

Edgar Filing: GAMCO INVESTORS, INC. ET AL - Form 13F-HR

GAMCO INVESTORS, INC. ET AL
 Form 13F-HR
 November 12, 2010

PORTVUE-SEC13F.LNP
 RUN DATE: 10/25/10 1:51 P.M.

GAMCO ASSET MGT. INC.

FORM 13F INFORMATION TABLE
 AS OF DATE: 09/30/10

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DCRETN | O MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| 1 800 FLOWERS COM INC CL A | COM | 68243Q106 | 945 | 500000 | SH | | SOLE | |
| 3M CO. | COM | 88579Y101 | 1041 | 12000 | SH | | SOLE | |
| 99 CENTS ONLY STORES | COM | 65440K106 | 1605 | 85000 | SH | | SOLE | |
| A D C TELECOMMUNICATIONS NEW | COM | 000886309 | 58839 | 4644000 | SH | | SOLE | |
| A T & T INC (NEW) | COM | 00206R102 | 13550 | 473773 | SH | | SOLE | |
| AAR CORP COM | COM | 000361105 | 1400 | 75000 | SH | | SOLE | |
| AARON RENTS INC COM | COM | 002535201 | 249 | 13500 | SH | | SOLE | |
| AARON'S INC | COM | 002535300 | 9530 | 517930 | SH | | SOLE | |
| ABB LTD SPONSORED ADR | COM | 000375204 | 4824 | 228394 | SH | | SOLE | |
| ABBOTT LABS | COM | 002824100 | 6340 | 121360 | SH | | SOLE | |
| ABOVENET INC COM | COM | 00374N107 | 2240 | 43000 | SH | | SOLE | |
| ABRAXIS BIOSCIENCE INC NEW COM | COM | 00383Y102 | 387 | 5000 | SH | | SOLE | |
| ACCO BRANDS CORP COM | COM | 00081T108 | 934 | 162378 | SH | | SOLE | |
| ACTIVISION BLIZZARD, INC | COM | 00507V109 | 671 | 62000 | SH | | SOLE | |
| ACUITY BRANDS INC (B:AYI) COM | COM | 00508Y102 | 886 | 20020 | SH | | SOLE | |
| ADOBE SYSTEMS INC COM | COM | 00724F101 | 2436 | 93170 | SH | | SOLE | |
| AES CORP COM | COM | 00130H105 | 4732 | 416900 | SH | | SOLE | |
| AGL RES INC COM | COM | 001204106 | 3080 | 80300 | SH | | SOLE | |
| AGNICO-EAGLE MINES (USD) | COM | 008474108 | 4953 | 69730 | SH | | SOLE | |
| AIR PRODS & CHEMS INC COM | COM | 009158106 | 2965 | 35800 | SH | | SOLE | |
| AIRGAS INC COM | COM | 009363102 | 1257 | 18500 | SH | | SOLE | |
| ALBEMARLE CORP COM | COM | 012653101 | 1451 | 31000 | SH | | SOLE | |
| ALBERTO CULVER CO NEW COM | COM | 013078100 | 43660 | 1159630 | SH | | SOLE | |
| ALCOA INC COM | COM | 013817101 | 11726 | 968310 | SH | | SOLE | |
| ALCON INC COM SHS | COM | H01301102 | 6438 | 38600 | SH | | SOLE | |
| ALERE INC | COM | 01449J105 | 572 | 18500 | SH | | SOLE | |
| ALIGN TECHNOLOGY INC COM | COM | 016255101 | 1273 | 65000 | SH | | SOLE | |
| ALLEGHANY CORP DEL | COM | 017175100 | 1039 | 3429 | SH | | SOLE | |
| ALLEGHENY ENERGY INC COM | COM | 017361106 | 22448 | 915506 | SH | | SOLE | |
| ALLERGAN INC | COM | 018490102 | 9855 | 148128 | SH | | SOLE | |
| ALLETE INC COM NEW | COM | 018522300 | 1226 | 33650 | SH | | SOLE | |
| ALLIANCE BERNSTEIN HLDGS LP UN | COM | 01881G106 | 8648 | 327440 | SH | | SOLE | |
| ALLIANT ENERGY CORP COM | COM | 018802108 | 959 | 26380 | SH | | SOLE | |
| AMAZON.COM INC | COM | 023135106 | 576 | 3670 | SH | | SOLE | |
| AMERICA MOVIL S A DE C V SPONS | COM | 02364W105 | 2933 | 55000 | SH | | SOLE | |
| AMERICAN DAIRY INC COM | COM | 025334103 | 2613 | 250000 | SH | | SOLE | |
| AMERICAN DENTAL PARTNERS INC | COM | 025353103 | 241 | 20000 | SH | | SOLE | |
| AMERICAN DG ENERGY INC COM | COM | 025398108 | 945 | 317000 | SH | | SOLE | |
| AMERICAN ELECTRIC POWER | COM | 025537101 | 272 | 7500 | SH | | SOLE | |
| AMERICAN EXPRESS CO | COM | 025816109 | 161127 | 3833629 | SH | | SOLE | |
| AMERICAN OIL & GAS INC NEW COM | COM | 028723104 | 486 | 60000 | SH | | SOLE | |

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GAMCO ASSET MGT. INC.

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| | | | | | | |
|--------------------------------|-----------|-----------|--------|---------|----|-----------------------|
| AMERICAN PHYSICIANS CAP INC CO | COM | 028884104 | 10207 | 246200 | SH | SOLE |
| AMERICAN PUBLIC EDUCATION INCO | COM | 02913V103 | 276 | 8400 | SH | SOLE |
| AMERICAN SUPERCONDUCTOR CORPCO | COM | 030111108 | 243 | 7800 | SH | SOLE |
| AMERICAN WATER WORKS CO INC | COM | 030420103 | 1971 | 84700 | SH | SOLE |
| AMERICREDIT CORP COM | COM | 03060R101 | 82447 | 3370700 | SH | SOLE |
| AMERIPRISE FINL INC COM | COM | 03076C106 | 3136 | 66263 | SH | SOLE |
| AMETEK INC NEW COM | COM | 031100100 | 116931 | 2447782 | SH | SOLE |
| AMGEN INC | COM | 031162100 | 537 | 9750 | SH | SOLE |
| AMPCO PITTSBURGH CORP | COM | 032037103 | 29024 | 1169387 | SH | SOLE |
| ANADARKO PETE CORP COM | COM | 032511107 | 7713 | 135200 | SH | SOLE |
| ANGIODYNAMICS INC COM | COM | 03475V101 | 3979 | 261060 | SH | SOLE |
| ANGLOGOLD LTD SPONSORED ADR | COM | 035128206 | 213 | 4600 | SH | SOLE |
| ANIMAL HEALTH INTERNATIONAL | COM | 03525N109 | 865 | 315600 | SH | SOLE |
| ANIXTER INTL INC COM | COM | 035290105 | 324 | 6000 | SH | SOLE |
| AOL INC COM | COM | 00184X105 | 5299 | 214082 | SH | SOLE |
| APACHE CORP | COM | 037411105 | 2485 | 25422 | SH | SOLE |
| APPLE INC | COM | 037833100 | 8203 | 28910 | SH | SOLE |
| APPLIED MATLS INC COM | COM | 038222105 | 729 | 62390 | SH | SOLE |
| APPROACH RESOURCES INC COM | COM | 03834A103 | 475 | 42500 | SH | SOLE |
| ARBITRON INC COM | COM | 03875Q108 | 392 | 14000 | SH | SOLE |
| ARCH CHEMICALS INC COM | COM | 03937R102 | 2870 | 81780 | SH | SOLE |
| ARCHER DANIELS MIDLAND | COM | 039483102 | 48514 | 1519856 | SH | SOLE |
| ARCSIGHT INC COM | COM | 039666102 | 11405 | 261903 | SH | SOLE |
| ARGO GROUP INTL HLDGS LTD COM | COM | G0464B107 | 2779 | 80000 | SH | SOLE |
| ARTHROCARE CORP COM | COM | 043136100 | 12114 | 445700 | SH | SOLE |
| ARTIO GLOBAL INVESTORS INC | COM | 04315B107 | 2875 | 187900 | SH | SOLE |
| ASCENT MEDIA CORP COM SER A | COM | 043632108 | 33114 | 1239745 | SH | SOLE |
| ASHLAND INC NEW COM | COM | 044209104 | 13302 | 272749 | SH | SOLE |
| ASTEC INDS INC COM | COM | 046224101 | 1312 | 46000 | SH | SOLE |
| ASTRONICS CORP COM | COM | 046433108 | 175 | 10000 | SH | SOLE |
| ATC TECHNOLOGY CORP | COM | 00211W104 | 272 | 11000 | SH | SOLE |
| AUTOMATIC DATA PROCESSING | COM | 053015103 | 462 | 11000 | SH | SOLE |
| AUTONATION INC | COM | 05329W102 | 61394 | 2640584 | SH | SOLE |
| AUTOZONE INC | COM | 053332102 | 8676 | 37900 | SH | SOLE |
| AVON PRODUCTS INC | COM | 054303102 | 2405 | 74900 | SH | SOLE |
| AZZ INC COM | COM | 002474104 | 206 | 4800 | SH | SOLE |
| BADGER METER INC COM | COM | 056525108 | 2734 | 67550 | SH | SOLE |
| BALDOR ELEC CO COM | COM | 057741100 | 28316 | 700900 | SH | SOLE |
| BALDWIN TECHNOLOGY INC CL A | COM | 058264102 | 1231 | 1009147 | SH | SOLE |
| BANK OF AMERICA | COM | 060505104 | 6537 | 498895 | SH | SOLE |
| BANK OF NEW YORK MELLON CORP | COM | 064058100 | 113337 | 4337434 | SH | SOLE |
| BARNES GROUP INC COM | COM | 067806109 | 1006 | 57190 | SH | SOLE |
| BARNES & NOBLES | COM | 067774109 | 2269 | 140000 | SH | SOLE |
| BARRETT BILL CORP COM | COM | 06846N104 | 1332 | 37000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GAMCO ASSET MGT. INC. |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| BARRICK GOLD(R:ABX.N B:ABX US) | COM | 067901108 | 2194 | 47400 | SH | | SOLE | |
| BAXTER INTL INC COM | COM | 071813109 | 30632 | 642040 | SH | | SOLE | |
| BCE INC | COM | 05534B760 | 12084 | 371800 | SH | | SOLE | |
| BEASLEY BROADCAST GRP INC. | COM | 074014101 | 6768 | 1279320 | SH | | SOLE | |
| BECTON DICKINSON & CO COM | COM | 075887109 | 2007 | 27085 | SH | | SOLE | |
| BED BATH & BEYOND INC | COM | 075896100 | 5426 | 125000 | SH | | SOLE | |
| BEL FUSE INC CL A | COM | 077347201 | 2927 | 139841 | SH | | SOLE | |
| BELDEN CDT INC | COM | 077454106 | 2638 | 100000 | SH | | SOLE | |
| BELO CORP | COM | 080555105 | 3073 | 495601 | SH | | SOLE | |

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|---------------------------------|-----|-----------|--------|----------|----|------|
| BERKSHIRE HATHAWAY INC DEL CL | COM | 084670702 | 10744 | 129950 | SH | SOLE |
| BERKSHIRE HATHAWAY INC-CL A | COM | 084670108 | 3735 | 30 | SH | SOLE |
| BEST BUY INC COM | COM | 086516101 | 1645 | 40300 | SH | SOLE |
| BIG 5 SPORTING GOODS CORP COM | COM | 08915P101 | 1959 | 146000 | SH | SOLE |
| BIGLARI HOLDINGS INC | COM | 08986R101 | 31528 | 95931 | SH | SOLE |
| BIO RAD LABS INC CL A | COM | 090572207 | 281 | 3100 | SH | SOLE |
| BIOGEN IDEC INC | COM | 09062X103 | 692 | 12329 | SH | SOLE |
| BIOLASE TECHNOLOGY INC COM | COM | 090911108 | 158 | 135000 | SH | SOLE |
| BIO-REFERENCE LABS INC COM \$.0 | COM | 09057G602 | 761 | 36500 | SH | SOLE |
| BLACK HILLS CORP COM | COM | 092113109 | 22905 | 734125 | SH | SOLE |
| BLACKROCK INC CL A | COM | 09247X101 | 582 | 3420 | SH | SOLE |
| BLACKSTONE GROUP L P COM UNIT | COM | 09253U108 | 437 | 34400 | SH | SOLE |
| BOEING CO | COM | 097023105 | 39194 | 589028 | SH | SOLE |
| BON-TON STORES INC COM | COM | 09776J101 | 5863 | 576500 | SH | SOLE |
| BORG WARNER INC | COM | 099724106 | 67504 | 1282852 | SH | SOLE |
| BOSTON BEER INC CL A | COM | 100557107 | 9977 | 149200 | SH | SOLE |
| BOSTON SCIENTIFIC CORP COM | COM | 101137107 | 10888 | 1776165 | SH | SOLE |
| BOWNE & CO INC COM | COM | 103043105 | 7087 | 625500 | SH | SOLE |
| BOYD GAMING CORP | COM | 103304101 | 13382 | 1845850 | SH | SOLE |
| BRINKS CO COM | COM | 109696104 | 6318 | 274700 | SH | SOLE |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 19731 | 727805 | SH | SOLE |
| BROWN FORMAN CORP CL B | COM | 115637209 | 4914 | 79723 | SH | SOLE |
| BROWN-FORMAN CORP CLASS A | COM | 115637100 | 33885 | 550440 | SH | SOLE |
| BRUNSWICK CORP | COM | 117043109 | 974 | 64000 | SH | SOLE |
| BRUSH ENGINEERED MATLS INC COM | COM | 117421107 | 21666 | 761800 | SH | SOLE |
| BRYN MAWR BK CORP COM | COM | 117665109 | 207 | 12024 | SH | SOLE |
| BURGER KING HOLDING INC | COM | 121208201 | 3507 | 146840 | SH | SOLE |
| CABLEVISION SYS NY GROUP A | COM | 12686C109 | 262980 | 10041235 | SH | SOLE |
| CALAMOS ASSET MANAGEMENT-A | COM | 12811R104 | 1265 | 110000 | SH | SOLE |
| CALGON CARBON CORP COM | COM | 129603106 | 954 | 65800 | SH | SOLE |
| CAMBIUM LEARNING GRP INC COM | COM | 13201A107 | 1008 | 315073 | SH | SOLE |
| CAMERON INTERNATIONAL CORP | COM | 13342B105 | 11019 | 256504 | SH | SOLE |
| CAMPBELL SOUP CO | COM | 134429109 | 27806 | 777797 | SH | SOLE |
| CANTERBURY PK HLDG CORP | COM | 13811E101 | 3126 | 411269 | SH | SOLE |
| CAPELLA EDUCATION COMPANY COM | COM | 139594105 | 202 | 2600 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | |
| GAMCO ASSET MGT. INC. | | | | | | |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| CARMIKE CINEMAS INC COM | COM | 143436400 | 1291 | 148000 | SH | | SOLE | |
| CASELLA WASTE SYS INC CL A | COM | 147448104 | 546 | 130000 | SH | | SOLE | |
| CASEYS GEN STORES INC COM | COM | 147528103 | 13674 | 327523 | SH | | SOLE | |
| CASH AMER INTL INC COM | COM | 14754D100 | 280 | 8000 | SH | | SOLE | |
| CAVCO INDUSTRIES | COM | 149568107 | 16951 | 472048 | SH | | SOLE | |
| CBS CORP CLASS A | COM | 124857103 | 43793 | 2754284 | SH | | SOLE | |
| CBS CORP NEW CL B | COM | 124857202 | 11389 | 718111 | SH | | SOLE | |
| CELGENE CORP | COM | 151020104 | 1289 | 22370 | SH | | SOLE | |
| CELLU TISSUE HLDGS INC COM | COM | 151169109 | 913 | 76500 | SH | | SOLE | |
| CENTRAL EUROPE AND RUSSIA FUND | MUTUAL FUNDS | 153436100 | 353 | 9441 | SH | | SOLE | |
| CENTRAL VT PUB SVC CORP COM | COM | 155771108 | 2229 | 110500 | SH | | SOLE | |
| CENTURYLINK, INC. | COM | 156700106 | 8881 | 225063 | SH | | SOLE | |
| CEPHALON INC COM | COM | 156708109 | 1018 | 16300 | SH | | SOLE | |
| CEPHEID COM | COM | 15670R107 | 4752 | 254000 | SH | | SOLE | |
| CH ENERGY GROUP, INC. | COM | 12541M102 | 33537 | 759451 | SH | | SOLE | |
| CHEESECAKE FACTORY INC | COM | 163072101 | 4881 | 184400 | SH | | SOLE | |
| CHEMED CORPORATION | COM | 16359R103 | 41964 | 736605 | SH | | SOLE | |
| CHESAPEAKE ENERGY CORP COM | COM | 165167107 | 2013 | 88880 | SH | | SOLE | |
| CHESAPEAKE UTILS CORP COM | COM | 165303108 | 1467 | 40501 | SH | | SOLE | |

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|--------------------------------|------------------|-----------|--------|---------|----|------|
| CHEVRON CORP | COM | 166764100 | 16485 | 203391 | SH | SOLE |
| CHINA MOBILE LTD | COM | 16941M109 | 2966 | 58000 | SH | SOLE |
| CHURCH & DWIGHT CO | COM | 171340102 | 16646 | 256330 | SH | SOLE |
| CHURCHILL DOWNS INC COM | COM | 171484108 | 21884 | 612642 | SH | SOLE |
| CINCINNATI BELL | COM | 171871106 | 24062 | 9012059 | SH | SOLE |
| CINCINNATI BELL PFD CVT 6.75% | CONVERTIBLE PREF | 171871403 | 491 | 12600 | SH | SOLE |
| CINEDIGM DIGITAL CINEMA CORPOR | COM | 172407108 | 39 | 30000 | SH | SOLE |
| CIRCOR INTL INC COM | COM | 17273K109 | 45211 | 1430713 | SH | SOLE |
| CISCO SYS INC | COM | 17275R102 | 5056 | 230864 | SH | SOLE |
| CITIGROUP INC. | COM | 172967101 | 1469 | 375600 | SH | SOLE |
| CLARCOR INC | COM | 179895107 | 73291 | 1897267 | SH | SOLE |
| CLEAR CHANNEL OUTDOOR HLDGS CL | COM | 18451C109 | 19319 | 1690200 | SH | SOLE |
| CLEARWIRE CORP-CLASS A | COM | 18538Q105 | 1411 | 174370 | SH | SOLE |
| CME GROUP INC COM | COM | 12572Q105 | 2097 | 8050 | SH | SOLE |
| CMS ENERGY CORP COM | COM | 125896100 | 1796 | 99675 | SH | SOLE |
| CNA SURETY CORP COM | COM | 12612L108 | 18515 | 1033200 | SH | SOLE |
| CNH GLOBAL NV COM | COM | N20935206 | 123249 | 3363780 | SH | SOLE |
| COACH INC | COM | 189754104 | 389 | 9058 | SH | SOLE |
| COBALT INTL ENERGY INC COM | COM | 19075F106 | 287 | 30000 | SH | SOLE |
| COCA COLA CO | COM | 191216100 | 103755 | 1772988 | SH | SOLE |
| COCA COLA ENTERPRISES INC | COM | 191219104 | 7406 | 238900 | SH | SOLE |
| COGENT INC COM | COM | 19239Y108 | 581 | 54600 | SH | SOLE |
| COHEN & STEERS INC COM | COM | 19247A100 | 16229 | 747871 | SH | SOLE |
| COLDWATER CREEK INC COM | COM | 193068103 | 5871 | 1114000 | SH | SOLE |
| COLGATE PALMOLIVE CO | COM | 194162103 | 1991 | 25900 | SH | SOLE |

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|----|
| COLLECTIVE BRANDS INC COM | COM | 19421W100 | 210 | 13000 | SH | | SOLE | |
| COMCAST CORP CL A SPL | COM | 20030N200 | 1123 | 66044 | SH | | SOLE | |
| COMCAST CORP NEW COM CL A | COM | 20030N101 | 2253 | 124602 | SH | | SOLE | |
| COMMUNICATIONS SYS | COM | 203900105 | 3045 | 267537 | SH | | SOLE | |
| CONAGRA INC | COM | 205887102 | 1119 | 51000 | SH | | SOLE | |
| CONMED CORP COM | COM | 207410101 | 2212 | 98700 | SH | | SOLE | |
| CONNECTICUT WTR SVC INC COM | COM | 207797101 | 205 | 8550 | SH | | SOLE | |
| CONOCOPHILLIPS COM | COM | 20825C104 | 10936 | 190422 | SH | | SOLE | |
| CONSOL ENERGY INC COM | COM | 20854P109 | 7074 | 191400 | SH | | SOLE | |
| CONSTELLATION BRANDS COM | COM | 21036P108 | 10823 | 611825 | SH | | SOLE | |
| CONSTELLATION ENERGY GROUP ICO | COM | 210371100 | 5294 | 164206 | SH | | SOLE | |
| CONTINUACARE CORP COM | COM | 212172100 | 462 | 110000 | SH | | SOLE | |
| COOPER COS INC COM NEW | COM | 216648402 | 6471 | 140000 | SH | | SOLE | |
| COOPER INDUSTRIES PLC SHS | COM | G24140108 | 54452 | 1112857 | SH | | SOLE | |
| COPART INC COM | COM | 217204106 | 1665 | 50500 | SH | | SOLE | |
| CORE MOLDING TECH COM | COM | 218683100 | 1893 | 430300 | SH | | SOLE | |
| CORINTHIAN COLLEGES INC COM | COM | 218868107 | 3689 | 525500 | SH | | SOLE | |
| CORN PRODS INTL INC COM | COM | 219023108 | 28778 | 767401 | SH | | SOLE | |
| CORNING INC | COM | 219350105 | 7828 | 428202 | SH | | SOLE | |
| COSTCO WHSL CORP NEW COM | COM | 22160K105 | 8396 | 130191 | SH | | SOLE | |
| COVANCE INC COM | COM | 222816100 | 267 | 5700 | SH | | SOLE | |
| COVANTA HOLDING CORP | COM | 22282E102 | 3843 | 244000 | SH | | SOLE | |
| COVIDIEN PLC ORDINARY SHARE | COM | G2554F105 | 18356 | 456740 | SH | | SOLE | |
| CRANE CO | COM | 224399105 | 140875 | 3713094 | SH | | SOLE | |
| CROWN HOLDINGS INC COM | COM | 228368106 | 281 | 9800 | SH | | SOLE | |
| CROWN MEDIA HLDGS INC CL A | COM | 228411104 | 694 | 290189 | SH | | SOLE | |
| CRUCCELL N V SPONSORED ADR | COM | 228769105 | 20910 | 628697 | SH | | SOLE | |
| CTS CORP | COM | 126501105 | 33704 | 3503543 | SH | | SOLE | |
| CUMMINS ENGINE INC | COM | 231021106 | 1173 | 12945 | SH | | SOLE | |

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|--------------------------------|-----------|-----------|--------|---------|----|-----------------------|
| CURTISS WRIGHT CORP | COM | 231561101 | 77522 | 2558471 | SH | SOLE |
| CUTERA INC COM | COM | 232109108 | 3483 | 430000 | SH | SOLE |
| CVS CAREMARK CORP | COM | 126650100 | 33285 | 1057676 | SH | SOLE |
| CYMER INC COM | COM | 232572107 | 252 | 6800 | SH | SOLE |
| CYNOSURE INC CL A | COM | 232577205 | 245 | 24000 | SH | SOLE |
| CYPRESS SEMICONDUCTOR CORP COM | COM | 232806109 | 5271 | 419000 | SH | SOLE |
| CYTEC INDS INC COM | COM | 232820100 | 338 | 6000 | SH | SOLE |
| C&D TECHNOLOGIES INC COM | COM | 124661109 | 3 | 11290 | SH | SOLE |
| DANA HOLDING CORP COM | COM | 235825205 | 23824 | 1933800 | SH | SOLE |
| DEAN FOODS (B:DF) | COM | 242370104 | 3365 | 329600 | SH | SOLE |
| DEERE & CO. | COM | 244199105 | 126256 | 1809337 | SH | SOLE |
| DEL MONTE FOODS CO COM | COM | 24522P103 | 25453 | 1941527 | SH | SOLE |
| DELTIC TIMBER CORP COM | COM | 247850100 | 309 | 6900 | SH | SOLE |
| DENNYS CORP COM | COM | 24869P104 | 2504 | 805000 | SH | SOLE |
| DENTSPLY INTL INC NEW COM | COM | 249030107 | 8594 | 268800 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GAMCO ASSET MGT. INC. |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| DEUTSCHE BANK AG-REG (B:DB) | COM | D18190898 | 2895 | 52700 | SH | | SOLE | |
| DEUTSCHE TELEKOM AG-SPON ADR (| COM | 251566105 | 7398 | 538649 | SH | | SOLE | |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 14654 | 226358 | SH | | SOLE | |
| DEXCOM INC COM | COM | 252131107 | 1031 | 78000 | SH | | SOLE | |
| DIAGEO PLC SPONSORED ADR (B:DE | COM | 25243Q205 | 40201 | 582532 | SH | | SOLE | |
| DIAMOND FOODS INC COM | COM | 252603105 | 1066 | 26000 | SH | | SOLE | |
| DIAMOND MGMT & TECHNOLOGY COCO | COM | 25269L106 | 1006 | 80500 | SH | | SOLE | |
| DIAMOND OFFSHORE DRILLNG INCCO | COM | 25271C102 | 1125 | 16600 | SH | | SOLE | |
| DIEBOLD INC COM | COM | 253651103 | 121550 | 3909625 | SH | | SOLE | |
| DIRECTV-CLASS A | COM | 25490A101 | 278396 | 6687383 | SH | | SOLE | |
| DISCOVER FINANCIAL | COM | 254709108 | 3190 | 191268 | SH | | SOLE | |
| DISCOVERY COMMS NEW SER A | COM | 25470F104 | 40662 | 933693 | SH | | SOLE | |
| DISCOVERY COMMS NEW SER C | COM | 25470F302 | 33909 | 887898 | SH | | SOLE | |
| DISH NETWORK CORPORATION | COM | 25470M109 | 46917 | 2442300 | SH | | SOLE | |
| DISNEY WALT PRODTNS | COM | 254687106 | 6811 | 205763 | SH | | SOLE | |
| DOMINION RES INC VA NEW COM | COM | 25746U109 | 5200 | 119100 | SH | | SOLE | |
| DONALDSON INC | COM | 257651109 | 62092 | 1317470 | SH | | SOLE | |
| DOVER DOWNS GAMING & ENTMT INC | COM | 260095104 | 593 | 174542 | SH | | SOLE | |
| DOVER MOTORSPORTS INC.(B:DVD) | COM | 260174107 | 1566 | 865000 | SH | | SOLE | |
| DOW CHEMICAL CORP | COM | 260543103 | 351 | 12780 | SH | | SOLE | |
| DPL INC COM | COM | 233293109 | 11228 | 429712 | SH | | SOLE | |
| DR HORTON 2.000% 05/15/14 | CONVERTIBLE BOND | 23331ABB4 | 210 | 190000 | PRN | | SOLE | |
| DR PEPPER SNAPPLE GROUP INC CO | COM | 26138E109 | 92727 | 2610571 | SH | | SOLE | |
| DRIL QUIP INC. | COM | 262037104 | 1000 | 16100 | SH | | SOLE | |
| DU PONT E I DE NEMOURS CO | COM | 263534109 | 3435 | 76990 | SH | | SOLE | |
| DUCOMMUN INC DEL COM | COM | 264147109 | 218 | 10000 | SH | | SOLE | |
| DUFF & PHELPS CORP-CL A | COM | 26433B107 | 606 | 45000 | SH | | SOLE | |
| DUKE ENERGY CORP | COM | 26441C105 | 4154 | 234542 | SH | | SOLE | |
| DYNEGY INC | COM | 26817G300 | 302 | 62000 | SH | | SOLE | |
| E M C CORP MASS COM | COM | 268648102 | 3593 | 176915 | SH | | SOLE | |
| EASTMAN KODAK | COM | 277461109 | 1755 | 417950 | SH | | SOLE | |
| EATON CORP | COM | 278058102 | 2834 | 34355 | SH | | SOLE | |
| EATON VANCE CORP COM | COM | 278265103 | 348 | 12000 | SH | | SOLE | |
| EBAY INC | COM | 278642103 | 659 | 27000 | SH | | SOLE | |
| ECHOSTAR CORP-A | COM | 278768106 | 7756 | 406498 | SH | | SOLE | |
| ECOLAB INC | COM | 278865100 | 48815 | 962056 | SH | | SOLE | |
| EDGEWATER TECHNOLOGY INC COM | COM | 280358102 | 2923 | 1074727 | SH | | SOLE | |
| EL PASO CORPORATION | COM | 28336L109 | 23978 | 1936795 | SH | | SOLE | |
| EL PASO ELEC CO COM NEW | COM | 283677854 | 46114 | 1939174 | SH | | SOLE | |

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| | | | | | | |
|---------------------------|-----|-----------|------|--------|----|------|
| ELECTRONIC ARTS COM | COM | 285512109 | 1942 | 118068 | SH | SOLE |
| ELIZABETH ARDEN INC | COM | 28660G106 | 220 | 11000 | SH | SOLE |
| EMERSON ELEC CO | COM | 291011104 | 2396 | 45506 | SH | SOLE |
| EMMIS COMMUNICATIONS CORP | COM | 291525103 | 70 | 90000 | SH | SOLE |
| EMULEX CORP COM NEW | COM | 292475209 | 1707 | 163500 | SH | SOLE |

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GAMCO ASSET MGT. INC.

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|---------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ENER1 INC COM NEW | COM | 29267A203 | 52 | 14000 | SH | | SOLE | |
| ENERGIZER HLDGS INC COM | COM | 29266R108 | 80439 | 1196479 | SH | | SOLE | |
| ENERGY TRANSFER PARTNERS L PUN | COM | 29273R109 | 338 | 7000 | SH | | SOLE | |
| ENTEGRIS INC COM | COM | 29362U104 | 566 | 121170 | SH | | SOLE | |
| ENTERPRISE GP HLDGS L P UNIT L | COM | 293716106 | 317 | 5400 | SH | | SOLE | |
| ENTERPRISE PRODS PARTNERS L CO | OIL & GAS PARTNE | 293792107 | 574 | 14468 | SH | | SOLE | |
| EOG RESOURCES INC | COM | 26875P101 | 1269 | 13645 | SH | | SOLE | |
| EPIQ SYS INC COM | COM | 26882D109 | 175 | 14300 | SH | | SOLE | |
| EPOCH HOLDING CORP | COM | 29428R103 | 6741 | 523340 | SH | | SOLE | |
| EQT CORP COM | COM | 26884L109 | 902 | 25000 | SH | | SOLE | |
| EXACTECH INC COM | COM | 30064E109 | 9502 | 582215 | SH | | SOLE | |
| EXPRESSJET HOLDINGS INC COM NE | COM | 30218U306 | 966 | 144800 | SH | | SOLE | |
| EXXON MOBIL CORP | COM | 30231G102 | 9739 | 157615 | SH | | SOLE | |
| EZCORP INC CL A NON VTG | COM | 302301106 | 545 | 27200 | SH | | SOLE | |
| FALCONSTOR SOFTWARE INC COM | COM | 306137100 | 327 | 107000 | SH | | SOLE | |
| FAMOUS DAVES AMER INC COM | COM | 307068106 | 205 | 21650 | SH | | SOLE | |
| FEDERAL MOGUL CORP CL A | COM | 313549404 | 22176 | 1172690 | SH | | SOLE | |
| FERRO CORP | COM | 315405100 | 78755 | 6109759 | SH | | SOLE | |
| FIDELITY SOUTHERN CORP | COM | 316394105 | 230 | 35864 | SH | | SOLE | |
| FIRST NIAGARA FINL GP INC COM | COM | 33582V108 | 117 | 10000 | SH | | SOLE | |
| FIRSTENERGY CORP COM | COM | 337932107 | 1197 | 31051 | SH | | SOLE | |
| FIRSTMERIT CORP COM | COM | 337915102 | 484 | 26400 | SH | | SOLE | |
| FISHER COMMUNICATIONS INC COM | COM | 337756209 | 32025 | 1837332 | SH | | SOLE | |
| FLIR SYS INC COM | COM | 302445101 | 565 | 21990 | SH | | SOLE | |
| FLOWERS FOODS INC COM | COM | 343498101 | 29128 | 1172619 | SH | | SOLE | |
| FLOWERVE CORP COM | COM | 34354P105 | 153647 | 1404192 | SH | | SOLE | |
| FLUSHING FINL CORP COM | COM | 343873105 | 2506 | 216800 | SH | | SOLE | |
| FMC CORP COM NEW | COM | 302491303 | 232 | 3390 | SH | | SOLE | |
| FOMENTO ECONOMICO MEXICANO SAD | COM | 344419106 | 13567 | 267435 | SH | | SOLE | |
| FORD CAP TRUST 6.5% 01/15/32 | CONVERTIBLE PREF | 345395206 | 6774 | 141400 | SH | | SOLE | |
| FORD MTR CO DEL COM PAR \$0.01 | COM | 345370860 | 19610 | 1602122 | SH | | SOLE | |
| FORTUNE BRANDS INC | COM | 349631101 | 78255 | 1589581 | SH | | SOLE | |
| FRANKLIN ELEC INC | COM | 353514102 | 6891 | 207800 | SH | | SOLE | |
| FRANKLIN RES INC COM | COM | 354613101 | 1090 | 10200 | SH | | SOLE | |
| FREEMPORT MCMORAN COPPER&GOLD C | COM | 35671D857 | 18280 | 214071 | SH | | SOLE | |
| FREQUENCY ELECTRS INC COM | COM | 358010106 | 147 | 24400 | SH | | SOLE | |
| FRESENIUS KABI PHARMA-CVR | WARRANT AND RIGH | 35802M115 | 1 | 15000 | SH | | SOLE | |
| FRONTIER COMMUNICATIONS CORP | COM | 35906A108 | 202 | 24667 | SH | | SOLE | |
| FULLER H B CO COM | COM | 359694106 | 9654 | 485850 | SH | | SOLE | |
| FURMANITE CORPORATION | COM | 361086101 | 8056 | 1650784 | SH | | SOLE | |
| GABELLI CV SECURITIES FUND | MUTUAL FUNDS | 36240B109 | 7192 | 1227225 | SH | | SOLE | |
| GABELLI DIV&INC TR COM | MUTUAL FUNDS | 36242H104 | 29034 | 2085741 | SH | | SOLE | |
| GABELLI EQUITY TRUST INC | MUTUAL FUNDS | 362397101 | 3357 | 667421 | SH | | SOLE | |
| GABELLI GLB GLD NAT RES & INCO | MUTUAL FUNDS | 36244N109 | 184 | 10531 | SH | | SOLE | |

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GAMCO ASSET MGT. INC.

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| GABELLI GBL MULTIMEDIA TR COM | MUTUAL FUNDS | 36239Q109 | 3293 | 432668 | SH | | SOLE | |
| GABELLI GLOBAL DEAL FUND | MUTUAL FUNDS | 36245G103 | 17825 | 1286078 | SH | | SOLE | |
| GABELLI GLOBAL UTIL & INCOMECO | MUTUAL FUNDS | 36242L105 | 3450 | 171491 | SH | | SOLE | |
| GABELLI HLTHCARE & WELLNESS | MUTUAL FUNDS | 36246K103 | 562 | 87860 | SH | | SOLE | |
| GABELLI UTIL TR COM | MUTUAL FUNDS | 36240A101 | 1614 | 255840 | SH | | SOLE | |
| GARDNER DENVER INC | COM | 365558105 | 1718 | 32000 | SH | | SOLE | |
| GATX CORP | COM | 361448103 | 96892 | 3304651 | SH | | SOLE | |
| GAYLORD ENTERTAINMENT CO | COM | 367905106 | 119720 | 3925258 | SH | | SOLE | |
| GENCORP INC | COM | 368682100 | 22949 | 4664504 | SH | | SOLE | |
| GENERAL ELEC CO | COM | 369604103 | 23869 | 1468843 | SH | | SOLE | |
| GENERAL MILLS INC | COM | 370334104 | 103508 | 2832738 | SH | | SOLE | |
| GENESE & WYOMING INC. | COM | 371559105 | 226 | 5200 | SH | | SOLE | |
| GENESIS ENERGY L P UNIT L P IN | OIL & GAS PARTNE | 371927104 | 2587 | 110000 | SH | | SOLE | |
| GENUINE PARTS CO | COM | 372460105 | 104482 | 2343166 | SH | | SOLE | |
| GENZYME CORP | COM | 372917104 | 4385 | 61950 | SH | | SOLE | |
| GEORESOURCES INC COM | COM | 372476101 | 184 | 11600 | SH | | SOLE | |
| GERBER SCIENTIFIC INSTR | COM | 373730100 | 8370 | 1356579 | SH | | SOLE | |
| GILEAD SCIENCES INC COM | COM | 375558103 | 1702 | 47800 | SH | | SOLE | |
| GLG PARTNERS INC COM | COM | 37929X107 | 968 | 215000 | SH | | SOLE | |
| GLOBAL SOURCES LTD COM | COM | G39300101 | 1602 | 212152 | SH | | SOLE | |
| GOLDMAN SACHS GR | COM | 38141G104 | 911 | 6300 | SH | | SOLE | |
| GOOGLE INC-CL A | COM | 38259P508 | 8386 | 15950 | SH | | SOLE | |
| GORMAN RUPP CO | COM | 383082104 | 9554 | 346675 | SH | | SOLE | |
| GRACO INC COM | COM | 384109104 | 7201 | 226950 | SH | | SOLE | |
| GRAFTECH INTERNATIONAL | COM | 384313102 | 88576 | 5667026 | SH | | SOLE | |
| GRAY TELEVISION, INC | COM | 389375106 | 2782 | 1384308 | SH | | SOLE | |
| GRAY TELEVISION, INC CL A | COM | 389375205 | 81 | 44500 | SH | | SOLE | |
| GREAT ATLANTIC & PAC TEA INCCO | COM | 390064103 | 9814 | 2478200 | SH | | SOLE | |
| GREAT PLAINS ENERGY INC. (B: G | COM | 391164100 | 33603 | 1777950 | SH | | SOLE | |
| GREATBATCH INC | COM | 39153L106 | 3339 | 144000 | SH | | SOLE | |
| GREENBRIER COS INC | COM | 393657101 | 1933 | 124000 | SH | | SOLE | |
| GREIF INC CL A | COM | 397624107 | 61609 | 1047058 | SH | | SOLE | |
| GREIF INC CL B | COM | 397624206 | 408 | 7100 | SH | | SOLE | |
| GRIFFIN LAND & NUR | COM | 398231100 | 25041 | 947101 | SH | | SOLE | |
| GRIFFON CORP COM | COM | 398433102 | 66991 | 5495539 | SH | | SOLE | |
| GRUPO TELEVIS SA DE CV ADR (B | COM | 40049J206 | 37681 | 1991618 | SH | | SOLE | |
| GSE SYS INC COM | COM | 36227K106 | 165 | 49233 | SH | | SOLE | |
| GYRODYNE CO AMER INC COM | COM | 403820103 | 384 | 5000 | SH | | SOLE | |
| H R BLOCK INC | COM | 093671105 | 1656 | 127909 | SH | | SOLE | |
| HAIN CELESTIAL GROUP INC | COM | 405217100 | 4436 | 185000 | SH | | SOLE | |
| HALLIBURTON COMPANY | COM | 406216101 | 31803 | 961685 | SH | | SOLE | |
| HANESBRANDS INC COM | COM | 410345102 | 2277 | 88062 | SH | | SOLE | |
| HARLEY DAVIDSON INC | COM | 412822108 | 353 | 12400 | SH | | SOLE | |
| HARMAN INTL INDS INC NEW COM | COM | 413086109 | 6959 | 208300 | SH | | SOLE | |

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GAMCO ASSET MGT. INC.

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|----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| HARSCO CORP COM | COM | 415864107 | 243 | 9870 | SH | | SOLE | |
| HAWAIIAN ELEC INDS INC COM | COM | 419870100 | 543 | 24100 | SH | | SOLE | |
| HAWK CORP CL A | COM | 420089104 | 43736 | 1010775 | SH | | SOLE | |
| HAWKINS INC COM | COM | 420261109 | 7678 | 216767 | SH | | SOLE | |
| HEELYS INC COM | COM | 42279M107 | 43 | 18000 | SH | | SOLE | |
| HEICO CORP NEW COM | COM | 422806109 | 1597 | 35000 | SH | | SOLE | |
| HEINZ, H J COMPANY | COM | 423074103 | 43400 | 916182 | SH | | SOLE | |

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| | | | | | | |
|---------------------------------|-------|-----------|--------|---------|----|------|
| HERLEY INDS INC COM | COM | 427398102 | 47006 | 2848857 | SH | SOLE |
| HERSHEY COMPANY (THE) | COM | 427866108 | 26828 | 563731 | SH | SOLE |
| HESKA CORP COM NEW RESTRICTED | COM | 42805E207 | 64 | 142000 | SH | SOLE |
| HESS CORP | COM | 42809H107 | 6794 | 114911 | SH | SOLE |
| HEWITT ASSOCS INC COM | COM | 42822Q100 | 1708 | 33859 | SH | SOLE |
| HEWLETT PACKARD CO | COM | 428236103 | 2385 | 56698 | SH | SOLE |
| HICKORY TECH CORP COM | COM | 429060106 | 491 | 57525 | SH | SOLE |
| HOME DEPOT INC | COM | 437076102 | 21106 | 666225 | SH | SOLE |
| HONEYWELL INT'L INC | COM | 438516106 | 120200 | 2735544 | SH | SOLE |
| HSN INC COM | COM | 404303109 | 2337 | 78225 | SH | SOLE |
| HUDSON CITY BANCORP INC COM | COM | 443683107 | 1325 | 108045 | SH | SOLE |
| HUDSON VALLEY HOLDING CORP COM | COM | 444172100 | 644 | 33000 | SH | SOLE |
| HUNTSMAN CORP COM | COM | 447011107 | 11387 | 985000 | SH | SOLE |
| IAC INTERACTIVECORP COM PAR \$. | COM | 44919P508 | 4729 | 179999 | SH | SOLE |
| ICU MEDICAL INC | COM | 44930G107 | 634 | 17000 | SH | SOLE |
| ICX TECHNOLOGIES INC COM | COM | 44934T105 | 83 | 11000 | SH | SOLE |
| IDEX CORP | COM | 45167R104 | 60391 | 1700687 | SH | SOLE |
| ILLINOIS TOOL WORKS INC | COM | 452308109 | 324 | 6900 | SH | SOLE |
| IMAX CORP COM | COM | 45245E109 | 771 | 45700 | SH | SOLE |
| INERGY L P UNIT LTD PTNR | UNITS | 456615103 | 361 | 9100 | SH | SOLE |
| INGERSOLL-RAND PLC | COM | G47791101 | 453 | 12680 | SH | SOLE |
| INGLES MKTS INC CL A | COM | 457030104 | 20337 | 1224389 | SH | SOLE |
| INNERWORKINGS INC COM | COM | 45773Y105 | 66 | 10000 | SH | SOLE |
| INNOVATIVE SOLUTIONS & SUPPOCO | COM | 45769N105 | 73 | 15000 | SH | SOLE |
| INSITUFORM TECHNOLOGIES INC CL | COM | 457667103 | 2402 | 99200 | SH | SOLE |
| INTEGRYS ENERGY GROUP INC | COM | 45822P105 | 308 | 5925 | SH | SOLE |
| INTEL CORP | COM | 458140100 | 10962 | 570953 | SH | SOLE |
| INTERMEC INC | COM | 458786100 | 69183 | 5642968 | SH | SOLE |
| INTERNATIONAL BUSINESS | COM | 459200101 | 11463 | 85455 | SH | SOLE |
| INTERNATIONAL GAME TECH | COM | 459902102 | 16659 | 1152862 | SH | SOLE |
| INTERNATIONAL RECTIFIER CORP CO | COM | 460254105 | 865 | 41000 | SH | SOLE |
| INTERNATIONAL SPEEDWAY A | COM | 460335201 | 610 | 25000 | SH | SOLE |
| INTERPUBLIC GROUP COS INC | COM | 460690100 | 12432 | 1239500 | SH | SOLE |
| INTERVAL LEISURE GROUP INC COM | COM | 46113M108 | 612 | 45429 | SH | SOLE |
| INTL FLAVORS & FRAGRANCES | COM | 459506101 | 55004 | 1133640 | SH | SOLE |
| INTRICON CORP COM | COM | 46121H109 | 195 | 47000 | SH | SOLE |
| IRIS INTL INC COM | COM | 46270W105 | 7561 | 787595 | SH | SOLE |

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|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ITT INDUSTRIES | COM | 450911102 | 84438 | 1803079 | SH | | SOLE | |
| J & J SNACK FOODS CORP | COM | 466032109 | 2151 | 51300 | SH | | SOLE | |
| J.P. MORGAN CHASE & CO | COM | 46625H100 | 41234 | 1083391 | SH | | SOLE | |
| JANUS CAP GROUP INC COM | COM | 47102X105 | 50418 | 4604380 | SH | | SOLE | |
| JOHNSON CONTROLS | COM | 478366107 | 23808 | 780576 | SH | | SOLE | |
| JOHNSON & JOHNSON | COM | 478160104 | 22268 | 359400 | SH | | SOLE | |
| JOURNAL COMM INC-A | COM | 481130102 | 22561 | 5002408 | SH | | SOLE | |
| JOY GLOBAL INC COM | COM | 481165108 | 995 | 14150 | SH | | SOLE | |
| KAMAN CORP | COM | 483548103 | 68639 | 2618826 | SH | | SOLE | |
| KAR AUCTION SVCS INC COM | COM | 48238T109 | 3468 | 275000 | SH | | SOLE | |
| KEITHLEY INSTRS INC COM | COM | 487584104 | 2882 | 134000 | SH | | SOLE | |
| KELLOGG CO | COM | 487836108 | 3806 | 75350 | SH | | SOLE | |
| KEMET CORP COM | COM | 488360108 | 835 | 250000 | SH | | SOLE | |
| KENNAMETAL INC COM | COM | 489170100 | 2150 | 69500 | SH | | SOLE | |
| KENSEY NASH CORP COM | COM | 490057106 | 2704 | 93600 | SH | | SOLE | |
| KEY ENERGY SVCS INC COM | COM | 492914106 | 856 | 90000 | SH | | SOLE | |
| KID BRANDS, INC. COM | COM | 49375T100 | 179 | 20800 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----|-----------|-------|---------|----|-----------------------|
| KIMBERLY CLARK CORP | COM | 494368103 | 24855 | 382095 | SH | SOLE |
| KINETIC CONCEPTS INC COM NEW | COM | 49460W208 | 1097 | 30000 | SH | SOLE |
| KINROSS GOLD CORP COM NO PAR | COM | 496902404 | 616 | 32800 | SH | SOLE |
| KKR & CO. L.P | COM | 48248M102 | 3852 | 363410 | SH | SOLE |
| KOHL'S CORP | COM | 500255104 | 432 | 8200 | SH | SOLE |
| KRAFT FOODS INC CL A COM | COM | 50075N104 | 82663 | 2678648 | SH | SOLE |
| LAKES ENTERTAINMENT INC COM | COM | 51206P109 | 162 | 95000 | SH | SOLE |
| LANDAUER INC | COM | 51476K103 | 4492 | 71720 | SH | SOLE |
| LAS VEGAS SANDS CORP | COM | 517834107 | 80336 | 2305200 | SH | SOLE |
| LAYNE CHRISTENSEN CO COM | COM | 521050104 | 12085 | 466800 | SH | SOLE |
| LEAR CORP COM NEW | COM | 521865204 | 2409 | 30525 | SH | SOLE |
| LEGG MASON INC COM | COM | 524901105 | 95431 | 3148501 | SH | SOLE |
| LGL GROUP INC | COM | 50186A108 | 871 | 39689 | SH | SOLE |
| LIBERTY GLOBAL INC COM SER A | COM | 530555101 | 38331 | 1244124 | SH | SOLE |
| LIBERTY GLOBAL INC COM SER C | COM | 530555309 | 25207 | 824835 | SH | SOLE |
| LIBERTY MEDIA CORP NEW LIB STA | COM | 53071M708 | 24590 | 378714 | SH | SOLE |
| LIBERTY MEDIA HLDG CORP INT CO | COM | 53071M104 | 24031 | 1752786 | SH | SOLE |
| LIBERTY MEDIA-CAP SER A | COM | 53071M302 | 62113 | 1193103 | SH | SOLE |
| LIFE TECHNOLOGIES CORP COM | COM | 53217V109 | 2485 | 53216 | SH | SOLE |
| LIFEWAY FOODS INC COM | COM | 531914109 | 2952 | 280605 | SH | SOLE |
| LILLY, ELI AND COMPANY | COM | 532457108 | 5872 | 160748 | SH | SOLE |
| LIN TV CORP CL A | COM | 532774106 | 16895 | 3805164 | SH | SOLE |
| LINCOLN ELEC HLDGS INC COM | COM | 533900106 | 3354 | 58000 | SH | SOLE |
| LINDSAY CORP | COM | 535555106 | 4488 | 103600 | SH | SOLE |
| LITTELFUSE INC | COM | 537008104 | 5463 | 125000 | SH | SOLE |
| LIVE NATION INC | COM | 538034109 | 151 | 15240 | SH | SOLE |
| LOCKHEED MARTIN CORP COM | COM | 539830109 | 1201 | 16852 | SH | SOLE |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| LOEWS CORP | COM | 540424108 | 352 | 9300 | SH | | SOLE | |
| LOWES COS INC COM | COM | 548661107 | 468 | 21015 | SH | | SOLE | |
| LSI LOGIC CORP COM | COM | 502161102 | 797 | 175218 | SH | | SOLE | |
| LUFKIN INDS INC COM | COM | 549764108 | 17033 | 388000 | SH | | SOLE | |
| L-1 IDENTITY SOLUTIONS INC | COM | 50212A106 | 9220 | 786000 | SH | | SOLE | |
| M & T BK CORP COM | COM | 55261F104 | 9858 | 120500 | SH | | SOLE | |
| MACQUARIE INFRASTRUCTURE COMPA | COM | 55608B105 | 1178 | 76000 | SH | | SOLE | |
| MACY'S INC | COM | 55616P104 | 21280 | 922004 | SH | | SOLE | |
| MADISON SQUARE GARDEN A | COM | 55826P100 | 62851 | 2980137 | SH | | SOLE | |
| MAGNETEK INC COM | COM | 559424106 | 1766 | 1337773 | SH | | SOLE | |
| MAINE & MARITIMES CORP | COM | 560377103 | 5195 | 115700 | SH | | SOLE | |
| MARATHON OIL CORP COM | COM | 565849106 | 550 | 16619 | SH | | SOLE | |
| MARCUS CORP COM | COM | 566330106 | 2453 | 207000 | SH | | SOLE | |
| MARINE PRODS CORP COM | COM | 568427108 | 4547 | 740612 | SH | | SOLE | |
| MARINER ENERGY INC COM | COM | 56845T305 | 1510 | 62320 | SH | | SOLE | |
| MARKWEST ENERGY PARTNERS L PUN | OIL & GAS PARTNE | 570759100 | 384 | 10700 | SH | | SOLE | |
| MARSH & MCLENNAN COS INC COM | COM | 571748102 | 876 | 36300 | SH | | SOLE | |
| MARTHA STEWART LIVING OMNI | COM | 573083102 | 1631 | 344000 | SH | | SOLE | |
| MASTERCARD INC COM | COM | 57636Q104 | 10075 | 44976 | SH | | SOLE | |
| MATRIX INITIATIVES INC COM | COM | 57685L105 | 491 | 96200 | SH | | SOLE | |
| MATTHEWS INTL CORP CL A | COM | 577128101 | 838 | 23700 | SH | | SOLE | |
| MCAFEE INC COM | COM | 579064106 | 111066 | 2350100 | SH | | SOLE | |
| MCCORMICK & CO INC COM VTG | COM | 579780107 | 423 | 10000 | SH | | SOLE | |
| MCGRAW HILL COMPANIES, INC. | COM | 580645109 | 5007 | 151450 | SH | | SOLE | |
| MCKESSON HBOC INC. | COM | 58155Q103 | 278 | 4500 | SH | | SOLE | |
| MEAD JOHNSON | COM | 582839106 | 17155 | 301441 | SH | | SOLE | |
| MEDALLION FINANCIAL CORP | COM | 583928106 | 1764 | 226500 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|------------------|-----------|-------|---------|----|-----------------------|
| MEDIA GENERAL CL A | COM | 584404107 | 36154 | 4034993 | SH | SOLE |
| MEDIACOM COMMUNICATIONS CORPCL | COM | 58446K105 | 633 | 95500 | SH | SOLE |
| MEDTRONIC INC COM | COM | 585055106 | 437 | 13000 | SH | SOLE |
| MENTOR GRAPHICS CORP COM | COM | 587200106 | 2283 | 216000 | SH | SOLE |
| MERCK & COMPANY | COM | 58933Y105 | 6263 | 170150 | SH | SOLE |
| MEREDITH CORP | COM | 589433101 | 9043 | 271483 | SH | SOLE |
| MET PRO CORP COM | COM | 590876306 | 1227 | 121655 | SH | SOLE |
| METHODE ELECTRS INC CL A | COM | 591520200 | 1961 | 216000 | SH | SOLE |
| MF GLOBAL HLDGS LTD COM | COM | 55277J108 | 324 | 45000 | SH | SOLE |
| MGE ENERGY INC | COM | 55277P104 | 944 | 23850 | SH | SOLE |
| MGM RESORTS INTERNATIONAL | COM | 552953101 | 6124 | 542900 | SH | SOLE |
| MICROSOFT CORP | COM | 594918104 | 16038 | 654873 | SH | SOLE |
| MIDAS GROUP INC COM | COM | 595626102 | 16896 | 2220297 | SH | SOLE |
| MIDDLESEX WTR CO COM | COM | 596680108 | 2055 | 122041 | SH | SOLE |
| MILLICOM INTL CELLULAR S A SHS | COM | L6388F110 | 63005 | 656639 | SH | SOLE |
| MIRANT CORP NEW COM | COM | 60467R100 | 103 | 10370 | SH | SOLE |
| MIRANT CORP NEW WT A EX 010311 | WARRANT AND RIGH | 60467R118 | 0 | 12446 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GAMCO ASSET MGT. INC. |
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DISCRETN | O MA |
|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| MODINE MFG CO | COM | 607828100 | 33481 | 2581422 | SH | | SOLE | |
| MOLYCORP INC DEL COM | COM | 608753109 | 3598 | 127200 | SH | | SOLE | |
| MONRO MUFFLER BRAKE INC | COM | 610236101 | 2780 | 60300 | SH | | SOLE | |
| MONSANTO CO NEW COM | COM | 61166W101 | 8034 | 167610 | SH | | SOLE | |
| MONSTER WORLDWIDE INC COM | COM | 611742107 | 713 | 55000 | SH | | SOLE | |
| MOOG INC CL A | COM | 615394202 | 4524 | 127410 | SH | | SOLE | |
| MOOG INC CL B | COM | 615394301 | 1159 | 32200 | SH | | SOLE | |
| MORGAN STANLEY | COM | 617446448 | 32980 | 1336285 | SH | | SOLE | |
| MORGANS HOTEL GROUP CO COM | COM | 61748W108 | 640 | 87400 | SH | | SOLE | |
| MOSAIC CO/THE | COM | 61945A107 | 1082 | 18420 | SH | | SOLE | |
| MOSY INC | COM | 619718109 | 98 | 20000 | SH | | SOLE | |
| MOTOROLA INC | COM | 620076109 | 318 | 37300 | SH | | SOLE | |
| MOVADO GROUP INC COM | COM | 624580106 | 1136 | 104400 | SH | | SOLE | |
| MUELLER INDS INC COM | COM | 624756102 | 265 | 10000 | SH | | SOLE | |
| MUELLER WATER PRODUCTS INC | COM | 624758108 | 254 | 84150 | SH | | SOLE | |
| MURPHY OIL CORP COM | COM | 626717102 | 1189 | 19210 | SH | | SOLE | |
| MVC CAP COM | COM | 553829102 | 982 | 75750 | SH | | SOLE | |
| MWI VETERINARY SUPPLY INC | COM | 55402X105 | 4883 | 84600 | SH | | SOLE | |
| MYERS INDS INC | COM | 628464109 | 25922 | 3017660 | SH | | SOLE | |
| MYLAN LABS INC COM | COM | 628530107 | 378 | 20085 | SH | | SOLE | |
| NARA BANCORP INC COM | COM | 63080P105 | 4085 | 579500 | SH | | SOLE | |
| NATHANS FAMOUS INC NEW COM | COM | 632347100 | 2453 | 153880 | SH | | SOLE | |
| NATIONAL FUEL GAS CO N J COM | COM | 636180101 | 146152 | 2820918 | SH | | SOLE | |
| NATIONAL PRESTO INDS INC | COM | 637215104 | 852 | 8000 | SH | | SOLE | |
| NAVISTAR INTL CORP 3% 10/15/20 | CONVERTIBLE BOND | 63934EAL2 | 296 | 260000 | PRN | | SOLE | |
| NAVISTAR INTL CORP COM | COM | 63934E108 | 98055 | 2246912 | SH | | SOLE | |
| NBTY INC COM | COM | 628782104 | 11144 | 202700 | SH | | SOLE | |
| NCR CORP NEW COM | COM | 62886E108 | 33746 | 2475880 | SH | | SOLE | |
| NEOGEN CORP COM | COM | 640491106 | 339 | 10000 | SH | | SOLE | |
| NETEZZA CORP COM | COM | 64111N101 | 6030 | 223765 | SH | | SOLE | |
| NEUTRAL TANDEM INC COM | COM | 64128B108 | 388 | 32500 | SH | | SOLE | |
| NEW ALLIANCE BANCSHARES INC CO | COM | 650203102 | 7145 | 566200 | SH | | SOLE | |
| NEW GERMANY FD COM (B:GF US) | MUTUAL FUNDS | 644465106 | 190 | 13178 | SH | | SOLE | |
| NEW YORK CMNTY BANCORP INC COM | COM | 649445103 | 648 | 39886 | SH | | SOLE | |
| NEWMARKET CORP COM | COM | 651587107 | 9890 | 87000 | SH | | SOLE | |
| NEWMONT MINING CORP HOLDING CO | COM | 651639106 | 22017 | 350540 | SH | | SOLE | |
| NEWS CORP CL A | COM | 65248E104 | 94697 | 7250883 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----|-----------|-------|--------|----|------|
| NEXTERA ENERGY INC COM | COM | 65339F101 | 20916 | 384554 | SH | SOLE |
| NICOR INC COM | COM | 654086107 | 1987 | 43363 | SH | SOLE |
| NIGHTHAWK RADIOLOGY HLDGS INCO | COM | 65411N105 | 83 | 13000 | SH | SOLE |
| NIKE INC CL B | COM | 654106103 | 694 | 8660 | SH | SOLE |
| NISOURCE INC | COM | 65473P105 | 261 | 15000 | SH | SOLE |
| NOBILITY HOMES INC COM | COM | 654892108 | 1835 | 194223 | SH | SOLE |
| NOBLE CORPORATION BAAR NAMEN - | COM | H5833N103 | 1139 | 33720 | SH | SOLE |

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GAMCO ASSET MGT. INC.

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| NORDSON CORP COM | COM | 655663102 | 1474 | 20000 | SH | | SOLE | |
| NORTHEAST UTILS COM | COM | 664397106 | 25953 | 877677 | SH | | SOLE | |
| NORTHERN TRUST CORP | COM | 665859104 | 9725 | 201605 | SH | | SOLE | |
| NORTHROP GRUMMAN CORP (B:NOC) | COM | 666807102 | 1223 | 20170 | SH | | SOLE | |
| NORTHWESTERN CORP COM NEW | COM | 668074305 | 10896 | 382300 | SH | | SOLE | |
| NOVARTIS AG - ADR (B:NVS US) | COM | 66987V109 | 824 | 14290 | SH | | SOLE | |
| NOVELL INC | COM | 670006105 | 299 | 50000 | SH | | SOLE | |
| NOVO-NORDISK A S ADR | COM | 670100205 | 435 | 4420 | SH | | SOLE | |
| NRG ENERGY INC COM NEW | COM | 629377508 | 335 | 16100 | SH | | SOLE | |
| NSTAR COM | COM | 67019E107 | 32469 | 825125 | SH | | SOLE | |
| NU HORIZONS ELECTRS CORP COM | COM | 669908105 | 97 | 14000 | SH | | SOLE | |
| NUTRI SYS INC NEW COM | COM | 67069D108 | 866 | 45000 | SH | | SOLE | |
| NYMAGIC INC COM | COM | 629484106 | 590 | 23000 | SH | | SOLE | |
| NYSE EURONEXT COM | COM | 629491101 | 2833 | 99152 | SH | | SOLE | |
| O REILLY AUTOMOTIVE INC COM | COM | 686091109 | 78399 | 1473670 | SH | | SOLE | |
| OCCIDENTAL PETE CORP | COM | 674599105 | 13712 | 175125 | SH | | SOLE | |
| OCEANEERING INTL INC COM | COM | 675232102 | 18614 | 345600 | SH | | SOLE | |
| OIL DRI CORP AMER COM | COM | 677864100 | 11904 | 553400 | SH | | SOLE | |
| OLIN CORP COM PAR \$1. | COM | 680665205 | 1512 | 75000 | SH | | SOLE | |
| OMNOVA SOLUTIONS INC COM | COM | 682129101 | 19725 | 2743450 | SH | | SOLE | |
| ONEOK INC NEW COM | COM | 682680103 | 9941 | 220718 | SH | | SOLE | |
| OPKO HEALTH INC COM | COM | 68375N103 | 34 | 15000 | SH | | SOLE | |
| ORACLE SYS CORP | COM | 68389X105 | 575 | 21400 | SH | | SOLE | |
| ORIENT-EXPRESS HOTELS LTD COM | COM | G67743107 | 6038 | 541500 | SH | | SOLE | |
| ORMAT TECHNOLOGIES INC | COM | 686688102 | 2392 | 82000 | SH | | SOLE | |
| ORTHOFIX INTL N V ORD | COM | N6748L102 | 3455 | 109950 | SH | | SOLE | |
| OSTEOTECH INC COM | COM | 688582105 | 393 | 60900 | SH | | SOLE | |
| OTIX GLOBAL INC | COM | 68906N200 | 634 | 61400 | SH | | SOLE | |
| OTTER TAIL CORPORATION COM | COM | 689648103 | 4792 | 235000 | SH | | SOLE | |
| OWENS & MINOR INC NEW COM | COM | 690732102 | 3428 | 120450 | SH | | SOLE | |
| PACCAR INC | COM | 693718108 | 9664 | 200713 | SH | | SOLE | |
| PACTIV CORP COM | COM | 695257105 | 20616 | 625100 | SH | | SOLE | |
| PAIN THERAPEUTICS INC COM | COM | 69562K100 | 3059 | 495000 | SH | | SOLE | |
| PALOMAR MED TECHNOLOGIES INCCO | COM | 697529303 | 1155 | 111800 | SH | | SOLE | |
| PARAMETRIC TECHNOLOGY CORP COM | COM | 699173209 | 676 | 34600 | SH | | SOLE | |
| PARK ELECTROCHEMICAL CORP COM | COM | 700416209 | 15583 | 591600 | SH | | SOLE | |
| PARK OHIO HLDGS CORP COM | COM | 700666100 | 13966 | 1050102 | SH | | SOLE | |
| PARKER DRILLING CO COM | COM | 701081101 | 129 | 29600 | SH | | SOLE | |
| PATTERSON COMPANIES INC | COM | 703395103 | 12285 | 428807 | SH | | SOLE | |
| PEABODY ENERGY CORP COM | COM | 704549104 | 225 | 4600 | SH | | SOLE | |
| PEETS COFFEE & TEA INC COM | COM | 705560100 | 753 | 22000 | SH | | SOLE | |
| PENFORD CORP COM | COM | 707051108 | 92 | 20000 | SH | | SOLE | |
| PENN NATIONAL GAMING INC COM | COM | 707569109 | 3020 | 102000 | SH | | SOLE | |
| PENNICHUCK CORP COM NEW | COM | 708254206 | 7661 | 333086 | SH | | SOLE | |

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GAMCO ASSET MGT. INC.

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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| PENSKE AUTOMOTIVE GRP INC COM | COM | 70959W103 | 6974 | 528300 | SH | | SOLE | |
| PENTAIR INC COM | COM | 709631105 | 424 | 12620 | SH | | SOLE | |
| PEP BOYS MANNY MOE & JACK | COM | 713278109 | 7512 | 710000 | SH | | SOLE | |
| PEPSICO INC | COM | 713448108 | 27290 | 410742 | SH | | SOLE | |
| PERKINELMER INC | COM | 714046109 | 759 | 32800 | SH | | SOLE | |
| PETROBRAS BRASILEIRO ADR SPONS | COM | 71654V408 | 990 | 27300 | SH | | SOLE | |
| PETROBRAS BRASILEIRO SPON ADR | COM | 71654V101 | 898 | 27369 | SH | | SOLE | |
| PETROLEUM DEV CORP COM | COM | 716578109 | 940 | 34050 | SH | | SOLE | |
| PETROQUEST ENERGY INC COM | COM | 716748108 | 134 | 22000 | SH | | SOLE | |
| PFIZER INC | COM | 717081103 | 16319 | 950431 | SH | | SOLE | |
| PHOENIX TECHNOLOGIES LTD COM | COM | 719153108 | 156 | 40000 | SH | | SOLE | |
| PIEDMONT NAT GAS INC COM | COM | 720186105 | 342 | 11800 | SH | | SOLE | |
| PIER 1 IMPORTS INC SHS BEN INT | COM | 720279108 | 180 | 22000 | SH | | SOLE | |
| PINNACLE ENTMT INC COM | COM | 723456109 | 10344 | 927700 | SH | | SOLE | |
| PIONEER NAT RES CO COM | COM | 723787107 | 1372 | 21100 | SH | | SOLE | |
| PLANTRONICS | COM | 727493108 | 1520 | 45000 | SH | | SOLE | |
| PNC FINANCIAL CORP | COM | 693475105 | 2746 | 52900 | SH | | SOLE | |
| PNM RES INC | COM | 69349H107 | 42043 | 3691200 | SH | | SOLE | |
| POLO RALPH LAUREN CORP | COM | 731572103 | 596 | 6635 | SH | | SOLE | |
| PORTUGAL TELECOM ADR (B:PT US) | COM | 737273102 | 1680 | 127000 | SH | | SOLE | |
| POTASH CORP SASK INC | COM | 73755L107 | 1402 | 9735 | SH | | SOLE | |
| PRECISION CASTPARTS CORP | COM | 740189105 | 153212 | 1203078 | SH | | SOLE | |
| PRG-SCHULTZ INTERNATIONAL INCO | COM | 69357C503 | 71 | 12500 | SH | | SOLE | |
| PRIMEDIA INC COM NEW | COM | 74157K846 | 587 | 154503 | SH | | SOLE | |
| PROCTER & GAMBLE COMPANY | COM | 742718109 | 22785 | 379943 | SH | | SOLE | |
| PROSHARES TR PSHS ULSH1000 | ETF/ISHARE - EQU | 74347R461 | 293 | 10000 | SH | | SOLE | |
| PROSHARES TR ULTRASHT SP500 | COM | 74347R883 | 1154 | 39000 | SH | | SOLE | |
| PROSHARES TR ULTRSHRT 20YRS | COM | 74347R297 | 538 | 17200 | SH | | SOLE | |
| PROSHARES TR ULTRSHRT 7-10Y | COM | 74347R313 | 648 | 16500 | SH | | SOLE | |
| PROVIDENCE & WORCESTER RR COCO | COM | 743737108 | 1648 | 133400 | SH | | SOLE | |
| PSS WORLD MED INC COM | COM | 69366A100 | 1240 | 58000 | SH | | SOLE | |
| PSYCHIATRIC SOLUTIONS INC COM | COM | 74439H108 | 3909 | 116500 | SH | | SOLE | |
| PZENA INVESTMENT MGMT INC CLAS | COM | 74731Q103 | 96 | 14000 | SH | | SOLE | |
| QEP RES INC COM | COM | 74733V100 | 2261 | 75000 | SH | | SOLE | |
| QUALCOMM INC COM | COM | 747525103 | 3274 | 72550 | SH | | SOLE | |
| QUEST SOFTWARE INC COM | COM | 74834T103 | 278 | 11300 | SH | | SOLE | |
| QUESTAR CORP COM | COM | 748356102 | 1315 | 75000 | SH | | SOLE | |
| QUIDEL CORP COM | COM | 74838J101 | 3707 | 337300 | SH | | SOLE | |
| QWEST COMMUNICATIONS INTL. | COM | 749121109 | 577 | 92000 | SH | | SOLE | |
| RAILAMERICA INC COM | COM | 750753402 | 221 | 23000 | SH | | SOLE | |
| RALCORP HOLDINGS INC | COM | 751028101 | 4848 | 82900 | SH | | SOLE | |
| READING INTL INC CL A | COM | 755408101 | 54 | 12000 | SH | | SOLE | |
| REPUBLIC SVCS INC CL A | COM | 760759100 | 50881 | 1668774 | SH | | SOLE | |
| RES-CARE INC COM | COM | 760943100 | 1377 | 103800 | SH | | SOLE | |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| REVLON INC CL A | COM | 761525609 | 278 | 22000 | SH | | SOLE | |
| RIO TINTO LTD ADR SPONSORED (B | COM | 767204100 | 678 | 11550 | SH | | SOLE | |
| ROBBINS & MYERS INC | COM | 770196103 | 7820 | 292000 | SH | | SOLE | |
| ROCHESTER MED CORP COM | COM | 771497104 | 6511 | 596753 | SH | | SOLE | |
| ROCKWELL AUTOMATION INC (B:ROK | COM | 773903109 | 48205 | 780899 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|------------------|-----------|--------|---------|-----|-----------------------|
| ROCKWELL COLLINS INC COM | COM | 774341101 | 785 | 13470 | SH | SOLE |
| ROCKWOOD HLDGS INC COM | COM | 774415103 | 3462 | 110000 | SH | SOLE |
| ROGERS COMMUNICATIONS CL B | COM | 775109200 | 27435 | 732977 | SH | SOLE |
| ROLLINS INC | COM | 775711104 | 63453 | 2713995 | SH | SOLE |
| ROPER 1.481% 01/15/34 | CONVERTIBLE BOND | 776696AA4 | 207 | 260000 | PRN | SOLE |
| ROPER INDS INC NEW | COM | 776696106 | 4488 | 68850 | SH | SOLE |
| ROWAN COS INC | COM | 779382100 | 27011 | 889700 | SH | SOLE |
| ROYAL DUTCH SHELL PLC ADR-A(RD | COM | 780259206 | 1208 | 20026 | SH | SOLE |
| RPC INC. COMMON | COM | 749660106 | 119020 | 5624758 | SH | SOLE |
| RTI BIOLOGICS INC COM | COM | 74975N105 | 336 | 127700 | SH | SOLE |
| RUSH ENTERPRISES INC CL B | COM | 781846308 | 7494 | 545021 | SH | SOLE |
| SAFEGUARD SCIENTIFICS INC COM | COM | 786449207 | 220 | 17580 | SH | SOLE |
| SAFEWAY INC COM NEW | COM | 786514208 | 3125 | 147700 | SH | SOLE |
| SALEM COMMUNICATIONS CORP DECL | COM | 794093104 | 3250 | 1090736 | SH | SOLE |
| SALLY BEAUTY HLDGS INC COM | COM | 79546E104 | 17001 | 1517920 | SH | SOLE |
| SANDISK CORP COM | COM | 80004C101 | 220 | 6000 | SH | SOLE |
| SARA LEE CORP COM | COM | 803111103 | 27033 | 2012848 | SH | SOLE |
| SCANA CORP NEW COM | COM | 80589M102 | 645 | 16000 | SH | SOLE |
| SCHEIN HENRY INC COM | COM | 806407102 | 17521 | 299101 | SH | SOLE |
| SCHIFF NUTRITION INTL INC COM | COM | 806693107 | 16936 | 2065405 | SH | SOLE |
| SCHLUMBERGER | COM | 806857108 | 2189 | 35529 | SH | SOLE |
| SCHULMAN A INC COM | COM | 808194104 | 299 | 14850 | SH | SOLE |
| SCHWAB CHARLES CORP NEW | COM | 808513105 | 2443 | 175765 | SH | SOLE |
| SCHWEITZER-MAUDUIT INTL INC CO | COM | 808541106 | 2216 | 38000 | SH | SOLE |
| SCRIPPS E W CO OHIO CL A | COM | 811054402 | 5201 | 659967 | SH | SOLE |
| SCRIPPS NETWORKS INTERAC | COM | 811065101 | 69332 | 1457165 | SH | SOLE |
| SEARCHMEDIA HLDGS LTD WTS | WARRANT AND RIGH | G8005Y114 | 48 | 125000 | SH | SOLE |
| SEARCHMEDIA HOLDINGS LTD | COM | G8005Y106 | 354 | 136000 | SH | SOLE |
| SECTOR SPDR TR SHS BEN INT-FIN | MUTUAL FUNDS | 81369Y605 | 1449 | 101000 | SH | SOLE |
| SENSIENT TECHNOLOGIES CORP | COM | 81725T100 | 55109 | 1807459 | SH | SOLE |
| SIEMENS AG SPONSORED ADR | COM | 826197501 | 1427 | 13540 | SH | SOLE |
| SINCLAIR BROADCAST GROUP INCCL | COM | 829226109 | 7028 | 1001092 | SH | SOLE |
| SIRIUS XM RADIO INC COM | COM | 82967N108 | 817 | 680800 | SH | SOLE |
| SJW CORP COM | COM | 784305104 | 9306 | 377841 | SH | SOLE |
| SKYLINE CORP | COM | 830830105 | 13295 | 656200 | SH | SOLE |
| SL INDS INC COM | COM | 784413106 | 18946 | 1350497 | SH | SOLE |
| SLM CORP COM | COM | 78442P106 | 9007 | 779800 | SH | SOLE |
| SMART BALANCE INC COM | COM | 83169Y108 | 932 | 240100 | SH | SOLE |
| SMITH A O CORP COM | COM | 831865209 | 868 | 15000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | |
| | | | | | | GAMCO ASSET MGT. INC. |
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|-------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|----|
| SMUCKER J M CO COM NEW | COM | 832696405 | 810 | 13380 | SH | | SOLE | |
| SONESTA INTL HOTELS CORP CL A | COM | 835438409 | 7732 | 531017 | SH | | SOLE | |
| SONOCO PRODS CO COM | COM | 835495102 | 3511 | 105000 | SH | | SOLE | |
| SORL AUTO PTS INC COM | COM | 78461U101 | 303 | 35000 | SH | | SOLE | |
| SOUTH JERSEY INDS INC COM | COM | 838518108 | 297 | 6000 | SH | | SOLE | |
| SOUTHERN UN CO NEW COM | COM | 844030106 | 3587 | 149100 | SH | | SOLE | |
| SOUTHWEST GAS CORP | COM | 844895102 | 55773 | 1660404 | SH | | SOLE | |
| SOUTHWESTERN ENERGY CO COM | COM | 845467109 | 2073 | 62005 | SH | | SOLE | |
| SPARTAN MTRS INC COM | COM | 846819100 | 1346 | 290000 | SH | | SOLE | |
| SPDR GOLD TRUST GOLD SHS | COM | 78463V107 | 870 | 6800 | SH | | SOLE | |
| SPECTRA ENERGY CORP COM | COM | 847560109 | 6308 | 279715 | SH | | SOLE | |
| SPRINT NEXTEL CORP | COM | 852061100 | 60398 | 13045021 | SH | | SOLE | |
| ST JUDE MEDICAL CENTER INC | COM | 790849103 | 3225 | 81970 | SH | | SOLE | |
| ST. JOE COMPANY | COM | 790148100 | 361 | 14500 | SH | | SOLE | |
| STAMPS.COM INC (NEW) | COM | 852857200 | 988 | 76000 | SH | | SOLE | |

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|------------------------------------|------------------|-----------|-------|---------|----|-----------------------|
| STANDARD MTR PRODS INC CLASS A COM | COM | 853666105 | 17601 | 1671475 | SH | SOLE |
| STANDEX INTL CORP | COM | 854231107 | 2879 | 119000 | SH | SOLE |
| STAPLES INC | COM | 855030102 | 209 | 10000 | SH | SOLE |
| STARBUCKS CORP COM | COM | 855244109 | 728 | 28500 | SH | SOLE |
| STARRETT L S CO CL A | COM | 855668109 | 1491 | 142700 | SH | SOLE |
| STARWOOD HOTELS & RESORTS WRLD COM | COM | 85590A401 | 2470 | 47000 | SH | SOLE |
| STATE STREET CORP | COM | 857477103 | 3213 | 85310 | SH | SOLE |
| STATOIL ASA SPONSORED ADR | COM | 85771P102 | 430 | 20500 | SH | SOLE |
| STERLING BANCORP COM | COM | 859158107 | 7227 | 831695 | SH | SOLE |
| STEWART ENTERPRISES INC CL A | COM | 860370105 | 1294 | 240000 | SH | SOLE |
| STONERIDGE INC | COM | 86183P102 | 3810 | 362500 | SH | SOLE |
| STRATTEC SECURITY CORP. | COM | 863111100 | 5350 | 214349 | SH | SOLE |
| STRYKER CORP | COM | 863667101 | 911 | 18209 | SH | SOLE |
| STUDENT LN CORP COM | COM | 863902102 | 653 | 22000 | SH | SOLE |
| SUBURBAN PROPANE PARTNERS LPUT | OIL & GAS PARTNE | 864482104 | 365 | 6700 | SH | SOLE |
| SUNCOR ENERGY INC | COM | 867224107 | 225 | 6900 | SH | SOLE |
| SUPERIOR INDS INTL INC | COM | 868168105 | 10254 | 593400 | SH | SOLE |
| SURMODICS INC COM | COM | 868873100 | 235 | 19750 | SH | SOLE |
| SWS GROUP INC | COM | 78503N107 | 7412 | 1033700 | SH | SOLE |
| SYCAMORE NETWORKS INC COM NEW | COM | 871206405 | 4242 | 130900 | SH | SOLE |
| SYNAPTICS INC COM | COM | 87157D109 | 332 | 11800 | SH | SOLE |
| SYNERON MEDICAL LTD ORD SHS | COM | M87245102 | 298 | 30000 | SH | SOLE |
| SYNGENTA AG ADR SPONSORED | COM | 87160A100 | 620 | 12450 | SH | SOLE |
| SYSCO CORPORATION | COM | 871829107 | 2569 | 90079 | SH | SOLE |
| T ROWE PRICE GROUP INC | COM | 74144T108 | 6932 | 138469 | SH | SOLE |
| TAKE-TWO INTERACTIVE SOFTWARE CO | COM | 874054109 | 14548 | 1434695 | SH | SOLE |
| TALBOTS INC WARRANTS | WARRANT AND RIGH | 874161110 | 910 | 325000 | SH | SOLE |
| TALECRIS BIOTHERAPEUTICS | COM | 874227101 | 892 | 39000 | SH | SOLE |
| TARGET CORP COM | COM | 87612E106 | 508 | 9500 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GAMCO ASSET MGT. INC. |
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| TECH OPS SEVCON INC | COM | 878293109 | 2509 | 483500 | SH | | SOLE | |
| TECO ENERGY INC COM | COM | 872375100 | 2242 | 129456 | SH | | SOLE | |
| TELECOMMUNICATION SYS INC CL A | COM | 87929J103 | 83 | 21100 | SH | | SOLE | |
| TELEFONICA DE ESPANA SA ADR (B | COM | 879382208 | 1186 | 16000 | SH | | SOLE | |
| TELEPHONE & DATA SYS INC SPL C | COM | 879433860 | 52156 | 1839713 | SH | | SOLE | |
| TELEPHONE & DATA SYSTEM INC. | COM | 879433100 | 106083 | 3234243 | SH | | SOLE | |
| TENARIS S A SPONSORED ADR | COM | 88031M109 | 1114 | 29000 | SH | | SOLE | |
| TENNANT CO | COM | 880345103 | 15589 | 504490 | SH | | SOLE | |
| TENNECO AUTOMOTIVE INC COM | COM | 880349105 | 29203 | 1008060 | SH | | SOLE | |
| TEREX CORP NEW COM | COM | 880779103 | 3278 | 143000 | SH | | SOLE | |
| TERRITORIAL BANCORP INC COM | COM | 88145X108 | 328 | 19500 | SH | | SOLE | |
| TEXAS INDS INC COM | COM | 882491103 | 6316 | 200370 | SH | | SOLE | |
| TEXAS INSTRUMENTS INC | COM | 882508104 | 21023 | 774595 | SH | | SOLE | |
| TEXTRON INC | COM | 883203101 | 21039 | 1023300 | SH | | SOLE | |
| THE SCOTTS MIRACLE GRO CO | COM | 810186106 | 4811 | 93000 | SH | | SOLE | |
| THERMADYNE HLDGS CORP NEW COM | COM | 883435307 | 2539 | 179699 | SH | | SOLE | |
| THERMO FISHER SCIENTIFIC INC | COM | 883556102 | 6607 | 138000 | SH | | SOLE | |
| THOMAS & BETTS CORP | COM | 884315102 | 97361 | 2373493 | SH | | SOLE | |
| THOMSON CORP COM | COM | 884903105 | 691 | 18400 | SH | | SOLE | |
| TIER TECHNOLOGIES INC CL B | COM | 88650Q100 | 255 | 46040 | SH | | SOLE | |
| TIFFANY & CO NEW COM | COM | 886547108 | 1103 | 23480 | SH | | SOLE | |
| TIME WARNER CABLE INC COM | COM | 88732J207 | 13287 | 246108 | SH | | SOLE | |
| TIME WARNER INC COM | COM | 887317303 | 102569 | 3346457 | SH | | SOLE | |
| TIVO INC | COM | 888706108 | 7004 | 773080 | SH | | SOLE | |
| TOOTSIE ROLL INDS INC | COM | 890516107 | 31721 | 1274950 | SH | | SOLE | |

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| | | | | | | |
|-------------------------------|-----------|-----------|-------|---------|----|-----------------------|
| TRACTOR SUPPLY CO COM | COM | 892356106 | 15071 | 380000 | SH | SOLE |
| TRANS LUX CORP | COM | 893247106 | 57 | 114100 | SH | SOLE |
| TRANSACT TECHNOLOGIES INC COM | COM | 892918103 | 966 | 120700 | SH | SOLE |
| TRANSOCEAN LTD ZUG NAMEN AKT | COM | H8817H100 | 7816 | 121569 | SH | SOLE |
| TRAVELERS COMPANIES INC | COM | 89417E109 | 630 | 12087 | SH | SOLE |
| TREDEGAR INDS INC | COM | 894650100 | 47791 | 2517976 | SH | SOLE |
| TRIDENT MICROSYSTEMS INC COM | COM | 895919108 | 1009 | 590000 | SH | SOLE |
| TRIMBLE NAV LTD COM | COM | 896239100 | 676 | 19300 | SH | SOLE |
| TUPPERWARE CORP COM | COM | 899896104 | 947 | 20700 | SH | SOLE |
| TWIN DISC INC COM | COM | 901476101 | 517 | 37096 | SH | SOLE |
| TYCO ELECTRONICS LTD | COM | H8912P106 | 8280 | 283354 | SH | SOLE |
| TYCO INTERNATIONAL LTD SHS | COM | H89128104 | 31634 | 861258 | SH | SOLE |
| TYLER TECHNOLOGIES INC COM | COM | 902252105 | 6878 | 341170 | SH | SOLE |
| U S BANCORP | COM | 902973304 | 501 | 23165 | SH | SOLE |
| ULTRA PETROLEUM CORP COM | COM | 903914109 | 2083 | 49610 | SH | SOLE |
| UNICA CORP COM | COM | 904583101 | 12110 | 577200 | SH | SOLE |
| UNION DRILLING INC COM | COM | 90653P105 | 547 | 122000 | SH | SOLE |
| UNISOURCE ENERGY CORP COM | COM | 909205106 | 6629 | 198294 | SH | SOLE |
| UNITED GUARDIAN INC COM | COM | 910571108 | 2690 | 188500 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | |
| | | | | | | GAMCO ASSET MGT. INC. |
| RUN DATE: 10/25/10 | 1:51 P.M. | | | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DCRETN | O MA |
|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| UNITED NAT FOODS INC COM | COM | 911163103 | 2981 | 90000 | SH | | SOLE | |
| UNITED RENTALS INC COM | COM | 911363109 | 1187 | 80000 | SH | | SOLE | |
| UNITED STATES CELLULAR CORP | COM | 911684108 | 136382 | 2966753 | SH | | SOLE | |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 4454 | 62534 | SH | | SOLE | |
| UNITEDHEALTH GROUP INC COM | COM | 91324P102 | 15469 | 440600 | SH | | SOLE | |
| UNIVERSAL TECHNICAL INST INCCO | COM | 913915104 | 4583 | 234400 | SH | | SOLE | |
| VALLEY NATL BANCORP COM | COM | 919794107 | 474 | 36750 | SH | | SOLE | |
| VALMONT INDS INC | COM | 920253101 | 731 | 10100 | SH | | SOLE | |
| VALUECLICK INC COM | COM | 92046N102 | 4337 | 331600 | SH | | SOLE | |
| VANGUARD SCOTTSDALE FDS SHRT-T | ETF/ISHARE - EQU | 92206C409 | 257 | 3280 | SH | | SOLE | |
| VARIAN MED SYS INC COM | COM | 92220P105 | 729 | 12045 | SH | | SOLE | |
| VASCULAR SOLUTIONS INC COM | COM | 92231M109 | 4766 | 415196 | SH | | SOLE | |
| VERISIGN INC COM | COM | 92343E102 | 257 | 8091 | SH | | SOLE | |
| VERIZON COMMUNICATIONS | COM | 92343V104 | 21042 | 645647 | SH | | SOLE | |
| VIACOM INC NEW CL A | COM | 92553P102 | 151905 | 3789103 | SH | | SOLE | |
| VIACOM INC NEW CL B | COM | 92553P201 | 16266 | 449456 | SH | | SOLE | |
| VILLAGE SUPER MKT INC CL A NEW | COM | 927107409 | 3727 | 133387 | SH | | SOLE | |
| VIMPELCOM LTD-SPON ADR-W/I | COM | 92719A106 | 6334 | 426500 | SH | | SOLE | |
| VISA INC-CLASS A SHRS | COM | 92826C839 | 4027 | 54223 | SH | | SOLE | |
| VODAFONE GROUP PLC-ADR | COM | 92857W209 | 2124 | 85608 | SH | | SOLE | |
| W D 40 COMPANY | COM | 929236107 | 1521 | 40000 | SH | | SOLE | |
| WADDELL & REED FINL INC CL A | COM | 930059100 | 23893 | 873300 | SH | | SOLE | |
| WAL MART STORES INC | COM | 931142103 | 10703 | 199975 | SH | | SOLE | |
| WALGREEN COMPANY | COM | 931422109 | 15919 | 475192 | SH | | SOLE | |
| WASTE CONNECTIONS INC COM | COM | 941053100 | 595 | 15000 | SH | | SOLE | |
| WASTE MGMT INC DEL COM | COM | 94106L109 | 47177 | 1320007 | SH | | SOLE | |
| WATSON PHARMACEUTICALS INC COM | COM | 942683103 | 1692 | 40000 | SH | | SOLE | |
| WATTS WATER TECHNOLOGIES | COM | 942749102 | 83658 | 2456911 | SH | | SOLE | |
| WCA WASTE CORP COM | COM | 92926K103 | 480 | 100000 | SH | | SOLE | |
| WEATHERFORD INTERNATIONAL LTD | COM | H27013103 | 32979 | 1928580 | SH | | SOLE | |
| WEIS MKTS INC | COM | 948849104 | 3170 | 81000 | SH | | SOLE | |
| WELLS FARGO & CO NEW | COM | 949746101 | 29069 | 1157435 | SH | | SOLE | |
| WENDYS/ARBYS GROUP INC | COM | 950587105 | 543 | 119810 | SH | | SOLE | |
| WESCO FINL CORP COM | COM | 950817106 | 339 | 946 | SH | | SOLE | |
| WESTAR ENERGY INC | COM | 95709T100 | 54239 | 2238513 | SH | | SOLE | |

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| | | | | | | |
|-------------------------------|-----|-----------|-------|--------|----|------|
| WESTWOOD HLDGS GROUP INC COM | COM | 961765104 | 31975 | 945177 | SH | SOLE |
| WHX CORP | COM | 929248607 | 4327 | 517584 | SH | SOLE |
| WILMINGTON TR CORP COM | COM | 971807102 | 1560 | 173700 | SH | SOLE |
| WINDSTREAM CORP COM | COM | 97381W104 | 659 | 53617 | SH | SOLE |
| WINN DIXIE STORES INC COM NEW | COM | 974280307 | 4274 | 599500 | SH | SOLE |
| WINNEBAGO INDS INC COM | COM | 974637100 | 406 | 39000 | SH | SOLE |
| WOLVERINE WORLD WIDE INC COM | COM | 978097103 | 4080 | 140624 | SH | SOLE |
| WOODWARD GOVERNOR CO COM | COM | 980745103 | 11774 | 363180 | SH | SOLE |
| WORLD WRESTLING ENTERTAINMENT | COM | 98156Q108 | 605 | 43460 | SH | SOLE |

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GAMCO ASSET MGT. INC.

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| WRIGHT MED GROUP INC COM | COM | 98235T107 | 375 | 26000 | SH | | SOLE | |
| WUXI PHARMATECH CAYMAN INC SPO | COM | 929352102 | 13270 | 773300 | SH | | SOLE | |
| WYNDHAM WORLDWIDE CORP COM | COM | 98310W108 | 282 | 10280 | SH | | SOLE | |
| WYNN RESORTS LTD COM | COM | 983134107 | 14846 | 171100 | SH | | SOLE | |
| XEROX CORP | COM | 984121103 | 212 | 20500 | SH | | SOLE | |
| YAHOO INC. | COM | 984332106 | 4743 | 334695 | SH | | SOLE | |
| YORK WTR CO COM | COM | 987184108 | 845 | 52700 | SH | | SOLE | |
| YOUNG INNOVATIONS INC COM | COM | 987520103 | 6459 | 225765 | SH | | SOLE | |
| YUM BRANDS INC COM | COM | 988498101 | 737 | 16000 | SH | | SOLE | |
| ZEBRA TECHNOLOGIES CORP CL A | COM | 989207105 | 15044 | 447200 | SH | | SOLE | |
| ZEP INC | COM | 98944B108 | 42079 | 2412793 | SH | | SOLE | |
| ZIMMER HLDGS INC COM | COM | 98956P102 | 22726 | 434275 | SH | | SOLE | |
| ZOLL MED CORP COM | COM | 989922109 | 384 | 11900 | SH | | SOLE | |
| ZORAN CORP COM | COM | 98975F101 | 1154 | 151000 | SH | | SOLE | |
| ZYGO CORP COM | COM | 989855101 | 3489 | 356000 | SH | | SOLE | |
| ZYMOGENETICS INC COM | COM | 98985T109 | 4875 | 500000 | SH | | SOLE | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| 1 800 FLOWERS COM INC CL A | COM | 68243Q106 | 454 | 240300 | SH | | SOLE | |
| 3M CO. | COM | 88579Y101 | 434 | 5000 | SH | | SOLE | |
| 99 CENTS ONLY STORES | COM | 65440K106 | 661 | 35000 | SH | | SOLE | |
| A D C TELECOMMUNICATIONS NEW | COM | 000886309 | 37034 | 2923000 | SH | | SOLE | |
| A T & T INC (NEW) | COM | 00206R102 | 50765 | 1775000 | SH | | SOLE | |
| A123 SYSTEMS INC | COM | 03739T108 | 242 | 27000 | SH | | SOLE | |
| AAR CORP COM | COM | 000361105 | 467 | 25000 | SH | | SOLE | |
| AARON'S INC | COM | 002535300 | 6563 | 356700 | SH | | SOLE | |
| ABB LTD SPONSORED ADR | COM | 000375204 | 13749 | 651000 | SH | | SOLE | |
| ABBOTT LABS | COM | 002824100 | 16492 | 315700 | SH | | SOLE | |
| ABOVENET INC COM | COM | 00374N107 | 4230 | 81200 | SH | | SOLE | |
| ABRAXIS BIOSCIENCE INC NEW COM | COM | 00383Y102 | 1005 | 13000 | SH | | SOLE | |
| ACCO BRANDS CORP COM | COM | 00081T108 | 426 | 74000 | SH | | SOLE | |
| ACTIVE PWR INC COM | COM | 00504W100 | 60 | 45000 | SH | | SOLE | |
| ACTIVISION BLIZZARD, INC | COM | 00507V109 | 1277 | 118000 | SH | | SOLE | |
| ACUITY BRANDS INC (B:AYI) COM | COM | 00508Y102 | 2079 | 47000 | SH | | SOLE | |
| ADAMS GOLF INC COM NEW | COM | 006228209 | 65 | 14750 | SH | | SOLE | |
| ADOBE SYSTEMS INC COM | COM | 00724F101 | 4001 | 153000 | SH | | SOLE | |
| AES CORP COM | COM | 00130H105 | 13620 | 1200000 | SH | | SOLE | |
| AES TR III TR P CV SC 6.75 | CONVERTIBLE PREF | 00808N202 | 293 | 6000 | SH | | SOLE | |
| AETNA INC (B:AET) COM | COM | 00817Y108 | 1328 | 42000 | SH | | SOLE | |
| AFLAC INC COM | COM | 001055102 | 8584 | 166000 | SH | | SOLE | |
| AGL RES INC COM | COM | 001204106 | 2206 | 57500 | SH | | SOLE | |
| AGNICO-EAGLE MINES (USD) | COM | 008474108 | 100659 | 1417131 | SH | | SOLE | |
| AIR PRODS & CHEMS INC COM | COM | 009158106 | 663 | 8000 | SH | | SOLE | |
| AIRGAS INC COM | COM | 009363102 | 2820 | 41500 | SH | | SOLE | |
| AKAMAI TECHNOLOGIES INC COM | COM | 00971T101 | 1104 | 22000 | SH | | SOLE | |
| AKAMI TECH 1% 12/15/2033 CV | CONVERTIBLE BOND | 00971TAE1 | 327 | 100000 | PRN | | SOLE | |
| ALBANY INTL CORP NEW CL A | COM | 012348108 | 700 | 37000 | SH | | SOLE | |
| ALBEMARLE CORP COM | COM | 012653101 | 5945 | 127000 | SH | | SOLE | |
| ALBERTO CULVER CO NEW COM | COM | 013078100 | 14731 | 391270 | SH | | SOLE | |
| ALCOA 5.250% 03/15/14 | CONVERTIBLE BOND | 013817AT8 | 399 | 200000 | PRN | | SOLE | |
| ALCOA INC COM | COM | 013817101 | 14023 | 1158000 | SH | | SOLE | |
| ALCON INC COM SHS | COM | H01301102 | 17847 | 107000 | SH | | SOLE | |
| ALERE INC | COM | 01449J105 | 1980 | 64000 | SH | | SOLE | |
| ALIGN TECHNOLOGY INC COM | COM | 016255101 | 901 | 46000 | SH | | SOLE | |
| ALLEGHANY CORP DEL | COM | 017175100 | 9866 | 32558 | SH | | SOLE | |
| ALLEGHENY ENERGY INC COM | COM | 017361106 | 36785 | 1500200 | SH | | SOLE | |
| ALLERGAN INC | COM | 018490102 | 12741 | 191514 | SH | | SOLE | |
| ALLETE INC COM NEW | COM | 018522300 | 12495 | 343000 | SH | | SOLE | |
| ALLIANCE BERNSTEIN HLDGS LP UN | COM | 01881G106 | 11462 | 434000 | SH | | SOLE | |
| ALLIANCE HOLDINGS GP LP COM UN | COM | 01861G100 | 1474 | 34000 | SH | | SOLE | |
| ALLIANCE ONE INTL INC COM | COM | 018772103 | 50 | 12000 | SH | | SOLE | |
| PORTVUE-SEC13F.LNP | | | | | | | GABELLI FUNDS, LLC | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ALLIANT ENERGY CORP COM | COM | 018802108 | 5634 | 155000 | SH | | SOLE | |
| ALLIED DEFENSE GROUP INC COM | COM | 019118108 | 181 | 75000 | SH | | SOLE | |
| ALLIED NEVADA GOLD CORP COM | COM | 019344100 | 2120 | 80000 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----|-----------|-------|---------|----|--------------------|
| ALLIS CHALMERS ENERGY INC COM | COM | 019645506 | 167 | 40000 | SH | SOLE |
| ALTRIA GROUP INC COM | COM | 02209S103 | 2402 | 100000 | SH | SOLE |
| AMAZON.COM INC | COM | 023135106 | 958 | 6100 | SH | SOLE |
| AMEDISYS INC COM | COM | 023436108 | 238 | 10000 | SH | SOLE |
| AMEREN CORP COM | COM | 023608102 | 10849 | 382000 | SH | SOLE |
| AMERICA MOVIL S A DE C V SPONS | COM | 02364W105 | 20351 | 381600 | SH | SOLE |
| AMERICAN DAIRY INC COM | COM | 025334103 | 3783 | 362000 | SH | SOLE |
| AMERICAN ELECTRIC POWER | COM | 025537101 | 24564 | 678000 | SH | SOLE |
| AMERICAN EXPRESS CO | COM | 025816109 | 87675 | 2086000 | SH | SOLE |
| AMERICAN MED SYS HLDGS INC COM | COM | 02744M108 | 490 | 25000 | SH | SOLE |
| AMERICAN PHYSICIANS CAP INC CO | COM | 028884104 | 4664 | 112500 | SH | SOLE |
| AMERICAN STS WTR CO COM | COM | 029899101 | 1002 | 28000 | SH | SOLE |
| AMERICAN TOWER SYSTEMS CL A | COM | 029912201 | 589 | 11500 | SH | SOLE |
| AMERICAN WATER WORKS CO INC | COM | 030420103 | 11984 | 515000 | SH | SOLE |
| AMERICREDIT CORP COM | COM | 03060R101 | 84606 | 3458961 | SH | SOLE |
| AMERIPRISE FINL INC COM | COM | 03076C106 | 947 | 20000 | SH | SOLE |
| AMERISOURCEBERGEN CORP COM | COM | 03073E105 | 767 | 25000 | SH | SOLE |
| AMETEK INC NEW COM | COM | 031100100 | 56464 | 1182000 | SH | SOLE |
| AMGEN INC | COM | 031162100 | 4519 | 82000 | SH | SOLE |
| AMPCO PITTSBURGH CORP | COM | 032037103 | 10002 | 403000 | SH | SOLE |
| AMPHENOL CORP NEW CL A | COM | 032095101 | 656 | 13400 | SH | SOLE |
| AMR CORP | COM | 001765106 | 3781 | 603000 | SH | SOLE |
| AMTECH SYS INC COM PAR \$0.01N | COM | 032332504 | 251 | 14000 | SH | SOLE |
| ANADARKO PETE CORP COM | COM | 032511107 | 19990 | 350400 | SH | SOLE |
| ANGIODYNAMICS INC COM | COM | 03475V101 | 3200 | 210000 | SH | SOLE |
| ANGLOGOLD LTD SPONSORED ADR | COM | 035128206 | 53985 | 1167500 | SH | SOLE |
| ANIMAL HEALTH INTERNATIONAL | COM | 03525N109 | 822 | 300000 | SH | SOLE |
| ANIXTER INTL INC COM | COM | 035290105 | 594 | 11000 | SH | SOLE |
| AOL INC COM | COM | 00184X105 | 5731 | 231567 | SH | SOLE |
| APACHE CORP | COM | 037411105 | 29817 | 305000 | SH | SOLE |
| APPLE INC | COM | 037833100 | 31127 | 109700 | SH | SOLE |
| AQUA AMERICA INC | COM | 03836W103 | 6273 | 307499 | SH | SOLE |
| ARBITRON INC COM | COM | 03875Q108 | 1827 | 65333 | SH | SOLE |
| ARCH CHEMICALS INC COM | COM | 03937R102 | 1228 | 35000 | SH | SOLE |
| ARCHER DANIELS MIDLAND | COM | 039483102 | 32590 | 1021000 | SH | SOLE |
| ARCSIGHT INC COM | COM | 039666102 | 27262 | 626020 | SH | SOLE |
| ARGO GROUP INTL HLDGS LTD COM | COM | G0464B107 | 4020 | 115729 | SH | SOLE |
| ARTESIAN RES CORP COM CL A | COM | 043113208 | 586 | 30750 | SH | SOLE |
| ARTHROCARE CORP COM | COM | 043136100 | 6251 | 230000 | SH | SOLE |
| ARTIO GLOBAL INVESTORS INC | COM | 04315B107 | 9853 | 644000 | SH | SOLE |
| ASCENT MEDIA CORP COM SER A | COM | 043632108 | 1460 | 54658 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|-------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| ASHLAND INC NEW COM | COM | 044209104 | 13899 | 285000 | SH | | SOLE | |
| ASTEC INDS INC COM | COM | 046224101 | 608 | 21300 | SH | | SOLE | |
| ASTORIA FINL CORP COM | COM | 046265104 | 136 | 10000 | SH | | SOLE | |
| ASTRONICS CORP COM | COM | 046433108 | 175 | 10000 | SH | | SOLE | |
| ATC TECHNOLOGY CORP | COM | 00211W104 | 1534 | 62000 | SH | | SOLE | |
| ATLANTIC TELE NETWORK INC COM | COM | 049079205 | 3270 | 66400 | SH | | SOLE | |
| ATLAS AMERICA INC COM | COM | 049298102 | 2148 | 75000 | SH | | SOLE | |
| ATMOS ENERGY CORP COM | COM | 049560105 | 4914 | 168000 | SH | | SOLE | |
| AUTOMATIC DATA PROCESSING | COM | 053015103 | 1261 | 30000 | SH | | SOLE | |
| AUTONATION INC | COM | 05329W102 | 15089 | 649000 | SH | | SOLE | |
| AUTOZONE INC | COM | 053332102 | 4922 | 21500 | SH | | SOLE | |
| AVISTA CORP COM | COM | 05379B107 | 5773 | 276500 | SH | | SOLE | |
| AVON PRODUCTS INC | COM | 054303102 | 7706 | 240000 | SH | | SOLE | |

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| | | | | | | |
|---------------------------------|-----|-----------|-------|---------|----|--------------------|
| AZZ INC COM | COM | 002474104 | 214 | 5000 | SH | SOLE |
| BADGER METER INC COM | COM | 056525108 | 2024 | 50000 | SH | SOLE |
| BAKER HUGHES INC | COM | 057224107 | 8789 | 206325 | SH | SOLE |
| BALDOR ELEC CO COM | COM | 057741100 | 30987 | 767000 | SH | SOLE |
| BALDWIN TECHNOLOGY INC CL A | COM | 058264102 | 748 | 613000 | SH | SOLE |
| BANCO SANTANDER CENT HISP ADR (| COM | 05964H105 | 3140 | 248000 | SH | SOLE |
| BANK OF AMERICA | COM | 060505104 | 15079 | 1150876 | SH | SOLE |
| BANK OF NEW YORK MELLON CORP | COM | 064058100 | 55057 | 2107038 | SH | SOLE |
| BARNES GROUP INC COM | COM | 067806109 | 211 | 12000 | SH | SOLE |
| BARNES & NOBLES | COM | 067774109 | 892 | 55000 | SH | SOLE |
| BARRICK GOLD (R:ABX.N B:ABX US) | COM | 067901108 | 95024 | 2052803 | SH | SOLE |
| BASSETT FURNITURE INDS | COM | 070203104 | 59 | 12000 | SH | SOLE |
| BAXTER INTL INC COM | COM | 071813109 | 13263 | 278000 | SH | SOLE |
| BCE INC | COM | 05534B760 | 50960 | 1568000 | SH | SOLE |
| BEASLEY BROADCAST GRP INC. | COM | 074014101 | 730 | 138000 | SH | SOLE |
| BECTON DICKINSON & CO COM | COM | 075887109 | 13242 | 178700 | SH | SOLE |
| BED BATH & BEYOND INC | COM | 075896100 | 2084 | 48000 | SH | SOLE |
| BEL FUSE INC CL A | COM | 077347201 | 7125 | 340400 | SH | SOLE |
| BELDEN CDT INC | COM | 077454106 | 923 | 35000 | SH | SOLE |
| BELO CORP | COM | 080555105 | 1066 | 172000 | SH | SOLE |
| BERKSHIRE HATHAWAY INC-CL A | COM | 084670108 | 43202 | 347 | SH | SOLE |
| BEST BUY INC COM | COM | 086516101 | 2286 | 56000 | SH | SOLE |
| BHP BILLITON LTD SPONSORED ADR | COM | 088606108 | 12784 | 167500 | SH | SOLE |
| BIG 5 SPORTING GOODS CORP COM | COM | 08915P101 | 1007 | 75000 | SH | SOLE |
| BIGLARI HOLDINGS INC | COM | 08986R101 | 7230 | 22000 | SH | SOLE |
| BIO RAD LABS INC CL A | COM | 090572207 | 588 | 6500 | SH | SOLE |
| BIOGEN IDEC INC | COM | 09062X103 | 6314 | 112500 | SH | SOLE |
| BIOLASE TECHNOLOGY INC COM | COM | 090911108 | 59 | 50000 | SH | SOLE |
| BLACK HILLS CORP COM | COM | 092113109 | 33509 | 1074000 | SH | SOLE |
| BLACKROCK INC CL A | COM | 09247X101 | 10011 | 58800 | SH | SOLE |
| BLACKSTONE GROUP L P COM UNIT | COM | 09253U108 | 1485 | 117000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
| RUN DATE: 10/25/10 2:12 P.M. | | | | | | |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DCRETN | O MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| BOEING CO | COM | 097023105 | 37395 | 562000 | SH | | SOLE | |
| BON-TON STORES INC COM | COM | 09776J101 | 3254 | 320000 | SH | | SOLE | |
| BORG WARNER INC | COM | 099724106 | 25258 | 480000 | SH | | SOLE | |
| BOSTON BEER INC CL A | COM | 100557107 | 3143 | 47000 | SH | | SOLE | |
| BOSTON SCIENTIFIC CORP COM | COM | 101137107 | 8643 | 1410000 | SH | | SOLE | |
| BOWNE & CO INC COM | COM | 103043105 | 13539 | 1195000 | SH | | SOLE | |
| BOYD GAMING CORP | COM | 103304101 | 2516 | 347000 | SH | | SOLE | |
| BP PLC SPONS ADR | COM | 055622104 | 26345 | 639900 | SH | | SOLE | |
| BRASIL TELECOM SA SPONS ADR PF | COM | 10553M101 | 1836 | 92514 | SH | | SOLE | |
| BRASIL TELECOM SA-ADR | COM | 10553M200 | 352 | 40791 | SH | | SOLE | |
| BRINKS CO COM | COM | 109696104 | 4502 | 195720 | SH | | SOLE | |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 28411 | 1047987 | SH | | SOLE | |
| BROADRIDGE FINL SOLUTIONS INCO | COM | 11133T103 | 320 | 14000 | SH | | SOLE | |
| BROOKFIELD ASSET MANAGEMENT I | COM | 112585104 | 1194 | 41075 | SH | | SOLE | |
| BROWN FORMAN CORP CL B | COM | 115637209 | 7073 | 114750 | SH | | SOLE | |
| BROWN-FORMAN CORP CLASS A | COM | 115637100 | 31217 | 507100 | SH | | SOLE | |
| BRUKER BIOSCIENCES CORP | COM | 116794108 | 281 | 20000 | SH | | SOLE | |
| BRUNSWICK CORP | COM | 117043109 | 457 | 30000 | SH | | SOLE | |
| BRUSH ENGINEERED MATLS INC COM | COM | 117421107 | 8504 | 299000 | SH | | SOLE | |
| BT GROUP PLC SPON ADR | COM | 05577E101 | 1754 | 80000 | SH | | SOLE | |
| BUNGE LIMITED COM | COM | G16962105 | 237 | 4000 | SH | | SOLE | |
| BURGER KING HOLDING INC | COM | 121208201 | 8986 | 376300 | SH | | SOLE | |
| CABLEVISION SYS NY GROUP A | COM | 12686C109 | 174674 | 6669500 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|--------------|-----------|-------|---------|----|--------------------|
| CADIZ INC | COM | 127537207 | 154 | 15000 | SH | SOLE |
| CALAMOS ASSET MANAGEMENT-A | COM | 12811R104 | 288 | 25000 | SH | SOLE |
| CALIFORNIA WTR SVC GROUP COM | COM | 130788102 | 1024 | 27700 | SH | SOLE |
| CALLON PETE CO DEL COM | COM | 13123X102 | 545 | 110000 | SH | SOLE |
| CAMBIUM LEARNING GRP INC COM | COM | 13201A107 | 80 | 25000 | SH | SOLE |
| CAMERON INTERNATIONAL CORP | COM | 13342B105 | 5542 | 129000 | SH | SOLE |
| CAMPBELL SOUP CO | COM | 134429109 | 16624 | 465000 | SH | SOLE |
| CANADIAN SOLAR INC COM | COM | 136635109 | 196 | 12000 | SH | SOLE |
| CANTERBURY PK HLDG CORP | COM | 13811E101 | 821 | 108000 | SH | SOLE |
| CAPSTONE TURBINE CORP COM | COM | 14067D102 | 112 | 145000 | SH | SOLE |
| CAREER EDUCATION CORP | COM | 141665109 | 1159 | 54000 | SH | SOLE |
| CARMIKE CINEMAS INC COM | COM | 143436400 | 872 | 100000 | SH | SOLE |
| CARPENTER TECHNOLOGY CORP COM | COM | 144285103 | 337 | 10000 | SH | SOLE |
| CASEYS GEN STORES INC COM | COM | 147528103 | 16713 | 400317 | SH | SOLE |
| CATERPILLAR INC | COM | 149123101 | 12274 | 156000 | SH | SOLE |
| CAVCO INDUSTRIES | COM | 149568107 | 3986 | 111000 | SH | SOLE |
| CBS CORP CLASS A | COM | 124857103 | 28541 | 1795000 | SH | SOLE |
| CBS CORP NEW CL B | COM | 124857202 | 825 | 52000 | SH | SOLE |
| CELGENE CORP | COM | 151020104 | 2535 | 44000 | SH | SOLE |
| CELLU TISSUE HLDGS INC COM | COM | 151169109 | 3418 | 286480 | SH | SOLE |
| CENTRAL EUROPE AND RUSSIA FUND | MUTUAL FUNDS | 153436100 | 7549 | 202000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| CENTRAL VT PUB SVC CORP COM | COM | 155771108 | 4760 | 236000 | SH | | SOLE | |
| CENTURYLINK, INC. | COM | 156700106 | 4064 | 103000 | SH | | SOLE | |
| CEPHALON INC COM | COM | 156708109 | 1655 | 26500 | SH | | SOLE | |
| CEPHEID COM | COM | 15670R107 | 3742 | 200000 | SH | | SOLE | |
| CH ENERGY GROUP, INC. | COM | 12541M102 | 30130 | 682300 | SH | | SOLE | |
| CHECK POINT SOFTWARE TECH | COM | M22465104 | 369 | 10000 | SH | | SOLE | |
| CHEESECAKE FACTORY INC | COM | 163072101 | 3348 | 126500 | SH | | SOLE | |
| CHEMED CORP 1.875% 05/15/14 | CONVERTIBLE BOND | 16359RAC7 | 484 | 500000 | PRN | | SOLE | |
| CHEMED CORPORATION | COM | 16359R103 | 13519 | 237300 | SH | | SOLE | |
| CHESAPEAKE ENERGY CORP 2.250% | CONVERTIBLE BOND | 165167CB1 | 1178 | 1500000 | PRN | | SOLE | |
| CHESAPEAKE ENERGY CORP COM | COM | 165167107 | 13642 | 602274 | SH | | SOLE | |
| CHESAPEAKE UTILS CORP COM | COM | 165303108 | 4131 | 114050 | SH | | SOLE | |
| CHEVRON CORP | COM | 166764100 | 76025 | 938000 | SH | | SOLE | |
| CHINA ARMCO METALS INC COM | COM | 16936C108 | 35 | 10000 | SH | | SOLE | |
| CHINA AUTOMOTIVE SYS INC COM | COM | 16936R105 | 1131 | 74022 | SH | | SOLE | |
| CHINA HYDROELECTRIC CP-ADS | COM | 16949D101 | 88 | 15000 | SH | | SOLE | |
| CHINA HYDROELECTRIC CP-ADS WAR | WARRANT AND RIGH | G2112E145 | 12 | 27000 | SH | | SOLE | |
| CHINA MOBILE LTD | COM | 16941M109 | 5522 | 108000 | SH | | SOLE | |
| CHINA TELECOM CORP LTD SPONS A | COM | 169426103 | 274 | 5000 | SH | | SOLE | |
| CHINA UNICOM ADR | COM | 16945R104 | 1546 | 106200 | SH | | SOLE | |
| CHINA WIND SYSTEMS INC | COM | 16945F209 | 123 | 28000 | SH | | SOLE | |
| CHINA YUCHAI INTL LTD ORD | COM | G21082105 | 727 | 38000 | SH | | SOLE | |
| CHURCH & DWIGHT CO | COM | 171340102 | 18448 | 284085 | SH | | SOLE | |
| CHURCHILL DOWNS INC COM | COM | 171484108 | 4925 | 137865 | SH | | SOLE | |
| CIGNA CORP | COM | 125509109 | 716 | 20000 | SH | | SOLE | |
| CINCINNATI BELL | COM | 171871106 | 17607 | 6594344 | SH | | SOLE | |
| CINCINNATI BELL PFD CVT 6.75% | CONVERTIBLE PREF | 171871403 | 5889 | 151000 | SH | | SOLE | |
| CIRCOR INTL INC COM | COM | 17273K109 | 28219 | 893000 | SH | | SOLE | |
| CISCO SYS INC | COM | 17275R102 | 13068 | 596700 | SH | | SOLE | |
| CITIGROUP INC. | COM | 172967101 | 14584 | 3730000 | SH | | SOLE | |
| CLARCOR INC | COM | 179895107 | 29204 | 756000 | SH | | SOLE | |
| CLEAR CHANNEL OUTDOOR HLDGS CL | COM | 18451C109 | 17266 | 1510600 | SH | | SOLE | |
| CLEARWIRE CORP-CLASS A | COM | 18538Q105 | 693 | 85717 | SH | | SOLE | |

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|--------------------------------|-----|-----------|-------|---------|----|--------------------|
| CLECO CORP NEW COM | COM | 12561W105 | 1851 | 62500 | SH | SOLE |
| CLOROX CO | COM | 189054109 | 3338 | 50000 | SH | SOLE |
| CME GROUP INC COM | COM | 12572Q105 | 5209 | 20000 | SH | SOLE |
| CMS ENERGY CORP COM | COM | 125896100 | 4856 | 269500 | SH | SOLE |
| CNA SURETY CORP COM | COM | 12612L108 | 14031 | 783000 | SH | SOLE |
| CNH GLOBAL NV COM | COM | N20935206 | 44657 | 1218800 | SH | SOLE |
| COACH INC | COM | 189754104 | 1310 | 30500 | SH | SOLE |
| COCA COLA CO | COM | 191216100 | 96763 | 1653500 | SH | SOLE |
| COCA COLA ENTERPRISES INC | COM | 191219104 | 5580 | 180000 | SH | SOLE |
| COCA-COLA FEMSA S A DE C V ADR | COM | 191241108 | 1252 | 16000 | SH | SOLE |
| COCA-COLA HELLENIC BOTTLING SP | COM | 1912EP104 | 429 | 16500 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|----|
| COGENT INC COM | COM | 19239Y108 | 2209 | 207600 | SH | | SOLE | |
| COHEN & STEERS INC COM | COM | 19247A100 | 1736 | 80000 | SH | | SOLE | |
| COLDWATER CREEK INC COM | COM | 193068103 | 5323 | 1010000 | SH | | SOLE | |
| COLGATE PALMOLIVE CO | COM | 194162103 | 6456 | 84000 | SH | | SOLE | |
| COMCAST CORP CL A SPL | COM | 20030N200 | 4338 | 255000 | SH | | SOLE | |
| COMCAST CORP NEW COM CL A | COM | 20030N101 | 3544 | 196000 | SH | | SOLE | |
| COMMUNICATIONS SYS | COM | 203900105 | 1821 | 160000 | SH | | SOLE | |
| COMPANIA DE MINAS BUENAVENTURA | FOREIGN COMMON S | 204448104 | 19572 | 433200 | SH | | SOLE | |
| COMPUCREDIT CVT 3.625% 05/30/2 | CONVERTIBLE BOND | 20478NAB6 | 155 | 200000 | PRN | | SOLE | |
| COMVERGE INC COM | COM | 205859101 | 314 | 40000 | SH | | SOLE | |
| CONAGRA INC | COM | 205887102 | 5156 | 235000 | SH | | SOLE | |
| CONMED CORP COM | COM | 207410101 | 2196 | 98000 | SH | | SOLE | |
| CONNECTICUT WTR SVC INC COM | COM | 207797101 | 1174 | 49000 | SH | | SOLE | |
| CONOCOPHILLIPS COM | COM | 20825C104 | 78625 | 1369050 | SH | | SOLE | |
| CONSOL ENERGY INC COM | COM | 20854P109 | 29531 | 799000 | SH | | SOLE | |
| CONSOLIDATED EDISON INC COM | COM | 209115104 | 24448 | 507000 | SH | | SOLE | |
| CONSOLIDATED WATER CO LTD ORD | COM | G23773107 | 133 | 14000 | SH | | SOLE | |
| CONSTELLATION BRANDS COM | COM | 21036P108 | 14709 | 831500 | SH | | SOLE | |
| CONSTELLATION ENERGY GROUP ICO | COM | 210371100 | 40622 | 1260000 | SH | | SOLE | |
| CONTINUCARE CORP COM | COM | 212172100 | 1554 | 370000 | SH | | SOLE | |
| COOPER CAMERON 2.500% 06/15/26 | CONVERTIBLE BOND | 13342BAB1 | 255 | 200000 | PRN | | SOLE | |
| COOPER COS INC COM NEW | COM | 216648402 | 3467 | 75000 | SH | | SOLE | |
| COOPER INDUSTRIES PLC SHS | COM | G24140108 | 44428 | 908000 | SH | | SOLE | |
| COPART INC COM | COM | 217204106 | 3660 | 111000 | SH | | SOLE | |
| CORE MOLDING TECH COM | COM | 218683100 | 1452 | 330000 | SH | | SOLE | |
| CORINTHIAN COLLEGES INC COM | COM | 218868107 | 3342 | 476000 | SH | | SOLE | |
| CORN PRODS INTL INC COM | COM | 219023108 | 24525 | 654000 | SH | | SOLE | |
| CORNING INC | COM | 219350105 | 32173 | 1760000 | SH | | SOLE | |
| CORUS ENTMT INC CL B NON VTG | COM | 220874101 | 1817 | 87000 | SH | | SOLE | |
| COSTCO WHSL CORP NEW COM | COM | 22160K105 | 27750 | 430300 | SH | | SOLE | |
| COVANTA HOLDING CORP | COM | 22282E102 | 2473 | 157000 | SH | | SOLE | |
| COVIDIEN PLC ORDINARY SHARE | COM | G2554F105 | 24194 | 602000 | SH | | SOLE | |
| CRANE CO | COM | 224399105 | 49174 | 1296100 | SH | | SOLE | |
| CROWN HOLDINGS INC COM | COM | 228368106 | 8971 | 313000 | SH | | SOLE | |
| CROWN MEDIA HLDGS INC CL A | COM | 228411104 | 968 | 405000 | SH | | SOLE | |
| CRUCCELL N V SPONSORED ADR | COM | 228769105 | 21662 | 651300 | SH | | SOLE | |
| CTS CORP | COM | 126501105 | 6975 | 725000 | SH | | SOLE | |
| CUMMINS ENGINE INC | COM | 231021106 | 6476 | 71500 | SH | | SOLE | |
| CURTISS WRIGHT CORP | COM | 231561101 | 43996 | 1452000 | SH | | SOLE | |
| CUTERA INC COM | COM | 232109108 | 3062 | 378000 | SH | | SOLE | |
| CVS CAREMARK CORP | COM | 126650100 | 33641 | 1069000 | SH | | SOLE | |
| CYNOSURE INC CL A | COM | 232577205 | 123 | 12000 | SH | | SOLE | |
| CYPRESS BIOSCIENCES INC COM PA | COM | 232674507 | 193 | 50000 | SH | | SOLE | |

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CYPRESS SEMICONDUCTOR CORP COM COM 232806109 1296 103000 SH SOLE
 PORTVUE-SEC13F.LNP GABELLI FUNDS, LLC
 RUN DATE: 10/25/10 2:12 P.M.

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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| CYTEC INDS INC COM | COM | 232820100 | 620 | 11000 | SH | | SOLE | |
| DANA HOLDING CORP COM | COM | 235825205 | 17310 | 1405000 | SH | | SOLE | |
| DANAHER CORP 0.0% 1/22/2021 | CONVERTIBLE BOND | 235851AF9 | 236 | 200000 | PRN | | SOLE | |
| DANAHER CORP SHS BEN INT | COM | 235851102 | 1462 | 36000 | SH | | SOLE | |
| DEAN FOODS (B:DF) | COM | 242370104 | 8679 | 850000 | SH | | SOLE | |
| DEERE & CO. | COM | 244199105 | 115828 | 1659900 | SH | | SOLE | |
| DEL MONTE FOODS CO COM | COM | 24522P103 | 6109 | 466000 | SH | | SOLE | |
| DELTA NAT GAS INC COM | COM | 247748106 | 2399 | 78000 | SH | | SOLE | |
| DENBURY RES INC COM NEW | COM | 247916208 | 350 | 22000 | SH | | SOLE | |
| DENNYS CORP COM | COM | 24869P104 | 1400 | 450108 | SH | | SOLE | |
| DENTSPLY INTL INC NEW COM | COM | 249030107 | 352 | 11000 | SH | | SOLE | |
| DEUTSCHE BANK AG-REG (B:DB) | COM | D18190898 | 26998 | 491500 | SH | | SOLE | |
| DEUTSCHE TELEKOM AG-SPON ADR (| COM | 251566105 | 41023 | 2987000 | SH | | SOLE | |
| DEVON ENERGY CORP NEW | COM | 25179M103 | 42105 | 650372 | SH | | SOLE | |
| DEXCOM INC COM | COM | 252131107 | 1269 | 96000 | SH | | SOLE | |
| DG FASTCHANNEL INC COM | COM | 23326R109 | 674 | 31000 | SH | | SOLE | |
| DIAGEO PLC SPONSORED ADR (B:DE | COM | 25243Q205 | 55898 | 810000 | SH | | SOLE | |
| DIAMOND FOODS INC COM | COM | 252603105 | 369 | 9000 | SH | | SOLE | |
| DIAMOND MGMT & TECHNOLOGY COCO | COM | 25269L106 | 4519 | 361483 | SH | | SOLE | |
| DIAMOND OFFSHORE DRILLNG INCCO | COM | 25271C102 | 15452 | 228000 | SH | | SOLE | |
| DIEBOLD INC COM | COM | 253651103 | 38185 | 1228200 | SH | | SOLE | |
| DIRECTV-CLASS A | COM | 25490A101 | 121768 | 2925001 | SH | | SOLE | |
| DISCOVER FINANCIAL | COM | 254709108 | 12093 | 725000 | SH | | SOLE | |
| DISCOVERY COMMS NEW SER A | COM | 25470F104 | 32771 | 752500 | SH | | SOLE | |
| DISCOVERY COMMS NEW SER C | COM | 25470F302 | 29101 | 762000 | SH | | SOLE | |
| DISH NETWORK CORPORATION | COM | 25470M109 | 26087 | 1358000 | SH | | SOLE | |
| DISNEY WALT PRODTNS | COM | 254687106 | 728 | 22000 | SH | | SOLE | |
| DOLE FOOD CO INC NEW COM | COM | 256603101 | 595 | 65000 | SH | | SOLE | |
| DOLLAR THRIFTY AUTOMOTIVE GRCO | COM | 256743105 | 3209 | 64000 | SH | | SOLE | |
| DOMINION RES INC VA NEW COM | COM | 25746U109 | 14713 | 337000 | SH | | SOLE | |
| DOMTAR CORPORATION | COM | 257559203 | 323 | 5000 | SH | | SOLE | |
| DONALDSON INC | COM | 257651109 | 31671 | 672000 | SH | | SOLE | |
| DOVER DOWNS GAMING & ENTMT INC | COM | 260095104 | 609 | 179000 | SH | | SOLE | |
| DOVER MOTORSPORTS INC.(B:DVD) | COM | 260174107 | 1095 | 605000 | SH | | SOLE | |
| DOW CHEMICAL CORP | COM | 260543103 | 8513 | 310000 | SH | | SOLE | |
| DPL INC COM | COM | 233293109 | 26391 | 1010000 | SH | | SOLE | |
| DR PEPPER SNAPPLE GROUP INC CO | COM | 26138E109 | 37679 | 1060780 | SH | | SOLE | |
| DREAMWORKS ANIMATION SKG-A | COM | 26153C103 | 1739 | 54500 | SH | | SOLE | |
| DREW INDS INC COM NEW | COM | 26168L205 | 313 | 15000 | SH | | SOLE | |
| DTE ENERGY CO COM | COM | 233331107 | 1837 | 40000 | SH | | SOLE | |
| DU PONT E I DE NEMOURS CO | COM | 263534109 | 12672 | 284000 | SH | | SOLE | |
| DUFF & PHELPS CORP-CL A | COM | 26433B107 | 539 | 40000 | SH | | SOLE | |
| DUKE ENERGY CORP | COM | 26441C105 | 19003 | 1073000 | SH | | SOLE | |
| DUN & BRADSTREET CORP | COM | 26483E100 | 1260 | 17000 | SH | | SOLE | |

GABELLI FUNDS, LLC

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|----------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| DYNEGY INC | COM | 26817G300 | 414 | 85000 | SH | | SOLE | |

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|--------------------------------|-----------------|-----------|-------|---------|----|--------------------|
| E M C CORP MASS COM | COM | 268648102 | 6601 | 325000 | SH | SOLE |
| EASTERN CO COM | COM | 276317104 | 164 | 10000 | SH | SOLE |
| EASTMAN KODAK | COM | 277461109 | 10702 | 2548000 | SH | SOLE |
| EATON CORP | COM | 278058102 | 14452 | 175200 | SH | SOLE |
| EBAY INC | COM | 278642103 | 1879 | 77000 | SH | SOLE |
| EHOSTAR CORP-A | COM | 278768106 | 10478 | 549145 | SH | SOLE |
| ECOLAB INC | COM | 278865100 | 9641 | 190000 | SH | SOLE |
| EDGEWATER TECHNOLOGY INC COM | COM | 280358102 | 1328 | 488150 | SH | SOLE |
| EDISON INTL COM | COM | 281020107 | 19465 | 566000 | SH | SOLE |
| EL PASO CORPORATION | COM | 28336L109 | 44754 | 3615000 | SH | SOLE |
| EL PASO ELEC CO COM NEW | COM | 283677854 | 42219 | 1775400 | SH | SOLE |
| EL PASO ENERGY CAP TR I PFD CO | CONVERTIBLE PEF | 283678209 | 4946 | 129300 | SH | SOLE |
| ELECTRONIC ARTS COM | COM | 285512109 | 1694 | 103000 | SH | SOLE |
| EMBRAER-EMPRESA BRASIL AERONAD | COM | 29081M102 | 710 | 25000 | SH | SOLE |
| EMERSON ELEC CO | COM | 291011104 | 10269 | 195000 | SH | SOLE |
| EMMIS COMMUNICATIONS CORP PFD | CONVERTIBLE PEF | 291525202 | 250 | 15266 | SH | SOLE |
| EMPIRE DIST ELEC CO COM | COM | 291641108 | 6589 | 327000 | SH | SOLE |
| EMULEX CORP COM NEW | COM | 292475209 | 1347 | 129000 | SH | SOLE |
| ENER1 INC COM NEW | COM | 29267A203 | 74 | 20000 | SH | SOLE |
| ENERGEN CORP COM | COM | 29265N108 | 1326 | 29000 | SH | SOLE |
| ENERGIZER HLDGS INC COM | COM | 29266R108 | 33010 | 491000 | SH | SOLE |
| ENERGY RECOVERY INC | COM | 29270J100 | 108 | 30000 | SH | SOLE |
| ENERSIS S A | COM | 29274F104 | 682 | 29000 | SH | SOLE |
| ENI S P A ADR SPONSORED | COM | 26874R108 | 7254 | 168000 | SH | SOLE |
| ENTEGRIS INC COM | COM | 29362U104 | 1037 | 222000 | SH | SOLE |
| ENTERGY CORP NEW COM | COM | 29364G103 | 574 | 7500 | SH | SOLE |
| EOG RESOURCES INC | COM | 26875P101 | 15489 | 166600 | SH | SOLE |
| EPOCH HOLDING CORP | COM | 29428R103 | 2803 | 217600 | SH | SOLE |
| EUROPEAN EQUITY FUND COM | MUTUAL FUNDS | 298768102 | 265 | 38225 | SH | SOLE |
| EXACTECH INC COM | COM | 30064E109 | 4017 | 246124 | SH | SOLE |
| EXELON CORP | COM | 30161N101 | 18735 | 440000 | SH | SOLE |
| EXPRESS SCRIPTS INC COM | COM | 302182100 | 682 | 14000 | SH | SOLE |
| EXPRESSJET HOLDINGS INC COM NE | COM | 30218U306 | 1901 | 285000 | SH | SOLE |
| EXXON MOBIL CORP | COM | 30231G102 | 59453 | 962180 | SH | SOLE |
| FALCONSTOR SOFTWARE INC COM | COM | 306137100 | 337 | 110000 | SH | SOLE |
| FARMER BROS CO | COM | 307675108 | 1552 | 97000 | SH | SOLE |
| FEDERAL MOGUL CORP CL A | COM | 313549404 | 6936 | 366800 | SH | SOLE |
| FEDERAL NAT MORTGAGE ASSN-FANN | COM | 313586109 | 25 | 90000 | SH | SOLE |
| FEDERAL NATL MTG ASSN PFD CNV | CONVERTIBLE PEF | 313586745 | 9 | 20000 | SH | SOLE |
| FEDERAL SIGNAL CORP COM | COM | 313855108 | 1240 | 230000 | SH | SOLE |
| FEDERATED INVESTORS INC-CL B | COM | 314211103 | 1889 | 83000 | SH | SOLE |
| FERRO CORP | COM | 315405100 | 52488 | 4072000 | SH | SOLE |
| FIDELITY NATL INFORMATION SVCO | COM | 31620M106 | 12412 | 457500 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
| RUN DATE: 10/25/10 2:12 P.M. | | | | | | |

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|--------------------------------|-----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| FIDELITY NATL TITLE GROUP INCO | COM | 31620R105 | 1114 | 70909 | SH | | SOLE | |
| FIDELITY SOUTHERN CORP | COM | 316394105 | 229 | 35714 | SH | | SOLE | |
| FIRSTENERGY CORP COM | COM | 337932107 | 8517 | 221000 | SH | | SOLE | |
| FISHER COMMUNICATIONS INC COM | COM | 337756209 | 8332 | 478000 | SH | | SOLE | |
| FLIR SYS INC COM | COM | 302445101 | 2030 | 79000 | SH | | SOLE | |
| FLOWERS FOODS INC COM | COM | 343498101 | 17264 | 695000 | SH | | SOLE | |
| FLOWSERVE CORP COM | COM | 34354P105 | 77699 | 710100 | SH | | SOLE | |
| FLUSHING FINL CORP COM | COM | 343873105 | 2196 | 190000 | SH | | SOLE | |
| FMC CORP COM NEW | COM | 302491303 | 1071 | 15660 | SH | | SOLE | |
| FOMENTO ECONOMICO MEXICANO SAD | COM | 344419106 | 21002 | 414000 | SH | | SOLE | |
| FORD CAP TRUST 6.5% 01/15/32 | CONVERTIBLE PEF | 345395206 | 11187 | 233500 | SH | | SOLE | |

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| | | | | | | |
|---------------------------------|------------------|-----------|-------|---------|-----|------|
| FORD MTR CO DEL COM PAR \$0.01 | COM | 345370860 | 14027 | 1146000 | SH | SOLE |
| FORTRESS INVESTMENT GROUP CL A | COM | 34958B106 | 133 | 37000 | SH | SOLE |
| FORTUNE BRANDS INC | COM | 349631101 | 26880 | 546000 | SH | SOLE |
| FOSTER WHEELER AGR | COM | H27178104 | 440 | 18000 | SH | SOLE |
| FRANCE TELECOM SPONSORED ADR | COM | 35177Q105 | 3100 | 144000 | SH | SOLE |
| FRANKLIN ELEC INC | COM | 353514102 | 6533 | 197000 | SH | SOLE |
| FREEMPORT MCMORAN COPPER&GOLD C | COM | 35671D857 | 75709 | 886631 | SH | SOLE |
| FRESENIUS KABI PHARMA-CVR | WARRANT AND RIGH | 35802M115 | 1 | 24000 | SH | SOLE |
| FRONTIER COMMUNICATIONS CORP | COM | 35906A108 | 3092 | 378429 | SH | SOLE |
| FULLER H B CO COM | COM | 359694106 | 11452 | 576350 | SH | SOLE |
| FURMANITE CORPORATION | COM | 361086101 | 2484 | 509000 | SH | SOLE |
| GARDNER DENVER INC | COM | 365558105 | 6656 | 124000 | SH | SOLE |
| GATX CORP | COM | 361448103 | 45209 | 1541900 | SH | SOLE |
| GATX CORP \$2.50 CV PFD | CONVERTIBLE PREF | 361448202 | 616 | 4200 | SH | SOLE |
| GAYLORD ENTERTAINMENT CO | COM | 367905106 | 33261 | 1090520 | SH | SOLE |
| GENCORP INC | COM | 368682100 | 11906 | 2420000 | SH | SOLE |
| GENCORP INC 2.250% 01/15/24 | CONVERTIBLE BOND | 368682AL4 | 2908 | 3000000 | PRN | SOLE |
| GENERAL COMMUNICATIONS INC CL | COM | 369385109 | 568 | 57000 | SH | SOLE |
| GENERAL ELEC CO | COM | 369604103 | 44671 | 2749000 | SH | SOLE |
| GENERAL MILLS INC | COM | 370334104 | 53166 | 1455000 | SH | SOLE |
| GENOPTIX INC | COM | 37243V100 | 540 | 38000 | SH | SOLE |
| GENUINE PARTS CO | COM | 372460105 | 70854 | 1589000 | SH | SOLE |
| GENZYME CORP | COM | 372917104 | 5557 | 78500 | SH | SOLE |
| GERBER SCIENTIFIC INSTR | COM | 373730100 | 3540 | 573700 | SH | SOLE |
| GILEAD SCIENCES INC COM | COM | 375558103 | 890 | 25000 | SH | SOLE |
| GLAXOSMITHKLINE PLC ADR (B:GSK | COM | 37733W105 | 446 | 11276 | SH | SOLE |
| GLG PARTNERS INC COM | COM | 37929X107 | 900 | 200000 | SH | SOLE |
| GLOBAL SOURCES LTD COM | COM | G39300101 | 2190 | 290000 | SH | SOLE |
| GLOBE SPECIALTY METALS INC COM | COM | 37954N206 | 246 | 17500 | SH | SOLE |
| GOLD FIELDS LTD NEW SPON ADR (| COM | 38059T106 | 59931 | 3924749 | SH | SOLE |
| GOLD RESOURCE CORP COM | COM | 38068T105 | 1586 | 85000 | SH | SOLE |
| GOLDCORP INC (US) | COM | 380956409 | 40361 | 927408 | SH | SOLE |
| GOLDMAN SACHS GR | COM | 38141G104 | 3701 | 25600 | SH | SOLE |

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GABELLI FUNDS, LLC

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|----------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| GOODRICH B F CO COM | COM | 382388106 | 737 | 10000 | SH | | SOLE | |
| GOOGLE INC-CL A | COM | 38259P508 | 32284 | 61400 | SH | | SOLE | |
| GORMAN RUPP CO | COM | 383082104 | 10197 | 370000 | SH | | SOLE | |
| GP STRATEGIES CORP COM | COM | 36225V104 | 1073 | 118000 | SH | | SOLE | |
| GRACO INC COM | COM | 384109104 | 4918 | 155000 | SH | | SOLE | |
| GRAFTECH INTERNATIONAL | COM | 384313102 | 23028 | 1473350 | SH | | SOLE | |
| GRAPHIC PACKAGING HLDG CO COM | COM | 388689101 | 67 | 20000 | SH | | SOLE | |
| GRAY TELEVISION, INC | COM | 389375106 | 802 | 399000 | SH | | SOLE | |
| GRAY TELEVISION, INC CL A | COM | 389375205 | 38 | 21000 | SH | | SOLE | |
| GREAT ATLA & PAC 5.125% 6/15/2 | CONVERTIBLE BOND | 390064AJ2 | 10350 | 14300000 | PRN | | SOLE | |
| GREAT ATLANTIC & PAC TEA INCCO | COM | 390064103 | 3810 | 962000 | SH | | SOLE | |
| GREAT PLAINS ENERGY INC. (B: G | COM | 391164100 | 42846 | 2267000 | SH | | SOLE | |
| GREATBATCH INC | COM | 39153L106 | 928 | 40000 | SH | | SOLE | |
| GREEN MTN COFFEE ROASTERS INCO | COM | 393122106 | 1279 | 41000 | SH | | SOLE | |
| GREENBRIER COS INC | COM | 393657101 | 1325 | 85000 | SH | | SOLE | |
| GREIF INC CL A | COM | 397624107 | 25373 | 431224 | SH | | SOLE | |
| GREIF INC CL B | COM | 397624206 | 21413 | 373043 | SH | | SOLE | |
| GRIFFIN LAND & NUR | COM | 398231100 | 14162 | 535617 | SH | | SOLE | |
| GRIFFON CORP COM | COM | 398433102 | 16944 | 1389994 | SH | | SOLE | |
| GRUPO TELEVISIVA SA DE CV ADR (B | COM | 40049J206 | 41772 | 2207800 | SH | | SOLE | |
| GSE SYS INC COM | COM | 36227K106 | 129 | 38419 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----|-----------|-------|---------|----|--------------------|
| GYRODYNE CO AMER INC COM | COM | 403820103 | 768 | 10000 | SH | SOLE |
| H R BLOCK INC | COM | 093671105 | 6915 | 534000 | SH | SOLE |
| HAIN CELESTIAL GROUP INC | COM | 405217100 | 11894 | 496000 | SH | SOLE |
| HALLIBURTON COMPANY | COM | 406216101 | 62320 | 1884500 | SH | SOLE |
| HANESBRANDS INC COM | COM | 410345102 | 2974 | 115000 | SH | SOLE |
| HANSEN NAT CORP COM | COM | 411310105 | 559 | 12000 | SH | SOLE |
| HARLEY DAVIDSON INC | COM | 412822108 | 1905 | 67000 | SH | SOLE |
| HARMAN INTL INDS INC NEW COM | COM | 413086109 | 10447 | 312700 | SH | SOLE |
| HARMONY GOLD MINING CO LTD ADR | COM | 413216300 | 15762 | 1396100 | SH | SOLE |
| HARTE HANKS INC | COM | 416196103 | 210 | 18000 | SH | SOLE |
| HAWAIIAN ELEC INDS INC COM | COM | 419870100 | 13682 | 607000 | SH | SOLE |
| HAWK CORP CL A | COM | 420089104 | 65 | 1500 | SH | SOLE |
| HAWKINS INC COM | COM | 420261109 | 4357 | 123000 | SH | SOLE |
| HEADWATERS INC COM | COM | 42210P102 | 360 | 100000 | SH | SOLE |
| HEALTH GRADES INC COM | COM | 42218Q102 | 5735 | 700200 | SH | SOLE |
| HEALTHWAYS INC COM | COM | 422245100 | 349 | 30000 | SH | SOLE |
| HEELYS INC COM | COM | 42279M107 | 79 | 33000 | SH | SOLE |
| HEICO CORP NEW COM | COM | 422806109 | 228 | 5000 | SH | SOLE |
| HEINZ, H J COMPANY | COM | 423074103 | 20416 | 431000 | SH | SOLE |
| HELLENIC TELECOMMUNICATIONS AD | COM | 423325307 | 1016 | 281800 | SH | SOLE |
| HERLEY INDS INC COM | COM | 427398102 | 12623 | 765002 | SH | SOLE |
| HERSHEY COMPANY (THE) | COM | 427866108 | 24794 | 521000 | SH | SOLE |
| HESKA CORP COM NEW RESTRICTED | COM | 42805E207 | 18 | 40000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| HESS CORP | COM | 42809H107 | 20385 | 344800 | SH | | SOLE | |
| HEWITT ASSOCS INC COM | COM | 42822Q100 | 7927 | 157183 | SH | | SOLE | |
| HEWLETT PACKARD CO | COM | 428236103 | 505 | 12000 | SH | | SOLE | |
| HICKORY TECH CORP COM | COM | 429060106 | 1001 | 117400 | SH | | SOLE | |
| HOLOGIC INC COM | COM | 436440101 | 560 | 35000 | SH | | SOLE | |
| HOME DEPOT INC | COM | 437076102 | 19166 | 605000 | SH | | SOLE | |
| HOME INNS & HOTELS MANAG-ADR | COM | 43713W107 | 1386 | 28000 | SH | | SOLE | |
| HONEYWELL INT'L INC | COM | 438516106 | 81772 | 1861000 | SH | | SOLE | |
| HOOPER HOLMES INC COM | COM | 439104100 | 43 | 60300 | SH | | SOLE | |
| HOSPIRA INC COM | COM | 441060100 | 6556 | 115000 | SH | | SOLE | |
| HOST HOTELS & RESORTS INC | COM | 44107P104 | 209 | 14422 | SH | | SOLE | |
| HSBC HLDGS PLC ADR SPON NEW | COM | 404280406 | 4401 | 87000 | SH | | SOLE | |
| HSN INC COM | COM | 404303109 | 6544 | 219000 | SH | | SOLE | |
| HUANENG PWR INTL INC SPON ADR | COM | 443304100 | 4147 | 167500 | SH | | SOLE | |
| HUDSON CITY BANCORP INC COM | COM | 443683107 | 1103 | 90000 | SH | | SOLE | |
| HUDSON VALLEY HOLDING CORP COM | COM | 444172100 | 254 | 13000 | SH | | SOLE | |
| HUNTSMAN CORP COM | COM | 447011107 | 10982 | 950000 | SH | | SOLE | |
| IAC INTERACTIVECORP COM PAR \$. | COM | 44919P508 | 8774 | 334000 | SH | | SOLE | |
| IAMGOLD CORP (USD) COM | COM | 450913108 | 12840 | 725000 | SH | | SOLE | |
| IBERO-AMERICA FUND INC | MUTUAL FUNDS | 45082X103 | 72 | 11000 | SH | | SOLE | |
| ICU MEDICAL INC | COM | 44930G107 | 895 | 24000 | SH | | SOLE | |
| ICX TECHNOLOGIES INC COM | COM | 44934T105 | 272 | 36000 | SH | | SOLE | |
| IDEX CORP | COM | 45167R104 | 42612 | 1200000 | SH | | SOLE | |
| IMAX CORP COM | COM | 45245E109 | 396 | 23500 | SH | | SOLE | |
| IMMUCOR INC COM | COM | 452526106 | 775 | 39100 | SH | | SOLE | |
| INGERSOLL-RAND PLC | COM | G47791101 | 2535 | 71000 | SH | | SOLE | |
| INGLES MKTS INC CL A | COM | 457030104 | 15633 | 941200 | SH | | SOLE | |
| INSITUFORM TECHNOLOGIES INC CL | COM | 457667103 | 799 | 33000 | SH | | SOLE | |
| INSPIRE PHARMACEUTICALS INC CO | COM | 457733103 | 149 | 25000 | SH | | SOLE | |
| INTEGRYS ENERGY GROUP INC | COM | 45822P105 | 40893 | 785500 | SH | | SOLE | |
| INTEL CORP | COM | 458140100 | 42240 | 2200000 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|------------------|-----------|-------|---------|-----|--------------------|
| INTERACTIVE BROKERS | COM | 45841N107 | 1514 | 88000 | SH | SOLE |
| INTERMEC INC | COM | 458786100 | 9612 | 784000 | SH | SOLE |
| INTERNAP NETWORK SVCS CORP COM | COM | 45885A300 | 187 | 38000 | SH | SOLE |
| INTERNATIONAL BUSINESS | COM | 459200101 | 44239 | 329800 | SH | SOLE |
| INTERNATIONAL GAME TECH | COM | 459902102 | 6329 | 438000 | SH | SOLE |
| INTERNATIONAL PAPER CO | COM | 460146103 | 8700 | 400000 | SH | SOLE |
| INTERNATIONAL RECTIFIER CORPCO | COM | 460254105 | 1012 | 48000 | SH | SOLE |
| INTERNATIONAL SPEEDWAY A | COM | 460335201 | 390 | 16000 | SH | SOLE |
| INTERPUBLIC 4.250% 03/15/23 | CONVERTIBLE BOND | 460690BA7 | 3740 | 3400000 | PRN | SOLE |
| INTERPUBLIC GROUP COS INC | COM | 460690100 | 32096 | 3200000 | SH | SOLE |
| INTERVAL LEISURE GROUP INC COM | COM | 46113M108 | 1549 | 115000 | SH | SOLE |
| INTL FLAVORS & FRAGRANCES | COM | 459506101 | 22853 | 471000 | SH | SOLE |
| INVESCO LTD | COM | G491BT108 | 2654 | 125000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| IRIS INTL INC COM | COM | 46270W105 | 2832 | 295000 | SH | | SOLE | |
| ITRON INC | COM | 465741106 | 245 | 4000 | SH | | SOLE | |
| ITT EDUCATIONAL SVCS INC COM | COM | 45068B109 | 773 | 11000 | SH | | SOLE | |
| ITT INDUSTRIES | COM | 450911102 | 59661 | 1274000 | SH | | SOLE | |
| IVANHOE MINES LTD COM | COM | 46579N103 | 18006 | 769140 | SH | | SOLE | |
| J & J SNACK FOODS CORP | COM | 466032109 | 1048 | 25000 | SH | | SOLE | |
| J.P. MORGAN CHASE & CO | COM | 46625H100 | 38834 | 1020325 | SH | | SOLE | |
| JA SOLAR HOLD CO 4.500% 05/15/ | CONVERTIBLE BOND | 466090AA5 | 284 | 300000 | PRN | | SOLE | |
| JA SOLAR HOLDINGS CO LTD SPON | COM | 466090107 | 233 | 25000 | SH | | SOLE | |
| JANUS CAP GROUP INC COM | COM | 47102X105 | 15132 | 1381900 | SH | | SOLE | |
| JANUS CAPITAL 3.250% 07/15/14 | CONVERTIBLE BOND | 47102XAG0 | 2271 | 2000000 | PRN | | SOLE | |
| JARDEN CORPORATION | COM | 471109108 | 249 | 8000 | SH | | SOLE | |
| JOHNSON CONTROLS | COM | 478366107 | 27709 | 908500 | SH | | SOLE | |
| JOHNSON & JOHNSON | COM | 478160104 | 37176 | 600000 | SH | | SOLE | |
| JOURNAL COMM INC-A | COM | 481130102 | 5254 | 1165000 | SH | | SOLE | |
| JOY GLOBAL INC COM | COM | 481165108 | 4676 | 66500 | SH | | SOLE | |
| KAMAN CORP | COM | 483548103 | 24719 | 943119 | SH | | SOLE | |
| KANSAS CITY SOUTHERN | COM | 485170302 | 898 | 24000 | SH | | SOLE | |
| KAR AUCTION SVCS INC COM | COM | 48238T109 | 1135 | 90000 | SH | | SOLE | |
| KBW INC | COM | 482423100 | 1280 | 50000 | SH | | SOLE | |
| KEITHLEY INSTRS INC COM | COM | 487584104 | 2280 | 106000 | SH | | SOLE | |
| KELLOGG CO | COM | 487836108 | 6061 | 120000 | SH | | SOLE | |
| KEMET CORP COM | COM | 488360108 | 1186 | 355000 | SH | | SOLE | |
| KENNAMETAL INC COM | COM | 489170100 | 1376 | 44500 | SH | | SOLE | |
| KEY ENERGY SVCS INC COM | COM | 492914106 | 666 | 70000 | SH | | SOLE | |
| KID BRANDS, INC. COM | COM | 49375T100 | 100 | 11600 | SH | | SOLE | |
| KIMBERLY CLARK CORP | COM | 494368103 | 34477 | 530000 | SH | | SOLE | |
| KINDER MORGAN EGY PTNS L P UT | COM | 494550106 | 1370 | 20000 | SH | | SOLE | |
| KINETIC CONCEPTS INC COM NEW | COM | 49460W208 | 1829 | 50000 | SH | | SOLE | |
| KING PHARMACEUTICALS INC COM | COM | 495582108 | 100 | 10000 | SH | | SOLE | |
| KINROSS GOLD CORP COM NO PAR | COM | 496902404 | 60555 | 3222722 | SH | | SOLE | |
| KKR & CO. L.P | COM | 48248M102 | 9170 | 865072 | SH | | SOLE | |
| KONINKLIJKE PHILIPS ELECTRS SP | COM | 500472303 | 1190 | 38000 | SH | | SOLE | |
| KOREA ELEC PWR CO SPONSORED AD | COM | 500631106 | 6762 | 523000 | SH | | SOLE | |
| KRAFT FOODS INC CL A COM | COM | 50075N104 | 74148 | 2402728 | SH | | SOLE | |
| KROGER CO | COM | 501044101 | 2556 | 118000 | SH | | SOLE | |
| KT CORP SPON ADR | COM | 48268K101 | 205 | 10000 | SH | | SOLE | |
| KYOCERA CORP ADR | COM | 501556203 | 904 | 9500 | SH | | SOLE | |
| L 3 COMMUNICATIONS | COM | 502424104 | 289 | 4000 | SH | | SOLE | |
| LABORATORY CORP AMER HLDGS COM | COM | 50540R409 | 3059 | 39000 | SH | | SOLE | |
| LACLEDE GROUP INC | COM | 505597104 | 6127 | 178000 | SH | | SOLE | |

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LAKES ENTERTAINMENT INC COM COM 51206P109 197 116000 SH SOLE
 LAMAR ADVERTISING CO CL A COM 512815101 700 22000 SH SOLE
 LANCE INC COM COM 514606102 2130 100013 SH SOLE
 PORTVUE-SEC13F.LNP GABELLI FUNDS, LLC
 RUN DATE: 10/25/10 2:12 P.M.

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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| LANDAUER INC | COM | 51476K103 | 10898 | 174000 | SH | | SOLE | |
| LAS VEGAS SANDS CORP | COM | 517834107 | 35338 | 1014000 | SH | | SOLE | |
| LAWSON SOFTWARE INC NEW COM | COM | 52078P102 | 88 | 10410 | SH | | SOLE | |
| LAYNE CHRISTENSEN CO COM | COM | 521050104 | 9336 | 360600 | SH | | SOLE | |
| LDK SOLAR CO LTD SPONSORED ADR | COM | 50183L107 | 278 | 27000 | SH | | SOLE | |
| LEAR CORP COM NEW | COM | 521865204 | 316 | 4000 | SH | | SOLE | |
| LEGG MASON INC COM | COM | 524901105 | 39767 | 1312000 | SH | | SOLE | |
| LENDER PROCESSING SVCS INC COM | COM | 52602E102 | 1130 | 34000 | SH | | SOLE | |
| LEUCADIA NATL CORP COM | COM | 527288104 | 5792 | 245200 | SH | | SOLE | |
| LEVEL 3 COMMUNICATIONS INC COM | COM | 52729N100 | 33 | 35000 | SH | | SOLE | |
| LIBERTY GLOBAL INC COM SER A | COM | 530555101 | 36915 | 1198150 | SH | | SOLE | |
| LIBERTY GLOBAL INC COM SER C | COM | 530555309 | 18325 | 599645 | SH | | SOLE | |
| LIBERTY MEDIA CORP NEW LIB STA | COM | 53071M708 | 11103 | 171000 | SH | | SOLE | |
| LIBERTY MEDIA HLDG CORP INT CO | COM | 53071M104 | 13011 | 949000 | SH | | SOLE | |
| LIBERTY MEDIA-CAP SER A | COM | 53071M302 | 38420 | 738000 | SH | | SOLE | |
| LIFE TECHNOLOGIES CORP COM | COM | 53217V109 | 9525 | 204000 | SH | | SOLE | |
| LIFEWAY FOODS INC COM | COM | 531914109 | 2893 | 275000 | SH | | SOLE | |
| LILLY, ELI AND COMPANY | COM | 532457108 | 22758 | 623000 | SH | | SOLE | |
| LIN TV CORP CL A | COM | 532774106 | 3774 | 850000 | SH | | SOLE | |
| LINCOLN ELEC HLDGS INC COM | COM | 533900106 | 2833 | 49000 | SH | | SOLE | |
| LINDSAY CORP | COM | 535555106 | 3076 | 71000 | SH | | SOLE | |
| LITTELFUSE INC | COM | 537008104 | 1748 | 40000 | SH | | SOLE | |
| LIVE NATION INC | COM | 538034109 | 345 | 34910 | SH | | SOLE | |
| LOCKHEED MARTIN CORP COM | COM | 539830109 | 1034 | 14500 | SH | | SOLE | |
| LOEWS CORP | COM | 540424108 | 8035 | 212000 | SH | | SOLE | |
| LSI LOGIC CORP COM | COM | 502161102 | 6156 | 1353000 | SH | | SOLE | |
| LUFKIN INDS INC COM | COM | 549764108 | 38764 | 883000 | SH | | SOLE | |
| L-1 IDENTITY SOLUTIONS INC | COM | 50212A106 | 10498 | 895000 | SH | | SOLE | |
| M & T BK CORP COM | COM | 55261F104 | 12926 | 158000 | SH | | SOLE | |
| MACQUARIE INFRASTRUCTURE COMPA | COM | 55608B105 | 2677 | 172700 | SH | | SOLE | |
| MACROVISION CORP 2.625% 08/15/ | CONVERTIBLE BOND | 555904AB7 | 562 | 300000 | PRN | | SOLE | |
| MACY'S INC | COM | 55616P104 | 32243 | 1397000 | SH | | SOLE | |
| MADISON SQUARE GARDEN A | COM | 55826P100 | 34751 | 1647750 | SH | | SOLE | |
| MAGNETEK INC COM | COM | 559424106 | 1165 | 882300 | SH | | SOLE | |
| MAINE & MARITIMES CORP | COM | 560377103 | 1715 | 38190 | SH | | SOLE | |
| MANITOWOC CO COM | COM | 563571108 | 2470 | 204000 | SH | | SOLE | |
| MARATHON OIL CORP COM | COM | 565849106 | 23236 | 702000 | SH | | SOLE | |
| MARCUS CORP COM | COM | 566330106 | 1789 | 151000 | SH | | SOLE | |
| MARINE PRODS CORP COM | COM | 568427108 | 2210 | 360000 | SH | | SOLE | |
| MARSH & MCLENNAN COS INC COM | COM | 571748102 | 17463 | 724000 | SH | | SOLE | |
| MARTHA STEWART LIVING OMNI | COM | 573083102 | 830 | 175000 | SH | | SOLE | |
| MARTIN MARIETTA MTLs INC COM | COM | 573284106 | 493 | 6400 | SH | | SOLE | |
| MASTERCARD INC COM | COM | 57636Q104 | 28157 | 125700 | SH | | SOLE | |
| MATRIX INITIATIVES INC COM | COM | 57685L105 | 117 | 23000 | SH | | SOLE | |
| PORTVUE-SEC13F.LNP | | | | | | | GABELLI FUNDS, LLC | |
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
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| | | | | | | |
|--------------------------------|------------------|-----------|-------|---------|----|--------------------|
| MATTEL INC | COM | 577081102 | 751 | 32000 | SH | SOLE |
| MATTHEWS INTL CORP CL A | COM | 577128101 | 1132 | 32000 | SH | SOLE |
| MCAFEE INC COM | COM | 579064106 | 81264 | 1719500 | SH | SOLE |
| MCCORMICK & CO INC NON VOTING | COM | 579780206 | 757 | 18000 | SH | SOLE |
| MCGRAW HILL COMPANIES, INC. | COM | 580645109 | 12414 | 375500 | SH | SOLE |
| MCKESSON HBOC INC. | COM | 58155Q103 | 1143 | 18500 | SH | SOLE |
| MDS INC COM | COM | 55269P302 | 505 | 50000 | SH | SOLE |
| MDU RES GROUP INC COM | COM | 552690109 | 599 | 30000 | SH | SOLE |
| MEAD JOHNSON | COM | 582839106 | 23068 | 405346 | SH | SOLE |
| MEDALLION FINANCIAL CORP | COM | 583928106 | 296 | 38000 | SH | SOLE |
| MEDCO HEALTH SOLUTIONS INC COM | COM | 58405U102 | 6508 | 125000 | SH | SOLE |
| MEDIA GENERAL CL A | COM | 584404107 | 16451 | 1836000 | SH | SOLE |
| MEDIACOM COMMUNICATIONS CORPCL | COM | 58446K105 | 945 | 142500 | SH | SOLE |
| MEDTRONIC INC COM | COM | 585055106 | 1007 | 30000 | SH | SOLE |
| MELCO PBL ENTERTAINMENT-ADR | COM | 585464100 | 456 | 90000 | SH | SOLE |
| MEMC ELECTRONICS | COM | 552715104 | 238 | 20000 | SH | SOLE |
| MENTOR GRAPHICS CORP COM | COM | 587200106 | 856 | 81000 | SH | SOLE |
| MERCK & COMPANY | COM | 58933Y105 | 22294 | 605650 | SH | SOLE |
| MEREDITH CORP | COM | 589433101 | 9727 | 292000 | SH | SOLE |
| MET PRO CORP COM | COM | 590876306 | 1534 | 152001 | SH | SOLE |
| METHODE ELECTRS INC CL A | COM | 591520200 | 908 | 100000 | SH | SOLE |
| MGE ENERGY INC | COM | 55277P104 | 15876 | 401000 | SH | SOLE |
| MGM RESORTS INTERNATIONAL | COM | 552953101 | 5877 | 521000 | SH | SOLE |
| MGP INGREDIENTS INC COM | COM | 55302G103 | 550 | 70000 | SH | SOLE |
| MICROSOFT CORP | COM | 594918104 | 34947 | 1427000 | SH | SOLE |
| MIDAS GROUP INC COM | COM | 595626102 | 5909 | 776500 | SH | SOLE |
| MIDDLEBY CORP COM | COM | 596278101 | 1585 | 25000 | SH | SOLE |
| MIDDLESEX WTR CO COM | COM | 596680108 | 2010 | 119333 | SH | SOLE |
| MILLICOM INTL CELLULAR S A SHS | COM | L6388F110 | 29054 | 302800 | SH | SOLE |
| MIRANT CORP NEW COM | COM | 60467R100 | 1750 | 175732 | SH | SOLE |
| MIRANT CORP NEW WT A EX 010311 | WARRANT AND RIGH | 60467R118 | 1 | 74535 | SH | SOLE |
| MIRANT CORP NEW WT B EX 010311 | WARRANT AND RIGH | 60467R126 | 1 | 38363 | SH | SOLE |
| MKS INSTRS INC COM | COM | 55306N104 | 363 | 20187 | SH | SOLE |
| MOBILE TELESYSTEMS OJSC ADR SP | COM | 607409109 | 610 | 28750 | SH | SOLE |
| MODINE MFG CO | COM | 607828100 | 11115 | 857000 | SH | SOLE |
| MOLEX INC CL A | COM | 608554200 | 769 | 44000 | SH | SOLE |
| MOLYCORP INC DEL COM | COM | 608753109 | 2900 | 102500 | SH | SOLE |
| MONRO MUFFLER BRAKE INC | COM | 610236101 | 692 | 15000 | SH | SOLE |
| MONSANTO CO NEW COM | COM | 61166W101 | 20038 | 418058 | SH | SOLE |
| MONSTER WORLDWIDE INC COM | COM | 611742107 | 2177 | 168000 | SH | SOLE |
| MOODYS CORP COM | COM | 615369105 | 2448 | 98000 | SH | SOLE |
| MOOG INC CL A | COM | 615394202 | 3196 | 90000 | SH | SOLE |
| MOOG INC CL B | COM | 615394301 | 580 | 16100 | SH | SOLE |
| MORGAN STANLEY | COM | 617446448 | 10440 | 423000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|----------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| MOSAIC CO/THE | COM | 61945A107 | 6904 | 117500 | SH | | SOLE | |
| MOSY INC | COM | 619718109 | 176 | 36000 | SH | | SOLE | |
| MOTOROLA INC | COM | 620076109 | 3113 | 365000 | SH | | SOLE | |
| MOVADO GROUP INC COM | COM | 624580106 | 500 | 46000 | SH | | SOLE | |
| MUELLER INDS INC COM | COM | 624756102 | 4000 | 151000 | SH | | SOLE | |
| MUELLER WATER PRODUCTS INC | COM | 624758108 | 154 | 51009 | SH | | SOLE | |
| MURPHY OIL CORP COM | COM | 626717102 | 28359 | 458000 | SH | | SOLE | |
| MVC CAP COM | COM | 553829102 | 1297 | 100000 | SH | | SOLE | |
| MWI VETERINARY SUPPLY INC | COM | 55402X105 | 2309 | 40000 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|------------------|-----------|--------|---------|-----|--------------------|
| MYERS INDS INC | COM | 628464109 | 12863 | 1497467 | SH | SOLE |
| MYLAN LABS INC COM | COM | 628530107 | 941 | 50000 | SH | SOLE |
| NABORS INDS INC 0.940% 05/15/1 | CONVERTIBLE BOND | 629568AP1 | 1986 | 2000000 | PRN | SOLE |
| NABORS INDUSTRIES LTD SHS | COM | G6359F103 | 5870 | 325000 | SH | SOLE |
| NARA BANCORP INC COM | COM | 63080P105 | 2009 | 285000 | SH | SOLE |
| NATHANS FAMOUS INC NEW COM | COM | 632347100 | 2232 | 140000 | SH | SOLE |
| NATIONAL FUEL GAS CO N J COM | COM | 636180101 | 114604 | 2212000 | SH | SOLE |
| NATIONAL GRID PLC | COM | 636274300 | 2431 | 56877 | SH | SOLE |
| NATIONAL PRESTO INDS INC | COM | 637215104 | 7453 | 70000 | SH | SOLE |
| NAVISTAR INTL CORP 3% 10/15/20 | CONVERTIBLE BOND | 63934EAL2 | 684 | 600000 | PRN | SOLE |
| NAVISTAR INTL CORP COM | COM | 63934E108 | 37928 | 869100 | SH | SOLE |
| NBTY INC COM | COM | 628782104 | 11018 | 200400 | SH | SOLE |
| NCR CORP NEW COM | COM | 62886E108 | 9309 | 683000 | SH | SOLE |
| NEOGEN CORP COM | COM | 640491106 | 271 | 8000 | SH | SOLE |
| NETEZZA CORP COM | COM | 64111N101 | 30063 | 1115500 | SH | SOLE |
| NETFLIX COM INC COM | COM | 64110L106 | 324 | 2000 | SH | SOLE |
| NEW ALLIANCE BANCSHARES INC CO | COM | 650203102 | 7593 | 601700 | SH | SOLE |
| NEW GERMANY FD COM (B:GF US) | MUTUAL FUNDS | 644465106 | 1811 | 125695 | SH | SOLE |
| NEW YORK CMNTY BANCORP INC COM | COM | 649445103 | 3088 | 190000 | SH | SOLE |
| NEW YORK TIMES CO CLASS A | COM | 650111107 | 232 | 30000 | SH | SOLE |
| NEWMARKET CORP COM | COM | 651587107 | 4672 | 41100 | SH | SOLE |
| NEWMONT MINING 1.625% 07/15/17 | CONVERTIBLE BOND | 651639AJ5 | 7691 | 5250000 | PRN | SOLE |
| NEWMONT MINING CORP HOLDING CO | COM | 651639106 | 168794 | 2687371 | SH | SOLE |
| NEWS CORP CL A | COM | 65248E104 | 74102 | 5674000 | SH | SOLE |
| NEWS CORP CL B | COM | 65248E203 | 1356 | 90016 | SH | SOLE |
| NEXEN INC COM | COM | 65334H102 | 2211 | 110000 | SH | SOLE |
| NEXTERA ENERGY INC COM | COM | 65339F101 | 56022 | 1030000 | SH | SOLE |
| NICOR INC COM | COM | 654086107 | 14983 | 327000 | SH | SOLE |
| NIGHTHAWK RADIOLOGY HLDGS INCO | COM | 65411N105 | 1860 | 291600 | SH | SOLE |
| NII HLDGS INC CL B NEW | COM | 62913F201 | 370 | 9000 | SH | SOLE |
| NIKE INC CL B | COM | 654106103 | 1058 | 13200 | SH | SOLE |
| NIPPON TELEG&TEL CORP ADR (B:N | COM | 654624105 | 263 | 12000 | SH | SOLE |
| NISOURCE INC | COM | 65473P105 | 9361 | 538000 | SH | SOLE |
| NOBILITY HOMES INC COM | COM | 654892108 | 732 | 77500 | SH | SOLE |
| NOBLE CORPORATION BAAR NAMEN - | COM | H5833N103 | 15952 | 472100 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| NOKIA CORP SPONSORED ADR (B:NO | COM | 654902204 | 251 | 25000 | SH | | SOLE | |
| NORDSON CORP COM | COM | 655663102 | 221 | 3000 | SH | | SOLE | |
| NORTHEAST UTILS COM | COM | 664397106 | 39624 | 1340000 | SH | | SOLE | |
| NORTHERN DYNASTY MINERALS LTCO | COM | 66510M204 | 2000 | 235000 | SH | | SOLE | |
| NORTHERN TRUST CORP | COM | 665859104 | 3329 | 69000 | SH | | SOLE | |
| NORTHROP GRUMMAN CORP (B:NOC) | COM | 666807102 | 3638 | 60000 | SH | | SOLE | |
| NORTHWEST NAT GAS CO COM | COM | 667655104 | 1186 | 25000 | SH | | SOLE | |
| NORTHWESTERN CORP COM NEW | COM | 668074305 | 23735 | 832800 | SH | | SOLE | |
| NOVARTIS AG - ADR (B:NVS US) | COM | 66987V109 | 14879 | 258000 | SH | | SOLE | |
| NOVELL INC | COM | 670006105 | 119 | 20000 | SH | | SOLE | |
| NRG ENERGY INC COM NEW | COM | 629377508 | 9890 | 475000 | SH | | SOLE | |
| NSTAR COM | COM | 67019E107 | 50840 | 1292000 | SH | | SOLE | |
| NU HORIZONS ELECTRS CORP COM | COM | 669908105 | 1059 | 152400 | SH | | SOLE | |
| NV ENERGY INC COM | COM | 67073Y106 | 460 | 35000 | SH | | SOLE | |
| NYMAGIC INC COM | COM | 629484106 | 442 | 17200 | SH | | SOLE | |
| NYSE EURONEXT COM | COM | 629491101 | 2286 | 80000 | SH | | SOLE | |
| O REILLY AUTOMOTIVE INC COM | COM | 686091109 | 52429 | 985500 | SH | | SOLE | |
| OCCIDENTAL PETE CORP | COM | 674599105 | 50034 | 639000 | SH | | SOLE | |
| OCEANEERING INTL INC COM | COM | 675232102 | 10395 | 193000 | SH | | SOLE | |

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|--------------------------------|--------------|-----------|-------|---------|----|--------------------|
| OCH ZIFF CAP MGMT GROUP CL A | COM | 67551U105 | 4261 | 286000 | SH | SOLE |
| OGE ENERGY CORP COM | COM | 670837103 | 36142 | 906500 | SH | SOLE |
| OIL DRI CORP AMER COM | COM | 677864100 | 3018 | 140300 | SH | SOLE |
| OIL SVC HOLDRS TR OIL SVC HOLD | MUTUAL FUNDS | 678002106 | 7185 | 63500 | SH | SOLE |
| OLIN CORP COM PAR \$1. | COM | 680665205 | 4435 | 220000 | SH | SOLE |
| OMNOVA SOLUTIONS INC COM | COM | 682129101 | 9814 | 1365000 | SH | SOLE |
| ONEOK INC NEW COM | COM | 682680103 | 28736 | 638000 | SH | SOLE |
| OPKO HEALTH INC COM | COM | 68375N103 | 224 | 100000 | SH | SOLE |
| ORIENT-EXPRESS HOTELS LTD COM | COM | G67743107 | 2921 | 262000 | SH | SOLE |
| ORITANI FINL CORP DEL COM | COM | 68633D103 | 2096 | 210000 | SH | SOLE |
| ORMAT TECHNOLOGIES INC | COM | 686688102 | 2771 | 95000 | SH | SOLE |
| ORTHOFIX INTL N V ORD | COM | N6748L102 | 3283 | 104500 | SH | SOLE |
| OSTEOTECH INC COM | COM | 688582105 | 2968 | 459504 | SH | SOLE |
| OTIX GLOBAL INC | COM | 68906N200 | 1648 | 159500 | SH | SOLE |
| OTTER TAIL CORPORATION COM | COM | 689648103 | 10621 | 520900 | SH | SOLE |
| OUTDOOR HLDGS INC (NEW) | COM | 690027206 | 199 | 36000 | SH | SOLE |
| OWENS ILL INC COM NEW | COM | 690768403 | 3536 | 126000 | SH | SOLE |
| OWENS & MINOR INC NEW COM | COM | 690732102 | 5059 | 177750 | SH | SOLE |
| PACCAR INC | COM | 693718108 | 14589 | 303000 | SH | SOLE |
| PACTIV CORP COM | COM | 695257105 | 21734 | 659000 | SH | SOLE |
| PAIN THERAPEUTICS INC COM | COM | 69562K100 | 2688 | 435000 | SH | SOLE |
| PALOMAR MED TECHNOLOGIES INCCO | COM | 697529303 | 3357 | 325000 | SH | SOLE |
| PARK ELECTROCHEMICAL CORP COM | COM | 700416209 | 8060 | 306000 | SH | SOLE |
| PARK OHIO HLDGS CORP COM | COM | 700666100 | 4562 | 343000 | SH | SOLE |
| PARKER HANNIFIN CORP | COM | 701094104 | 841 | 12000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | |
| | | | | | | GABELLI FUNDS, LLC |

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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|-------------------|----|
| PATTERSON COMPANIES INC | COM | 703395103 | 3023 | 105500 | SH | | SOLE | |
| PATTERSON-UTI ENERGY INC COM | COM | 703481101 | 769 | 45000 | SH | | SOLE | |
| PEABODY ENERGY CORP COM | COM | 704549104 | 9645 | 196800 | SH | | SOLE | |
| PEETS COFFEE & TEA INC COM | COM | 705560100 | 1466 | 42840 | SH | | SOLE | |
| PENFORD CORP COM | COM | 707051108 | 323 | 70000 | SH | | SOLE | |
| PENN NATIONAL GAMING INC COM | COM | 707569109 | 3494 | 118000 | SH | | SOLE | |
| PENNICHUCK CORP COM NEW | COM | 708254206 | 8924 | 388000 | SH | | SOLE | |
| PENTAIR INC COM | COM | 709631105 | 1782 | 53000 | SH | | SOLE | |
| PEP BOYS MANNY MOE & JACK | COM | 713278109 | 4867 | 460000 | SH | | SOLE | |
| PEPCO HLDGS INC COM | COM | 713291102 | 5124 | 275500 | SH | | SOLE | |
| PEPSICO INC | COM | 713448108 | 55473 | 834927 | SH | | SOLE | |
| PETROBRAS BRASILEIRO ADR SPONS | COM | 71654V408 | 29955 | 825900 | SH | | SOLE | |
| PETROBRAS BRASILEIRO SPON ADR | COM | 71654V101 | 5809 | 177000 | SH | | SOLE | |
| PETROCHINA CO LTD SPONSORED AD | COM | 71646E100 | 2061 | 17700 | SH | | SOLE | |
| PFIZER INC | COM | 717081103 | 33117 | 1928790 | SH | | SOLE | |
| PG&E CORP COM | COM | 69331C108 | 4042 | 89000 | SH | | SOLE | |
| PHH CORP COM NEW | COM | 693320202 | 379 | 18000 | SH | | SOLE | |
| PHHM 3.25% 5/15/2024 | CONVERTIBLE BOND | 696639AB9 | 289 | 450000 | PRN | | SOLE | |
| PHILIP MORRIS INTL INC COM | COM | 718172109 | 5742 | 102500 | SH | | SOLE | |
| PHILLIPINE LONG DISTANCE TEL S | COM | 718252604 | 6381 | 106600 | SH | | SOLE | |
| PHOENIX COS INC NEW COM | COM | 71902E109 | 50 | 24000 | SH | | SOLE | |
| PHOENIX TECHNOLOGIES LTD COM | COM | 719153108 | 234 | 60000 | SH | | SOLE | |
| PIEDMONT NAT GAS INC COM | COM | 720186105 | 3741 | 129000 | SH | | SOLE | |
| PIER 1 IMPORTS INC SHS BEN INT | COM | 720279108 | 442 | 54000 | SH | | SOLE | |
| PINNACLE ENTMT INC COM | COM | 723456109 | 6683 | 599400 | SH | | SOLE | |
| PINNACLE WEST CAP CORP COM | COM | 723484101 | 18737 | 454000 | SH | | SOLE | |
| PLANTRONICS | COM | 727493108 | 405 | 12000 | SH | | SOLE | |
| PNC FINANCIAL CORP | COM | 693475105 | 15521 | 299000 | SH | | SOLE | |
| PNM RES INC | COM | 69349H107 | 27564 | 2420000 | SH | | SOLE | |

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|--------------------------------|--------------|-----------|-------|--------|----|--------------------|
| POLO RALPH LAUREN CORP | COM | 731572103 | 1168 | 13000 | SH | SOLE |
| POLYPORE INTL INC COM | COM | 73179V103 | 498 | 16500 | SH | SOLE |
| POPULAR INC COM | COM | 733174106 | 1827 | 630137 | SH | SOLE |
| PORTUGAL TELECOM ADR (B:PT US) | COM | 737273102 | 5345 | 404000 | SH | SOLE |
| POTASH CORP SASK INC | COM | 73755L107 | 7778 | 54000 | SH | SOLE |
| PPL CORP COM | COM | 69351T106 | 1367 | 50200 | SH | SOLE |
| PRECISION CASTPARTS CORP | COM | 740189105 | 74793 | 587300 | SH | SOLE |
| PRG-SCHULTZ INTERNATIONAL INCO | COM | 69357C503 | 73 | 12800 | SH | SOLE |
| PRIMEDIA INC COM NEW | COM | 74157K846 | 661 | 174000 | SH | SOLE |
| PRIVATEBANCORP INC COM | COM | 742962103 | 171 | 15000 | SH | SOLE |
| PROCTER & GAMBLE COMPANY | COM | 742718109 | 57661 | 961500 | SH | SOLE |
| PROGRESS ENERGY INC COM | COM | 743263105 | 32515 | 732000 | SH | SOLE |
| PROLOGIS SH BEN INT | COM | 743410102 | 424 | 36000 | SH | SOLE |
| PROSHARES TR ULTRASHT DOW30 | MUTUAL FUNDS | 74347R867 | 4900 | 200000 | SH | SOLE |
| PROSHARES TR ULTRSHRT 20YRS | COM | 74347R297 | 313 | 10000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | |
| | | | | | | GABELLI FUNDS, LLC |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| PROSHARES TR ULTRSHRT 7-10Y | COM | 74347R313 | 354 | 9000 | SH | | SOLE | |
| PROSHARES TRUST ULTRA FNCLS NE | ETF/ISHARE - EQU | 74347X633 | 1359 | 25000 | SH | | SOLE | |
| PROVIDENCE SERV 6.500% 05/15/1 | CONVERTIBLE BOND | 743815AB8 | 284 | 300000 | PRN | | SOLE | |
| PROVIDENCE & WORCESTER RR COCO | COM | 743737108 | 1902 | 154000 | SH | | SOLE | |
| PSS WORLD MED INC COM | COM | 69366A100 | 941 | 44000 | SH | | SOLE | |
| PSYCHIATRIC SOLUTIONS INC COM | COM | 74439H108 | 4529 | 135000 | SH | | SOLE | |
| PT INDOSAT TBK SPONSORED ADR | COM | 744383100 | 359 | 11800 | SH | | SOLE | |
| PT TELEKOMUNIKASI INDONESIA (B | COM | 715684106 | 923 | 22360 | SH | | SOLE | |
| PUBLIC SVC ENTERPRISES COM | COM | 744573106 | 14959 | 452200 | SH | | SOLE | |
| QUAKER CHEM CORP COM | COM | 747316107 | 765 | 23500 | SH | | SOLE | |
| QUALCOMM INC COM | COM | 747525103 | 7718 | 171000 | SH | | SOLE | |
| QUIDEL CORP COM | COM | 74838J101 | 4396 | 400000 | SH | | SOLE | |
| QWEST COMMUNICATIONS INTL. | COM | 749121109 | 5850 | 933000 | SH | | SOLE | |
| RALCORP HOLDINGS INC | COM | 751028101 | 15322 | 262000 | SH | | SOLE | |
| RANDGOLD RES LTD ADR | COM | 752344309 | 119439 | 1177200 | SH | | SOLE | |
| RAYONIER INC COM | COM | 754907103 | 1553 | 30984 | SH | | SOLE | |
| RAYTHEON COMPANY | COM | 755111507 | 457 | 10000 | SH | | SOLE | |
| REGAL ENTERTAINMENT GROUP | COM | 758766109 | 472 | 36000 | SH | | SOLE | |
| RENESOLA LTD SPONS ADS | COM | 75971T103 | 875 | 70000 | SH | | SOLE | |
| REPSOL YPF S A ADR SPONSORED | COM | 76026T205 | 7796 | 303000 | SH | | SOLE | |
| REPUBLIC SVCS INC CL A | COM | 760759100 | 44942 | 1474000 | SH | | SOLE | |
| RESEARCH IN MOTION LTD COM | COM | 760975102 | 243 | 5000 | SH | | SOLE | |
| RES-CARE INC COM | COM | 760943100 | 11954 | 900865 | SH | | SOLE | |
| RGC RES INC COM | COM | 74955L103 | 287 | 9500 | SH | | SOLE | |
| RIO TINTO LTD ADR SPONSORED (B | COM | 767204100 | 20473 | 348600 | SH | | SOLE | |
| ROBBINS & MYERS INC | COM | 770196103 | 3555 | 132730 | SH | | SOLE | |
| ROCHESTER MED CORP COM | COM | 771497104 | 2408 | 220742 | SH | | SOLE | |
| ROCKWELL AUTOMATION INC (B:ROK | COM | 773903109 | 48952 | 793000 | SH | | SOLE | |
| ROCKWELL COLLINS INC COM | COM | 774341101 | 3379 | 58000 | SH | | SOLE | |
| ROCKWOOD HLDGS INC COM | COM | 774415103 | 3147 | 100000 | SH | | SOLE | |
| ROGERS COMMUNICATIONS CL B | COM | 775109200 | 99845 | 2667500 | SH | | SOLE | |
| ROLLINS INC | COM | 775711104 | 55469 | 2372500 | SH | | SOLE | |
| ROPER 1.481% 01/15/34 | CONVERTIBLE BOND | 776696AA4 | 1117 | 1400000 | PRN | | SOLE | |
| ROPER INDS INC NEW | COM | 776696106 | 2086 | 32000 | SH | | SOLE | |
| ROVI CORP COM | COM | 779376102 | 1210 | 24000 | SH | | SOLE | |
| ROWAN COS INC | COM | 779382100 | 30724 | 1012000 | SH | | SOLE | |
| ROYAL BK CDA MONTREAL QUE COM | COM | 780087102 | 2867 | 55000 | SH | | SOLE | |
| ROYAL DUTCH SHELL PLC ADR-A(RD | COM | 780259206 | 23396 | 388000 | SH | | SOLE | |
| ROYAL GOLD INC COM | COM | 780287108 | 22237 | 446174 | SH | | SOLE | |

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| | | | | | | |
|---------------------------|-----------|-----------|-------|---------|----|--------------------|
| ROYCE VALUE TR INC | COM | 780910105 | 1353 | 111420 | SH | SOLE |
| RPC INC. COMMON | COM | 749660106 | 33560 | 1586000 | SH | SOLE |
| RTI BIOLOGICS INC COM | COM | 74975N105 | 763 | 290000 | SH | SOLE |
| RUSH ENTERPRISES INC CL B | COM | 781846308 | 3988 | 290000 | SH | SOLE |
| S1 CORP | COM | 78463B101 | 52 | 10000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| SAFeway INC COM NEW | COM | 786514208 | 16611 | 785000 | SH | | SOLE | |
| SALEM COMMUNICATIONS CORP DECL | COM | 794093104 | 1894 | 635700 | SH | | SOLE | |
| SALLY BEAUTY HLDGS INC COM | COM | 79546E104 | 10518 | 939100 | SH | | SOLE | |
| SANDERS MORRIS HARRIS GROUP CO | COM | 80000Q104 | 66 | 11600 | SH | | SOLE | |
| SANDISK CORP 1.000% 05/15/13 | CONVERTIBLE BOND | 80004CAC5 | 15242 | 16500000 | PRN | | SOLE | |
| SANDISK CORP COM | COM | 80004C101 | 2895 | 79000 | SH | | SOLE | |
| SANDRIDGE ENERGY INC COM | COM | 80007P307 | 136 | 23885 | SH | | SOLE | |
| SARA LEE CORP COM | COM | 803111103 | 38994 | 2903500 | SH | | SOLE | |
| SASOL LTD ADR SPONSORED | COM | 803866300 | 6772 | 151200 | SH | | SOLE | |
| SAUER INC | COM | 804137107 | 852 | 40000 | SH | | SOLE | |
| SCANA CORP NEW COM | COM | 80589M102 | 15503 | 384500 | SH | | SOLE | |
| SCHEIN HENRY INC COM | COM | 806407102 | 8869 | 151400 | SH | | SOLE | |
| SCHIFF NUTRITION INTL INC COM | COM | 806693107 | 6979 | 851100 | SH | | SOLE | |
| SCHLUMBERGER | COM | 806857108 | 10282 | 166896 | SH | | SOLE | |
| SCHULMAN A INC COM | COM | 808194104 | 1294 | 64200 | SH | | SOLE | |
| SCHWAB CHARLES CORP NEW | COM | 808513105 | 6047 | 435000 | SH | | SOLE | |
| SCHWEITZER-MAUDUIT INTL INC CO | COM | 808541106 | 1458 | 25000 | SH | | SOLE | |
| SCRIPPS E W CO OHIO CL A | COM | 811054402 | 4633 | 588000 | SH | | SOLE | |
| SCRIPPS NETWORKS INTERAC | COM | 811065101 | 26264 | 552000 | SH | | SOLE | |
| SEALED AIR CORP NEW | COM | 81211K100 | 495 | 22000 | SH | | SOLE | |
| SEARCHMEDIA HLDGS LTD WTS | WARRANT AND RIGH | G8005Y114 | 84 | 219500 | SH | | SOLE | |
| SEARCHMEDIA HOLDINGS LTD | COM | G8005Y106 | 863 | 331900 | SH | | SOLE | |
| SEMPRA ENERGY COM | COM | 816851109 | 9684 | 180000 | SH | | SOLE | |
| SENSIENT TECHNOLOGIES CORP | COM | 81725T100 | 27258 | 894000 | SH | | SOLE | |
| SHAW COMMUNICATIONS CL B NON V | COM | 82028K200 | 13162 | 598000 | SH | | SOLE | |
| SHENANDOAH TELECOMMUNICATIONCD | COM | 82312B106 | 1744 | 96000 | SH | | SOLE | |
| SINCLAIR BROAD 6.000% 09/15/12 | CONVERTIBLE BOND | 829226AV1 | 16098 | 16200000 | PRN | | SOLE | |
| SINCLAIR BROADCAST GROUP INCCL | COM | 829226109 | 2176 | 310000 | SH | | SOLE | |
| SIRIUS XM RADIO INC COM | COM | 82967N108 | 540 | 450000 | SH | | SOLE | |
| SJW CORP COM | COM | 784305104 | 15113 | 613600 | SH | | SOLE | |
| SK TELECOM LTD SPONSORED ADR (| COM | 78440P108 | 3138 | 179600 | SH | | SOLE | |
| SKYLINE CORP | COM | 830830105 | 6607 | 326100 | SH | | SOLE | |
| SL INDS INC COM | COM | 784413106 | 2694 | 192000 | SH | | SOLE | |
| SLM CORP COM | COM | 78442P106 | 10568 | 915000 | SH | | SOLE | |
| SMART BALANCE INC COM | COM | 83169Y108 | 1048 | 270000 | SH | | SOLE | |
| SMITH A O CORP COM | COM | 831865209 | 1563 | 27000 | SH | | SOLE | |
| SMUCKER J M CO COM NEW | COM | 832696405 | 6725 | 111100 | SH | | SOLE | |
| SONESTA INTL HOTELS CORP CL A | COM | 835438409 | 2551 | 175200 | SH | | SOLE | |
| SONOCO PRODS CO COM | COM | 835495102 | 2675 | 80000 | SH | | SOLE | |
| SONY CORP-ADR (B:SNE US) | COM | 835699307 | 1546 | 50000 | SH | | SOLE | |
| SORL AUTO PTS INC COM | COM | 78461U101 | 1386 | 160000 | SH | | SOLE | |
| SOUTH JERSEY INDS INC COM | COM | 838518108 | 5194 | 105000 | SH | | SOLE | |
| SOUTHERN CO | COM | 842587107 | 16944 | 455000 | SH | | SOLE | |
| SOUTHERN UN CO NEW COM | COM | 844030106 | 34261 | 1424000 | SH | | SOLE | |
| PORTVUE-SEC13F.LNP | | | | | | | GABELLI FUNDS, LLC | |
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| SOUTHWEST GAS CORP | COM | 844895102 | 47577 | 1416400 | SH | | SOLE | |
| SOUTHWESTERN ENERGY CO COM | COM | 845467109 | 9865 | 295000 | SH | | SOLE | |
| SPARTAN MTRS INC COM | COM | 846819100 | 373 | 80375 | SH | | SOLE | |
| SPECTRA ENERGY CORP COM | COM | 847560109 | 41199 | 1827000 | SH | | SOLE | |
| SPRINT NEXTEL CORP | COM | 852061100 | 54435 | 11757000 | SH | | SOLE | |
| SPTN 3 3/8 5/27 | CONVERTIBLE BOND | 846822AE4 | 561 | 630000 | PRN | | SOLE | |
| ST JUDE MEDICAL CENTER INC | COM | 790849103 | 8643 | 219700 | SH | | SOLE | |
| ST. JOE COMPANY | COM | 790148100 | 16041 | 645000 | SH | | SOLE | |
| STAMPS.COM INC (NEW) | COM | 852857200 | 2067 | 158990 | SH | | SOLE | |
| STANDARD MTR PRODS INC CLASS A | COM | 853666105 | 9245 | 878000 | SH | | SOLE | |
| STANDEX INTL CORP | COM | 854231107 | 1693 | 70000 | SH | | SOLE | |
| STARRETT L S CO CL A | COM | 855668109 | 2226 | 213000 | SH | | SOLE | |
| STARWOOD HOTELS & RESORTS WRLD | COM | 85590A401 | 11487 | 218600 | SH | | SOLE | |
| STATE STREET CORP | COM | 857477103 | 11599 | 308000 | SH | | SOLE | |
| STATOIL ASA SPONSORED ADR | COM | 85771P102 | 19793 | 943400 | SH | | SOLE | |
| STERLING BANCORP COM | COM | 859158107 | 3459 | 398000 | SH | | SOLE | |
| STEWART ENTERPRISES INC CL A | COM | 860370105 | 1240 | 230000 | SH | | SOLE | |
| STILLWATER MINING | COM | 86074Q102 | 877 | 52100 | SH | | SOLE | |
| STONERIDGE INC | COM | 86183P102 | 1892 | 180000 | SH | | SOLE | |
| STRATTEC SECURITY CORP. | COM | 863111100 | 4867 | 195000 | SH | | SOLE | |
| STRYKER CORP | COM | 863667101 | 3218 | 64300 | SH | | SOLE | |
| STUDENT LN CORP COM | COM | 863902102 | 1886 | 63500 | SH | | SOLE | |
| SUNCOR ENERGY INC | COM | 867224107 | 18863 | 579500 | SH | | SOLE | |
| SUNOCO INC COM | COM | 86764P109 | 5475 | 150000 | SH | | SOLE | |
| SUNPOWER CORP COM CL B | COM | 867652307 | 180 | 13000 | SH | | SOLE | |
| SUNTRUST BANKS INC | COM | 867914103 | 1343 | 52000 | SH | | SOLE | |
| SUPERIOR INDS INTL INC | COM | 868168105 | 7603 | 440000 | SH | | SOLE | |
| SUPERVALU INC COMMON | COM | 868536103 | 3171 | 275000 | SH | | SOLE | |
| SWS GROUP INC | COM | 78503N107 | 3406 | 475000 | SH | | SOLE | |
| SYCAMORE NETWORKS INC COM NEW | COM | 871206405 | 2852 | 88000 | SH | | SOLE | |
| SYNERON MEDICAL LTD ORD SHS | COM | M87245102 | 139 | 14000 | SH | | SOLE | |
| SYNGENTA AG ADR SPONSORED | COM | 87160A100 | 747 | 15000 | SH | | SOLE | |
| T ROWE PRICE GROUP INC | COM | 74144T108 | 19025 | 380000 | SH | | SOLE | |
| TAKE-TWO INTERACTIVE SOFTWARE | COM | 874054109 | 12569 | 1239500 | SH | | SOLE | |
| TALBOTS INC WARRANTS | WARRANT AND RIGH | 874161110 | 1176 | 420000 | SH | | SOLE | |
| TALECRIS BIOTHERAPEUTICS | COM | 874227101 | 1098 | 48000 | SH | | SOLE | |
| TD AMERITRADE HLDG CORP COM | COM | 87236Y108 | 2584 | 160000 | SH | | SOLE | |
| TECH OPS SEVCON INC | COM | 878293109 | 1246 | 240000 | SH | | SOLE | |
| TECHNITROL INC COM | COM | 878555101 | 263 | 59740 | SH | | SOLE | |
| TECO ENERGY INC COM | COM | 872375100 | 5889 | 340000 | SH | | SOLE | |
| TELE NORTE LESTE PARTICIPACO A | COM | 879246106 | 4176 | 296596 | SH | | SOLE | |
| TELECOM ARGENTINA SA ADR | COM | 879273209 | 4300 | 203000 | SH | | SOLE | |
| TELECOM ITALIA SPA ADR | COM | 87927Y102 | 5363 | 385000 | SH | | SOLE | |
| TELECOM NEW ZEALAND ADR(R:STVM | COM | 879278208 | 199 | 26400 | SH | | SOLE | |

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GABELLI FUNDS, LLC

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| TELEFLEX INC | COM | 879369106 | 284 | 5000 | SH | | SOLE | |
| TELEFONICA DE ESPANA SA ADR (B | COM | 879382208 | 38743 | 522495 | SH | | SOLE | |
| TELEFONOS DE MEXICO ADR REP (B | COM | 879403780 | 5464 | 366000 | SH | | SOLE | |
| TELEPHONE & DATA SYS INC SPL C | COM | 879433860 | 34085 | 1202300 | SH | | SOLE | |
| TELEPHONE & DATA SYSTEM INC. | COM | 879433100 | 55983 | 1706800 | SH | | SOLE | |
| TELUS CORP NON VTG SHS | COM | 87971M202 | 5976 | 141100 | SH | | SOLE | |
| TENARIS S A SPONSORED ADR | COM | 88031M109 | 18841 | 490400 | SH | | SOLE | |

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|--------------------------------|------------------|-----------|-------|---------|-----|------|
| TENET HEALTHCARE CORP COM | COM | 88033G100 | 4814 | 1020000 | SH | SOLE |
| TENNANT CO | COM | 880345103 | 9054 | 293000 | SH | SOLE |
| TENNECO AUTOMOTIVE INC COM | COM | 880349105 | 18587 | 641600 | SH | SOLE |
| TEREX CORP NEW COM | COM | 880779103 | 2753 | 120100 | SH | SOLE |
| TESORO PETE CORP COM | COM | 881609101 | 6065 | 454000 | SH | SOLE |
| TEVA PHARMACEUTICAL INDS LTDAD | COM | 881624209 | 791 | 15000 | SH | SOLE |
| TEXAS INDS INC COM | COM | 882491103 | 2005 | 63600 | SH | SOLE |
| TEXAS INSTRUMENTS INC | COM | 882508104 | 32079 | 1182000 | SH | SOLE |
| TEXTRON INC | COM | 883203101 | 19900 | 967880 | SH | SOLE |
| THE SCOTTS MIRACLE GRO CO | COM | 810186106 | 1035 | 20000 | SH | SOLE |
| THERMO FISHER SCIENTIFIC INC | COM | 883556102 | 2011 | 42000 | SH | SOLE |
| THOMAS & BETTS CORP | COM | 884315102 | 53326 | 1300000 | SH | SOLE |
| THOR INDS INC COM | COM | 885160101 | 902 | 27000 | SH | SOLE |
| TIER TECHNOLOGIES INC CL B | COM | 88650Q100 | 89 | 16000 | SH | SOLE |
| TIFFANY & CO NEW COM | COM | 886547108 | 1382 | 29400 | SH | SOLE |
| TIM PARTICIPACOE SA-ADR | COM | 88706P106 | 2278 | 69066 | SH | SOLE |
| TIME WARNER CABLE INC COM | COM | 88732J207 | 15225 | 282000 | SH | SOLE |
| TIME WARNER INC COM | COM | 887317303 | 48427 | 1580000 | SH | SOLE |
| TIVO INC | COM | 888706108 | 7214 | 796200 | SH | SOLE |
| TOOTSIE ROLL INDS INC | COM | 890516107 | 16454 | 661324 | SH | SOLE |
| TOTAL SA ADR (B:TOT US) | COM | 89151E109 | 14320 | 277518 | SH | SOLE |
| TRACTOR SUPPLY CO COM | COM | 892356106 | 12929 | 326000 | SH | SOLE |
| TRANS LUX CORP | COM | 893247106 | 150 | 299000 | SH | SOLE |
| TRANSACT TECHNOLOGIES INC COM | COM | 892918103 | 359 | 44850 | SH | SOLE |
| TRANSOCEAN INC 1.625% 12/15/20 | CONVERTIBLE BOND | 893830AU3 | 3285 | 3300000 | PRN | SOLE |
| TRANSOCEAN LTD ZUG NAMEN AKT | COM | H8817H100 | 16600 | 258200 | SH | SOLE |
| TRAVELERS COMPANIES INC | COM | 89417E109 | 18548 | 356000 | SH | SOLE |
| TREDEGAR INDS INC | COM | 894650100 | 3701 | 195000 | SH | SOLE |
| TREE COM INC COM | COM | 894675107 | 555 | 84886 | SH | SOLE |
| TRIDENT MICROSYSTEMS INC COM | COM | 895919108 | 599 | 350000 | SH | SOLE |
| TRIMBLE NAV LTD COM | COM | 896239100 | 2383 | 68000 | SH | SOLE |
| TRIMERIS INC COM | COM | 896263100 | 50 | 20000 | SH | SOLE |
| TRINA SOLAR LIMITED SPON ADR | COM | 89628E104 | 453 | 15000 | SH | SOLE |
| TRINITY INDS INC | COM | 896522109 | 4053 | 182000 | SH | SOLE |
| TUPPERWARE CORP COM | COM | 899896104 | 229 | 5000 | SH | SOLE |
| TURKCELL ILETISIM HIZMETLERISP | COM | 900111204 | 6721 | 401000 | SH | SOLE |
| TW TELECOM INC | COM | 87311L104 | 6221 | 335000 | SH | SOLE |

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GABELLI FUNDS, LLC

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| TWIN DISC INC COM | COM | 901476101 | 725 | 52000 | SH | | SOLE | |
| TYCO ELECTRONICS LTD | COM | H8912P106 | 16692 | 571250 | SH | | SOLE | |
| TYCO INTERNATIONAL LTD SHS | COM | H89128104 | 41683 | 1134860 | SH | | SOLE | |
| TYLER TECHNOLOGIES INC COM | COM | 902252105 | 6048 | 300000 | SH | | SOLE | |
| TYSON FOODS INC | COM | 902494103 | 6328 | 395000 | SH | | SOLE | |
| UIL HLDG CORP COM | COM | 902748102 | 1924 | 68331 | SH | | SOLE | |
| ULTRA PETROLEUM CORP COM | COM | 903914109 | 11280 | 268700 | SH | | SOLE | |
| UNICA CORP COM | COM | 904583101 | 23326 | 1111835 | SH | | SOLE | |
| UNILEVER N V NEW YORK SHS N | COM | 904784709 | 2331 | 78000 | SH | | SOLE | |
| UNION DRILLING INC COM | COM | 90653P105 | 112 | 25000 | SH | | SOLE | |
| UNISOURCE ENERGY CORP COM | COM | 909205106 | 17785 | 532000 | SH | | SOLE | |
| UNITED GUARDIAN INC COM | COM | 910571108 | 685 | 48000 | SH | | SOLE | |
| UNITED NAT FOODS INC COM | COM | 911163103 | 4306 | 130000 | SH | | SOLE | |
| UNITED RENTALS INC COM | COM | 911363109 | 890 | 60000 | SH | | SOLE | |
| UNITED STATES CELLULAR CORP | COM | 911684108 | 41690 | 906900 | SH | | SOLE | |
| UNITED STATES OIL FUND LP UNIT | MUTUAL FUNDS | 91232N108 | 2543 | 73000 | SH | | SOLE | |
| UNITED TECHNOLOGIES CORP | COM | 913017109 | 11610 | 163000 | SH | | SOLE | |

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|--------------------------------|-----------|-----------|-------|---------|----|--------------------|
| UNITEDHEALTH GROUP INC COM | COM | 91324P102 | 14553 | 414500 | SH | SOLE |
| UNITIL CORP | COM | 913259107 | 1822 | 83000 | SH | SOLE |
| UNITRIN INC | COM | 913275103 | 1439 | 59000 | SH | SOLE |
| UNIVERSAL DISPLAY CORP COM | COM | 91347P105 | 776 | 33000 | SH | SOLE |
| UNIVERSAL TECHNICAL INST INCCO | COM | 913915104 | 4307 | 220300 | SH | SOLE |
| UTILITIES HOLDERS TR DEP RCPT | COM | 918019100 | 2359 | 24000 | SH | SOLE |
| VALE S A ADR | COM | 91912E105 | 6577 | 210315 | SH | SOLE |
| VALERO ENERGY CORP COM | COM | 91913Y100 | 5272 | 301100 | SH | SOLE |
| VALMONT INDS INC | COM | 920253101 | 2744 | 37900 | SH | SOLE |
| VALUE LINE INC | COM | 920437100 | 277 | 20000 | SH | SOLE |
| VALUECLICK INC COM | COM | 92046N102 | 1635 | 125000 | SH | SOLE |
| VARIAN MED SYS INC COM | COM | 92220P105 | 2541 | 42000 | SH | SOLE |
| VASCULAR SOLUTIONS INC COM | COM | 92231M109 | 1435 | 125000 | SH | SOLE |
| VECTREN INC. | COM | 92240G101 | 15108 | 584000 | SH | SOLE |
| VERIZON COMMUNICATIONS | COM | 92343V104 | 85607 | 2626784 | SH | SOLE |
| VIACOM INC NEW CL A | COM | 92553P102 | 84522 | 2108300 | SH | SOLE |
| VIACOM INC NEW CL B | COM | 92553P201 | 1773 | 49000 | SH | SOLE |
| VIASAT INC COM | COM | 92552V100 | 452 | 11000 | SH | SOLE |
| VICOR CORP COM | COM | 925815102 | 1388 | 95000 | SH | SOLE |
| VILLAGE SUPER MKT INC CL A NEW | COM | 927107409 | 1816 | 65000 | SH | SOLE |
| VIMPELCOM LTD-SPON ADR-W/I | COM | 92719A106 | 28868 | 1944000 | SH | SOLE |
| VISA INC-CLASS A SHRS | COM | 92826C839 | 6126 | 82500 | SH | SOLE |
| VIVO PARTICIPACOES S A SPON AD | COM | 92855S200 | 7179 | 264230 | SH | SOLE |
| VODAFONE GROUP PLC-ADR | COM | 92857W209 | 27003 | 1088375 | SH | SOLE |
| W D 40 COMPANY | COM | 929236107 | 837 | 22000 | SH | SOLE |
| WADDELL & REED FINL INC CL A | COM | 930059100 | 35459 | 1296000 | SH | SOLE |
| WAL MART STORES INC | COM | 931142103 | 22050 | 412000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| WALGREEN COMPANY | COM | 931422109 | 24053 | 718000 | SH | | SOLE | |
| WASHINGTON POST CO CL B | COM | 939640108 | 320 | 800 | SH | | SOLE | |
| WASTE MGMT INC DEL COM | COM | 94106L109 | 46605 | 1304000 | SH | | SOLE | |
| WATSCO INC CL B | COM | 942622101 | 431 | 7875 | SH | | SOLE | |
| WATSON PHARMACEUTICALS INC COM | COM | 942683103 | 7447 | 176000 | SH | | SOLE | |
| WATTS WATER TECHNOLOGIES | COM | 942749102 | 27478 | 807000 | SH | | SOLE | |
| WAUSAU PAPER CORP | COM | 943315101 | 580 | 70000 | SH | | SOLE | |
| WEATHERFORD INTERNATIONAL LTD | COM | H27013103 | 37398 | 2187000 | SH | | SOLE | |
| WEBSTER FINL CORP WATERBURY CO | COM | 947890109 | 176 | 10000 | SH | | SOLE | |
| WEIGHT WATCHERS INTL INC NEWCO | COM | 948626106 | 624 | 20000 | SH | | SOLE | |
| WEIS MKTS INC | COM | 948849104 | 2426 | 62000 | SH | | SOLE | |
| WELLS FARGO & CO NEW | COM | 949746101 | 52114 | 2075000 | SH | | SOLE | |
| WENDYS/ARBYS GROUP INC | COM | 950587105 | 761 | 168000 | SH | | SOLE | |
| WESCO FINL CORP COM | COM | 950817106 | 345 | 962 | SH | | SOLE | |
| WESTAR ENERGY INC | COM | 95709T100 | 51246 | 2115000 | SH | | SOLE | |
| WEYERHAEUSER CO | COM | 962166104 | 6304 | 400000 | SH | | SOLE | |
| WHOLE FOODS MKT INC COM | COM | 966837106 | 10947 | 295000 | SH | | SOLE | |
| WHX CORP | COM | 929248607 | 3698 | 442400 | SH | | SOLE | |
| WILEY JOHN & SONS INC CL B | COM | 968223305 | 528 | 12800 | SH | | SOLE | |
| WILLAMETTE VY VINEYARD INC COM | COM | 969136100 | 35 | 10000 | SH | | SOLE | |
| WILLIAMS COS INC | COM | 969457100 | 4984 | 260800 | SH | | SOLE | |
| WILLIS GROUP HOLDINGS PUBLIC L | COM | G96666105 | 655 | 21260 | SH | | SOLE | |
| WILMINGTON TR CORP COM | COM | 971807102 | 3799 | 423000 | SH | | SOLE | |
| WIMM BILL DANN FOODS OJSC SPON | COM | 97263M109 | 1629 | 72000 | SH | | SOLE | |
| WINDSTREAM CORP COM | COM | 97381W104 | 786 | 64000 | SH | | SOLE | |
| WINN DIXIE STORES INC COM NEW | COM | 974280307 | 2567 | 360000 | SH | | SOLE | |
| WINNEBAGO INDS INC COM | COM | 974637100 | 240 | 23000 | SH | | SOLE | |

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|--------------------------------|------------------|-----------|-------|---------|-----|--------------------|
| WISCONSIN ENERGY CORP COM | COM | 976657106 | 23929 | 414000 | SH | SOLE |
| WOLVERINE WORLD WIDE INC COM | COM | 978097103 | 3104 | 107000 | SH | SOLE |
| WONDER AUTO TECHNOLOGY INC COM | COM | 978166106 | 391 | 46000 | SH | SOLE |
| WOODWARD GOVERNOR CO COM | COM | 980745103 | 2269 | 70000 | SH | SOLE |
| WORLD WRESTLING ENTERTAINMENT | COM | 98156Q108 | 1377 | 99000 | SH | SOLE |
| WRIGHT MED GROUP INC COM | COM | 98235T107 | 1441 | 100000 | SH | SOLE |
| WRIGHT MEDICAL 2.625% 12/01/14 | CONVERTIBLE BOND | 98235TAA5 | 356 | 400000 | PRN | SOLE |
| WUXI PHARMATECH CAYMAN INC SPO | COM | 929352102 | 12304 | 717000 | SH | SOLE |
| WYNDHAM WORLDWIDE CORP COM | COM | 98310W108 | 494 | 18000 | SH | SOLE |
| WYNN RESORTS LTD COM | COM | 983134107 | 7983 | 92000 | SH | SOLE |
| XCEL ENERGY INC COM | COM | 98389B100 | 13139 | 572000 | SH | SOLE |
| XEROX CORP | COM | 984121103 | 1087 | 105000 | SH | SOLE |
| YAHOO INC. | COM | 984332106 | 17124 | 1208500 | SH | SOLE |
| YAMANA GOLD INC COM | COM | 98462Y100 | 15815 | 1387300 | SH | SOLE |
| YORK WTR CO COM | COM | 987184108 | 2421 | 151000 | SH | SOLE |
| YOUNG INNOVATIONS INC COM | COM | 987520103 | 415 | 14500 | SH | SOLE |
| ZEBRA TECHNOLOGIES CORP CL A | COM | 989207105 | 6122 | 182000 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | GABELLI FUNDS, LLC |
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FORM 13F INFORMATION TABLE
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|----------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ZEP INC | COM | 98944B108 | 12888 | 739000 | SH | | SOLE | |
| ZHONGPIN INC COM | COM | 98952K107 | 326 | 20000 | SH | | SOLE | |
| ZIMMER HLDGS INC COM | COM | 98956P102 | 7536 | 144000 | SH | | SOLE | |
| ZORAN CORP COM | COM | 98975F101 | 2445 | 320000 | SH | | SOLE | |
| ZYGO CORP COM | COM | 989855101 | 2202 | 224700 | SH | | SOLE | |
| ZYMOGENETICS INC COM | COM | 98985T109 | 15470 | 1586651 | SH | | SOLE | |

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GABELLI SECURITIES, INC.

FORM 13F INFORMATION TABLE
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| A D C TELECOMMUNICATIONS NEW | COM | 000886309 | 14007 | 1105558 | SH | | SOLE | |
| ABRAXIS BIOSCIENCE INC NEW COM | COM | 00383Y102 | 1276 | 16495 | SH | | SOLE | |
| ACCELRY'S INC COM | COM | 00430U103 | 126 | 18120 | SH | | SOLE | |
| ACTIVE PWR INC COM | COM | 00504W100 | 67 | 50000 | SH | | SOLE | |
| ADCT 3 1/2 07/17(ADCT17) | CONVERTIBLE BOND | 000886AF8 | 992 | 1000000 | PRN | | SOLE | |
| AES CORP COM | COM | 00130H105 | 278 | 24500 | SH | | SOLE | |
| AGNICO-EAGLE MINES (USD) | COM | 008474108 | 249 | 3500 | SH | | SOLE | |
| AIRGAS INC COM | COM | 009363102 | 1590 | 23400 | SH | | SOLE | |
| AIRTRAN HLDGS INC COM | COM | 00949P108 | 681 | 92700 | SH | | SOLE | |
| ALBERTO CULVER CO NEW COM | COM | 013078100 | 753 | 20000 | SH | | SOLE | |
| ALCON INC COM SHS | COM | H01301102 | 3920 | 23500 | SH | | SOLE | |
| ALLEGHENY ENERGY INC COM | COM | 017361106 | 1814 | 74000 | SH | | SOLE | |
| ALLIED DEFENSE GROUP INC COM | COM | 019118108 | 666 | 276548 | SH | | SOLE | |
| ALLIS CHALMERS ENERGY INC COM | COM | 019645506 | 1651 | 395881 | SH | | SOLE | |
| AMERICAN OIL & GAS INC NEW COM | COM | 028723104 | 2592 | 320000 | SH | | SOLE | |
| AMERICAN PHYSICIANS CAP INC CO | COM | 028884104 | 3672 | 88574 | SH | | SOLE | |
| AMERICAN PHYSICIANS SVC GROUCO | COM | 028882108 | 271 | 8372 | SH | | SOLE | |
| AMERICREDIT CORP COM | COM | 03060R101 | 17231 | 704469 | SH | | SOLE | |
| AMKOR TECHNOLOGY INC COM | COM | 031652100 | 66 | 10000 | SH | | SOLE | |
| AMSC US 10/10 C 31 | OPTION - CALL | | 9 | 100 | SH | CALL | SOLE | |
| AMSC US 10/10 C 32 | OPTION - CALL | | 5 | 100 | SH | CALL | SOLE | |
| AMTECH SYS INC COM PAR \$0.01N | COM | 032332504 | 287 | 16000 | SH | | SOLE | |
| ARCSIGHT INC COM | COM | 039666102 | 8932 | 205100 | SH | | SOLE | |
| ASCENT SOLAR TECHNOLOGIES INCO | COM | 043635101 | 38 | 12000 | SH | | SOLE | |
| ATC TECHNOLOGY CORP | COM | 00211W104 | 2746 | 111000 | SH | | SOLE | |
| BANK OF AMERICA | COM | 060505104 | 1425 | 108729 | SH | | SOLE | |
| BANK OF NEW YORK MELLON CORP | COM | 064058100 | 314 | 12000 | SH | | SOLE | |
| BAXTER INTL INC COM | COM | 071813109 | 358 | 7500 | SH | | SOLE | |
| BEAZER HOMES USA INC COM | COM | 07556Q105 | 133 | 32200 | SH | | SOLE | |
| BECKMAN COULTER INC COM | COM | 075811109 | 395 | 8100 | SH | | SOLE | |
| BELO CORP | COM | 080555105 | 238 | 38400 | SH | | SOLE | |
| BIOLASE TECHNOLOGY INC COM | COM | 090911108 | 12 | 10000 | SH | | SOLE | |
| BLUELINK HLDGS INC COM | COM | 09624H109 | 145 | 36318 | SH | | SOLE | |
| BOSTON SCIENTIFIC CORP COM | COM | 101137107 | 233 | 38000 | SH | | SOLE | |
| BOWNE & CO INC COM | COM | 103043105 | 4662 | 411500 | SH | | SOLE | |
| BURGER KING HOLDING INC | COM | 121208201 | 7146 | 299259 | SH | | SOLE | |
| CABLEVISION SYS NY GROUP A | COM | 12686C109 | 249 | 9500 | SH | | SOLE | |
| CANADIAN SOLAR INC COM | COM | 136635109 | 293 | 18000 | SH | | SOLE | |
| CARDIAC SCIENCE CORP COM | COM | 14141A108 | 46 | 25700 | SH | | SOLE | |
| CARNIVAL CORP CL A | COM | 143658300 | 955 | 25000 | SH | | SOLE | |
| CASEYS GEN STORES INC COM | COM | 147528103 | 1008 | 24137 | SH | | SOLE | |
| CBS CORP CLASS A | COM | 124857103 | 187 | 11750 | SH | | SOLE | |
| CELLU TISSUE HLDGS INC COM | COM | 151169109 | 1830 | 153356 | SH | | SOLE | |

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GABELLI SECURITIES, INC.

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| CENTRAL EUROPEAN 3.000% 03/15/ | CONVERTIBLE BOND | 153435AA0 | 906 | 1000000 | PRN | | SOLE | |
| CEPHALON INC COM | COM | 156708109 | 306 | 4900 | SH | | SOLE | |
| CHEMED CORP 1.875% 05/15/14 | CONVERTIBLE BOND | 16359RAC7 | 557 | 575000 | PRN | | SOLE | |
| CHINA ARMCO METALS INC COM | COM | 16936C108 | 52 | 15000 | SH | | SOLE | |
| CHINA HYDROELECTRIC CP-ADS WAR | WARRANT AND RIGH | G2112E145 | 12 | 25000 | SH | | SOLE | |
| CHIPOTLE MEXICAN GRILL INC CL | COM | 169656105 | 1342 | 7800 | SH | | SOLE | |
| CHIQUITA BRANDS INTL INC COM | COM | 170032809 | 370 | 27967 | SH | | SOLE | |
| CIENA CORP 0.25% 5/1/2013 | CONVERTIBLE BOND | 171779AB7 | 888 | 1000000 | PRN | | SOLE | |
| CLEAR CHANNEL OUTDOOR HLDGS CL | COM | 18451C109 | 160 | 14000 | SH | | SOLE | |
| CMS ENERGY 2.875% 12/01/24 | CONVERTIBLE BOND | 125896AW0 | 2855 | 2050000 | PRN | | SOLE | |
| COGENT INC COM | COM | 19239Y108 | 1154 | 108500 | SH | | SOLE | |
| COMCAST CORP CL A SPL | COM | 20030N200 | 902 | 53000 | SH | | SOLE | |
| COMVERGE INC COM | COM | 205859101 | 393 | 50000 | SH | | SOLE | |
| CORCEPT THERAPEUTICS INC OC-CO | COM | 218352102 | 125 | 32200 | SH | | SOLE | |
| CPI INTERNATIONAL INC COM | COM | 12618M100 | 424 | 30235 | SH | | SOLE | |
| CREE-US 10/10 C 60 | OPTION - CALL | | 7 | 100 | SH | CALL | SOLE | |
| CRUCCELL N V SPONSORED ADR | COM | 228769105 | 1013 | 30444 | SH | | SOLE | |
| CUTERA INC COM | COM | 232109108 | 99 | 12200 | SH | | SOLE | |
| CYPRESS BIOSCIENCES INC COM PA | COM | 232674507 | 1199 | 311329 | SH | | SOLE | |
| DELTA PETE CORP COM NEW | COM | 247907207 | 180 | 228800 | SH | | SOLE | |
| DIAMOND MGMT & TECHNOLOGY COCO | COM | 25269L106 | 2410 | 192816 | SH | | SOLE | |
| DIGIRAD CORP COM | COM | 253827109 | 23 | 11200 | SH | | SOLE | |
| DIRECTV-CLASS A | COM | 25490A101 | 250 | 6000 | SH | | SOLE | |
| DISCOVERY COMMS NEW SER C | COM | 25470F302 | 2731 | 71500 | SH | | SOLE | |
| DIVX INC COM | COM | 255413106 | 1388 | 145667 | SH | | SOLE | |
| DOLLAR THRIFTY AUTOMOTIVE GRCO | COM | 256743105 | 1865 | 37200 | SH | | SOLE | |
| DOVER MOTORSPORTS INC.(B:DVD) | COM | 260174107 | 46 | 25200 | SH | | SOLE | |
| DYNEGY INC | COM | 26817G300 | 1205 | 247500 | SH | | SOLE | |
| EMMIS COMMUNICATIONS CORP | COM | 291525103 | 18 | 22571 | SH | | SOLE | |
| EXPRESSJET HOLDINGS INC COM NE | COM | 30218U306 | 1416 | 212256 | SH | | SOLE | |
| FIDELITY NATL INFORMATION SVCO | COM | 31620M106 | 1156 | 42614 | SH | | SOLE | |
| FORD CAP TRUST 6.5% 01/15/32 | CONVERTIBLE PREF | 345395206 | 240 | 5000 | SH | | SOLE | |
| GENERAL ELEC CO | COM | 369604103 | 163 | 10000 | SH | | SOLE | |
| GENERAL GROWTH PPTYS INC COM | COM | 370021107 | 314 | 20100 | SH | | SOLE | |
| GENOPTIX INC | COM | 37243V100 | 227 | 16000 | SH | | SOLE | |
| GENZYME CORP | COM | 372917104 | 1203 | 17000 | SH | | SOLE | |
| GILEAD SCIENCES INC COM | COM | 375558103 | 520 | 14600 | SH | | SOLE | |
| GLG PARTNERS INC COM | COM | 37929X107 | 2218 | 492996 | SH | | SOLE | |
| GLOBE SPECIALTY METALS INC COM | COM | 37954N206 | 225 | 16000 | SH | | SOLE | |
| GOLD FIELDS LTD NEW SPON ADR (| COM | 38059T106 | 177 | 11600 | SH | | SOLE | |
| GREIF INC CL B | COM | 397624206 | 3866 | 67360 | SH | | SOLE | |
| GTSI CORP COM | COM | 36238K103 | 149 | 21200 | SH | | SOLE | |
| HARDINGE INC COM | COM | 412324303 | 135 | 17644 | SH | | SOLE | |
| HEADWATERS INC COM | COM | 42210P102 | 315 | 87500 | SH | | SOLE | |

GABELLI SECURITIES, INC.

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|-------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| HEALTH GRADES INC COM | COM | 42218Q102 | 3867 | 472189 | SH | | SOLE | |
| HEWITT ASSOCS INC COM | COM | 42822Q100 | 9153 | 181500 | SH | | SOLE | |
| ICX TECHNOLOGIES INC COM | COM | 44934T105 | 829 | 109834 | SH | | SOLE | |
| INTERNET BRANDS INC COM CLASS | COM | 460608102 | 2193 | 165149 | SH | | SOLE | |
| JA SOLAR HOLDINGS CO LTD SPON | COM | 466090107 | 187 | 20000 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|------------------|-----------|-------|---------|-----|------|
| KEITHLEY INSTRS INC COM | COM | 487584104 | 2374 | 110359 | SH | SOLE |
| KINETIC CONCEPTS INC COM NEW | COM | 49460W208 | 267 | 7300 | SH | SOLE |
| KKR & CO. L.P | COM | 48248M102 | 680 | 64129 | SH | SOLE |
| LDK SOLAR CO LTD SPONSORED ADR | COM | 50183L107 | 206 | 20000 | SH | SOLE |
| LIBERTY ACQUISITION HLDGS | COM | 53015Y107 | 3005 | 292027 | SH | SOLE |
| LIBERTY ACQUISITION HLDGS COWT | WARRANT AND RIGH | 53015Y115 | 82 | 50000 | SH | SOLE |
| LUCENT TECH 2.750% 06/15/25 | CONVERTIBLE BOND | 549463AH0 | 913 | 1000000 | PRN | SOLE |
| L-1 IDENTITY SOLUTIONS INC | COM | 50212A106 | 3874 | 330300 | SH | SOLE |
| MARINER ENERGY INC COM | COM | 56845T305 | 12034 | 496673 | SH | SOLE |
| MARKET VECTORS ETF TR GOLD MIN | MUTUAL FUNDS | 57060U100 | 246 | 4400 | SH | SOLE |
| MAS0 07/20/31 | CONVERTIBLE BOND | 574599BB1 | 1303 | 2500000 | PRN | SOLE |
| MCAFFEE INC COM | COM | 579064106 | 15378 | 325400 | SH | SOLE |
| MEAD JOHNSON | COM | 582839106 | 247 | 4340 | SH | SOLE |
| MEDIACOM COMMUNICATIONS CORPCL | COM | 58446K105 | 386 | 58259 | SH | SOLE |
| MICRON TECH 1.875% 06/01/14 | CONVERTIBLE BOND | 595112AH6 | 893 | 1000000 | PRN | SOLE |
| MICROTUNE INC. | COM | 59514P109 | 956 | 329691 | SH | SOLE |
| MIRANT CORP NEW COM | COM | 60467R100 | 483 | 48500 | SH | SOLE |
| NATIONAL FUEL GAS CO N J COM | COM | 636180101 | 363 | 7000 | SH | SOLE |
| NAVISITE INC COM NEW | COM | 63935M208 | 51 | 15177 | SH | SOLE |
| NBTY INC COM | COM | 628782104 | 11040 | 200800 | SH | SOLE |
| NETEZZA CORP COM | COM | 64111N101 | 2700 | 100200 | SH | SOLE |
| NEUROMETRIX INC COM | COM | 641255104 | 7 | 11200 | SH | SOLE |
| NEW ALLIANCE BANCSHARES INC CO | COM | 650203102 | 1540 | 122000 | SH | SOLE |
| NEW YORK TIMES CO CLASS A | COM | 650111107 | 262 | 33900 | SH | SOLE |
| NEWMONT MINING CORP HOLDING CO | COM | 651639106 | 251 | 4000 | SH | SOLE |
| NEWS CORP CL A | COM | 65248E104 | 131 | 10000 | SH | SOLE |
| NIGHTHAWK RADIOLOGY HLDGS INCO | COM | 65411N105 | 1814 | 284351 | SH | SOLE |
| NOVELL INC | COM | 670006105 | 1570 | 263000 | SH | SOLE |
| NRG ENERGY INC COM NEW | COM | 629377508 | 306 | 14700 | SH | SOLE |
| NU HORIZONS ELECTRS CORP COM | COM | 669908105 | 764 | 109944 | SH | SOLE |
| NUVASIVE INC COM | COM | 670704105 | 299 | 8500 | SH | SOLE |
| NYMAGIC INC COM | COM | 629484106 | 2114 | 82343 | SH | SOLE |
| O I CORP COM | COM | 670841105 | 701 | 56529 | SH | SOLE |
| OFFICE DEPOT INC | COM | 676220106 | 276 | 59900 | SH | SOLE |
| OMNI ENERGY SERVICES COM NEW | COM | 68210T208 | 413 | 151278 | SH | SOLE |
| OSTEOTECH INC COM | COM | 688582105 | 2397 | 371127 | SH | SOLE |
| OTIX GLOBAL INC | COM | 68906N200 | 1370 | 132660 | SH | SOLE |
| PACTIV CORP COM | COM | 695257105 | 11111 | 336900 | SH | SOLE |
| PENWEST PHARMACEUTICALS CO COM | COM | 709754105 | 50 | 10088 | SH | SOLE |

GABELLI SECURITIES, INC.

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|----|
| PEP BOYS MANNY MOE & JACK | COM | 713278109 | 236 | 22300 | SH | | SOLE | |
| PHOENIX TECHNOLOGIES LTD COM | COM | 719153108 | 1249 | 320194 | SH | | SOLE | |
| POLYPORE INTL INC COM | COM | 73179V103 | 377 | 12500 | SH | | SOLE | |
| POTASH CORP SASK INC | COM | 73755L107 | 1181 | 8200 | SH | | SOLE | |
| PROSPECT MEDICAL HOLDINGS INCO | COM | 743494106 | 89 | 10500 | SH | | SOLE | |
| PSYCHIATRIC SOLUTIONS INC COM | COM | 74439H108 | 8579 | 255700 | SH | | SOLE | |
| PWER US 10/10 P 9 | OPTION - PUT | | 8 | 200 | SH | PUT | SOLE | |
| QQQQ US 10/10 P 48 | OPTION - PUT | | 19 | 400 | SH | PUT | SOLE | |
| QUAD / GRAPHICS INC COM CL A | COM | 747301109 | 213 | 4566 | SH | | SOLE | |
| QUICKSILVER RESOURCES INC COM | COM | 74837R104 | 195 | 15500 | SH | | SOLE | |
| QUIKSILVER INC COM | COM | 74838C106 | 235 | 60200 | SH | | SOLE | |
| QWEST COMMUNICATIONS INTL. | COM | 749121109 | 3402 | 542658 | SH | | SOLE | |
| RAE SYS INC COM | COM | 75061P102 | 262 | 166622 | SH | | SOLE | |
| RANDGOLD RES LTD ADR | COM | 752344309 | 304 | 3000 | SH | | SOLE | |
| READY MIX INC | COM | 755747102 | 0 | 18185 | SH | | SOLE | |

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|--------------------------------|------------------|-----------|------|---------|-----|--------------------------|
| RENESOLA LTD SPONS ADS | COM | 75971T103 | 313 | 25000 | SH | SOLE |
| RES-CARE INC COM | COM | 760943100 | 3929 | 296068 | SH | SOLE |
| RRI ENERGY INC COM | COM | 74971X107 | 91 | 25500 | SH | SOLE |
| SALARY COM INC COM | COM | 794006106 | 645 | 158599 | SH | SOLE |
| SANDISK CORP 1.000% 05/15/13 | CONVERTIBLE BOND | 80004CAC5 | 1455 | 1575000 | PRN | SOLE |
| SANDRIDGE ENERGY INC COM | COM | 80007P307 | 602 | 105930 | SH | SOLE |
| SARA LEE CORP COM | COM | 803111103 | 134 | 10000 | SH | SOLE |
| SEARCHMEDIA HOLDINGS LTD | COM | G8005Y106 | 343 | 131980 | SH | SOLE |
| SOLTA MEDICAL INC | COM | 83438K103 | 43 | 21500 | SH | SOLE |
| SOUTH FINL GROUP INC COM | COM | 837841105 | 359 | 1264381 | SH | SOLE |
| SPRINT NEXTEL CORP | COM | 852061100 | 384 | 83000 | SH | SOLE |
| STUDENT LN CORP COM | COM | 863902102 | 2298 | 77385 | SH | SOLE |
| SUNPOWER CORP COM CL B | COM | 867652307 | 152 | 11000 | SH | SOLE |
| TAKE-TWO INTERACTIVE SOFTWARE | COM | 874054109 | 101 | 10000 | SH | SOLE |
| TALECRIS BIOTHERAPEUTICS | COM | 874227101 | 1119 | 48920 | SH | SOLE |
| TELEPHONE & DATA SYS INC SPL C | COM | 879433860 | 1752 | 61800 | SH | SOLE |
| TELEPHONE & DATA SYSTEM INC. | COM | 879433100 | 394 | 12000 | SH | SOLE |
| TELVENT GIT SA SHS | COM | E90215109 | 226 | 10000 | SH | SOLE |
| TENET HEALTHCARE CORP COM | COM | 88033G100 | 173 | 36700 | SH | SOLE |
| TESORO PETE CORP COM | COM | 881609101 | 279 | 20900 | SH | SOLE |
| TEX US 10/10 C 22 | OPTION - CALL | | 35 | 250 | SH | CALL SOLE |
| TEXAS INSTRUMENTS INC | COM | 882508104 | 285 | 10500 | SH | SOLE |
| TIME WARNER INC COM | COM | 887317303 | 317 | 10333 | SH | SOLE |
| TRANS1 INC COM | COM | 89385X105 | 31 | 12500 | SH | SOLE |
| TRINA SOLAR LIMITED SPON ADR | COM | 89628E104 | 392 | 13000 | SH | SOLE |
| TRINITY INDS INC | COM | 896522109 | 374 | 16800 | SH | SOLE |
| UNICA CORP COM | COM | 904583101 | 3971 | 189291 | SH | SOLE |
| UNIVERSAL DISPLAY CORP COM | COM | 91347P105 | 447 | 19000 | SH | SOLE |
| VERSO PAPER CORP COM | COM | 92531L108 | 216 | 75000 | SH | SOLE |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| VIACOM INC NEW CL A | COM | 92553P102 | 441 | 11000 | SH | | SOLE | |
| WELLS FARGO & CO NEW | COM | 949746101 | 2050 | 81628 | SH | | SOLE | |
| WESCO FINL CORP COM | COM | 950817106 | 487 | 1361 | SH | | SOLE | |
| WFR US 10/10 C 12 | OPTION - CALL | | 11 | 300 | SH | CALL | SOLE | |
| WHITE ENERGY CO. RIGHTS EXP 10 | WARRANT AND RIGH | | 14 | 10170 | SH | | SOLE | |
| WUXI PHARMATECH CAYMAN INC SPO | COM | 929352102 | 3411 | 198800 | SH | | SOLE | |
| YAHOO INC. | COM | 984332106 | 346 | 24400 | SH | | SOLE | |
| YINGLI GREEN 0% 12/15/2012 | CONVERTIBLE BOND | 98584BAA1 | 1152 | 1000000 | PRN | | SOLE | |
| ZORAN CORP COM | COM | 98975F101 | 309 | 40500 | SH | | SOLE | |
| ZYGO CORP COM | COM | 989855101 | 102 | 10400 | SH | | SOLE | |
| ZYMOGENETICS INC COM | COM | 98985T109 | 7091 | 727331 | SH | | SOLE | |

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TETON ADVISORS, INC.

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| 1 800 FLOWERS COM INC CL A | COM | 68243Q106 | 769 | 407100 | SH | | SOLE | |
| A D C TELECOMMUNICATIONS NEW | COM | 000886309 | 1267 | 100000 | SH | | SOLE | |
| A123 SYSTEMS INC | COM | 03739T108 | 242 | 27000 | SH | | SOLE | |
| AARON'S INC | COM | 002535300 | 258 | 14000 | SH | | SOLE | |
| ADAMS GOLF INC COM NEW | COM | 006228209 | 79 | 18000 | SH | | SOLE | |
| ADVANCED ANALOGIC TECHNOLOGICO | COM | 00752J108 | 513 | 146100 | SH | | SOLE | |
| AKAMAI TECHNOLOGIES INC COM | COM | 00971T101 | 645 | 12844 | SH | | SOLE | |
| ALLIS CHALMERS ENERGY INC COM | COM | 019645506 | 224 | 53800 | SH | | SOLE | |
| AMERICAN EAGLE OUTFITTERS INCO | COM | 02553E106 | 572 | 38207 | SH | | SOLE | |
| AMERICAN RAILCAR INDS INC COM | COM | 02916P103 | 693 | 44200 | SH | | SOLE | |
| AMERICREDIT CORP COM | COM | 03060R101 | 1223 | 50000 | SH | | SOLE | |
| AMPCO PITTSBURGH CORP | COM | 032037103 | 2926 | 117900 | SH | | SOLE | |
| AMTECH SYS INC COM PAR \$0.01N | COM | 032332504 | 769 | 42800 | SH | | SOLE | |
| ANGIODYNAMICS INC COM | COM | 03475V101 | 1077 | 70671 | SH | | SOLE | |
| APPLIED SIGNAL TECHNOLOGY COM | COM | 038237103 | 460 | 18500 | SH | | SOLE | |
| ARCH CHEMICALS INC COM | COM | 03937R102 | 697 | 19857 | SH | | SOLE | |
| ARTHROCARE CORP COM | COM | 043136100 | 378 | 13900 | SH | | SOLE | |
| ASCENT MEDIA CORP COM SER A | COM | 043632108 | 28 | 1050 | SH | | SOLE | |
| ASCENT SOLAR TECHNOLOGIES INCO | COM | 043635101 | 110 | 34700 | SH | | SOLE | |
| ASTEC INDS INC COM | COM | 046224101 | 285 | 10000 | SH | | SOLE | |
| ASTRONICS CORP COM | COM | 046433108 | 195 | 11200 | SH | | SOLE | |
| ATLANTIC TELE NETWORK INC COM | COM | 049079205 | 1256 | 25500 | SH | | SOLE | |
| ATLAS AIR WORLDWIDE HLDGS INCO | COM | 049164205 | 236 | 4700 | SH | | SOLE | |
| ATMI INC COM | COM | 00207R101 | 204 | 13760 | SH | | SOLE | |
| AVNET INC | COM | 053807103 | 632 | 23393 | SH | | SOLE | |
| BALDWIN TECHNOLOGY INC CL A | COM | 058264102 | 210 | 172500 | SH | | SOLE | |
| BALLANTYNE STRONG INC COM | COM | 058516105 | 652 | 75400 | SH | | SOLE | |
| BEASLEY BROADCAST GRP INC. | COM | 074014101 | 706 | 133400 | SH | | SOLE | |
| BEL FUSE INC CL A | COM | 077347201 | 1833 | 87600 | SH | | SOLE | |
| BELO CORP | COM | 080555105 | 1115 | 179800 | SH | | SOLE | |
| BERKSHIRE BANCORP INC DEL COM | COM | 084597202 | 67 | 16100 | SH | | SOLE | |
| BIG 5 SPORTING GOODS CORP COM | COM | 08915P101 | 631 | 47000 | SH | | SOLE | |
| BIGLARI HOLDINGS INC | COM | 08986R101 | 4956 | 15079 | SH | | SOLE | |
| BIOLASE TECHNOLOGY INC COM | COM | 090911108 | 393 | 335500 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----|-----------|------|--------|----|----------------------|
| BON-TON STORES INC COM | COM | 09776J101 | 222 | 21800 | SH | SOLE |
| BOSTON BEER INC CL A | COM | 100557107 | 1304 | 19500 | SH | SOLE |
| BOWNE & CO INC COM | COM | 103043105 | 2719 | 240000 | SH | SOLE |
| BRIGHAM EXPLORATION CO COM | COM | 109178103 | 497 | 26500 | SH | SOLE |
| BROOKS AUTOMATION COM | COM | 114340102 | 164 | 24504 | SH | SOLE |
| BROWN & BROWN INC COM | COM | 115236101 | 308 | 15270 | SH | SOLE |
| BRUSH ENGINEERED MATLS INC COM | COM | 117421107 | 4110 | 144500 | SH | SOLE |
| BTU INTL INC COM | COM | 056032105 | 550 | 79500 | SH | SOLE |
| BUCYRUS INTL INC NEW CL A | COM | 118759109 | 400 | 5766 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | TETON ADVISORS, INC. |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|----------------------|---------|
| CADIZ INC | COM | 127537207 | 402 | 39174 | SH | | SOLE | |
| CALLAWAY GOLF CO COM | COM | 131193104 | 203 | 29000 | SH | | SOLE | |
| CAMBIUM LEARNING GRP INC COM | COM | 13201A107 | 274 | 85507 | SH | | SOLE | |
| CANTEL MEDICAL CORP COM | COM | 138098108 | 609 | 37600 | SH | | SOLE | |
| CANTERBURY PK HLDG CORP | COM | 13811E101 | 168 | 22100 | SH | | SOLE | |
| CAPSTONE TURBINE CORP COM | COM | 14067D102 | 15 | 20000 | SH | | SOLE | |
| CARDIONET INC COM | COM | 14159L103 | 383 | 85000 | SH | | SOLE | |
| CARIBOU COFFEE INC COM | COM | 142042209 | 177 | 17000 | SH | | SOLE | |
| CASCADE MICROTECH INC COM | COM | 147322101 | 371 | 97700 | SH | | SOLE | |
| CASELLA WASTE SYS INC CL A | COM | 147448104 | 701 | 167000 | SH | | SOLE | |
| CAVCO INDUSTRIES | COM | 149568107 | 478 | 13300 | SH | | SOLE | |
| CELLU TISSUE HLDGS INC COM | COM | 151169109 | 239 | 20000 | SH | | SOLE | |
| CENVEO INC COM | COM | 15670S105 | 73 | 14500 | SH | | SOLE | |
| CEPHEID COM | COM | 15670R107 | 1169 | 62500 | SH | | SOLE | |
| CHASE CORP | COM | 16150R104 | 985 | 67500 | SH | | SOLE | |
| CHESAPEAKE UTILS CORP COM | COM | 165303108 | 1304 | 36000 | SH | | SOLE | |
| CHINA HYDROELECTRIC CP-ADS | COM | 16949D101 | 436 | 74290 | SH | | SOLE | |
| CHINA WIND SYSTEMS INC | COM | 16945F209 | 467 | 106214 | SH | | SOLE | |
| CHURCHILL DOWNS INC COM | COM | 171484108 | 1698 | 47540 | SH | | SOLE | |
| CIRCOR INTL INC COM | COM | 17273K109 | 1659 | 52500 | SH | | SOLE | |
| CLARIENT INC COM | COM | 180489106 | 513 | 151700 | SH | | SOLE | |
| COHEN & STEERS INC COM | COM | 19247A100 | 1237 | 57000 | SH | | SOLE | |
| COLDWATER CREEK INC COM | COM | 193068103 | 870 | 165000 | SH | | SOLE | |
| COLUMBIA BKG SYS INC COM | COM | 197236102 | 264 | 13425 | SH | | SOLE | |
| COMMSCOPE INC COM | COM | 203372107 | 1091 | 45948 | SH | | SOLE | |
| COMMUNICATIONS SYS | COM | 203900105 | 580 | 51000 | SH | | SOLE | |
| COMPUTER TASK GROUP INC COM | COM | 205477102 | 512 | 67038 | SH | | SOLE | |
| COMVERGE INC COM | COM | 205859101 | 699 | 88880 | SH | | SOLE | |
| CONSOLIDATED WATER CO LTD ORD | COM | G23773107 | 379 | 40000 | SH | | SOLE | |
| CONTINUCARE CORP COM | COM | 212172100 | 2433 | 579300 | SH | | SOLE | |
| CORE MOLDING TECH COM | COM | 218683100 | 1016 | 231000 | SH | | SOLE | |
| CORINTHIAN COLLEGES INC COM | COM | 218868107 | 1309 | 186400 | SH | | SOLE | |
| COWEN GROUP INC NEW CL A | COM | 223622101 | 33 | 10000 | SH | | SOLE | |
| CROWN MEDIA HLDGS INC CL A | COM | 228411104 | 124 | 51900 | SH | | SOLE | |
| CRUCCELL N V SPONSORED ADR | COM | 228769105 | 1397 | 42000 | SH | | SOLE | |
| CTS CORP | COM | 126501105 | 2227 | 231500 | SH | | SOLE | |
| CUTERA INC COM | COM | 232109108 | 640 | 79000 | SH | | SOLE | |
| CYNOSURE INC CL A | COM | 232577205 | 625 | 61200 | SH | | SOLE | |
| CYPRESS BIOSCIENCES INC COM PA | COM | 232674507 | 847 | 220000 | SH | | SOLE | |
| DANA HOLDING CORP COM | COM | 235825205 | 1232 | 100000 | SH | | SOLE | |
| DAWSON GEOPHYSICAL CO COM | COM | 239359102 | 453 | 17000 | SH | | SOLE | |
| DELTA NAT GAS INC COM | COM | 247748106 | 554 | 18000 | SH | | SOLE | |
| DENNYS CORP COM | COM | 24869P104 | 251 | 80700 | SH | | SOLE | |
| DIAMOND MGMT & TECHNOLOGY COCO | COM | 25269L106 | 1250 | 100000 | SH | | SOLE | |
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DSCRETN | O MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|----------------------|
| DOVER DOWNS GAMING & ENTMT INC | COM | 260095104 | 870 | 256000 | SH | | SOLE | |
| DOVER MOTORSPORTS INC.(B:DVD) | COM | 260174107 | 398 | 220000 | SH | | SOLE | |
| DU PONT E I DE NEMOURS CO | COM | 263534109 | 201 | 4500 | SH | | SOLE | |
| DUCOMMUN INC DEL COM | COM | 264147109 | 699 | 32100 | SH | | SOLE | |
| DXP ENTERPRISES INC NEW COM NE | COM | 233377407 | 387 | 20386 | SH | | SOLE | |
| EASTERN CO COM | COM | 276317104 | 410 | 25000 | SH | | SOLE | |
| EDGAR ONLINE INC | COM | 279765101 | 82 | 67500 | SH | | SOLE | |
| EDGEWATER TECHNOLOGY INC COM | COM | 280358102 | 1045 | 384286 | SH | | SOLE | |
| ELECTRO SCIENTIFIC INDS INC CO | COM | 285229100 | 782 | 70349 | SH | | SOLE | |
| ENERGY RECOVERY INC | COM | 29270J100 | 126 | 35000 | SH | | SOLE | |
| ENTEGRIS INC COM | COM | 29362U104 | 903 | 193390 | SH | | SOLE | |
| ENTERCOM COMMUNICATIONS CORPCL | COM | 293639100 | 580 | 73800 | SH | | SOLE | |
| ENTROPIC COMMUNICATIONS INC CO | COM | 29384R105 | 760 | 79200 | SH | | SOLE | |
| EPOCH HOLDING CORP | COM | 29428R103 | 5049 | 392005 | SH | | SOLE | |
| ESTERLINE TECHNOLOGIES CORP CO | COM | 297425100 | 298 | 5211 | SH | | SOLE | |
| EXACTECH INC COM | COM | 30064E109 | 1511 | 92600 | SH | | SOLE | |
| FAIR ISAAC & CO INC COM | COM | 303250104 | 692 | 28047 | SH | | SOLE | |
| FAMOUS DAVES AMER INC COM | COM | 307068106 | 477 | 50500 | SH | | SOLE | |
| FARO TECHNOLOGIES INC COM | COM | 311642102 | 219 | 10048 | SH | | SOLE | |
| FEDERAL MOGUL CORP CL A | COM | 313549404 | 414 | 21900 | SH | | SOLE | |
| FEDERAL SIGNAL CORP COM | COM | 313855108 | 670 | 124381 | SH | | SOLE | |
| FERRO CORP | COM | 315405100 | 7366 | 571469 | SH | | SOLE | |
| FIDELITY NATL TITLE GROUP INCO | COM | 31620R105 | 281 | 17904 | SH | | SOLE | |
| FIDELITY SOUTHERN CORP | COM | 316394105 | 67 | 10442 | SH | | SOLE | |
| FIRST NIAGARA FINL GP INC COM | COM | 33582V108 | 291 | 25000 | SH | | SOLE | |
| FISHER COMMUNICATIONS INC COM | COM | 337756209 | 2034 | 116714 | SH | | SOLE | |
| FLOW INTL CORP COM | COM | 343468104 | 403 | 153400 | SH | | SOLE | |
| FLUSHING FINL CORP COM | COM | 343873105 | 983 | 85000 | SH | | SOLE | |
| FORMFACTOR INC COM | COM | 346375108 | 573 | 66595 | SH | | SOLE | |
| FTI CONSULTING INC COM | COM | 302941109 | 269 | 7753 | SH | | SOLE | |
| FURMANITE CORPORATION | COM | 361086101 | 1356 | 277800 | SH | | SOLE | |
| GENCORP INC | COM | 368682100 | 3782 | 768800 | SH | | SOLE | |
| GENERAL MILLS INC | COM | 370334104 | 275 | 7522 | SH | | SOLE | |
| GERBER SCIENTIFIC INSTR | COM | 373730100 | 1695 | 274770 | SH | | SOLE | |
| GLOBAL SOURCES LTD COM | COM | G39300101 | 2146 | 284208 | SH | | SOLE | |
| GOODRICH PETE CORP COM NEW | COM | 382410405 | 276 | 18940 | SH | | SOLE | |
| GP STRATEGIES CORP COM | COM | 36225V104 | 789 | 86770 | SH | | SOLE | |
| GRAFTECH INTERNATIONAL | COM | 384313102 | 289 | 18500 | SH | | SOLE | |
| GRAHAM CORP COM | COM | 384556106 | 672 | 43300 | SH | | SOLE | |
| GRAY TELEVISION, INC | COM | 389375106 | 1220 | 606800 | SH | | SOLE | |
| GREAT ATLANTIC & PAC TEA INCCO | COM | 390064103 | 297 | 75100 | SH | | SOLE | |
| GREENBRIER COS INC | COM | 393657101 | 226 | 14500 | SH | | SOLE | |
| GRIFFIN LAND & NUR | COM | 398231100 | 1073 | 40600 | SH | | SOLE | |
| GRIFFON CORP COM | COM | 398433102 | 2344 | 192288 | SH | | SOLE | |
| PORTVUE-SEC13F.LNP | | | | | | | | TETON ADVISORS, INC. |

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|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| GSE SYS INC COM | COM | 36227K106 | 152 | 45300 | SH | | SOLE | |
| HAIN CELESTIAL GROUP INC | COM | 405217100 | 815 | 34000 | SH | | SOLE | |
| HAWKINS INC COM | COM | 420261109 | 1187 | 33500 | SH | | SOLE | |

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| | | | | | | |
|--------------------------------|-----|-----------|------|---------|----|----------------------|
| HEADWATERS INC COM | COM | 42210P102 | 653 | 181300 | SH | SOLE |
| HEELYS INC COM | COM | 42279M107 | 130 | 54000 | SH | SOLE |
| HERLEY INDS INC COM | COM | 427398102 | 4153 | 251700 | SH | SOLE |
| HESKA CORP COM NEW RESTRICTED | COM | 42805E207 | 13 | 28700 | SH | SOLE |
| HICKORY TECH CORP COM | COM | 429060106 | 478 | 56000 | SH | SOLE |
| HOOPER HOLMES INC COM | COM | 439104100 | 52 | 73600 | SH | SOLE |
| HOT TOPIC INC | COM | 441339108 | 150 | 25000 | SH | SOLE |
| HUDSON VALLEY HOLDING CORP COM | COM | 444172100 | 839 | 43000 | SH | SOLE |
| ICF INTL INC COM | COM | 44925C103 | 637 | 25400 | SH | SOLE |
| IDEX CORP | COM | 45167R104 | 783 | 22056 | SH | SOLE |
| IMAX CORP COM | COM | 45245E109 | 831 | 49300 | SH | SOLE |
| INGLES MKTS INC CL A | COM | 457030104 | 2096 | 126200 | SH | SOLE |
| INNOVATIVE SOLUTIONS & SUPPOCO | COM | 45769N105 | 682 | 139400 | SH | SOLE |
| INTEGRATED DEVICE TECH INC COM | COM | 458118106 | 228 | 39057 | SH | SOLE |
| INTERNAP NETWORK SVCS CORP COM | COM | 45885A300 | 491 | 100000 | SH | SOLE |
| INTERNATIONAL RECTIFIER CORPCO | COM | 460254105 | 784 | 37194 | SH | SOLE |
| INTRICON CORP COM | COM | 46121H109 | 704 | 169500 | SH | SOLE |
| IRIS INTL INC COM | COM | 46270W105 | 4068 | 423800 | SH | SOLE |
| IXYS CORP DEL COM | COM | 46600W106 | 462 | 48400 | SH | SOLE |
| JOURNAL COMM INC-A | COM | 481130102 | 4956 | 1098900 | SH | SOLE |
| KAMAN CORP | COM | 483548103 | 3069 | 117080 | SH | SOLE |
| KBW INC | COM | 482423100 | 577 | 22527 | SH | SOLE |
| KEITHLEY INSTRS INC COM | COM | 487584104 | 5012 | 233000 | SH | SOLE |
| KEY TECHNOLOGY INC COM | COM | 493143101 | 770 | 59565 | SH | SOLE |
| KID BRANDS, INC. COM | COM | 49375T100 | 593 | 68900 | SH | SOLE |
| KKR & CO. L.P | COM | 48248M102 | 963 | 90843 | SH | SOLE |
| KRAFT FOODS INC CL A COM | COM | 50075N104 | 216 | 7000 | SH | SOLE |
| KRATOS DEFENSE & SEC SOLUTIOCO | COM | 50077B207 | 589 | 55295 | SH | SOLE |
| LAKELAND INDS INC COM | COM | 511795106 | 140 | 15300 | SH | SOLE |
| LAWSON SOFTWARE INC NEW COM | COM | 52078P102 | 159 | 18726 | SH | SOLE |
| LAYNE CHRISTENSEN CO COM | COM | 521050104 | 1036 | 40000 | SH | SOLE |
| LECROY CORP COM | COM | 52324W109 | 2198 | 278186 | SH | SOLE |
| LIFEWAY FOODS INC COM | COM | 531914109 | 1455 | 138300 | SH | SOLE |
| LIMONEIRA CO COM | COM | 532746104 | 292 | 14500 | SH | SOLE |
| LIN TV CORP CL A | COM | 532774106 | 488 | 110000 | SH | SOLE |
| LINDSAY CORP | COM | 535555106 | 260 | 6000 | SH | SOLE |
| LITTELFUSE INC | COM | 537008104 | 426 | 9753 | SH | SOLE |
| LYDALL INC COM | COM | 550819106 | 208 | 28312 | SH | SOLE |
| L-1 IDENTITY SOLUTIONS INC | COM | 50212A106 | 2933 | 250000 | SH | SOLE |
| MAGMA DESIGN AUTOMATION COM | COM | 559181102 | 410 | 110792 | SH | SOLE |
| MAGNETEK INC COM | COM | 559424106 | 578 | 437500 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | TETON ADVISORS, INC. |
| RUN DATE: 10/25/10 2:15 P.M. | | | | | | |

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|-------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| MANITOWOC CO COM | COM | 563571108 | 248 | 20500 | SH | | SOLE | |
| MARCUS CORP COM | COM | 566330106 | 687 | 58000 | SH | | SOLE | |
| MARINE PRODS CORP COM | COM | 568427108 | 1654 | 269400 | SH | | SOLE | |
| MARINEMAX INC COM | COM | 567908108 | 88 | 12500 | SH | | SOLE | |
| MATRIX INITIATIVES INC COM | COM | 57685L105 | 51 | 10000 | SH | | SOLE | |
| MEADOWBROOK INS GROUP INC COM | COM | 58319P108 | 250 | 27900 | SH | | SOLE | |
| MEDALLION FINANCIAL CORP | COM | 583928106 | 390 | 50000 | SH | | SOLE | |
| MEDIA GENERAL CL A | COM | 584404107 | 4135 | 461547 | SH | | SOLE | |
| MERCURY COMPUTER SYS INC COM | COM | 589378108 | 585 | 48653 | SH | | SOLE | |
| MESA LABS INC COM | COM | 59064R109 | 844 | 36700 | SH | | SOLE | |
| MET PRO CORP COM | COM | 590876306 | 804 | 79700 | SH | | SOLE | |
| METHODE ELECTRS INC CL A | COM | 591520200 | 681 | 75000 | SH | | SOLE | |
| MGE ENERGY INC | COM | 55277P104 | 1247 | 31500 | SH | | SOLE | |

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|--------------------------------|-----|-----------|------|--------|----|----------------------|
| MGP INGREDIENTS INC COM | COM | 55302G103 | 118 | 15000 | SH | SOLE |
| MICROSEMI CORP COM | COM | 595137100 | 293 | 17084 | SH | SOLE |
| MICROTUNE INC. | COM | 59514P109 | 680 | 234400 | SH | SOLE |
| MIDAS GROUP INC COM | COM | 595626102 | 1467 | 192800 | SH | SOLE |
| MIDDLEBY CORP COM | COM | 596278101 | 938 | 14800 | SH | SOLE |
| MINE SAFETY APPLIANCES CO COM | COM | 602720104 | 549 | 20269 | SH | SOLE |
| MODINE MFG CO | COM | 607828100 | 1087 | 83800 | SH | SOLE |
| MOLEX INC | COM | 608554101 | 716 | 34229 | SH | SOLE |
| MORGANS HOTEL GROUP CO COM | COM | 61748W108 | 337 | 46000 | SH | SOLE |
| MOSY INC | COM | 619718109 | 339 | 69500 | SH | SOLE |
| MVC CAP COM | COM | 553829102 | 429 | 33100 | SH | SOLE |
| MYERS INDS INC | COM | 628464109 | 1657 | 192900 | SH | SOLE |
| NARA BANCORP INC COM | COM | 63080P105 | 290 | 41100 | SH | SOLE |
| NATHANS FAMOUS INC NEW COM | COM | 632347100 | 1916 | 120229 | SH | SOLE |
| NCR CORP NEW COM | COM | 62886E108 | 224 | 16400 | SH | SOLE |
| NEOGEN CORP COM | COM | 640491106 | 3182 | 94000 | SH | SOLE |
| NEW ALLIANCE BANCSHARES INC CO | COM | 650203102 | 131 | 10386 | SH | SOLE |
| NEW YORK CMNTY BANCORP INC COM | COM | 649445103 | 180 | 11055 | SH | SOLE |
| NEWPORT CORP COM | COM | 651824104 | 1050 | 92558 | SH | SOLE |
| NIGHTHAWK RADIOLOGY HLDGS INCO | COM | 65411N105 | 383 | 60000 | SH | SOLE |
| NOBILITY HOMES INC COM | COM | 654892108 | 248 | 26200 | SH | SOLE |
| NU HORIZONS ELECTRS CORP COM | COM | 669908105 | 553 | 79500 | SH | SOLE |
| NYMAGIC INC COM | COM | 629484106 | 513 | 20000 | SH | SOLE |
| OIL DRI CORP AMER COM | COM | 677864100 | 1327 | 61700 | SH | SOLE |
| OMNICELL INC COM | COM | 68213N109 | 145 | 11054 | SH | SOLE |
| OMNOVA SOLUTIONS INC COM | COM | 682129101 | 1941 | 270000 | SH | SOLE |
| ON SEMICONDUCTOR CORP COM | COM | 682189105 | 530 | 73503 | SH | SOLE |
| OPKO HEALTH INC COM | COM | 68375N103 | 99 | 44300 | SH | SOLE |
| ORITANI FINL CORP DEL COM | COM | 68633D103 | 374 | 37500 | SH | SOLE |
| ORTHOFIX INTL N V ORD | COM | N6748L102 | 550 | 17500 | SH | SOLE |
| OTIX GLOBAL INC | COM | 68906N200 | 1183 | 114480 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | TETON ADVISORS, INC. |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| OUTDOOR HLDGS INC (NEW) | COM | 690027206 | 69 | 12500 | SH | | SOLE | |
| PAIN THERAPEUTICS INC COM | COM | 69562K100 | 728 | 117800 | SH | | SOLE | |
| PALOMAR MED TECHNOLOGIES INCCO | COM | 697529303 | 210 | 20300 | SH | | SOLE | |
| PARAMETRIC TECHNOLOGY CORP COM | COM | 699173209 | 859 | 43972 | SH | | SOLE | |
| PARK ELECTROCHEMICAL CORP COM | COM | 700416209 | 1603 | 60841 | SH | | SOLE | |
| PARK OHIO HLDGS CORP COM | COM | 700666100 | 273 | 20500 | SH | | SOLE | |
| PATTERSON COMPANIES INC | COM | 703395103 | 334 | 11643 | SH | | SOLE | |
| PC GROUP INC | COM | 70455G107 | 4 | 22550 | SH | | SOLE | |
| PENNICHUCK CORP COM NEW | COM | 708254206 | 1891 | 82200 | SH | | SOLE | |
| PERICOM SEMICONDUCTOR CORP COM | COM | 713831105 | 666 | 76600 | SH | | SOLE | |
| PETROHAWK ENERGY CORP COM | COM | 716495106 | 558 | 34600 | SH | | SOLE | |
| PHOENIX TECHNOLOGIES LTD COM | COM | 719153108 | 606 | 155500 | SH | | SOLE | |
| PINNACLE ENTMT INC COM | COM | 723456109 | 281 | 25200 | SH | | SOLE | |
| PREFORMED LINE PRODS CO COM | COM | 740444104 | 272 | 7788 | SH | | SOLE | |
| PRIDE INTL INC COM | COM | 74153Q102 | 703 | 23877 | SH | | SOLE | |
| PRIMEDIA INC COM NEW | COM | 74157K846 | 760 | 200000 | SH | | SOLE | |
| PRINCETON REVIEW INC COM | COM | 742352107 | 487 | 238800 | SH | | SOLE | |
| PROGRESS SOFTWARE CORP COM | COM | 743312100 | 204 | 6160 | SH | | SOLE | |
| PROVIDENCE & WORCESTER RR COCO | COM | 743737108 | 992 | 80300 | SH | | SOLE | |
| PZENA INVESTMENT MGMT INC CLAS | COM | 74731Q103 | 309 | 45000 | SH | | SOLE | |
| QLOGIC CORP COM | COM | 747277101 | 845 | 47921 | SH | | SOLE | |
| QUIDEL CORP COM | COM | 74838J101 | 830 | 75500 | SH | | SOLE | |
| READING INTERNATIONAL INC CL B | COM | 755408200 | 268 | 31900 | SH | | SOLE | |

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|--------------------------------|-----|-----------|------|--------|----|----------------------|
| READING INTL INC CL A | COM | 755408101 | 518 | 114500 | SH | SOLE |
| RGC RES INC COM | COM | 74955L103 | 504 | 16700 | SH | SOLE |
| ROCHESTER MED CORP COM | COM | 771497104 | 3684 | 337695 | SH | SOLE |
| RPC INC. COMMON | COM | 749660106 | 846 | 40000 | SH | SOLE |
| RTI BIOLOGICS INC COM | COM | 74975N105 | 222 | 84400 | SH | SOLE |
| RUSH ENTERPRISES INC CL A | COM | 781846209 | 535 | 34900 | SH | SOLE |
| RUSH ENTERPRISES INC CL B | COM | 781846308 | 688 | 50000 | SH | SOLE |
| S1 CORP | COM | 78463B101 | 191 | 36700 | SH | SOLE |
| SALEM COMMUNICATIONS CORP DECL | COM | 794093104 | 635 | 213000 | SH | SOLE |
| SANDERS MORRIS HARRIS GROUP CO | COM | 80000Q104 | 409 | 72300 | SH | SOLE |
| SCHAWK INC CL A | COM | 806373106 | 694 | 37600 | SH | SOLE |
| SCHIFF NUTRITION INTL INC COM | COM | 806693107 | 2696 | 328765 | SH | SOLE |
| SCHMITT INDS INC ORE COM NEW | COM | 806870200 | 75 | 30300 | SH | SOLE |
| SCRIPPS E W CO OHIO CL A | COM | 811054402 | 1024 | 130000 | SH | SOLE |
| SEALED AIR CORP NEW | COM | 81211K100 | 292 | 12971 | SH | SOLE |
| SEARCHMEDIA HOLDINGS LTD | COM | G8005Y106 | 134 | 51700 | SH | SOLE |
| SHENANDOAH TELECOMMUNICATIONCD | COM | 82312B106 | 327 | 18000 | SH | SOLE |
| SILICON IMAGE INC COM | COM | 82705T102 | 88 | 18400 | SH | SOLE |
| SINCLAIR BROADCAST GROUP INCCL | COM | 829226109 | 351 | 50000 | SH | SOLE |
| SJW CORP COM | COM | 784305104 | 1562 | 63400 | SH | SOLE |
| SKYLINE CORP | COM | 830830105 | 432 | 21300 | SH | SOLE |
| PORTVUE-SEC13F.LNP | | | | | | TETON ADVISORS, INC. |
| RUN DATE: 10/25/10 2:15 P.M. | | | | | | |

FORM 13F INFORMATION TABLE
AS OF DATE: 09/30/10

| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (x\$1000) | SHARES/ PRN AMT | SH/ PRN | PUT/ CALL | INVSTMT DISCRETN | O MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| SL INDS INC COM | COM | 784413106 | 2824 | 201300 | SH | | SOLE | |
| SMART BALANCE INC COM | COM | 83169Y108 | 175 | 45000 | SH | | SOLE | |
| SONESTA INTL HOTELS CORP CL A | COM | 835438409 | 2346 | 161100 | SH | | SOLE | |
| STAMPS.COM INC (NEW) | COM | 852857200 | 2801 | 215438 | SH | | SOLE | |
| STANDARD MTR PRODS INC CLASS A | COM | 853666105 | 2348 | 223000 | SH | | SOLE | |
| STARRETT L S CO CL A | COM | 855668109 | 1135 | 108600 | SH | | SOLE | |
| STEC INC COM | COM | 784774101 | 143 | 11500 | SH | | SOLE | |
| STEINWAY MUSICAL INSTRS INC OR | COM | 858495104 | 603 | 35000 | SH | | SOLE | |
| STEWART ENTERPRISES INC CL A | COM | 860370105 | 485 | 90000 | SH | | SOLE | |
| STONERIDGE INC | COM | 86183P102 | 2179 | 207300 | SH | | SOLE | |
| STRATEGIC DIAGNOSTICS INC COM | COM | 862700101 | 347 | 213900 | SH | | SOLE | |
| STRATTEC SECURITY CORP. | COM | 863111100 | 2870 | 115000 | SH | | SOLE | |
| SUPERIOR INDS INTL INC | COM | 868168105 | 1203 | 69600 | SH | | SOLE | |
| SVB FINL GROUP COM | COM | 78486Q101 | 670 | 15831 | SH | | SOLE | |
| SWS GROUP INC | COM | 78503N107 | 429 | 59800 | SH | | SOLE | |
| SYCAMORE NETWORKS INC COM NEW | COM | 871206405 | 675 | 20830 | SH | | SOLE | |
| SYMMETRICOM INC COM | COM | 871543104 | 863 | 150850 | SH | | SOLE | |
| SYNERON MEDICAL LTD ORD SHS | COM | M87245102 | 953 | 96100 | SH | | SOLE | |
| TECH OPS SEVCON INC | COM | 878293109 | 1309 | 252300 | SH | | SOLE | |
| TECHNITROL INC COM | COM | 878555101 | 1562 | 354200 | SH | | SOLE | |
| TELEFLEX INC | COM | 879369106 | 629 | 11082 | SH | | SOLE | |
| TENNANT CO | COM | 880345103 | 1954 | 63241 | SH | | SOLE | |
| TENNECO AUTOMOTIVE INC COM | COM | 880349105 | 1159 | 40000 | SH | | SOLE | |
| TERADATA CORP DEL COM | COM | 88076W103 | 795 | 20621 | SH | | SOLE | |
| TESCO CORP COM | COM | 88157K101 | 817 | 67900 | SH | | SOLE | |
| THERMADYNE HLDGS CORP NEW COM | COM | 883435307 | 281 | 19900 | SH | | SOLE | |
| TIER TECHNOLOGIES INC CL B | COM | 88650Q100 | 976 | 176261 | SH | | SOLE | |
| TIFFANY & CO NEW COM | COM | 886547108 | 597 | 12705 | SH | | SOLE | |
| TITAN MACHY INC COM | COM | 88830R101 | 613 | 37579 | SH | | SOLE | |
| TORO CO COM | COM | 891092108 | 746 | 13267 | SH | | SOLE | |
| TRANS LUX CORP | COM | 893247106 | 25 | 50000 | SH | | SOLE | |
| TRANSACT TECHNOLOGIES INC COM | COM | 892918103 | 2283 | 285400 | SH | | SOLE | |
| TREDEGAR INDS INC | COM | 894650100 | 337 | 17738 | SH | | SOLE | |

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| | | | | | | |
|------------------------------|-----|-----------|------|--------|----|------|
| TREE COM INC COM | COM | 894675107 | 65 | 10000 | SH | SOLE |
| TRIDENT MICROSYSTEMS INC COM | COM | 895919108 | 38 | 22300 | SH | SOLE |
| TRINITY INDS INC | COM | 896522109 | 248 | 11135 | SH | SOLE |
| TTM TECHNOLOGIES INC COM | COM | 87305R109 | 229 | 23404 | SH | SOLE |
| TWIN DISC INC COM | COM | 901476101 | 1144 | 82000 | SH | SOLE |
| U S ENERGY CORP WYO COM | COM | 911805109 | 92 | 20300 | SH | SOLE |
| ULTRA CLEAN HLDGS INC COM | COM | 90385V107 | 1483 | 172064 | SH | SOLE |
| ULTRALIFE BATTERIES INC COM | COM | 903899102 | 567 | 130300 | SH | SOLE |
| ULTRATECH INC COM | COM | 904034105 | 1041 | 60850 | SH | SOLE |
| UMPQUA HLDGS CORP COM | COM | 904214103 | 158 | 13908 | SH | SOLE |
| UNICA CORP COM | COM | 904583101 | 1049 | 50000 | SH | SOLE |

PORTVUE-SEC13F.LNP

TETON ADVISORS, INC.

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|----|
| UNITED GUARDIAN INC COM | COM | 910571108 | 1133 | 79400 | SH | | SOLE | |
| UNIVERSAL TECHNICAL INST INCCO | COM | 913915104 | 608 | 31100 | SH | | SOLE | |
| VALLEY NATL BANCORP COM | COM | 919794107 | 212 | 16471 | SH | | SOLE | |
| VALSPAR CORP COM | COM | 920355104 | 230 | 7217 | SH | | SOLE | |
| VARIAN SEMICONDUCTOR EQUIPTMCO | COM | 922207105 | 538 | 18707 | SH | | SOLE | |
| VASCULAR SOLUTIONS INC COM | COM | 92231M109 | 696 | 60600 | SH | | SOLE | |
| VERIGY LTD SHS | COM | Y93691106 | 84 | 10300 | SH | | SOLE | |
| VICOR CORP COM | COM | 925815102 | 787 | 53900 | SH | | SOLE | |
| VILLAGE SUPER MKT INC CL A NEW | COM | 927107409 | 246 | 8800 | SH | | SOLE | |
| VISHAY INTERTECHNOLOGY INC | COM | 928298108 | 406 | 41913 | SH | | SOLE | |
| WABASH NATL CORP COM | COM | 929566107 | 1085 | 134100 | SH | | SOLE | |
| WABCO HLDGS INC COM | COM | 92927K102 | 287 | 6835 | SH | | SOLE | |
| WASHINGTON FED INC | COM | 938824109 | 238 | 15600 | SH | | SOLE | |
| WASHINGTON TR BANCORP COM | COM | 940610108 | 403 | 21093 | SH | | SOLE | |
| WEBSTER FINL CORP WATERBURY CO | COM | 947890109 | 189 | 10768 | SH | | SOLE | |
| WESTFIELD FINANCIAL INC NEW CO | COM | 96008P104 | 521 | 66850 | SH | | SOLE | |
| WET SEAL INC/THE-CLASS A | COM | 961840105 | 520 | 153500 | SH | | SOLE | |
| WHITNEY HLDG CORP | COM | 966612103 | 321 | 39239 | SH | | SOLE | |
| WHX CORP | COM | 929248607 | 2582 | 308800 | SH | | SOLE | |
| WILLAMETTE VY VINEYARD INC COM | COM | 969136100 | 59 | 17000 | SH | | SOLE | |
| WILLIAMS SONOMA INC COM | COM | 969904101 | 773 | 24375 | SH | | SOLE | |
| WILSHIRE BANCORP INC COM | COM | 97186T108 | 249 | 38100 | SH | | SOLE | |
| WINDSTREAM CORP COM | COM | 97381W104 | 220 | 17875 | SH | | SOLE | |
| WINNEBAGO INDS INC COM | COM | 974637100 | 313 | 30000 | SH | | SOLE | |
| YORK WTR CO COM | COM | 987184108 | 457 | 28500 | SH | | SOLE | |
| YOUNG INNOVATIONS INC COM | COM | 987520103 | 581 | 20300 | SH | | SOLE | |
| ZEBRA TECHNOLOGIES CORP CL A | COM | 989207105 | 880 | 26149 | SH | | SOLE | |
| ZEP INC | COM | 98944B108 | 2880 | 165150 | SH | | SOLE | |
| ZORAN CORP COM | COM | 98975F101 | 662 | 86700 | SH | | SOLE | |
| ZYGO CORP COM | COM | 989855101 | 1688 | 172200 | SH | | SOLE | |