4	400
SAIC INC	DEFINED	5	20,000
SAIC INC	DEFINED	1, 2, 3	675,000
SLM CORP	DEFINED	5	460,811
SLM CORP	DEFINED	1, 2, 3, 4	263,800
SLM CORP	DEFINED	1, 2, 3	4,803,480

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
ST JUDE MED INC	COM	790849103	512	14,000	SH
ST JUDE MED INC	COM	790849103	20,108	550,000	SH
ST PAUL TRAVELERS INC	COM	792860108	7,502	139,731	SH
ST PAUL TRAVELERS INC	COM	792860108	1	16	SH
ST PAUL TRAVELERS INC	COM	792860108	54,400	1,013,227	SH
SANDISK CORP	COM	80004C101	2,830	65,800	SH
SANDISK CORP	COM	80004C101	27,249	633,550	SH
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	14,998	282,446	SH
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	121,135	2,281,264	SH
SARA LEE CORP	COM	803111103	9	500	SH
SCHEIN HENRY INC	COM	806407102	4,276	87,350	SH
SCHEIN HENRY INC	COM	806407102	60,874	1,243,600	SH
SCHERING PLOUGH CORP	COM	806605101	8,809	372,650	SH
SCHERING PLOUGH CORP	COM	806605101	105,763	4,473,916	SH
SCHLUMBERGER LTD	COM	806857108	63,485	1,005,144	SH
SCHLUMBERGER LTD	COM	806857108	5,223	82,690	SH
SCHLUMBERGER LTD	COM	806857108	346,886	5,492,177	SH
SCHWAB CHARLES CORP NEW	COM	808513105	6,401	331,300	SH
SCHWAB CHARLES CORP NEW	COM	808513105	89,779	4,646,936	SH
SCIENTIFIC GAMES CORP	CL A	80874P109	23,933	792,100	SH
SCIENTIFIC GAMES CORP	CL A	80874P109	85,099	2,816,450	SH
SCOTTISH PWR PLC	SP ADR FNL NEW	81013T804	175	2,989	SH
SCOTTS MIRACLE GRO CO	CL A	810186106	10,847	210,000	SH
SEPRACOR INC	COM	817315104	492	8,000	SH
SEPRACOR INC	COM	817315104	1,428	23,200	SH
SHANDA INTERACTIVE ENTMT LTD	SPONSORED ADR	81941Q203	2,165	100,000	SH
SHAW GROUP INC	COM	820280105	59	1,775	SH
SHAW GROUP INC	COM	820280105	1,198	35,750	SH
SHIRE PLC	SPONSORED ADR	82481R106	587	9,500	SH
SHIRE PLC	SPONSORED ADR	82481R106	6,025	97,500	SH
SHUFFLE MASTER INC	COM	825549108	17,086	652,500	SH
SHUFFLE MASTER INC	COM	825549108	64,439	2,460,900	SH
SIMON PPTY GROUP INC NEW	COM	828806109	3,187	31,465	SH
SIMON PPTY GROUP INC NEW	COM	828806109	9,616	94,936	SH

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SIRF TECHNOLOGY HLDGS INC	COM	82967H101	2,142	84,000	SH
SIRF TECHNOLOGY HLDGS INC	COM	82967H101	17,613	690,700	SH
SMITH INTL INC	COM	832110100	41,823	1,018,344	SH
SMITH INTL INC	COM	832110100	41	1,000	SH
SMITH INTL INC	COM	832110100	322,039	7,841,215	SH
SONIC SOLUTIONS	COM	835460106	6,696	411,200	SH
SONIC SOLUTIONS	COM	835460106	10,064	618,000	SH
SOTHEBYS HLDGS INC	CL A	835898107	1,380	44,500	SH

ITEM 1	ITEM 6	ITEM 7	ITEM 8		
NAME OF ISSUE	INVESTMENT DISCRETION	MANAGERS	VOTING AUTHORITY (SHARES)		
		SEE INSTR V	(A) SOLE	(B) SHARED	(C) NONE
ST JUDE MED INC	DEFINED	5	14,000		
ST JUDE MED INC	DEFINED	1,2,3	550,000		
ST PAUL TRAVELERS INC	DEFINED	5	139,731		
ST PAUL TRAVELERS INC	DEFINED	1,2,3,4	16		
ST PAUL TRAVELERS INC	DEFINED	1,2,3	1,013,227		
SANDISK CORP	DEFINED	5	65,800		
SANDISK CORP	DEFINED	1,2,3	633,550		
SAP AKTIENGESELLSCHAFT	DEFINED	5	282,446		
SAP AKTIENGESELLSCHAFT	DEFINED	1,2,3	2,281,264		
SARA LEE CORP	DEFINED	1,2,3,4	500		
SCHEIN HENRY INC	DEFINED	5	87,350		
SCHEIN HENRY INC	DEFINED	1,2,3	1,243,600		
SCHERING PLOUGH CORP	DEFINED	5	372,650		
SCHERING PLOUGH CORP	DEFINED	1,2,3	4,473,916		
SCHLUMBERGER LTD	DEFINED	5	1,005,144		
SCHLUMBERGER LTD	DEFINED	1,2,3,4	82,690		
SCHLUMBERGER LTD	DEFINED	1,2,3	5,492,177		
SCHWAB CHARLES CORP NEW	DEFINED	5	331,300		
SCHWAB CHARLES CORP NEW	DEFINED	1,2,3	4,646,936		
SCIENTIFIC GAMES CORP	DEFINED	5	792,100		
SCIENTIFIC GAMES CORP	DEFINED	1,2,3	2,816,450		
SCOTTISH PWR PLC	DEFINED	1,2,3,4	2,989		
SCOTTS MIRACLE GRO CO	DEFINED	1,2,3	210,000		
SEPRACOR INC	DEFINED	5	8,000		
SEPRACOR INC	DEFINED	1,2,3	23,200		
SHANDA INTERACTIVE ENTMT LTD	DEFINED	5	100,000		
SHAW GROUP INC	DEFINED	5	1,775		
SHAW GROUP INC	DEFINED	1,2,3	35,750		
SHIRE PLC	DEFINED	5	9,500		
SHIRE PLC	DEFINED	1,2,3	97,500		
SHUFFLE MASTER INC	DEFINED	5	652,500		
SHUFFLE MASTER INC	DEFINED	1,2,3	2,460,900		
SIMON PPTY GROUP INC NEW	DEFINED	5	31,465		
SIMON PPTY GROUP INC NEW	DEFINED	1,2,3	94,936		
SIRF TECHNOLOGY HLDGS INC	DEFINED	5	84,000		
SIRF TECHNOLOGY HLDGS INC	DEFINED	1,2,3	690,700		
SMITH INTL INC	DEFINED	5	1,018,344		
SMITH INTL INC	DEFINED	1,2,3,4	1,000		
SMITH INTL INC	DEFINED	1,2,3	7,841,215		
SONIC SOLUTIONS	DEFINED	5	411,200		
SONIC SOLUTIONS	DEFINED	1,2,3	618,000		
SOTHEBYS HLDGS INC	DEFINED	1,2,3	44,500		

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
SOUTHERN CO	COM	842587107	766	20,785	SH
SOUTHERN COPPER CORP	COM	84265V105	5,486	101,800	SH
SOUTHERN COPPER CORP	COM	84265V105	7,447	138,194	SH
SOUTHWEST AIRLS CO	COM	844741108	1,659	108,300	SH
SOUTHWEST AIRLS CO	COM	844741108	220	14,392	SH
SOUTHWEST AIRLS CO	COM	844741108	37,402	2,441,400	SH
SOUTHWESTERN ENERGY CO	COM	845467109	58	1,650	SH
SOUTHWESTERN ENERGY CO	COM	845467109	9,560	272,750	SH
SPIRIT AEROSYSTEMS HLDGS INC	COM CL A	848574109	305	9,100	SH
SPRINT NEXTEL CORP	COM FON	852061100	7	375	SH
STAMPS COM INC	COM NEW	852857200	21,707	1,379,100	SH
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	3,689	59,029	SH
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	13,013	208,200	SH
STATE STR CORP	COM	857477103	5,191	76,970	SH
STATOIL ASA	SPONSORED ADR	85771P102	51	1,950	SH
STATOIL ASA	SPONSORED ADR	85771P102	1,026	39,000	SH
STERICYCLE INC	COM	858912108	3,495	46,250	SH
STERICYCLE INC	COM	858912108	39,349	520,760	SH
STREETTRACKS GOLD TR	GOLD SHS	863307104	37,547	593,903	SH
STREETTRACKS GOLD TR	GOLD SHS	863307104	41,777	660,812	SH
STRYKER CORP	COM	863667101	309	5,600	SH
STRYKER CORP	COM	863667101	7,481	135,750	SH
SUN MICROSYSTEMS INC	COM	866810104	1,992	367,800	SH
SUN MICROSYSTEMS INC	COM	866810104	20,582	3,800,900	SH
SUNCOR ENERGY INC	COM	867229106	61	775	SH
SUNCOR ENERGY INC	COM	867229106	1,259	15,950	SH
SUNOCO INC	COM	86764P109	75	1,200	SH
SUNOCO INC	COM	86764P109	1,515	24,300	SH
SUNPOWER CORP	COM CL A	867652109	51	1,375	SH
SUNPOWER CORP	COM CL A	867652109	1,028	27,700	SH
SUNTECH PWR HLDGS CO LTD	ADR	86800C104	11,373	334,400	SH
SUNTECH PWR HLDGS CO LTD	ADR	86800C104	15,607	458,900	SH
SUPERIOR WELL SVCS INC	COM	86837X105	1,581	62,000	SH
SYMANTEC CORP	COM	871503108	2,485	119,400	SH
QUINTANA MARITIME LTD	SHS	Y7169G109	36,052	1,732,000	SH
SYMBOL TECHNOLOGIES INC	COM	871508107	17,294	1,157,560	SH
SYMBOL TECHNOLOGIES INC	COM	871508107	142,173	9,516,283	SH
SYNAPTICS INC	COM	87157D109	4,920	165,700	SH
SYNAPTICS INC	COM	87157D109	40,439	1,361,800	SH
SYNOVUS FINL CORP	COM	87161C105	3,821	123,950	SH
SYNOVUS FINL CORP	COM	87161C105	39,792	1,290,700	SH
SYSCO CORP	COM	871829107	29	800	SH

ITEM 1	ITEM 6	ITEM 7	ITEM 8
NAME OF ISSUE	INVESTMENT DISCRETION	MANAGERS SEE INSTR V	VOTING AUTHORITY (SHARES) (A) SOLE (B) SHARED (C) NONE

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SOUTHERN CO	DEFINED	1, 2, 3, 4	20,785
SOUTHERN COPPER CORP	DEFINED	5	101,800
SOUTHERN COPPER CORP	DEFINED	1, 2, 3	138,194
SOUTHWEST AIRLS CO	DEFINED	5	108,300
SOUTHWEST AIRLS CO	DEFINED	1, 2, 3, 4	14,392
SOUTHWEST AIRLS CO	DEFINED	1, 2, 3	2,441,400
SOUTHWESTERN ENERGY CO	DEFINED	5	1,650
SOUTHWESTERN ENERGY CO	DEFINED	1, 2, 3	272,750
SPIRIT AEROSYSTEMS HLDGS INC	DEFINED	1, 2, 3	9,100
SPRINT NEXTEL CORP	DEFINED	1, 2, 3, 4	375
STAMPS COM INC	DEFINED	1, 2, 3	1,379,100
STARWOOD HOTELS&RESORTS WRLD	DEFINED	5	59,029
STARWOOD HOTELS&RESORTS WRLD	DEFINED	1, 2, 3	208,200
STATE STR CORP	DEFINED	1, 2, 3, 4	76,970
STATOIL ASA	DEFINED	5	1,950
STATOIL ASA	DEFINED	1, 2, 3	39,000
STERICYCLE INC	DEFINED	5	46,250
STERICYCLE INC	DEFINED	1, 2, 3	520,760
STREETTRACKS GOLD TR	DEFINED	5	593,903
STREETTRACKS GOLD TR	DEFINED	1, 2, 3	660,812
STRYKER CORP	DEFINED	1, 2, 3, 4	5,600
STRYKER CORP	DEFINED	1, 2, 3	135,750
SUN MICROSYSTEMS INC	DEFINED	5	367,800
SUN MICROSYSTEMS INC	DEFINED	1, 2, 3	3,800,900
SUNCOR ENERGY INC	DEFINED	5	775
SUNCOR ENERGY INC	DEFINED	1, 2, 3	15,950
SUNOCO INC	DEFINED	5	1,200
SUNOCO INC	DEFINED	1, 2, 3	24,300
SUNPOWER CORP	DEFINED	5	1,375
SUNPOWER CORP	DEFINED	1, 2, 3	27,700
SUNTECH PWR HLDGS CO LTD	DEFINED	5	334,400
SUNTECH PWR HLDGS CO LTD	DEFINED	1, 2, 3	458,900
SUPERIOR WELL SVCS INC	DEFINED	1, 2, 3	62,000
SYMANTEC CORP	DEFINED	5	119,400
QUINTANA MARITIME LTD	DEFINED	1, 2, 3	1,732,000
SYMBOL TECHNOLOGIES INC	DEFINED	5	1,157,560
SYMBOL TECHNOLOGIES INC	DEFINED	1, 2, 3	9,516,283
SYNAPTICS INC	DEFINED	5	165,700
SYNAPTICS INC	DEFINED	1, 2, 3	1,361,800
SYNOVUS FINL CORP	DEFINED	5	123,950
SYNOVUS FINL CORP	DEFINED	1, 2, 3	1,290,700
SYSCO CORP	DEFINED	1, 2, 3, 4	800

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT PUT/ SH/PRN CALL
TD AMERITRADE HLDG CORP	COM	87236Y108	2,027	125,450 SH
TD AMERITRADE HLDG CORP	COM	87236Y108	21,058	1,303,100 SH

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TECO ENERGY INC	COM	872375100	9	500	SH
THQ INC	COM NEW	872443403	8,964	275,700	SH
TXU CORP	COM	873168108	651	12,000	SH
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	2,641	148,514	SH
TALISMAN ENERGY INC	COM	87425E103	116	6,800	SH
TALISMAN ENERGY INC	COM	87425E103	2,319	136,500	SH
TARGET CORP	COM	87612E106	4,145	72,650	SH
TARGET CORP	COM	87612E106	41,064	719,785	SH
TECHNIP NEW	SPONSORED ADR	878546209	67	975	SH
TECHNIP NEW	SPONSORED ADR	878546209	1,365	19,900	SH
TECHNOLOGY INVT CAP CORP	COM	878717305	15	918	SH
TECHNOLOGY INVT CAP CORP	COM	878717305	121	7,542	SH
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403780	205	7,266	SH
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	373	12,000	SH
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	2	75	SH
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	15,528	500,000	SH
TETRA TECHNOLOGIES INC DEL	COM	88162F105	5,768	225,500	SH
TETRA TECH INC NEW	COM	88162G103	10,759	594,900	SH
TETRA TECH INC NEW	COM	88162G103	24,905	1,377,100	SH
TEXAS INSTRS INC	COM	882508104	1,051	36,500	SH
TEXAS INSTRS INC	COM	882508104	12,925	448,800	SH
3M CO	COM	88579Y101	2,100	26,951	SH
3M CO	COM	88579Y101	4,700	60,308	SH
TIME WARNER INC	COM	887317105	1,026	47,100	SH
TIME WARNER INC	COM	887317105	9,318	427,839	SH
TIME WARNER INC	COM	887317105	12,783	586,900	SH
TODCO	CL A	88889T107	89	2,600	SH
TODCO	CL A	88889T107	1,789	52,350	SH
TOTAL S A	SPONSORED ADR	89151E109	32	450	SH
TOTAL S A	SPONSORED ADR	89151E109	669	9,300	SH
TRANSACTION SYS ARCHITECTS	CL A	893416107	9,059	278,400	SH
TRANSACTION SYS ARCHITECTS	CL A	893416107	13,654	419,600	SH
TRIAD HOSPITALS INC	COM	89579K109	20,785	496,900	SH
TRIAD HOSPITALS INC	COM	89579K109	202,986	4,852,650	SH
TRIMBLE NAVIGATION LTD	COM	896239100	9,509	187,400	SH
TRIMBLE NAVIGATION LTD	COM	896239100	23,868	470,400	SH
TYCO INTL LTD NEW	COM	902124106	243	8,000	SH
UIL HLDG CORP	COM	902748102	176	4,166	SH
US BANCORP DEL	COM NEW	902973304	263	7,275	SH
UAP HLDG CORP	COM	903441103	2,255	89,600	SH

ITEM 1 NAME OF ISSUE	ITEM 6 INVESTMENT DISCRETION	ITEM 7 MANAGERS SEE INSTR V	ITEM 8 VOTING AUTHORITY (SHARES)		
			(A) SOLE	(B) SHARED	(C) NONE
TD AMERITRADE HLDG CORP	DEFINED	5	125,450		
TD AMERITRADE HLDG CORP	DEFINED	1,2,3	1,303,100		
TECO ENERGY INC	DEFINED	1,2,3,4	500		
THQ INC	DEFINED	1,2,3	275,700		
TXU CORP	DEFINED	1,2,3,4	12,000		
TAKE-TWO INTERACTIVE SOFTWARE	DEFINED	1,2,3	148,514		
TALISMAN ENERGY INC	DEFINED	5	6,800		
TALISMAN ENERGY INC	DEFINED	1,2,3	136,500		
TARGET CORP	DEFINED	5	72,650		
TARGET CORP	DEFINED	1,2,3	719,785		
TECHNIP NEW	DEFINED	5	975		
TECHNIP NEW	DEFINED	1,2,3	19,900		
TECHNOLOGY INVT CAP CORP	DEFINED	5	918		
TECHNOLOGY INVT CAP CORP	DEFINED	1,2,3	7,542		

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TELEFONOS DE MEXICO S A	DEFINED	1,2,3,4	7,266
TEVA PHARMACEUTICAL INDS LTD	DEFINED	5	12,000
TEVA PHARMACEUTICAL INDS LTD	DEFINED	1,2,3,4	75
TEVA PHARMACEUTICAL INDS LTD	DEFINED	1,2,3	500,000
TETRA TECHNOLOGIES INC DEL	DEFINED	1,2,3	225,500
TETRA TECH INC NEW	DEFINED	5	594,900
TETRA TECH INC NEW	DEFINED	1,2,3	1,377,100
TEXAS INSTRS INC	DEFINED	5	36,500
TEXAS INSTRS INC	DEFINED	1,2,3	448,800
3M CO	DEFINED	5	26,951
3M CO	DEFINED	1,2,3	60,308
TIME WARNER INC	DEFINED	5	47,100
TIME WARNER INC	DEFINED	1,2,3,4	427,839
TIME WARNER INC	DEFINED	1,2,3	586,900
TODCO	DEFINED	5	2,600
TODCO	DEFINED	1,2,3	52,350
TOTAL S A	DEFINED	5	450
TOTAL S A	DEFINED	1,2,3	9,300
TRANSACTION SYS ARCHITECTS	DEFINED	5	278,400
TRANSACTION SYS ARCHITECTS	DEFINED	1,2,3	419,600
TRIAD HOSPITALS INC	DEFINED	5	496,900
TRIAD HOSPITALS INC	DEFINED	1,2,3	4,852,650
TRIMBLE NAVIGATION LTD	DEFINED	5	187,400
TRIMBLE NAVIGATION LTD	DEFINED	1,2,3	470,400
TYCO INTL LTD NEW	DEFINED	1,2,3,4	8,000
UIL HLDG CORP	DEFINED	1,2,3,4	4,166
US BANCORP DEL	DEFINED	1,2,3,4	7,275
UAP HLDG CORP	DEFINED	5	89,600

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
UAP HLDG CORP	COM	903441103	25,773	1,024,176	SH
ULTRA PETE CORP	COM	903914109	31	650	SH
ULTRA PETE CORP	COM	903914109	239	5,000	SH
ULTRA PETE CORP	COM	903914109	11,918	249,600	SH
UNION PAC CORP	COM	907818108	9,749	105,939	SH
UNION PAC CORP	COM	907818108	1,742	18,926	SH
UNION PAC CORP	COM	907818108	97,973	1,064,694	SH
UNISOURCE ENERGY CORP	COM	909205106	37	1,000	SH
UNITED NAT FOODS INC	COM	911163103	17,999	501,300	SH
UNITED NAT FOODS INC	COM	911163103	53,990	1,503,700	SH
UNITED PARCEL SERVICE INC	CL B	911312106	3,573	47,659	SH
UNITED PARCEL SERVICE INC	CL B	911312106	31,590	421,314	SH
UNITED TECHNOLOGIES CORP	COM	913017109	688	11,000	SH
UNITED TECHNOLOGIES CORP	COM	913017109	29,697	475,000	SH
UNITEDHEALTH GROUP INC	COM	91324P102	4,298	80,000	SH
UNITEDHEALTH GROUP INC	COM	91324P102	61,779	1,149,800	SH
UNIVISION COMMUNICATIONS INC	CL A	914906102	79	2,230	SH

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UNUMPROVIDENT CORP	COM	91529Y106	7,217	347,300	SH
UNUMPROVIDENT CORP	COM	91529Y106	35,667	1,716,400	SH
URBAN OUTFITTERS INC	COM	917047102	5,629	244,300	SH
URBAN OUTFITTERS INC	COM	917047102	8,373	363,400	SH
VAIL RESORTS INC	COM	91879Q109	38,762	864,847	SH
VALERO ENERGY CORP NEW	COM	91913Y100	78	1,525	SH
VALERO ENERGY CORP NEW	COM	91913Y100	9,613	187,900	SH
VALERO GP HLDGS LLC	UNIT LLC INTS	91914G108	2,022	81,450	SH
VALERO GP HLDGS LLC	UNIT LLC INTS	91914G108	6,103	245,900	SH
VAN KAMPEN SELECT SECTOR MUN	COM	92112M103	26	2,003	SH
VERASUN ENERGY CORP	COM	92336G106	1,223	61,900	SH
VERASUN ENERGY CORP	COM	92336G106	10,647	539,100	SH
VERIFONE HLDGS INC	COM	92342Y109	13,544	382,600	SH
VERIFONE HLDGS INC	COM	92342Y109	58,699	1,658,150	SH
VERIZON COMMUNICATIONS	COM	92343V104	2,387	64,100	SH
VERIZON COMMUNICATIONS	COM	92343V104	585	15,700	SH
VERIZON COMMUNICATIONS	COM	92343V104	11,772	316,100	SH
VERTRUE INC	COM	92534N101	2,763	72,050	SH
VIMICRO INTL CORP	ADR	92718N109	1,722	168,700	SH
VISICU INC	COM	92831L204	11,361	1,016,600	SH
VITAL IMAGES INC	COM	92846N104	7,974	229,000	SH
VITAL IMAGES INC	COM	92846N104	38,159	1,095,900	SH
VOLCANO CORPORATION	COM	928645100	3,501	213,580	SH
VOLCANO CORPORATION	COM	928645100	28,637	1,747,200	SH
VOLCOM INC	COM	92864N101	5,120	173,400	SH

NAME OF ISSUE	ITEM 1 INVESTMENT DISCRETION	ITEM 6 MANAGERS SEE INSTR V	ITEM 7 VOTING AUTHORITY (SHARES)		
			(A) SOLE	(B) SHARED	(C) NONE
UAP HLDG CORP	DEFINED	1,2,3	1,024,176		
ULTRA PETE CORP	DEFINED	5	650		
ULTRA PETE CORP	DEFINED	1,2,3,4	5,000		
ULTRA PETE CORP	DEFINED	1,2,3	249,600		
UNION PAC CORP	DEFINED	5	105,939		
UNION PAC CORP	DEFINED	1,2,3,4	18,926		
UNION PAC CORP	DEFINED	1,2,3	1,064,694		
UNISOURCE ENERGY CORP	DEFINED	1,2,3,4	1,000		
UNITED NAT FOODS INC	DEFINED	5	501,300		
UNITED NAT FOODS INC	DEFINED	1,2,3	1,503,700		
UNITED PARCEL SERVICE INC	DEFINED	5	47,659		
UNITED PARCEL SERVICE INC	DEFINED	1,2,3	421,314		
UNITED TECHNOLOGIES CORP	DEFINED	5	11,000		
UNITED TECHNOLOGIES CORP	DEFINED	1,2,3	475,000		
UNITEDHEALTH GROUP INC	DEFINED	5	80,000		
UNITEDHEALTH GROUP INC	DEFINED	1,2,3	1,149,800		
UNIVISION COMMUNICATIONS INC	DEFINED	1,2,3,4	2,230		
UNUMPROVIDENT CORP	DEFINED	5	347,300		
UNUMPROVIDENT CORP	DEFINED	1,2,3	1,716,400		
URBAN OUTFITTERS INC	DEFINED	5	244,300		
URBAN OUTFITTERS INC	DEFINED	1,2,3	363,400		
VAIL RESORTS INC	DEFINED	1,2,3	864,847		
VALERO ENERGY CORP NEW	DEFINED	5	1,525		
VALERO ENERGY CORP NEW	DEFINED	1,2,3	187,900		
VALERO GP HLDGS LLC	DEFINED	5	81,450		
VALERO GP HLDGS LLC	DEFINED	1,2,3	245,900		
VAN KAMPEN SELECT SECTOR MUN	DEFINED	1,2,3,4	2,003		
VERASUN ENERGY CORP	DEFINED	5	61,900		
VERASUN ENERGY CORP	DEFINED	1,2,3	539,100		

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VERIFONE HLDGS INC	DEFINED	5	382,600
VERIFONE HLDGS INC	DEFINED	1,2,3	1,658,150
VERIZON COMMUNICATIONS	DEFINED	5	64,100
VERIZON COMMUNICATIONS	DEFINED	1,2,3,4	15,700
VERIZON COMMUNICATIONS	DEFINED	1,2,3	316,100
VERTRUE INC	DEFINED	1,2,3	72,050
VIMICRO INTL CORP	DEFINED	5	168,700
VISICU INC	DEFINED	1,2,3	1,016,600
VITAL IMAGES INC	DEFINED	5	229,000
VITAL IMAGES INC	DEFINED	1,2,3	1,095,900
VOLCANO CORPORATION	DEFINED	5	213,580
VOLCANO CORPORATION	DEFINED	1,2,3	1,747,200
VOLCOM INC	DEFINED	5	173,400

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
VOLCOM INC	COM	92864N101	7,736	262,000	SH
VOLTERRA SEMICONDUCTOR CORP	COM	928708106	3,374	225,000	SH
VOLTERRA SEMICONDUCTOR CORP	COM	928708106	33,413	2,228,267	SH
VORNADO RLTY TR	SH BEN IVT	929042109	33	275	SH
WPS RESOURCES CORP	COM	92931B106	173	3,200	SH
WABTAC CORP	COM	929740108	11,715	385,600	SH
WABTAC CORP	COM	929740108	17,317	570,000	SH
WACHOVIA CORP 2ND NEW	COM	929903102	2,526	44,350	SH
WACHOVIA CORP 2ND NEW	COM	929903102	12,535	220,100	SH
WAL MART STORES INC	COM	931142103	5,980	129,500	SH
WAL MART STORES INC	COM	931142103	7,591	164,385	SH
WAL MART STORES INC	COM	931142103	108,341	2,346,063	SH
WALGREEN CO	COM	931422109	8,168	177,984	SH
WALGREEN CO	COM	931422109	75,629	1,648,046	SH
WASTE MGMT INC DEL	COM	94106L109	1,879	51,100	SH
WASTE MGMT INC DEL	COM	94106L109	9,340	254,000	SH
WEBEX COMMUNICATIONS INC	COM	94767L109	13,601	390,100	SH
WEBEX COMMUNICATIONS INC	COM	94767L109	60,554	1,736,800	SH
WEINGARTEN RLTY INVS	SH BEN INT	948741103	104	2,250	SH
WELLCARE HEALTH PLANS INC	COM	94946T106	15,964	231,700	SH
WELLCARE HEALTH PLANS INC	COM	94946T106	131,303	1,905,700	SH
WELLPOINT INC	COM	94973V107	5,823	74,000	SH
WELLPOINT INC	COM	94973V107	75,527	959,800	SH
WELLS FARGO & CO NEW	COM	949746101	4,428	124,532	SH
WELLS FARGO & CO NEW	COM	949746101	1,519	42,720	SH
WELLS FARGO & CO NEW	COM	949746101	28,780	809,346	SH
WHITNEY HLDG CORP	COM	966612103	1,018	31,218	SH
WHOLE FOODS MKT INC	COM	966837106	2,186	46,600	SH
WILLIAMS COS INC DEL	COM	969457100	3,014	115,400	SH
WINDSTREAM CORP	COM	97381W104	2,466	173,452	SH
WINDSTREAM CORP	COM	97381W104	9,016	634,064	SH
WRIGLEY WM JR CO	COM	982526105	3,258	62,990	SH

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WRIGLEY WM JR CO	COM	982526105	1,086	21,000	SH
WYETH	COM	983024100	662	13,000	SH
WYETH	COM	983024100	1,907	37,445	SH
WYETH	COM	983024100	19,095	375,000	SH
WYNDHAM WORLDWIDE CORP	COM	98310W108	0	1	SH
XM SATELLITE RADIO HLDGS INC	CL A	983759101	6,269	433,400	SH
XTO ENERGY CORP	COM	98385X106	1,655	35,166	SH
XTO ENERGY CORP	COM	98385X106	5,684	120,800	SH
XTO ENERGY CORP	COM	98385X106	18,057	383,783	SH
XEROX CORP	COM	984121103	10,560	623,000	SH

ITEM 1 NAME OF ISSUE	ITEM 6 INVESTMENT DISCRETION	ITEM 7 MANAGERS SEE INSTR V	ITEM 8 VOTING AUTHORITY (SHARES)		
			(A) SOLE	(B) SHARED	(C) NONE
VOLCOM INC	DEFINED	1,2,3	262,000		
VOLTERRA SEMICONDUCTOR CORP	DEFINED	5	225,000		
VOLTERRA SEMICONDUCTOR CORP	DEFINED	1,2,3	2,228,267		
VORNADO RLTY TR	DEFINED	1,2,3,4	275		
WPS RESOURCES CORP	DEFINED	1,2,3,4	3,200		
WABTAC CORP	DEFINED	5	385,600		
WABTAC CORP	DEFINED	1,2,3	570,000		
WACHOVIA CORP 2ND NEW	DEFINED	5	44,350		
WACHOVIA CORP 2ND NEW	DEFINED	1,2,3	220,100		
WAL MART STORES INC	DEFINED	5	129,500		
WAL MART STORES INC	DEFINED	1,2,3,4	164,385		
WAL MART STORES INC	DEFINED	1,2,3	2,346,063		
WALGREEN CO	DEFINED	5	177,984		
WALGREEN CO	DEFINED	1,2,3	1,648,046		
WASTE MGMT INC DEL	DEFINED	5	51,100		
WASTE MGMT INC DEL	DEFINED	1,2,3	254,000		
WEBEX COMMUNICATIONS INC	DEFINED	5	390,100		
WEBEX COMMUNICATIONS INC	DEFINED	1,2,3	1,736,800		
WEINGARTEN RLTY INVS	DEFINED	1,2,3,4	2,250		
WELLCARE HEALTH PLANS INC	DEFINED	5	231,700		
WELLCARE HEALTH PLANS INC	DEFINED	1,2,3	1,905,700		
WELLPOINT INC	DEFINED	5	74,000		
WELLPOINT INC	DEFINED	1,2,3	959,800		
WELLS FARGO & CO NEW	DEFINED	5	124,532		
WELLS FARGO & CO NEW	DEFINED	1,2,3,4	42,720		
WELLS FARGO & CO NEW	DEFINED	1,2,3	809,346		
WHITNEY HLDG CORP	DEFINED	1,2,3,4	31,218		
WHOLE FOODS MKT INC	DEFINED	1,2,3	46,600		
WILLIAMS COS INC DEL	DEFINED	1,2,3	115,400		
WINDSTREAM CORP	DEFINED	5	173,452		
WINDSTREAM CORP	DEFINED	1,2,3	634,064		
WRIGLEY WM JR CO	DEFINED	1,2,3,4	62,990		
WRIGLEY WM JR CO	DEFINED	1,2,3	21,000		
WYETH	DEFINED	5	13,000		
WYETH	DEFINED	1,2,3,4	37,445		
WYETH	DEFINED	1,2,3	375,000		
WYNDHAM WORLDWIDE CORP	DEFINED	5	1		
XM SATELLITE RADIO HLDGS INC	DEFINED	1,2,3	433,400		
XTO ENERGY CORP	DEFINED	5	35,166		
XTO ENERGY CORP	DEFINED	1,2,3,4	120,800		
XTO ENERGY CORP	DEFINED	1,2,3	383,783		
XEROX CORP	DEFINED	5	623,000		

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
XEROX CORP	COM	984121103	119,254	7,035,644	SH
YUM BRANDS INC	COM	988498101	3,784	64,350	SH
YUM BRANDS INC	COM	988498101	118	2,000	SH
YUM BRANDS INC	COM	988498101	75,779	1,288,759	SH
ZIMMER HLDGS INC	COM	98956P102	2,673	34,100	SH
ZIMMER HLDGS INC	COM	98956P102	9,237	117,850	SH
ZIMMER HLDGS INC	COM	98956P102	30,133	384,450	SH
ZUMIEZ INC	COM	989817101	23,553	796,500	SH
TELVENT GIT SA	SHS	E90215109	2,241	157,200	SH
TELVENT GIT SA	SHS	E90215109	18,598	1,304,700	SH
ACE LTD	ORD	G0070K103	7,059	116,550	SH
ACE LTD	ORD	G0070K103	81,533	1,346,089	SH
AXIS CAPITAL HOLDINGS	SHS	G0692U109	1,819	54,500	SH
AXIS CAPITAL HOLDINGS	SHS	G0692U109	18,143	543,700	SH

ITEM 1	ITEM 6	ITEM 7	ITEM 8
NAME OF ISSUE	INVESTMENT DISCRETION	MANAGERS SEE INSTR V	VOTING AUTHORITY (SHARES) (A) SOLE (B) SHARED (C) NONE
XEROX CORP	DEFINED	1,2,3	7,035,644
YUM BRANDS INC	DEFINED	5	64,350
YUM BRANDS INC	DEFINED	1,2,3,4	2,000
YUM BRANDS INC	DEFINED	1,2,3	1,288,759
ZIMMER HLDGS INC	DEFINED	5	34,100
ZIMMER HLDGS INC	DEFINED	1,2,3,4	117,850
ZIMMER HLDGS INC	DEFINED	1,2,3	384,450
ZUMIEZ INC	DEFINED	1,2,3	796,500
TELVENT GIT SA	DEFINED	5	157,200
TELVENT GIT SA	DEFINED	1,2,3	1,304,700
ACE LTD	DEFINED	5	116,550
ACE LTD	DEFINED	1,2,3	1,346,089
AXIS CAPITAL HOLDINGS	DEFINED	5	54,500
AXIS CAPITAL HOLDINGS	DEFINED	1,2,3	543,700

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ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL
EVEREST RE GROUP LTD	COM	G3223R108	4,778	48,700	SH
EVEREST RE GROUP LTD	COM	G3223R108	29,558	301,269	SH
GARMIN LTD	ORD	G37260109	3,848	69,100	SH
GARMIN LTD	ORD	G37260109	36,730	659,600	SH
GLOBALSANTAFE CORP	SHS	G3930E101	59	1,000	SH
GLOBALSANTAFE CORP	SHS	G3930E101	5,878	100,000	SH
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	2,197	114,600	SH
NABORS INDUSTRIES LTD	SHS	G6359F103	488	16,400	SH
NABORS INDUSTRIES LTD	SHS	G6359F103	3,242	108,850	SH
ONEBEACON INSURANCE GROUP LT	CL A	G67742109	36	1,300	SH
PRIMUS GUARANTY LTD	SHS	G72457107	2,426	210,000	SH
SINA CORP	ORD	G81477104	1,435	50,000	SH
UTI WORLDWIDE INC	ORD	G87210103	14,876	498,200	SH
UTI WORLDWIDE INC	ORD	G87210103	55,811	1,869,100	SH
TRANSOCEAN INC	ORD	G90078109	40,828	504,734	SH
TRANSOCEAN INC	ORD	G90078109	115,518	1,428,082	SH
VISTAPRINT LIMITED	SHS	G93762204	9,858	298,000	SH
WEATHERFORD INTERNATIONAL LT	COM	G95089101	39,011	933,497	SH
WEATHERFORD INTERNATIONAL LT	COM	G95089101	6,715	160,687	SH
WEATHERFORD INTERNATIONAL LT	COM	G95089101	147,927	3,539,778	SH
ALCON INC	COM SHS	H01301102	9,467	84,705	SH
ALCON INC	COM SHS	H01301102	75,057	671,530	SH
UBS AG	SHS NEW	H89231338	67,589	1,120,324	SH
UBS AG	SHS NEW	H89231338	12,006	199,005	SH
UBS AG	SHS NEW	H89231338	230,298	3,817,312	SH
ALLOT COMMUNICATIONS LTD	SHS	M0854Q105	167	14,250	SH
ALLOT COMMUNICATIONS LTD	SHS	M0854Q105	1,589	135,750	SH
AEGEAN MARINE PETROLEUM NETW	SHS	Y0017S102	33	2,000	SH
QUINTANA MARITIME LTD	SHS	Y7169G109	1,475	134,000	SH
TEEKAY OFFSHORE PARTNERS L P	PARTNERSHIP UN	Y8565J101	132	5,000	SH
TEEKAY OFFSHORE PARTNERS L P	PARTNERSHIP UN	Y8565J101	1,777	67,420	SH
			-----	-----	
			\$27,099,405	640,824,211	

ITEM 1	ITEM 6	ITEM 7	ITEM 8
NAME OF ISSUE	INVESTMENT DISCRETION	MANAGERS SEE INSTR V (A)	VOTING AUTHORITY (SHARES) (B) SHARED (C) NONE
EVEREST RE GROUP LTD	DEFINED	5	48,700
EVEREST RE GROUP LTD	DEFINED	1,2,3	301,269
GARMIN LTD	DEFINED	5	69,100
GARMIN LTD	DEFINED	1,2,3	659,600
GLOBALSANTAFE CORP	DEFINED	1,2,3,4	1,000
GLOBALSANTAFE CORP	DEFINED	1,2,3	100,000
MARVELL TECHNOLOGY GROUP LTD	DEFINED	1,2,3	114,600
NABORS INDUSTRIES LTD	DEFINED	5	16,400
NABORS INDUSTRIES LTD	DEFINED	1,2,3	108,850
ONEBEACON INSURANCE GROUP LT	DEFINED	1,2,3	1,300
PRIMUS GUARANTY LTD	DEFINED	1,2,3	210,000
SINA CORP	DEFINED	5	50,000
UTI WORLDWIDE INC	DEFINED	5	498,200
UTI WORLDWIDE INC	DEFINED	1,2,3	1,869,100
TRANSOCEAN INC	DEFINED	5	504,734

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TRANSOCEAN INC	DEFINED	1,2,3	1,428,082
VISTAPRINT LIMITED	DEFINED	1,2,3	298,000
WEATHERFORD INTERNATIONAL LT	DEFINED	5	933,497
WEATHERFORD INTERNATIONAL LT	DEFINED	1,2,3,4	160,687
WEATHERFORD INTERNATIONAL LT	DEFINED	1,2,3	3,539,778
ALCON INC	DEFINED	5	84,705
ALCON INC	DEFINED	1,2,3	671,530
UBS AG	DEFINED	5	1,120,324
UBS AG	DEFINED	1,2,3,4	199,005
UBS AG	DEFINED	1,2,3	3,817,312
ALLOT COMMUNICATIONS LTD	DEFINED	5	14,250
ALLOT COMMUNICATIONS LTD	DEFINED	1,2,3	135,750
AEGEAN MARINE PETROLEUM NETW	DEFINED	1,2,3	2,000
QUINTANA MARITIME LTD	DEFINED	1,2,3,4	134,000
TEEKAY OFFSHORE PARTNERS L P	DEFINED	5	5,000
TEEKAY OFFSHORE PARTNERS L P	DEFINED	1,2,3	67,420

			640,824,211