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WADDELL & REED FINANCIAL INC

Form 13F-HR

August 14, 2007

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

FORM 13F

FORM 13F COVER PAGE

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

Check Here if Amendment / /; Amendment Number: _____

This Amendment (Check only one.): / / is a restatement.
 / / adds new holdings entries.

Institutional Investment Manager Filing this Report:

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

Form 13F File Number: 28-7592

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

Person Signing this Report on Behalf of Reporting Manager:

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

Signature, Place, and Date of Signing:

/s/ Wendy J. Hills Overland Park, Kansas August 14, 2007

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

Report Type (Check only one.):

/X/ 13F HOLDINGS REPORT. (Check here if all holdings of this reporting

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manager are reported in this report.)

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

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

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 5
 Form 13F Information Table Entry Total: 917
 Form 13F Information Table Value Total: \$29,785,791 (\$ thousands)

List of Other Included Managers:

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

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

FORM 13F INFORMATION TABLE

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ITEM 1 NAME OF ISSUE	ITEM 2 TITLE OF CLASS	ITEM 3 CUSIP NUMBER	ITEM 4 FAIR MARKET VALUE	ITEM 5 SHARES/ PRINCIPAL AMOUNT	ITEM 6 PUT/ CALL DISCRETION	ITEM 7 INVESTMENT	ITEM 8 MANAGEMENT SE
AFLAC INC	COM	001055102	5,805	123,350	SH	DEFINED	5
AAR CORP	COM	000361105	6,648	201,400	SH	DEFINED	5
AAR CORP	COM	000361105	10,570	320,200	SH	DEFINED	1,2
AFLAC INC	COM	001055102	6,618	128,750	SH	DEFINED	5
AFLAC INC	COM	001055102	2,355	45,810	SH	DEFINED	1,2
AFLAC INC	COM	001055102	44,163	859,209	SH	DEFINED	1,2
AGCO CORP	COM	001084102	10,850	249,950	SH	DEFINED	5
AGCO CORP	COM	001084102	33,365	768,600	SH	DEFINED	1,2
AMR CORP	COM	001765106	8,155	309,500	SH	DEFINED	1,2
AT&T INC	COM	00206R102	11,555	278,423	SH	DEFINED	5

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AT&T INC	COM	00206R102	9,084	218,892	SH	DEFINED	1,2,
AT&T INC	COM	00206R102	71,486	1,722,545	SH	DEFINED	1,2,
AU OPTRONICS CORP	SPONSORED ADR	002255107	5,323	309,460	SH	DEFINED	5
ABBOTT LABS	COM	002824100	57,787	1,079,121	SH	DEFINED	5
ABBOTT LABS	COM	002824100	1,369	25,560	SH	DEFINED	1,2,
ABBOTT LABS	COM	002824100	377,591	7,051,193	SH	DEFINED	1,2,
ADAMS RESPIRATORY THERAPEUTI	COM	00635P107	18,251	463,700	SH	DEFINED	5
ADAMS RESPIRATORY THERAPEUTI	COM	00635P107	56,849	1,444,325	SH	DEFINED	1,2,
ADOBE SYS INC	COM	00724F101	47,834	1,191,980	SH	DEFINED	5
ADOBE SYS INC	COM	00724F101	385,700	9,611,256	SH	DEFINED	1,2,
ADVANCED MEDICAL OPTICS INC	COM	00763M108	8,162	234,000	SH	DEFINED	5
ADVANCED MEDICAL OPTICS INC	COM	00763M108	15	444	SH	DEFINED	1,2,
ADVANCED MEDICAL OPTICS INC	COM	00763M108	58,618	1,680,550	SH	DEFINED	1,2,
AETNA INC NEW	COM	00817Y108	2,855	57,800	SH	DEFINED	5
AETNA INC NEW	COM	00817Y108	14,820	300,000	SH	DEFINED	1,2,
AFFYMETRIX INC	COM	00826T108	5,732	230,300	SH	DEFINED	5
AFFYMETRIX INC	COM	00826T108	41,163	1,653,800	SH	DEFINED	1,2,
AIR PRODS & CHEMS INC	COM	009158106	17,174	213,684	SH	DEFINED	5
AIR PRODS & CHEMS INC	COM	009158106	181,441	2,257,574	SH	DEFINED	1,2,
AKAMAI TECHNOLOGIES INC	COM	00971T101	7,011	144,094	SH	DEFINED	5
AKAMAI TECHNOLOGIES INC	COM	00971T101	28,083	577,191	SH	DEFINED	1,2,
ALLEGHANY CORP DEL	COM	017175100	373	918	SH	DEFINED	1,2,
ALLERGAN INC	COM	018490102	14,190	246,190	SH	DEFINED	5
ALLERGAN INC	COM	018490102	231	4,000	SH	DEFINED	1,2,
ALLERGAN INC	COM	018490102	126,662	2,197,460	SH	DEFINED	1,2,
ALLIANCE DATA SYSTEMS CORP	COM	018581108	37,334	483,100	SH	DEFINED	5
ALLIANCE DATA SYSTEMS CORP	COM	018581108	268,123	3,469,500	SH	DEFINED	1,2,

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NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL	INVESTMENT DISCRETION
ALLIANCEBERNSTEIN HOLDING HP	UNIT LTD PARTN	01881G106	9,830	112,867	SH	DEFINED
ALLIANCEBERNSTEIN HOLDING HP	UNIT LTD PARTN	01881G106	20,039	230,095	SH	DEFINED
ALLSCRIPTS HEALTHCARE SOLUTI	COM	01988P108	15,576	611,200	SH	DEFINED
ALLSCRIPTS HEALTHCARE SOLUTI	COM	01988P108	94,187	3,695,775	SH	DEFINED
ALTRIA GROUP INC	COM	02209S103	27,804	396,413	SH	DEFINED
ALTRIA GROUP INC	COM	02209S103	10,653	151,885	SH	DEFINED
ALTRIA GROUP INC	COM	02209S103	227,482	3,243,252	SH	DEFINED

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AMBAC FINL GROUP INC	COM	023139108	15,311	175,600	SH	DEFINED	5
AMBAC FINL GROUP INC	COM	023139108	139,756	1,602,885	SH	DEFINED	1,2
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W105	47,665	769,663	SH	DEFINED	5
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W105	539	8,700	SH	DEFINED	1,2
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W105	53,153	858,272	SH	DEFINED	1,2
AMERICAN EXPRESS CO	COM	025816109	1,089	17,800	SH	DEFINED	5
AMERICAN EXPRESS CO	COM	025816109	762	12,455	SH	DEFINED	1,2
AMERICAN EXPRESS CO	COM	025816109	13,466	220,100	SH	DEFINED	1,2
AMERICAN INTL GROUP INC	COM	026874107	973	13,896	SH	DEFINED	1,2
AMERICAN MED SYS HLDGS INC	COM	02744M108	10,137	562,058	SH	DEFINED	5
AMERICAN MED SYS HLDGS INC	COM	02744M108	22,762	1,262,120	SH	DEFINED	1,2
AMGEN INC	COM	031162100	6,269	113,400	SH	DEFINED	5
AMGEN INC	COM	031162100	100	1,800	SH	DEFINED	1,2
AMGEN INC	COM	031162100	102,381	1,851,870	SH	DEFINED	1,2
ANADARKO PETE CORP	COM	032511107	5,430	104,439	SH	DEFINED	5
ANADARKO PETE CORP	COM	032511107	12,921	248,538	SH	DEFINED	1,2
ANHEUSER BUSCH COS INC	COM	035229103	782	15,000	SH	DEFINED	5
ANHEUSER BUSCH COS INC	COM	035229103	674	12,925	SH	DEFINED	1,2
ANHEUSER BUSCH COS INC	COM	035229103	17,429	334,150	SH	DEFINED	1,2
ANIMAL HEALTH INTL INC	COM	03525N109	4,871	335,600	SH	DEFINED	5
ANIMAL HEALTH INTL INC	COM	03525N109	35,012	2,412,100	SH	DEFINED	1,2
APACHE CORP	COM	037411105	38,370	470,275	SH	DEFINED	5
APACHE CORP	COM	037411105	12	150	SH	DEFINED	1,2
APACHE CORP	COM	037411105	59,268	726,417	SH	DEFINED	1,2
APPLE INC	COM	037833100	68,151	558,340	SH	DEFINED	5
APPLE INC	COM	037833100	8,967	73,465	SH	DEFINED	1,2
APPLE INC	COM	037833100	510,541	4,182,704	SH	DEFINED	1,2
APPLIED MATLS INC	COM	038222105	961	48,400	SH	DEFINED	5
APPLIED MATLS INC	COM	038222105	13,872	698,325	SH	DEFINED	1,2
ARCH COAL INC	COM	039380100	147	4,225	SH	DEFINED	5

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ARCH COAL INC	COM	039380100	418	12,000	SH	DEFINED	1,2
ARCH COAL INC	COM	039380100	1,709	49,100	SH	DEFINED	1,2
ARCHER DANIELS MIDLAND CO	COM	039483102	47,101	1,423,430	SH	DEFINED	5
ARCHER DANIELS MIDLAND CO	COM	039483102	116,366	3,516,661	SH	DEFINED	1,2

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ARCHSTONE SMITH TR	COM	039583109	325	5,500	SH	DEFINED	1,2,
ARRIS GROUP INC	COM	04269Q100	14,557	828,300	SH	DEFINED	1,2,
ASPEN TECHNOLOGY INC	COM	045327103	13,354	953,500	SH	DEFINED	5
ASPEN TECHNOLOGY INC	COM	045327103	93,756	6,694,450	SH	DEFINED	1,2,
ASSURANT INC	COM	04621X108	1,980	33,600	SH	DEFINED	5
ASSURANT INC	COM	04621X108	10,040	170,400	SH	DEFINED	1,2,
BJ SVCS CO	COM	055482103	859	30,200	SH	DEFINED	5
BJ SVCS CO	COM	055482103	8,885	312,400	SH	DEFINED	1,2,
BP PLC	SPONSORED ADR	055622104	1,657	22,975	SH	DEFINED	5
BP PLC	SPONSORED ADR	055622104	2,523	34,980	SH	DEFINED	1,2,
BP PLC	SPONSORED ADR	055622104	18,504	256,500	SH	DEFINED	1,2,
BRE PROPERTIES INC	CL A	05564E106	1,067	18,000	SH	DEFINED	1,2,
BAKER HUGHES INC	COM	057224107	82,063	975,429	SH	DEFINED	5
BAKER HUGHES INC	COM	057224107	164	1,949	SH	DEFINED	1,2,
BAKER HUGHES INC	COM	057224107	98,631	1,172,359	SH	DEFINED	1,2,
BANK OF AMERICA CORPORATION	COM	060505104	15,525	317,553	SH	DEFINED	5
BANK OF AMERICA CORPORATION	COM	060505104	865	17,700	SH	DEFINED	1,2,
BANK OF AMERICA CORPORATION	COM	060505104	88,812	1,816,572	SH	DEFINED	1,2,
BANKRATE INC	COM	06646V108	31,024	647,200	SH	DEFINED	1,2,
BARD C R INC	COM	067383109	4,041	48,900	SH	DEFINED	5
BARD C R INC	COM	067383109	42,251	511,325	SH	DEFINED	1,2,
BARE ESCENTUALS INC	COM	067511105	29,593	866,550	SH	DEFINED	1,2,
BARRICK GOLD CORP	COM	067901108	402	13,828	SH	DEFINED	1,2,
BARRETT BILL CORP	COM	06846N104	55,401	1,504,223	SH	DEFINED	1,2,
BAXTER INTL INC	COM	071813109	10,012	177,700	SH	DEFINED	5
BAXTER INTL INC	COM	071813109	83,053	1,474,140	SH	DEFINED	1,2,
BEAR STEARNS COS INC	COM	073902108	2,338	16,700	SH	DEFINED	5
BEAR STEARNS COS INC	COM	073902108	22,218	158,700	SH	DEFINED	1,2,
BECTON DICKINSON & CO	COM	075887109	201	2,700	SH	DEFINED	1,2,
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	1,082	300	SH	DEFINED	5
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	12,618	3,500	SH	DEFINED	1,2,
BEST BUY INC	COM	086516101	2,744	58,800	SH	DEFINED	5
BEST BUY INC	COM	086516101	4,204	90,069	SH	DEFINED	1,2,

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BEST BUY INC	COM	086516101	17,508	375,150	SH	DEFINED	1,2,
BLACKBOARD INC	COM	091935502	14,992	355,841	SH	DEFINED	5
BLACKBOARD INC	COM	091935502	101,372	2,406,175	SH	DEFINED	1,2,
BLACKBAUD INC	COM	09227Q100	6,321	286,200	SH	DEFINED	5
BLACKBAUD INC	COM	09227Q100	71,524	3,238,600	SH	DEFINED	1,2,
BLACKROCK INC	COM	09247X101	1,018	6,500	SH	DEFINED	5

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BOEING CO	COM	097023105	102,391	1,064,799	SH	DEFINED	5
BOEING CO	COM	097023105	9,244	96,128	SH	DEFINED	1,2,
BOEING CO	COM	097023105	569,006	5,917,280	SH	DEFINED	1,2,
BOSTON SCIENTIFIC CORP	COM	101137107	937	61,100	SH	DEFINED	5
BOSTON SCIENTIFIC CORP	COM	101137107	5,289	344,800	SH	DEFINED	1,2,
BRISTOL MYERS SQUIBB CO	COM	110122108	846	26,800	SH	DEFINED	1,2,
BROADCOM CORP	CL A	111320107	5,849	200,037	SH	DEFINED	5
BROADCOM CORP	CL A	111320107	64,280	2,198,375	SH	DEFINED	1,2,
BROWN FORMAN CORP	CL B	115637209	3,351	45,850	SH	DEFINED	5
BROWN FORMAN CORP	CL B	115637209	35,700	488,500	SH	DEFINED	1,2,
BUCYRUS INTL INC NEW	CL A	118759109	39,204	554,202	SH	DEFINED	5
BUCYRUS INTL INC NEW	CL A	118759109	161,919	2,288,938	SH	DEFINED	1,2,
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	3,725	43,750	SH	DEFINED	5
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	179	2,100	SH	DEFINED	1,2,
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	16,821	197,574	SH	DEFINED	1,2,
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	2,292	43,600	SH	DEFINED	5
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	22,793	433,650	SH	DEFINED	1,2,
CIT GROUP INC	COM	125581108	2,166	39,500	SH	DEFINED	5
CIT GROUP INC	COM	125581108	11,531	210,300	SH	DEFINED	1,2,
CHICAGO MERCANTILE HLDGS INC	CL A	167760107	190,418	356,348	SH	DEFINED	5
CHICAGO MERCANTILE HLDGS INC	CL A	167760107	403,563	755,226	SH	DEFINED	1,2,
CNOOC LTD	SPONSORED ADR	126132109	131	1,150	SH	DEFINED	5
CNOOC LTD	SPONSORED ADR	126132109	1,535	13,500	SH	DEFINED	1,2,
CSX CORP	COM	126408103	19,384	430,000	SH	DEFINED	1,2,
CABOT OIL & GAS CORP	COM	127097103	457	12,400	SH	DEFINED	1,2,
CAMECO CORP	COM	13321L108	142	2,800	SH	DEFINED	5
CAMECO CORP	COM	13321L108	11,840	233,350	SH	DEFINED	1,2,
CAMERON INTERNATIONAL CORP	COM	13342B105	370	5,175	SH	DEFINED	5
CAMERON INTERNATIONAL CORP	COM	13342B105	14	200	SH	DEFINED	1,2,
CAMERON INTERNATIONAL CORP	COM	13342B105	4,320	60,450	SH	DEFINED	1,2,
CANADIAN SOLAR INC	COM	136635109	2,356	250,000	SH	DEFINED	5

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CAPELLA EDUCATION COMPANY	COM	139594105	6,544	142,200	SH	DEFINED

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CAPELLA EDUCATION COMPANY	COM	139594105	16,466	357,800	SH	DEFINED	1,2
CAPITAL ONE FINL CORP	COM	14040H105	4,424	56,400	SH	DEFINED	5
CAPITAL ONE FINL CORP	COM	14040H105	23,171	295,400	SH	DEFINED	1,2
CARNIVAL CORP	PAIRED CTF	143658300	3,803	77,969	SH	DEFINED	1,2
CATERPILLAR INC DEL	COM	149123101	3,061	39,096	SH	DEFINED	5
CATERPILLAR INC DEL	COM	149123101	6,785	86,653	SH	DEFINED	1,2
CEPHALON INC	COM	156708109	2,009	25,000	SH	DEFINED	5
CERNER CORP	COM	156782104	39,887	719,200	SH	DEFINED	5
CERNER CORP	COM	156782104	291,661	5,258,939	SH	DEFINED	1,2
CHECKFREE CORP NEW	COM	162813109	32,749	815,050	SH	DEFINED	5
CHECKFREE CORP NEW	COM	162813109	190,957	4,752,533	SH	DEFINED	1,2
CHESAPEAKE ENERGY CORP	COM	165167107	729	21,066	SH	DEFINED	5
CHESAPEAKE ENERGY CORP	COM	165167107	5,190	150,000	SH	DEFINED	1,2
CHEVRON CORP NEW	COM	166764100	8,138	96,600	SH	DEFINED	5
CHEVRON CORP NEW	COM	166764100	3,930	46,650	SH	DEFINED	1,2
CHEVRON CORP NEW	COM	166764100	105,207	1,248,900	SH	DEFINED	1,2
CHICAGO BRIDGE & IRON CO	N Y REGISTRY SH	167250109	72,646	1,924,898	SH	DEFINED	1,2
CHICOS FAS INC	COM	168615102	1,599	65,700	SH	DEFINED	5
CHICOS FAS INC	COM	168615102	22,884	940,200	SH	DEFINED	1,2
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	16,607	308,100	SH	DEFINED	1,2
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	1,015	11,900	SH	DEFINED	5
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	18,152	212,850	SH	DEFINED	1,2
CHUBB CORP	COM	171232101	750	13,856	SH	DEFINED	1,2
CISCO SYS INC	COM	17275R102	56,656	2,036,140	SH	DEFINED	5
CISCO SYS INC	COM	17275R102	9,252	332,505	SH	DEFINED	1,2
CISCO SYS INC	COM	17275R102	446,022	16,029,537	SH	DEFINED	1,2
CITADEL BROADCASTING CORP	COM	17285T106	0	30	SH	DEFINED	1,2
CITADEL BROADCASTING CORP	COM	17285T106	97	15,000	SH	DEFINED	1,2
CITIGROUP INC	COM	172967101	5,887	114,773	SH	DEFINED	5
CITIGROUP INC	COM	172967101	540	10,533	SH	DEFINED	1,2
CITIGROUP INC	COM	172967101	50,572	986,006	SH	DEFINED	1,2
CITRIX SYS INC	COM	177376100	787	23,350	SH	DEFINED	5
CITRIX SYS INC	COM	177376100	15,342	455,400	SH	DEFINED	1,2
COACH INC	COM	189754104	2,464	52,000	SH	DEFINED	5
COCA COLA CO	COM	191216100	16,815	321,450	SH	DEFINED	5
COCA COLA CO	COM	191216100	1,864	35,625	SH	DEFINED	1,2

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COCA COLA CO COGNIZANT	COM	191216100	191,870	3,667,945	SH	DEFINED	1,2
TECHNOLOGY SOLUTIO	CL A	192446102	6,936	92,400	SH	DEFINED	1,2
COLDWATER CREEK INC	COM	193068103	11,546	497,250	SH	DEFINED	5
COLDWATER CREEK INC	COM	193068103	37,542	1,616,800	SH	DEFINED	1,2
COLGATE PALMOLIVE CO	COM	194162103	41,929	646,555	SH	DEFINED	5
COLGATE PALMOLIVE CO	COM	194162103	12,503	192,805	SH	DEFINED	1,2,
COLGATE PALMOLIVE CO	COM	194162103	243,098	3,748,620	SH	DEFINED	1,2
COMCAST CORP NEW	CL A	20030N101	11,121	395,700	SH	DEFINED	5
COMCAST CORP NEW	CL A	20030N101	104,845	3,730,482	SH	DEFINED	1,2
COMCAST CORP NEW	CL A SPL	20030N200	10,283	368,100	SH	DEFINED	5
COMCAST CORP NEW	CL A SPL	20030N200	147,874	5,293,495	SH	DEFINED	1,2
COMPANIA VALE DO RIO DOCE	SPONSORED ADR	204412209	42,531	954,676	SH	DEFINED	5
COMPANIA VALE DO RIO DOCE	SPONSORED ADR	204412209	47,160	1,058,594	SH	DEFINED	1,2
COMPLETE PRODUCTION SERVICES	COM	20453E109	1,121	43,350	SH	DEFINED	5
COMPLETE PRODUCTION SERVICES	COM	20453E109	12,069	466,900	SH	DEFINED	1,2
COMTECH GROUP INC	COM NEW	205821200	1,250	75,600	SH	DEFINED	5
COMTECH GROUP INC	COM NEW	205821200	35,644	2,155,675	SH	DEFINED	1,2
CONCUR TECHNOLOGIES INC	COM	206708109	15,025	657,706	SH	DEFINED	1,2
CONOCOPHILLIPS	COM	20825C104	2,885	36,750	SH	DEFINED	5
CONOCOPHILLIPS	COM	20825C104	839	10,692	SH	DEFINED	1,2,
CONOCOPHILLIPS	COM	20825C104	62,168	791,950	SH	DEFINED	1,2
CONTINENTAL RESOURCES INC	COM	212015101	162	10,100	SH	DEFINED	5
CONTINENTAL RESOURCES INC	COM	212015101	7,242	452,650	SH	DEFINED	1,2
COOPER COS INC	COM NEW	216648402	6,836	128,200	SH	DEFINED	1,2
CORNING INC	COM	219350105	10,100	395,300	SH	DEFINED	1,2
COSTCO WHSL CORP NEW	COM	22160K105	2,048	35,000	SH	DEFINED	5
COSTAR GROUP INC	COM	22160N109	6,468	122,300	SH	DEFINED	5
COSTAR GROUP INC	COM	22160N109	45,443	859,196	SH	DEFINED	1,2
COUNTRYWIDE FINANCIAL CORP	COM	222372104	825	22,700	SH	DEFINED	5
COUNTRYWIDE FINANCIAL CORP	COM	222372104	4,315	118,700	SH	DEFINED	1,2
COVENTRY HEALTH CARE INC	COM	222862104	3,851	66,800	SH	DEFINED	5
COVENTRY HEALTH CARE INC	COM	222862104	20,229	350,900	SH	DEFINED	1,2
CREE INC	COM	225447101	9,557	369,800	SH	DEFINED	5
CREE INC	COM	225447101	66,623	2,577,800	SH	DEFINED	1,2
CROWN CASTLE INTL CORP	COM	228227104	1,429	39,400	SH	DEFINED	1,2
CTRIIP COM INTL LTD	ADR	22943F100	52,974	673,417	SH	DEFINED	5
CTRIIP COM INTL LTD	ADR	22943F100	49,198	625,413	SH	DEFINED	1,2

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CULLEN FROST BANKERS INC	COM	229899109	2,540	47,500	SH	DEFINED 1,2,
CYTYC CORP	COM	232946103	2,724	63,150	SH	DEFINED 5
CYTYC CORP	COM	232946103	28,628	663,600	SH	DEFINED 1,2
DRS TECHNOLOGIES INC	COM	23330X100	18,395	321,200	SH	DEFINED 5
DRS TECHNOLOGIES INC	COM	23330X100	43,875	766,100	SH	DEFINED 1,2
DTS INC	COM	23335C101	9,311	427,600	SH	DEFINED 5
DTS INC	COM	23335C101	31,264	1,435,775	SH	DEFINED 1,2
DAVITA INC	COM	23918K108	1,665	30,900	SH	DEFINED 5
DAVITA INC	COM	23918K108	8,858	164,400	SH	DEFINED 1,2
DEALERTRACK HLDGS INC	COM	242309102	8,195	222,400	SH	DEFINED 5
DEALERTRACK HLDGS INC	COM	242309102	38,550	1,046,125	SH	DEFINED 1,2
DEAN FOODS CO NEW	COM	242370104	2,209	69,300	SH	DEFINED 5
DEAN FOODS CO NEW	COM	242370104	32,660	1,024,802	SH	DEFINED 1,2
DEERE & CO	COM	244199105	75,070	621,752	SH	DEFINED 5
DEERE & CO	COM	244199105	199	1,650	SH	DEFINED 1,2
DEERE & CO	COM	244199105	474,546	3,930,313	SH	DEFINED 1,2
DELTA PETE CORP	COM NEW	247907207	19,931	992,600	SH	DEFINED 1,2
DENTSPLY INTL INC NEW	COM	249030107	9,951	260,200	SH	DEFINED 5
DENTSPLY INTL INC NEW	COM	249030107	6,916	180,825	SH	DEFINED 1,2
DENTSPLY INTL INC NEW	COM	249030107	86,740	2,267,996	SH	DEFINED 1,2
DEVON ENERGY CORP NEW	COM	25179M103	35,179	449,344	SH	DEFINED 5
DEVON ENERGY CORP NEW	COM	25179M103	2,128	27,181	SH	DEFINED 1,2
DEVON ENERGY CORP NEW	COM	25179M103	48,089	614,240	SH	DEFINED 1,2
DIAGEO P L C	SPON ADR NEW	25243Q205	7,826	93,942	SH	DEFINED 5
DIAGEO P L C	SPON ADR NEW	25243Q205	26,094	313,211	SH	DEFINED 1,2
DIAMOND OFFSHORE DRILLING INC	COM	25271C102	1,412	13,900	SH	DEFINED 1,2
DICK'S SPORTING GOODS INC	COM	253393102	1,047	18,000	SH	DEFINED 5
DICK'S SPORTING GOODS INC	COM	253393102	11,634	200,000	SH	DEFINED 1,2
DIGENE CORP	COM	253752109	14,780	246,100	SH	DEFINED 1,2
DOMINION RES INC VA NEW	COM	25746U109	3,754	43,493	SH	DEFINED 5
DOMINION RES INC VA NEW	COM	25746U109	5,861	67,910	SH	DEFINED 1,2
DOMINION RES INC VA NEW	COM	25746U109	8,314	96,328	SH	DEFINED 1,2
DOUGLAS EMMETT INC	COM	25960P109	3,826	154,650	SH	DEFINED 5
DOUGLAS EMMETT INC	COM	25960P109	8,473	342,500	SH	DEFINED 1,2
DRESSER-RAND GROUP INC	COM	261608103	3,121	79,000	SH	DEFINED 1,2
DRIL-QUIP INC	COM	262037104	13,220	294,100	SH	DEFINED 5
DRIL-QUIP INC	COM	262037104	30,166	671,100	SH	DEFINED 1,2

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DU PONT E I DE NEMOURS & CO	COM	263534109	55,454	1,090,762	SH	DEFINED	5
DU PONT E I DE NEMOURS & CO	COM	263534109	8,414	165,500	SH	DEFINED	1,2
DU PONT E I DE NEMOURS & CO	COM	263534109	320,071	6,295,644	SH	DEFINED	1,2
DUKE ENERGY CORP NEW	COM	26441C105	367	20,036	SH	DEFINED	1,2
ENSCO INTL INC	COM	26874Q100	215	3,525	SH	DEFINED	5
ENSCO INTL INC	COM	26874Q100	2,492	40,850	SH	DEFINED	1,2
EOG RES INC	COM	26875P101	259	3,550	SH	DEFINED	5
EOG RES INC	COM	26875P101	3,017	41,300	SH	DEFINED	1,2
EPIQ SYS INC	COM	26882D109	20,721	1,284,241	SH	DEFINED	1,2
EBAY INC	COM	278642103	2,869	89,200	SH	DEFINED	5
EBAY INC	COM	278642103	32,546	1,011,850	SH	DEFINED	1,2
ECLIPSYS CORP	COM	278856109	6,011	303,500	SH	DEFINED	5
ECLIPSYS CORP	COM	278856109	42,952	2,168,743	SH	DEFINED	1,2
EL PASO CORP	COM	28336L109	345	20,000	SH	DEFINED	1,2
ELECTRONIC ARTS INC	COM	285512109	10,987	232,250	SH	DEFINED	5
ELECTRONIC ARTS INC	COM	285512109	94,974	2,007,685	SH	DEFINED	1,2
EMERITUS CORP	COM	291005106	3,934	127,000	SH	DEFINED	1,2
EMERSON ELEC CO	COM	291011104	10,988	234,778	SH	DEFINED	5
EMERSON ELEC CO	COM	291011104	318	6,800	SH	DEFINED	1,2
EMERSON ELEC CO	COM	291011104	81,499	1,741,423	SH	DEFINED	1,2
ENBRIDGE INC	COM	29250N105	2,645	78,291	SH	DEFINED	5
ENBRIDGE INC	COM	29250N105	7,977	236,145	SH	DEFINED	1,2
ENCYSIVE PHARMACEUTICALS INC	COM	29256X107	18	10,000	SH	DEFINED	1,2
ENDEAVOUR INTL CORP	COM	29259G101	150	100,000	SH	DEFINED	1,2
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	1,229	35,900	SH	DEFINED	5
ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	6,499	189,800	SH	DEFINED	1,2
ENERGY CONVERSIOPN DEVICES IN	COM	292659109	5,616	182,350	SH	DEFINED	5
ENERGY CONVERSIOPN DEVICES IN	COM	292659109	9,639	312,950	SH	DEFINED	1,2
ENTERGY CORP NEW	COM	29364G103	309	2,875	SH	DEFINED	5
ENTERGY CORP NEW	COM	29364G103	3,612	33,650	SH	DEFINED	1,2
EQUINIX INC	COM NEW	29444U502	33,379	364,722	SH	DEFINED	5
EQUINIX INC	COM NEW	29444U502	38,059	415,853	SH	DEFINED	1,2
EQUITABLE RES INC	COM	294549100	31,471	635,000	SH	DEFINED	1,2
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	1,044	20,000	SH	DEFINED	1,2
ESCO TECHNOLOGIES INC	COM	296315104	10,356	285,600	SH	DEFINED	5
ESCO TECHNOLOGIES							

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INC	COM	296315104	74,268	2,048,200	SH	DEFINED	1,2
EURONET WORLDWIDE							
INC	COM	298736109	9,082	311,400	SH	DEFINED	5

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EURONET WORLDWIDE INC	COM	298736109	65,219	2,236,200	SH		DEFINED
EVERGREEN ENERGY INC	COM	30024B104	5,056	838,400	SH		DEFINED
EXELON CORP	COM	30161N101	1,697	23,375	SH		DEFINED
EXELON CORP	COM	30161N101	7,466	102,835	SH		DEFINED
EXELON CORP	COM	30161N101	47,241	650,700	SH		DEFINED
EXPEDITORS INT'L WASH INC	COM	302130109	1,849	44,750	SH		DEFINED
EXPEDITORS INT'L WASH INC	COM	302130109	21,382	517,600	SH		DEFINED
EXPRESS SCRIPTS INC	COM	302182100	18,011	360,000	SH		DEFINED
EXXON MOBIL CORP	COM	30231G102	35,036	417,689	SH		DEFINED
EXXON MOBIL CORP	COM	30231G102	26,936	321,120	SH		DEFINED
EXXON MOBIL CORP	COM	30231G102	351,187	4,186,781	SH		DEFINED
FMC TECHNOLOGIES INC	COM	30249U101	79	1,000	SH		DEFINED
FMC TECHNOLOGIES INC	COM	30249U101	931	11,750	SH		DEFINED
FACTSET RESH SYS INC	COM	303075105	7,739	113,225	SH		DEFINED
FACTSET RESH SYS INC	COM	303075105	81,766	1,196,286	SH		DEFINED
FAMILY DLR STORES INC	COM	307000109	2,021	58,900	SH		DEFINED
FAMILY DLR STORES INC	COM	307000109	10,701	311,800	SH		DEFINED
FASTENAL CO	COM	311900104	3,775	90,150	SH		DEFINED
FASTENAL CO	COM	311900104	39,424	941,350	SH		DEFINED
FCSTONE GROUP INC	COM	31308T100	17,875	312,200	SH		DEFINED
FEDERAL HOME LN MTG CORP	COM	313400301	3,053	50,300	SH		DEFINED
FEDERAL HOME LN MTG CORP	COM	313400301	16,322	268,900	SH		DEFINED
FEDERAL NATL MTG ASSN	COM	313586109	3,835	58,700	SH		DEFINED
FEDERAL NATL MTG ASSN	COM	313586109	20,082	307,400	SH		DEFINED
F5 NETWORKS INC	COM	315616102	1,612	20,000	SH		DEFINED
FINANCIAL FED CORP	COM	317492106	11,004	369,000	SH		DEFINED
FINANCIAL FED CORP	COM	317492106	57,867	1,940,529	SH		DEFINED
FIRST SOLAR INC	COM	336433107	393	4,400	SH		DEFINED
FIRST SOLAR INC	COM	336433107	4,542	50,900	SH		DEFINED
FIRSTENERGY CORP	COM	337932107	3,994	61,700	SH		DEFINED
FIRSTENERGY CORP	COM	337932107	20,953	323,700	SH		DEFINED
FLUOR CORP NEW	COM	343412102	47,167	423,514	SH		DEFINED

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FLUOR CORP NEW	COM	343412102	10,273	92,240	SH	DEFINED	1,2,
FLUOR CORP NEW	COM	343412102	164,564	1,477,629	SH	DEFINED	1,2,
FORCE PROTECTION INC	COM NEW	345203202	1,670	80,800	SH	DEFINED	5
FORCE PROTECTION INC	COM NEW	345203202	12,401	600,100	SH	DEFINED	1,2,
FORD MTR CO DEL	COM PAR \$0.01	345370860	11,931	1,266,600	SH	DEFINED	5

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FORD MTR CO DEL	COM PAR \$0.01	345370860	191,657	20,345,803	SH	DEFINED	1,2,
FOUNDATION COAL HLDGS INC	COM	35039W100	107	2,625	SH	DEFINED	5
FOUNDATION COAL HLDGS INC	COM	35039W100	1,237	30,450	SH	DEFINED	1,2,
FREEPORT-MCMORAN COPPER & CO	PFD CONV	35671D782	6,425	50,000	SH	DEFINED	1,2,
FREEPORT-MCMORAN COPPER & GOLD	CL B	35671D857	4,969	60,000	SH	DEFINED	1,2,
GAP INC DEL	COM	364760108	227	11,900	SH	DEFINED	1,2,
GAYLORD ENTMT CO NEW	COM	367905106	91,475	1,705,350	SH	DEFINED	1,2,
GEN-PROBE INC NEW	COM	36866T103	1,489	24,650	SH	DEFINED	5
GEN-PROBE INC NEW	COM	36866T103	15,425	255,400	SH	DEFINED	1,2,
GENENTECH INC	COM NEW	368710406	28,734	379,774	SH	DEFINED	5
GENENTECH INC	COM NEW	368710406	4,615	61,003	SH	DEFINED	1,2,
GENENTECH INC	COM NEW	368710406	157,456	2,081,099	SH	DEFINED	1,2,
GENERAL CABLE CORP DEL NEW	COM	369300108	11,953	157,800	SH	DEFINED	5
GENERAL CABLE CORP DEL NEW	COM	369300108	18,604	245,600	SH	DEFINED	1,2,
GENERAL DYNAMICS CORP	COM	369550108	38,347	490,250	SH	DEFINED	5
GENERAL DYNAMICS CORP	COM	369550108	10,364	132,495	SH	DEFINED	1,2,
GENERAL DYNAMICS CORP	COM	369550108	440,694	5,634,032	SH	DEFINED	1,2,
GENERAL ELECTRIC CO	COM	369604103	11,892	310,651	SH	DEFINED	5
GENERAL ELECTRIC CO	COM	369604103	21,482	561,183	SH	DEFINED	1,2,
GENERAL ELECTRIC CO	COM	369604103	84,338	2,203,174	SH	DEFINED	1,2,
GENERAL MLS INC	COM	370334104	2,430	41,600	SH	DEFINED	5
GENERAL MLS INC	COM	370334104	88	1,500	SH	DEFINED	1,2,
GENERAL MLS INC	COM	370334104	12,718	217,700	SH	DEFINED	1,2,
GENZYME CORP	COM GENL DIV	372917104	12,156	188,700	SH	DEFINED	5
GENZYME CORP	COM GENL DIV	372917104	81,176	1,260,100	SH	DEFINED	1,2,
GETTY IMAGES INC	COM	374276103	1,508	31,550	SH	DEFINED	5
GETTY IMAGES INC	COM	374276103	15,012	314,000	SH	DEFINED	1,2,
GILEAD SCIENCES INC	COM	375558103	45,805	1,180,690	SH	DEFINED	5
GILEAD SCIENCES INC	COM	375558103	281,402	7,253,564	SH	DEFINED	1,2,

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GLOBAL CASH ACCESS HLDGS INC	COM	378967103	7,459	465,600	SH	DEFINED	5
GLOBAL CASH ACCESS HLDGS INC	COM	378967103	53,306	3,327,450	SH	DEFINED	1,2
GLOBAL PMTS INC	COM	37940X102	2,090	52,700	SH	DEFINED	5
GLOBAL PMTS INC	COM	37940X102	21,110	532,400	SH	DEFINED	1,2
GLU MOBILE INC	COM	379890106	4,720	339,350	SH	DEFINED	1,2
GOL LINHAS AEREAS INTLG S A	SP ADR REP PFD	38045R107	7,485	226,900	SH	DEFINED	1,2
GOLDMAN SACHS GROUP INC	COM	38141G104	66,605	307,289	SH	DEFINED	5
GOLDMAN SACHS GROUP INC	COM	38141G104	38	175	SH	DEFINED	1,2

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GOLDMAN SACHS GROUP INC	COM	38141G104	366,263	1,689,793	SH	DEFINED	1,2
GOODRICH CORP	COM	382388106	5,108	85,764	SH	DEFINED	5
GOODRICH CORP	COM	382388106	11,313	189,944	SH	DEFINED	1,2
GOODMAN GLOBAL INC	COM	38239A100	1,793	80,700	SH	DEFINED	1,2
GOODRICH PETE CORP	COM NEW	382410405	1,780	51,400	SH	DEFINED	1,2
GOOGLE INC	CL A	38259P508	48,372	92,425	SH	DEFINED	5
GOOGLE INC	CL A	38259P508	257,294	491,611	SH	DEFINED	1,2
GRANT PRIDECO INC	COM	38821G101	3,805	70,681	SH	DEFINED	5
GRANT PRIDECO INC	COM	38821G101	11,298	209,874	SH	DEFINED	1,2
GRUPO TELEVIS SA DE CV	SP ADR REP ORD	40049J206	1,160	42,000	SH	DEFINED	5
GRUPO TELEVIS SA DE CV	SP ADR REP ORD	40049J206	5,605	203,000	SH	DEFINED	1,2
HMS HLDGS CORP	COM	40425J101	5,001	261,000	SH	DEFINED	5
HMS HLDGS CORP	COM	40425J101	29,305	1,529,500	SH	DEFINED	1,2
HALLIBURTON CO	COM	406216101	204	5,900	SH	DEFINED	5
HALLIBURTON CO	COM	406216101	6,414	185,920	SH	DEFINED	1,2
HALLIBURTON CO	COM	406216101	9,272	268,750	SH	DEFINED	1,2
HANSEN NAT CORP	COM	411310105	1,419	33,000	SH	DEFINED	5
HARLEY DAVIDSON INC	COM	412822108	5,818	97,600	SH	DEFINED	5
HARLEY DAVIDSON INC	COM	412822108	39,210	657,770	SH	DEFINED	1,2
HARRAHS ENTMT INC	COM	413619107	3,285	38,525	SH	DEFINED	5
HARRAHS ENTMT INC	COM	413619107	7,278	85,362	SH	DEFINED	1,2
HARTFOLD FINL SVCS GROUP INC	COM	416515104	167	1,700	SH	DEFINED	1,2
HARTFOLD FINL SVCS GROUP INC	COM	416515104	20,687	210,000	SH	DEFINED	1,2
HEALTHSOUTH CORP	COM NEW	421924309	3,556	196,340	SH	DEFINED	5
HEALTHSOUTH CORP	COM NEW	421924309	25,541	1,410,320	SH	DEFINED	1,2
HEALTH NET INC	COM	42222G108	9,240	175,000	SH	DEFINED	1,2
HEALTHWAYS INC	COM	422245100	20,565	434,099	SH	DEFINED	5
HEALTHWAYS INC	COM	422245100	88,194	1,861,615	SH	DEFINED	1,2
HEARTLAND PMT SYS INC	COM	42235N108	9,629	328,300	SH	DEFINED	5
HEARTLAND PMT SYS							

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INC	COM	42235N108	14,999	511,400	SH	DEFINED	1,2
HEELYS INC	COM	42279M107	24,787	958,525	SH	DEFINED	1,2
HERSHEY FOODS CORP	COM	427866108	2,296	45,350	SH	DEFINED	5
HERSHEY FOODS CORP	COM	427866108	22,797	450,350	SH	DEFINED	1,2
HESS CORP	COM	42809H107	134	2,275	SH	DEFINED	5
HESS CORP	COM	42809H107	1,559	26,450	SH	DEFINED	1,2
HEWLETT PACKARD CO	COM	428236103	40,096	898,600	SH	DEFINED	5
HEWLETT PACKARD CO	COM	428236103	405,631	9,090,782	SH	DEFINED	1,2

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HILTON HOTELS CORP	COM	432848109	435	13,000	SH	DEFINED	5
HILTON HOTELS CORP	COM	432848109	10,041	300,000	SH	DEFINED	1,2
HIMAX TECHNOLOGIES INC	SPONSORED ADR	43289P106	4,326	748,500	SH	DEFINED	5
HIMAX TECHNOLOGIES INC	SPONSORED ADR	43289P106	31,068	5,375,100	SH	DEFINED	1,2
HOLOGIC INC	COM	436440101	2,132	38,550	SH	DEFINED	5
HOLOGIC INC	COM	436440101	21,578	390,100	SH	DEFINED	1,2
HOME DEPOT INC	COM	437076102	1,700	43,200	SH	DEFINED	5
HOME DEPOT INC	COM	437076102	10	250	SH	DEFINED	1,2
HOME DEPOT INC	COM	437076102	33,383	848,350	SH	DEFINED	1,2
HOME DIAGNOSTICS INC DEL	COM	437080104	1,436	121,700	SH	DEFINED	5
HOME DIAGNOSTICS INC DEL	COM	437080104	10,576	896,300	SH	DEFINED	1,2
HOLDA MOTOR LTD	AMERN SHS	438128308	1,949	53,700	SH	DEFINED	5
HOLDA MOTOR LTD	AMERN SHS	438128308	26,831	739,350	SH	DEFINED	1,2
HONEYWELL INTL INC	COM	438516106	5,224	92,825	SH	DEFINED	1,2
HONEYWELL INTL INC	COM	438516106	1,126	20,000	SH	DEFINED	1,2
HUMANA INC	COM	444859102	2,759	45,300	SH	DEFINED	5
HUMANA INC	COM	444859102	14,302	234,800	SH	DEFINED	1,2
HUNT J B TRANS SVCS INC	COM	445658107	56,397	1,923,832	SH	DEFINED	1,2
IPG PHOTONICS CORP	COM	44980X109	1,919	96,200	SH	DEFINED	5
IPG PHOTONICS CORP	COM	44980X109	13,794	691,600	SH	DEFINED	1,2
ITT EDUCATIONAL SERVICES INC	COM	45068B109	81,650	695,602	SH	DEFINED	1,2
ICICI BK LTD	ADR	45104G104	10,135	206,210	SH	DEFINED	5
ICICI BK LTD	ADR	45104G104	1,400	28,490	SH	DEFINED	1,2
IDEX CORP	COM	45167R104	3,132	81,263	SH	DEFINED	5
IDEX CORP	COM	45167R104	31,885	827,325	SH	DEFINED	1,2
ILLINOIS TOOL WKS INC	COM	452308109	10,506	193,880	SH	DEFINED	5
ILLINOIS TOOL WKS INC	COM	452308109	140,830	2,598,823	SH	DEFINED	1,2
INPUT/OUTPUT INC	COM	457652105	5,214	334,000	SH	DEFINED	5
INPUT/OUTPUT INC	COM	457652105	42,794	2,741,450	SH	DEFINED	1,2
INTEL CORP	COM	458140100	8,715	367,200	SH	DEFINED	5
INTEL CORP	COM	458140100	115,231	4,854,900	SH	DEFINED	1,2
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	12,811	322,700	SH	DEFINED	5

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INTERNATIONAL GAME TECHNOLOGY	COM	459902102	107,624	2,710,920	SH	DEFINED	1,2
INTUIT	COM	461202103	6,101	202,900	SH	DEFINED	5
INTUIT	COM	461202103	43,818	1,457,200	SH	DEFINED	1,2
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	1,759	40,600	SH	DEFINED	1,2
IOWA TELECOMM SERVICES INC	COM	462594201	3,768	165,753	SH	DEFINED	5

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IOWA TELECOMM SERVICES INC	COM	462594201	8,345	367,138	SH	DEFINED	1,2
ISHARES TR	RUSL 2000 GROW	464287648	26,163	305,000	SH	DEFINED	1,2
J CREW GROUP INC	COM	46612H402	3,010	55,650	SH	DEFINED	5
J CREW GROUP INC	COM	46612H402	31,651	585,150	SH	DEFINED	1,2
J P MORGAN CHASE & CO	COM	46625H100	28,018	578,283	SH	DEFINED	5
J P MORGAN CHASE & CO	COM	46625H100	7,884	162,725	SH	DEFINED	1,2
J P MORGAN CHASE & CO	COM	46625H100	244,906	5,054,811	SH	DEFINED	1,2
JACOBS ENGR GROUP INC DEL	COM	469814107	32,190	559,734	SH	DEFINED	5
JACOBS ENGR GROUP INC DEL	COM	469814107	32,230	560,425	SH	DEFINED	1,2
JOHNSON & JOHNSON	COM	478160104	1,614	26,200	SH	DEFINED	5
JOHNSON & JOHNSON	COM	478160104	11,467	186,087	SH	DEFINED	1,2
JOHNSON & JOHNSON	COM	478160104	20,365	330,500	SH	DEFINED	1,2
JOY GLOBAL INC	COM	481165108	26,605	455,764	SH	DEFINED	5
JOY GLOBAL INC	COM	481165108	116,123	1,989,267	SH	DEFINED	1,2
JUNIPER NETWORKS INC	COM	48203R104	836	33,200	SH	DEFINED	1,2
KANSAS CITY SOUTHERN KINDER MORGAN MANAGEMENT LLC	COM NEW	485170302	63,136	1,681,820	SH	DEFINED	1,2
KIRBY CORP	SHS	49455U100	4,937	95,126	SH	DEFINED	1,2
KIRBY CORP	COM	497266106	230	6,000	SH	DEFINED	1,2
KNOT INC	COM	499184109	8,984	445,100	SH	DEFINED	5
KNOT INC	COM	499184109	38,134	1,889,200	SH	DEFINED	1,2
KOHL'S CORP	COM	500255104	14,348	202,000	SH	DEFINED	5
KOHL'S CORP	COM	500255104	104,094	1,465,500	SH	DEFINED	1,2
KRAFT FOODS INC	CL A	50075N104	1,778	50,440	SH	DEFINED	5
KRAFT FOODS INC	CL A	50075N104	1,073	30,448	SH	DEFINED	1,2
KRAFT FOODS INC	CL A	50075N104	9,187	260,615	SH	DEFINED	1,2
KYPHON INC	COM	501577100	18,597	386,000	SH	DEFINED	5
KYPHON INC	COM	501577100	98,046	2,035,000	SH	DEFINED	1,2
LKQ CORP	COM	501889208	10,361	419,900	SH	DEFINED	5
LKQ CORP	COM	501889208	73,633	2,984,111	SH	DEFINED	1,2
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	3,201	40,900	SH	DEFINED	5
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	29,833	381,200	SH	DEFINED	1,2

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LADISH INC	COM NEW	505754200	8,575	199,400	SH	DEFINED	5
LADISH INC	COM NEW	505754200	13,794	320,750	SH	DEFINED	1,2
LAMAR ADVERTISING CO	CL A	512815101	1,522	24,250	SH	DEFINED	5
LAMAR ADVERTISING CO	CL A	512815101	15,020	239,350	SH	DEFINED	1,2
LAS VEGAS SANDS CORP	COM	517834107	65,216	853,728	SH	DEFINED	5
LAS VEGAS SANDS CORP	COM	517834107	3,342	43,750	SH	DEFINED	1,2,

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LAS VEGAS SANDS CORP	COM	517834107	222,919	2,918,168	SH	DEFINED	1,2
LAWSON SOFTWARE INC NEW	COM	52078P102	11,051	1,118,000	SH	DEFINED	5
LAWSON SOFTWARE INC NEW	COM	52078P102	78,924	7,984,200	SH	DEFINED	1,2
LEGG MASON INC	COM	524901105	315	3,200	SH	DEFINED	1,2
LIFECCELL CORP	COM	531927101	27,918	913,850	SH	DEFINED	1,2
LILLY ELI & CO	COM	532457108	4,743	84,885	SH	DEFINED	1,2,
LOCKHEED MARTIN CORP	COM	539830109	1,901	20,200	SH	DEFINED	5
LOCKHEED MARTIN CORP	COM	539830109	9,705	103,100	SH	DEFINED	1,2
LOEWS CORP	CAROLINA GP STK	540424207	7,435	96,218	SH	DEFINED	5
LOEWS CORP	CAROLINA GP STK	540424207	27,061	350,214	SH	DEFINED	1,2
LONGS DRUG STORES CORP	COM	543162101	1,444	27,500	SH	DEFINED	5
LONGS DRUG STORES CORP	COM	543162101	14,611	278,200	SH	DEFINED	1,2
LOOPNET INC	COM	543524300	34,211	1,467,325	SH	DEFINED	1,2
LOWES COS INC	COM	548661107	5,245	170,900	SH	DEFINED	5
LOWES COS INC	COM	548661107	75,513	2,460,500	SH	DEFINED	1,2
MBIA INC	COM	55262C100	6,060	97,400	SH	DEFINED	5
MBIA INC	COM	55262C100	21,509	345,700	SH	DEFINED	1,2
MEMC ELECTR MATLS INC	COM	552715104	9,043	147,950	SH	DEFINED	1,2
MVC CAPITAL INC	COM	553829102	3,762	200,000	SH	DEFINED	1,2
MACYS INC	COM	55616P104	1,372	34,500	SH	DEFINED	5
MACYS INC	COM	55616P104	8,398	211,100	SH	DEFINED	1,2
MARATHON OIL CORP	COM	565849106	4,443	74,102	SH	DEFINED	5
MARATHON OIL CORP	COM	565849106	19,522	325,582	SH	DEFINED	1,2
MARRIOTT INTL INC NEW	CL A	571903202	1,254	29,000	SH	DEFINED	5
MARRIOTT INTL INC NEW	CL A	571903202	1,522	35,200	SH	DEFINED	1,2
MARTEK BIOSCIENCES CORP	COM	572901106	13,299	512,277	SH	DEFINED	5
MARTEK BIOSCIENCES CORP	COM	572901106	20,894	804,839	SH	DEFINED	1,2

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MASCO CORP	COM	574599106	1,540	54,100	SH	DEFINED	5
MASCO CORP	COM	574599106	6,821	239,600	SH	DEFINED	1,2
MATRIX SVC CO	COM	576853105	1,129	45,450	SH	DEFINED	1,2
MAXIM INTEGRATED PRODS INC	COM	57772K101	6,646	198,900	SH	DEFINED	1,2
MCDONALDS CORP	COM	580135101	4,200	82,750	SH	DEFINED	5
MCDONALDS CORP	COM	580135101	32,147	633,323	SH	DEFINED	1,2
MCKESSON CORP	COM	58155Q103	3,900	65,400	SH	DEFINED	5
MCKESSON CORP	COM	58155Q103	20,254	339,600	SH	DEFINED	1,2
MEDECISION INC	COM	58406P102	2,048	410,806	SH	DEFINED	1,2
MEDTRONIC INC	COM	585055106	8,960	172,779	SH	DEFINED	5

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MEDTRONIC INC	COM	585055106	7,770	149,817	SH		DEFINED
MEDTRONIC INC	COM	585055106	51,561	994,229	SH		DEFINED
MELLON FINL CORP	COM	58551A108	8,199	186,340	SH		DEFINED
MERCK & CO INC	COM	589331107	8,391	168,500	SH		DEFINED
MERCK & CO INC	COM	589331107	69,999	1,405,600	SH		DEFINED
MEREDITH CORP	COM	589433101	4,118	66,850	SH		DEFINED
MEREDITH CORP	COM	589433101	43,773	710,600	SH		DEFINED
MERRILL LYNCH & CO INC	COM	590188108	8,400	100,500	SH		DEFINED
MERRILL LYNCH & CO INC	COM	590188108	7,245	86,680	SH		DEFINED
MERRILL LYNCH & CO INC	COM	590188108	130,349	1,559,576	SH		DEFINED
METROPCS COMMUNICATIONS INC	COM	591708102	2,278	68,950	SH		DEFINED
METROPCS COMMUNICATIONS INC	COM	591708102	23,300	705,200	SH		DEFINED
MICROS SYS INC	COM	594901100	16,962	311,774	SH		DEFINED
MICROS SYS INC	COM	594901100	82,526	1,516,875	SH		DEFINED
MICROSOFT CORP	COM	594918104	17,773	603,308	SH		DEFINED
MICROSOFT CORP	COM	594918104	4,207	142,805	SH		DEFINED
MICROSOFT CORP	COM	594918104	160,124	5,435,314	SH		DEFINED
MICROCHIP TECHNOLOGY INC	COM	595017104	18,259	492,688	SH		DEFINED
MICROCHIP TECHNOLOGY INC	COM	595017104	7,038	189,905	SH		DEFINED
MICROCHIP TECHNOLOGY INC	COM	595017104	145,288	3,920,338	SH		DEFINED
MICROSEMI CORP	COM	595137100	8,086	337,550	SH		DEFINED
MICROSEMI CORP	COM	595137100	12,596	525,800	SH		DEFINED
MIRANT CORP NEW	COM	60467R100	10,048	235,600	SH		DEFINED
MIRANT CORP NEW	COM	60467R100	132,866	3,115,270	SH		DEFINED
MOBILE MINI INC	COM	60740F105	35,274	1,208,000	SH		DEFINED
MOLEX INC	COM	608554101	72	2,399	SH		DEFINED
MOLEX INC	COM	608554101	1,440	48,000	SH		DEFINED
MOLEX INC	CL A	608554200	1,662	62,650	SH		DEFINED
MOLEX INC	CL A	608554200	16,988	640,200	SH		DEFINED
MONSANTO CO NEW	COM	61166W101	91,967	1,361,668	SH		DEFINED

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MONSANTO CO NEW	COM	61166W101	455,607	6,745,731	SH	DEFINED	1,2
MORGAN STANLEY DEAN WITTER&CO	COM NEW	617446448	4,077	48,600	SH	DEFINED	5
MORGAN STANLEY DEAN WITTER&CO	COM NEW	617446448	19	225	SH	DEFINED	1,2
MORGAN STANLEY DEAN WITTER&CO	COM NEW	617446448	21,297	253,900	SH	DEFINED	1,2
MOSAIC CO	COM	61945A107	14,793	379,113	SH	DEFINED	5
MOSAIC CO	COM	61945A107	25,576	655,461	SH	DEFINED	1,2
MOTOROLA INC	COM	620076109	6,905	390,100	SH	DEFINED	5

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MOTOROLA INC	COM	620076109	47,609	2,689,800	SH	DEFINED	1,2
MURPHY OIL CORP	COM	626717102	3,638	61,200	SH	DEFINED	1,2
NII HLDGS INC	CL B NEW	62913F201	2,018	25,000	SH	DEFINED	5
NRG ENERGY INC	COM NEW	629377508	8,397	201,998	SH	DEFINED	5
NRG ENERGY INC	COM NEW	629377508	52,220	1,256,192	SH	DEFINED	1,2
NYMEX HOLDINGS INC	COM	62948N104	51,929	413,346	SH	DEFINED	5
NYMEX HOLDINGS INC	COM	62948N104	76,087	605,645	SH	DEFINED	1,2
NYSE EURONEXT	COM	629491101	1,218	16,550	SH	DEFINED	1,2
NATIONAL CINEMEDIA INC	COM	635309107	5,560	198,500	SH	DEFINED	1,2
NATIONAL OILWELL VARCO INC	COM	637071101	6,457	61,947	SH	DEFINED	5
NATIONAL OILWELL VARCO INC	COM	637071101	39,048	374,599	SH	DEFINED	1,2
NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	4,945	130,000	SH	DEFINED	1,2
NAVTEQ CORP	COM	63936L100	7,816	184,600	SH	DEFINED	5
NAVTEQ CORP	COM	63936L100	56,141	1,325,950	SH	DEFINED	1,2
NETWORK APPLIANCE INC	COM	64120L104	2,730	93,500	SH	DEFINED	5
NETWORK APPLIANCE INC	COM	64120L104	28,924	990,550	SH	DEFINED	1,2
NEWFIELD EXPL CO	COM	651290108	15,478	339,800	SH	DEFINED	5
NEWFIELD EXPL CO	COM	651290108	1,778	39,040	SH	DEFINED	1,2
NEWFIELD EXPL CO	COM	651290108	47,261	1,037,559	SH	DEFINED	1,2
NEWS CORP	CL A	65248E104	1,345	63,400	SH	DEFINED	5
NEWS CORP	CL A	65248E104	16,974	800,300	SH	DEFINED	1,2
NIKE INC	CL B	654106103	227	3,900	SH	DEFINED	1,2
NIGHTHAWK RADIOLOGY HLDGS IN	COM	65411N105	3,677	203,700	SH	DEFINED	5
NIGHTHAWK RADIOLOGY HLDGS IN	COM	65411N105	26,405	1,462,900	SH	DEFINED	1,2
NOKIA CORP	SPONSORED ADR	654902204	50,499	1,796,493	SH	DEFINED	5
NOKIA CORP	SPONSORED ADR	654902204	8,933	317,805	SH	DEFINED	1,2
NOKIA CORP	SPONSORED ADR	654902204	128,532	4,572,448	SH	DEFINED	1,2
NOBLE ENERGY INC	COM	655044105	23,388	374,875	SH	DEFINED	5
NOBLE ENERGY INC	COM	655044105	176,246	2,824,900	SH	DEFINED	1,2
NORFOLK SOUTHERN CORP	COM	655844108	17,085	325,000	SH	DEFINED	1,2

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NORTHERN TR CORP	COM	665859104	5,875	91,500	SH	DEFINED	5
NORTHERN TR CORP	COM	665859104	3,256	50,705	SH	DEFINED	1,2
NORTHERN TR CORP	COM	665859104	62,040	966,200	SH	DEFINED	1,2
NOVARTIS A G	SPONSORED ADR	66987V109	2,506	44,690	SH	DEFINED	5
NU SKIN ENTERPRISES INC	CL A	67018T105	7,034	426,300	SH	DEFINED	5
NU SKIN ENTERPRISES INC	CL A	67018T105	10,989	666,000	SH	DEFINED	1,2
NTELOS HLDGS CORP	COM	67020Q107	9,846	356,100	SH	DEFINED	1,2

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NUCOR CORP	COM	670346105	1,308	22,300	SH		DEFINED	1,2
NUSTAR GP HOLDINGS LLC	UNIT RESTG LLC	67059L102	5,498	143,700	SH		DEFINED	5
NUSTAR GP HOLDINGS LLC	UNIT RESTG LLC	67059L102	12,180	318,350	SH		DEFINED	1,2
NUVASIVE INC	COM	670704105	13,068	483,905	SH		DEFINED	1,2
OCCIDENTAL PETE CORP DEL	COM	674599105	265	4,575	SH		DEFINED	5
OCCIDENTAL PETE CORP DEL	COM	674599105	3,082	53,250	SH		DEFINED	1,2
OCEANEERING INTL INC	COM	675232102	11,077	210,430	SH		DEFINED	5
OCEANEERING INTL INC	COM	675232102	17,271	328,100	SH		DEFINED	1,2
OMNIVISION TECHNOLOGIES INC	COM	682128103	2,653	146,400	SH		DEFINED	5
OMNIVISION TECHNOLOGIES INC	COM	682128103	18,936	1,045,050	SH		DEFINED	1,2
OMNICELL INC	COM	68213N109	5,674	273,000	SH		DEFINED	5
OMNICELL INC	COM	68213N109	31,184	1,500,300	SH		DEFINED	1,2
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	18,018	171,015	SH		DEFINED	5
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	16,725	158,743	SH		DEFINED	1,2
ORACLE CORP	COM	68389X105	2,758	140,000	SH		DEFINED	5
O REILLY AUTOMOTIVE INC	COM	686091109	63,573	1,739,587	SH		DEFINED	1,2
P F CHANGS CHINA BISTRO INC	COM	69333Y108	12,415	352,650	SH		DEFINED	5
P F CHANGS CHINA BISTRO INC	COM	69333Y108	43,290	1,229,650	SH		DEFINED	1,2
PMC-SIERRA INC	COM	69344F106	6,692	866,850	SH		DEFINED	5
PMC-SIERRA INC	COM	69344F106	51,539	6,676,000	SH		DEFINED	1,2
PNC FINL SVCS GROUP INC	COM	693475105	2,345	32,760	SH		DEFINED	1,2
PPL CORP	COM	69351T106	561	12,000	SH		DEFINED	1,2
PSS WORLD MED INC	COM	69366A100	18,268	1,002,100	SH		DEFINED	5
PSS WORLD MED INC	COM	69366A100	50,720	2,782,200	SH		DEFINED	1,2
PANERA BREAD CO	CL A	69840W108	9,118	198,100	SH		DEFINED	5
PANERA BREAD CO	CL A	69840W108	30,671	666,400	SH		DEFINED	1,2

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PATTERSON UTI ENERGY INC	COM	703481101	25,147	960,000	SH	DEFINED	1,2
PAYCHEX INC	COM	704326107	4,523	115,600	SH	DEFINED	5
PAYCHEX INC	COM	704326107	9,027	230,725	SH	DEFINED	1,2
PAYCHEX INC	COM	704326107	50,197	1,283,000	SH	DEFINED	1,2
PEABODY ENERGY CORP	COM	704549104	210	4,350	SH	DEFINED	5
PEABODY ENERGY CORP	COM	704549104	968	20,000	SH	DEFINED	1,2
PEABODY ENERGY CORP	COM	704549104	2,450	50,650	SH	DEFINED	1,2
PENTAIR INC	COM	709631105	15,754	408,445	SH	DEFINED	5
PENTAIR INC	COM	709631105	43,855	1,137,022	SH	DEFINED	1,2
PEPSICO INC	COM	713448108	34,845	537,316	SH	DEFINED	5
PEPSICO INC	COM	713448108	13,722	211,600	SH	DEFINED	1,2

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PEPSICO INC	COM	713448108	315,770	4,869,237	SH	DEFINED	1
PETROCHINA CO LTD	SPONSORED ADR	71646E100	82	550	SH	DEFINED	1
PETROCHINA CO LTD	SPONSORED ADR	71646E100	922	6,200	SH	DEFINED	1
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	6,626	54,635	SH	DEFINED	1
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	12,482	102,930	SH	DEFINED	1
PFIZER INC	COM	717081103	4,224	165,200	SH	DEFINED	1
PFIZER INC	COM	717081103	9,960	389,511	SH	DEFINED	1,2
PFIZER INC	COM	717081103	30,687	1,200,100	SH	DEFINED	1
PIKE ELEC CORP	COM	721283109	5,552	248,100	SH	DEFINED	1
PIKE ELEC CORP	COM	721283109	8,715	389,400	SH	DEFINED	1
PINNACLE ENTMT INC	COM	723456109	197	7,000	SH	DEFINED	1
PINNACLE ENTMT INC	COM	723456109	9,413	334,400	SH	DEFINED	1
PITNEY BOWES INC	COM	724479100	1,021	21,800	SH	DEFINED	1
PITNEY BOWES INC	COM	724479100	12,309	262,900	SH	DEFINED	1
POLYCOM INC	COM	73172K104	9,881	293,900	SH	DEFINED	1
POLYCOM INC	COM	73172K104	15,351	456,600	SH	DEFINED	1
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	22,713	378,300	SH	DEFINED	1
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	35,676	594,200	SH	DEFINED	1
POWER-ONE INC	COM	739308104	3,916	982,700	SH	DEFINED	1
POWER-ONE INC	COM	739308104	28,041	7,036,650	SH	DEFINED	1
PRECISION CASTPARTS CORP	COM	740189105	11,371	93,700	SH	DEFINED	1
PRECISION CASTPARTS CORP	COM	740189105	142,537	1,174,495	SH	DEFINED	1
PROCTER & GAMBLE CO	COM	742718109	14,874	243,084	SH	DEFINED	1
PROCTER & GAMBLE CO	COM	742718109	9,121	149,057	SH	DEFINED	1,2
PROCTER & GAMBLE CO	COM	742718109	107,732	1,760,614	SH	DEFINED	1
PROLOGIS TR	SH BEN INT	743410102	2,540	44,648	SH	DEFINED	1
PROLOGIS TR	SH BEN INT	743410102	3,061	53,788	SH	DEFINED	1,2
PROLOGIS TR	SH BEN INT	743410102	5,626	98,879	SH	DEFINED	1
PRUDENTIAL FINL INC	COM	744320102	11,308	116,300	SH	DEFINED	1
PRUDENTIAL FINL INC	COM	744320102	169,174	1,739,939	SH	DEFINED	1
QUALCOMM INC	COM	747525103	9,997	230,475	SH	DEFINED	1

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QUALCOMM INC	COM	747525103	9,171	211,430	SH	DEFINED	1,
QUALCOMM INC	COM	747525103	92,553	2,133,791	SH	DEFINED	1
RADIATION THERAPY SVCS INC	COM	750323206	3,714	141,100	SH	DEFINED	
RADIATION THERAPY SVCS INC	COM	750323206	26,949	1,023,700	SH	DEFINED	1
RAYTHEON CO	*W EXP 06/16/201	755111119	19	1,056	SH	DEFINED	1,
RAYTHEON CO	COM NEW	755111507	18,623	345,572	SH	DEFINED	

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RAYTHEON CO	COM NEW	755111507	67,446	1,251,557	SH	DEFINED	1,2
RED HAT INC	COM	756577102	3,643	163,500	SH	DEFINED	5
RED HAT INC	COM	756577102	26,154	1,173,900	SH	DEFINED	1,2
REDDY ICE HLDGS INC	COM	75734R105	753	26,400	SH	DEFINED	1,2
RELIANT ENERGY INC	COM	75952B105	4,193	155,577	SH	DEFINED	1,2,
REPUBLIC SVCS INC	COM	760759100	1,519	49,575	SH	DEFINED	5
REPUBLIC SVCS INC	COM	760759100	15,708	512,675	SH	DEFINED	1,2
RESEARCH IN MOTION LTD	COM	760975102	74,258	371,150	SH	DEFINED	5
RESEARCH IN MOTION LTD	COM	760975102	468,921	2,343,725	SH	DEFINED	1,2
RESOURCES CONNECTION INC	COM	76122Q105	19,249	579,880	SH	DEFINED	5
RESOURCES CONNECTION INC	COM	76122Q105	29,959	902,518	SH	DEFINED	1,2
REYNOLDS AMERICAN INC	COM	761713106	3,470	53,220	SH	DEFINED	5
REYNOLDS AMERICAN INC	COM	761713106	7,689	117,922	SH	DEFINED	1,2
RIO TINTO PLC	SPONSORED ADR	767204100	1,929	6,300	SH	DEFINED	5
RIO TINTO PLC	SPONSORED ADR	767204100	10,400	33,974	SH	DEFINED	1,2
RIVERBED TECHNOLOGY INC	COM	768573107	3,935	89,900	SH	DEFINED	5
RIVERBED TECHNOLOGY INC	COM	768573107	23,971	547,600	SH	DEFINED	1,2
ROCKWELL COLLINS INC	COM	774341101	32,611	461,650	SH	DEFINED	1,2
ROWAN COS INC	COM	779382100	41	1,000	SH	DEFINED	1,2,
ROWAN COS INC	COM	779382100	10,663	260,200	SH	DEFINED	1,2
SPDR TR	UNIT SER 1	78462F103	286	1,900	SH	DEFINED	5
ST JUDE MED INC	COM	790849103	13,692	330,000	SH	DEFINED	1,2
SAKS INC	COM	79377W108	1,754	82,150	SH	DEFINED	5
SAKS INC	COM	79377W108	24,693	1,156,600	SH	DEFINED	1,2
SALARY COM INC	COM	794006106	1,653	137,900	SH	DEFINED	1,2
SANDISK CORP	COM	80004C101	4,130	84,400	SH	DEFINED	5
SANDISK CORP	COM	80004C101	67,396	1,377,257	SH	DEFINED	1,2
SARA LEE CORP	COM	803111103	4,871	279,950	SH	DEFINED	1,2
SCHEIN HENRY INC	COM	806407102	4,488	84,000	SH	DEFINED	5
SCHEIN HENRY INC	COM	806407102	57,079	1,068,400	SH	DEFINED	1,2
SCHERING PLOUGH CORP	COM	806605101	17,597	578,100	SH	DEFINED	5

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SCHERING PLOUGH CORP	COM	806605101	123,330	4,051,565	SH	DEFINED	1,2
SCHLUMBERGER LTD	COM	806857108	41,907	493,368	SH	DEFINED	5
SCHLUMBERGER LTD	COM	806857108	6,922	81,490	SH	DEFINED	1,2
SCHLUMBERGER LTD	COM	806857108	373,172	4,393,363	SH	DEFINED	1,2
SCHWAB CHARLES CORP NEW	COM	808513105	9,131	445,400	SH	DEFINED	5
SCHWAB CHARLES CORP NEW	COM	808513105	131,635	6,421,206	SH	DEFINED	1,2

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SCIENTIFIC GAMES CORP	CL A	80874P109	26,744	765,000	SH		DEFINED	5
SCIENTIFIC GAMES CORP	CL A	80874P109	89,537	2,561,125	SH		DEFINED	1,2
SCOTTS MIRACLE GRO CO	CL A	810186106	8,588	200,000	SH		DEFINED	1,2
SHAW GROUP INC	COM	820280105	145	3,125	SH		DEFINED	5
SHAW GROUP INC	COM	820280105	1,692	36,550	SH		DEFINED	1,2
SHIRE PLC	SPONSORED ADR	82481R106	3,708	50,000	SH		DEFINED	5
SHIRE PLC	SPONSORED ADR	82481R106	38,566	520,000	SH		DEFINED	1,2
SILICON LABORATORIES INC	COM	826919102	7,986	230,800	SH		DEFINED	5
SILICON LABORATORIES INC	COM	826919102	27,891	806,100	SH		DEFINED	1,2
SIMCERE PHARMACEUTICAL GROUP	SPON ADR	82859P104	14,312	1,014,294	SH		DEFINED	5
SIMCERE PHARMACEUTICAL GROUP	SPON ADR	82859P104	8,689	615,838	SH		DEFINED	1,2
SIMON PPTY GROUP INC NEW	COM	828806109	4,016	43,165	SH		DEFINED	5
SIMON PPTY GROUP INC NEW	COM	828806109	8,893	95,586	SH		DEFINED	1,2
SMITH INTL INC	COM	832110100	29,121	496,599	SH		DEFINED	5
SMITH INTL INC	COM	832110100	294,885	5,028,738	SH		DEFINED	1,2
SONIC SOLUTIONS	COM	835460106	7,982	632,500	SH		DEFINED	5
SONIC SOLUTIONS	COM	835460106	18,106	1,434,700	SH		DEFINED	1,2
SOTHEBYS	COM	835898107	25,355	550,950	SH		DEFINED	1,2
SOUTHERN CO	COM	842587107	652	19,000	SH		DEFINED	1,2
SOUTHERN COPPER CORP	COM	84265V105	76,232	808,742	SH		DEFINED	5
SOUTHERN COPPER CORP	COM	84265V105	72,456	768,683	SH		DEFINED	1,2
SOUTHWEST AIRLS CO	COM	844741108	1,645	110,300	SH		DEFINED	5
SOUTHWEST AIRLS CO	COM	844741108	161	10,768	SH		DEFINED	1,2
SOUTHWEST AIRLS CO	COM	844741108	37,147	2,491,400	SH		DEFINED	1,2
SOUTHWESTERN ENERGY CO	COM	845467109	131	2,950	SH		DEFINED	5
SOUTHWESTERN								

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ENERGY CO	COM	845467109	7,093	159,400	SH	DEFINED	1,2
SPRINT NEXTEL CORP	COM FON	852061100	1,013	48,900	SH	DEFINED	5
SPRINT NEXTEL CORP	COM FON	852061100	5,511	266,100	SH	DEFINED	1,2
STAMPS COM INC	COM NEW	852857200	18,160	1,317,350	SH	DEFINED	1,2
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	5,431	80,979	SH	DEFINED	5
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	14,048	209,450	SH	DEFINED	1,2
STATE STR CORP	COM	857477103	4,906	71,720	SH	DEFINED	1,2
STATOIL ASA	SPONSORED ADR	85771P102	107	3,450	SH	DEFINED	5
STATOIL ASA	SPONSORED ADR	85771P102	1,237	39,900	SH	DEFINED	1,2
STERICYCLE INC	COM	858912108	2,867	64,500	SH	DEFINED	5
STERICYCLE INC	COM	858912108	29,046	653,520	SH	DEFINED	1,2
STRATASYS	COM	862685104	3,837	81,672	SH	DEFINED	5

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STRATASYS	COM	862685104	14,457	307,700	SH	DEFINED	1,2
STREETTRACKS GOLD TR	GOLD SHS	863307104	637	9,907	SH	DEFINED	1,2
STRYKER CORP	COM	863667101	315	5,000	SH	DEFINED	1,2
STRYKER CORP	COM	863667101	1,211	19,200	SH	DEFINED	1,2
SUN MICROSYSTEMS INC	COM	866810104	1,935	367,800	SH	DEFINED	5
SUN MICROSYSTEMS INC	COM	866810104	26,022	4,947,200	SH	DEFINED	1,2
SUNCOR ENERGY INC	COM	867229106	169	1,875	SH	DEFINED	5
SUNCOR ENERGY INC	COM	867229106	1,969	21,900	SH	DEFINED	1,2
SUNOCO INC	COM	86764P109	171	2,150	SH	DEFINED	5
SUNOCO INC	COM	86764P109	1,980	24,850	SH	DEFINED	1,2
SUNPOWER CORP	COM CL A	867652109	68,359	1,084,461	SH	DEFINED	5
SUNPOWER CORP	COM CL A	867652109	65,828	1,044,314	SH	DEFINED	1,2
SUNTECH PWR HLDGS CO LTD	ADR	86800C104	37,756	1,035,266	SH	DEFINED	5
SUNTECH PWR HLDGS CO LTD	ADR	86800C104	37,919	1,039,726	SH	DEFINED	1,2
SYMANTEC CORP	COM	871503108	7,198	356,500	SH	DEFINED	5
SYMANTEC CORP	COM	871503108	51,685	2,559,950	SH	DEFINED	1,2
SYNAPTICS INC	COM	87157D109	6,769	189,100	SH	DEFINED	5
SYNAPTICS INC	COM	87157D109	48,595	1,357,600	SH	DEFINED	1,2
SYNOVUS FINL CORP	COM	87161C105	3,805	123,950	SH	DEFINED	5
SYNOVUS FINL CORP	COM	87161C105	39,740	1,294,450	SH	DEFINED	1,2
SYNTAX BRILLIAN CORP	COM	87163L103	2,662	542,200	SH	DEFINED	5
SYNTAX BRILLIAN CORP	COM	87163L103	18,942	3,857,800	SH	DEFINED	1,2
TD AMERITRADE HLDG CORP	COM	87236Y108	2,528	126,450	SH	DEFINED	5
TD AMERITRADE HLDG CORP	COM	87236Y108	26,318	1,316,550	SH	DEFINED	1,2

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THQ INC	COM NEW	872443403	9,709	318,000	SH	DEFINED	5
THQ INC	COM NEW	872443403	20,550	673,100	SH	DEFINED	1,2
TXU CORP	COM	873168108	808	12,000	SH	DEFINED	1,2,
TALISMAN ENERGY INC	COM	87425E103	232	12,000	SH	DEFINED	5
TALISMAN ENERGY INC	COM	87425E103	2,698	139,550	SH	DEFINED	1,2
TARGET CORP	COM	87612E106	13,079	205,650	SH	DEFINED	5
TARGET CORP	COM	87612E106	146,617	2,305,300	SH	DEFINED	1,2
TECHNIP NEW	SPONSORED ADR	878546209	142	1,725	SH	DEFINED	5
TECHNIP NEW	SPONSORED ADR	878546209	1,681	20,350	SH	DEFINED	1,2
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403780	200	5,266	SH	DEFINED	1,2,
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	1,649	40,000	SH	DEFINED	5
TETRA TECHNOLOGIES INC DEL	COM	88162F105	1,464	51,900	SH	DEFINED	1,2
TETRA TECH INC NEW	COM	88162G103	8,508	394,900	SH	DEFINED	5

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TETRA TECH INC NEW	COM	88162G103	21,967	1,019,600	SH	DEFINED	1,2
TEXAS INSTRS INC	COM	882508104	3,180	84,500	SH	DEFINED	5
TEXAS INSTRS INC	COM	882508104	26,091	693,350	SH	DEFINED	1,2
TIFFANY & CO NEW	COM	886547108	7,237	136,400	SH	DEFINED	5
TIFFANY & CO NEW	COM	886547108	104,188	1,963,596	SH	DEFINED	1,2
TIME WARNER INC	COM	887317105	991	47,100	SH	DEFINED	5
TIME WARNER INC	COM	887317105	6,760	321,312	SH	DEFINED	1,2,
TIME WARNER INC	COM	887317105	12,348	586,900	SH	DEFINED	1,2
TODCO	CL A	88889T107	217	4,600	SH	DEFINED	5
TODCO	CL A	88889T107	2,528	53,550	SH	DEFINED	1,2
TOTAL S A	SPONSORED ADR	89151E109	65	800	SH	DEFINED	5
TOTAL S A	SPONSORED ADR	89151E109	769	9,500	SH	DEFINED	1,2
TRACTOR SUPPLY CO	COM	892356106	5,960	114,600	SH	DEFINED	5
TRACTOR SUPPLY CO	COM	892356106	14,734	283,300	SH	DEFINED	1,2
TRANSACTION SYS ARCHITECTS	CL A	893416107	26,533	787,798	SH	DEFINED	5
TRANSACTION SYS ARCHITECTS	CL A	893416107	90,850	2,697,450	SH	DEFINED	1,2
TRAVELERS COMPANIES INC	COM	89417E109	9,367	175,081	SH	DEFINED	5
TRAVELERS COMPANIES INC	COM	89417E109	1	16	SH	DEFINED	1,2,
TRAVELERS COMPANIES INC	COM	89417E109	56,433	1,054,827	SH	DEFINED	1,2
TRIMBLE NAVIGATION LTD	COM	896239100	12,061	374,800	SH	DEFINED	5
TRIMBLE NAVIGATION LTD	COM	896239100	30,275	940,800	SH	DEFINED	1,2
UAL CORP	COM	902549807	1,117	27,550	SH	DEFINED	1,2
US BANCORP DEL	COM NEW	902973304	240	7,275	SH	DEFINED	1,2,
UAP HLDG CORP	COM	903441103	4,015	133,200	SH	DEFINED	5

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UAP HLDG CORP	COM	903441103	41,488	1,376,293	SH	DEFINED	1,2
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	7,536	260,500	SH	DEFINED	5
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	17,682	611,200	SH	DEFINED	1,2
ULTRA PETROLEUM CORP	COM	903914109	64	1,150	SH	DEFINED	5
ULTRA PETROLEUM CORP	COM	903914109	276	5,000	SH	DEFINED	1,2,
ULTRA PETROLEUM CORP	COM	903914109	10,490	189,900	SH	DEFINED	1,2
UNION PAC CORP	COM	907818108	19,298	167,589	SH	DEFINED	5
UNION PAC CORP	COM	907818108	2,179	18,926	SH	DEFINED	1,2,
UNION PAC CORP	COM	907818108	198,111	1,720,457	SH	DEFINED	1,2
UNITED NAT FOODS INC	COM	911163103	11,934	448,900	SH	DEFINED	5
UNITED NAT FOODS INC	COM	911163103	39,232	1,475,725	SH	DEFINED	1,2
UNITED TECHNOLOGIES CORP	COM	913017109	6,987	98,500	SH	DEFINED	5
UNITED TECHNOLOGIES CORP	COM	913017109	83,866	1,182,380	SH	DEFINED	1,2

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UNITEDHEALTH GROUP INC	COM	91324P102	5,605	109,600	SH	DEFINED 5
UNITEDHEALTH GROUP INC	COM	91324P102	59,547	1,164,400	SH	DEFINED 1,2
UNUM GROUP	COM	91529Y106	5,880	225,200	SH	DEFINED 5
UNUM GROUP	COM	91529Y106	30,285	1,159,900	SH	DEFINED 1,2
VAIL RESORTS INC	COM	91879Q109	30,210	496,297	SH	DEFINED 1,2
VALERO ENERGY CORP NEW	COM	91913Y100	201	2,725	SH	DEFINED 5
VALERO ENERGY CORP NEW	COM	91913Y100	2,323	31,450	SH	DEFINED 1,2
VERAZ NETWORKS INC	COM	923359103	1,578	242,000	SH	DEFINED 5
VERAZ NETWORKS INC	COM	923359103	11,506	1,764,700	SH	DEFINED 1,2
VERIFONE HLDGS INC	COM	92342Y109	10,220	289,940	SH	DEFINED 5
VERIFONE HLDGS INC	COM	92342Y109	48,656	1,380,300	SH	DEFINED 1,2
VERIZON COMMUNICATIONS	COM	92343V104	7,242	175,900	SH	DEFINED 5
VERIZON COMMUNICATIONS	COM	92343V104	646	15,700	SH	DEFINED 1,2,
VERIZON COMMUNICATIONS	COM	92343V104	81,743	1,985,500	SH	DEFINED 1,2
VISICU INC	COM	92831L204	13,776	1,504,800	SH	DEFINED 1,2
VITAL IMAGES INC	COM	92846N104	7,674	282,600	SH	DEFINED 5
VITAL IMAGES INC	COM	92846N104	41,126	1,514,475	SH	DEFINED 1,2
VOCUS INC	COM	92858J108	20,829	829,350	SH	DEFINED 1,2
VOLCANO CORPORATION	COM	928645100	11,329	560,584	SH	DEFINED 5
VOLCANO CORPORATION	COM	928645100	43,737	2,164,150	SH	DEFINED 1,2

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VORNADO RLTY TR	SH BEN INT	929042109	2,054	18,700	SH	DEFINED	5
VORNADO RLTY TR	SH BEN INT	929042109	30	275	SH	DEFINED	1,2,
VORNADO RLTY TR	SH BEN INT	929042109	10,600	96,500	SH	DEFINED	1,2,
WABTAC CORP	COM	929740108	11,463	313,800	SH	DEFINED	5
WABTAC CORP	COM	929740108	17,984	492,300	SH	DEFINED	1,2,
WACHOVIA CORP 2ND NEW	COM	929903102	2,150	41,950	SH	DEFINED	5
WACHOVIA CORP 2ND NEW	COM	929903102	11,280	220,100	SH	DEFINED	1,2,
WAL MART STORES INC	COM	931142103	3,363	69,900	SH	DEFINED	5
WAL MART STORES INC	COM	931142103	6,316	131,288	SH	DEFINED	1,2,
WAL MART STORES INC	COM	931142103	32,118	667,600	SH	DEFINED	1,2,
WALGREEN CO	COM	931422109	9,142	209,976	SH	DEFINED	1,2,
WASTE MGMT INC DEL	COM	94106L109	1,933	49,500	SH	DEFINED	5
WASTE MGMT INC DEL	COM	94106L109	9,919	254,000	SH	DEFINED	1,2,
WELLPOINT INC	COM	94973V107	6,698	83,900	SH	DEFINED	5
WELLPOINT INC	COM	94973V107	62,243	779,700	SH	DEFINED	1,2,
WELLS FARGO & CO NEW	COM	949746101	1,906	54,200	SH	DEFINED	5
WELLS FARGO & CO NEW	COM	949746101	1,337	38,020	SH	DEFINED	1,2,

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WELLS FARGO & CO NEW	COM	949746101	10,002	284,400	SH	DEFINED 1,2,
WESTMORELAND COAL CO	COM	960878106	274	10,000	SH	DEFINED 1,2,
WHITNEY HLDG CORP	COM	966612103	940	31,218	SH	DEFINED 1,2,
WINDSTREAM CORP	COM	97381W104	3,513	238,002	SH	DEFINED 5
WINDSTREAM CORP	COM	97381W104	7,782	527,264	SH	DEFINED 1,2,
WRIGLEY WM JR CO	COM	982526105	9,627	174,050	SH	DEFINED 5
WRIGLEY WM JR CO	COM	982526105	7,522	135,995	SH	DEFINED 1,2,
WRIGLEY WM JR CO	COM	982526105	108,965	1,970,070	SH	DEFINED 1,2,
WYETH	COM	983024100	1,599	27,880	SH	DEFINED 1,2,
XTO ENERGY CORP	COM	98385X106	2,147	35,716	SH	DEFINED 5
XTO ENERGY CORP	COM	98385X106	5,460	90,855	SH	DEFINED 1,2,
XTO ENERGY CORP	COM	98385X106	23,086	384,133	SH	DEFINED 1,2,
XINHUA FIN MEDIA LTD	SPONSORED ADR	983982109	4,946	598,100	SH	DEFINED 5
XEROX CORP	COM	984121103	12,180	659,100	SH	DEFINED 5
XEROX CORP	COM	984121103	145,911	7,895,622	SH	DEFINED 1,2,
YAHOO INC	COM	984332106	1,356	50,000	SH	DEFINED 5
YAHOO INC	COM	984332106	789	29,100	SH	DEFINED 1,2,
YINGLI GREEN ENERGY HLDG CO	ADR	98584B103	2,538	175,000	SH	DEFINED 5
YUM BRANDS INC	COM	988498101	12,509	382,300	SH	DEFINED 5
YUM BRANDS INC	COM	988498101	131	4,000	SH	DEFINED 1,2,
YUM BRANDS INC	COM	988498101	153,844	4,701,824	SH	DEFINED 1,2,
ZIMMER HLDGS INC	COM	98956P102	13,090	154,200	SH	DEFINED 5
ZIMMER HLDGS INC	COM	98956P102	7,596	89,475	SH	DEFINED 1,2,
ZIMMER HLDGS INC	COM	98956P102	114,750	1,351,755	SH	DEFINED 1,2,

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ZUMIEZ INC	COM	989817101	29,867	790,125	SH	DEFINED	1,2
TELVENT GIT SA	SHS	E90215109	4,780	181,400	SH	DEFINED	5
TELVENT GIT SA	SHS	E90215109	34,321	1,302,500	SH	DEFINED	1,2
ACE LTD	ORD	G0070K103	2,738	43,800	SH	DEFINED	5
ACE LTD	ORD	G0070K103	6,067	97,039	SH	DEFINED	1,2
AXIS CAPITAL HOLDINGS	SHS	G0692U109	2,215	54,500	SH	DEFINED	5
AXIS CAPITAL HOLDINGS	SHS	G0692U109	22,101	543,700	SH	DEFINED	1,2
BUNGE LIMITED	COM	G16962105	52,156	617,236	SH	DEFINED	5
BUNGE LIMITED	COM	G16962105	48,156	569,896	SH	DEFINED	1,2
EVEREST RE GROUP LTD	COM	G3223R108	7,208	66,350	SH	DEFINED	5
EVEREST RE GROUP LTD	COM	G3223R108	28,031	258,019	SH	DEFINED	1,2
FOSTER WHEELER LTD	SHS NEW	G36535139	16,512	154,465	SH	DEFINED	5
FOSTER WHEELER LTD	SHS NEW	G36535139	15,907	148,804	SH	DEFINED	1,2

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GARMIN LTD	ORD	G37260109	8,510	115,100	SH	DEFINED	
GARMIN LTD	ORD	G37260109	61,200	827,750	SH	DEFINED	1,
GLOBALSANTAFE CORP	SHS	G3930E101	5,780	80,000	SH	DEFINED	1,
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	7,720	423,700	SH	DEFINED	
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	69,920	3,837,550	SH	DEFINED	1,
NABORS INDUSTRIES LTD	SHS	G6359F103	686	20,550	SH	DEFINED	
NABORS INDUSTRIES LTD	SHS	G6359F103	3,715	111,300	SH	DEFINED	1,
QIAO XING MOBILE COMM CO LTD	SHS	G73031109	3,383	358,700	SH	DEFINED	
QIAO XING MOBILE COMM CO LTD	SHS	G73031109	4,941	524,000	SH	DEFINED	1,
SECURITY CAPITAL ASSURANCE	COM	G8018D107	4,797	155,400	SH	DEFINED	
SECURITY CAPITAL ASSURANCE	COM	G8018D107	29,252	947,600	SH	DEFINED	1,
SINA CORP	ORD	G81477104	12,522	299,320	SH	DEFINED	
SINA CORP	ORD	G81477104	55,109	1,317,300	SH	DEFINED	1,
TRANSOCEAN INC	ORD	G90078109	43,644	411,812	SH	DEFINED	
TRANSOCEAN INC	ORD	G90078109	136,828	1,291,074	SH	DEFINED	1,
VISTAPRINT LIMITED	SHS	G93762204	19,719	515,475	SH	DEFINED	1,
WEATHERFORD INTERNATIONAL LT	COM	G95089101	13,612	246,411	SH	DEFINED	
WEATHERFORD INTERNATIONAL LT	COM	G95089101	6,706	121,405	SH	DEFINED	1,2
WEATHERFORD INTERNATIONAL LT	COM	G95089101	144,836	2,621,933	SH	DEFINED	1,
ALCON INC	COM SHS	H01301102	8,412	62,355	SH	DEFINED	
ALCON INC	COM SHS	H01301102	65,481	485,365	SH	DEFINED	1,

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UBS AG	SHS NEW	H89231338	119,552	1,992,198	SH	DEFINED	
UBS AG	SHS NEW	H89231338	9,341	155,660	SH	DEFINED	1,2
UBS AG	SHS NEW	H89231338	302,002	5,032,531	SH	DEFINED	1,
CORE LABORATORIES N V	COM	N22717107	3,946	38,800	SH	DEFINED	
CORE LABORATORIES N V	COM	N22717107	6,162	60,600	SH	DEFINED	1,
EURAND N V	SHS	N31010106	340	21,700	SH	DEFINED	
EURAND N V	SHS	N31010106	6,321	403,800	SH	DEFINED	1,
QUINTANA MARITIME LTD	SHS	Y7169G109	2,120	134,000	SH	DEFINED	1,2
			=====				
			29,785,791	675,177,912			