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FIFTH THIRD BANCORP
Form 13F-HR
May 15, 2012

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: March 31, 2012

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

Institutional Investment Manager Filing this Report:

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

13F File Number - #28-03158

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: Richard W. Holmes, Jr.
Title: Counsel, Fifth Third Bancorp
Phone: 513-534-6030

Signature, Place, and Date of Signing:

/s/ Richard W. Holmes, Jr. Cincinnati, Ohio May 15, 2012

[Signature] [City, State] [Date]

Report Type (Check only one):

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

List of Other Managers Reporting for this Manager:

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

13 F File Number: Name:

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28-539
28-10115

Fifth Third Bank
Fifth Third Asset Management, Inc.

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Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 2,135

Form 13F Information Table Value Total (x\$1000): 9,001,038

List of Other Included Managers:

No.	13F File No.	Name
5	28-539	Fifth Third Bank
85	28-10115	Fifth Third Asset Management, Inc.

PAGE 1 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		SH/ PUT/ INVSTMT	O
				VALUE (X\$1000)	SHARES/ PRN AMT		
	DEUTSCHE BANK AG	NAMEN AKT	D18190898	44	875	SH	DEFINED 5
				44	875		
	AMDOCS LTD	ORD	G02602103	915	28980	SH	DEFINED 5
				915	28980		
	ARCOS DORADOS HOLDINGS INC	SHS CLASS -A -	G0457F107	10	550	SH	DEFINED 5
				10	550		
	ASPEN INSURANCE HOLDINGS LTD	SHS	G05384105	325	11647	SH	DEFINED 5
				325	11647		
	ASSURED GUARANTY LTD	COM	G0585R106	34	2028	SH	DEFINED 5
				34	2028		
	ACCENTURE PLC IRELAND	SHS CLASS A	G1151C101	28276	438380	SH	DEFINED 5
				28276	438380		
	BUNGE LIMITED	COM	G16962105	526	7679	SH	DEFINED 5
				526	7679		

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CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	4	600	SH	DEFINED	5
			-----	-----			
			4	600			
COOPER INDUSTRIES PLC	SHS	G24140108	213	3334	SH	DEFINED	5
			-----	-----			
			213	3334			
COSAN LTD	SHS A	G25343107	4	300	SH	DEFINED	5
			-----	-----			
			4	300			
COVIDIEN PLC	SHS	G2554F113	4825	88242	SH	DEFINED	5
			-----	-----			
			4825	88242			

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397106	1074	26407	SH	DEFINED	5
			-----	-----			
			1074	26407			
ENSTAR GROUP LIMITED	SHS	G3075P101	3	30	SH	DEFINED	5
			-----	-----			
			3	30			
FRESH DEL MONTE PRODUCE INC	ORD	G36738105	187	8168	SH	DEFINED	5
			-----	-----			
			187	8168			
GENPACT LIMITED	SHS	G3922B107	11	700	SH	DEFINED	5
			-----	-----			
			11	700			
HELEN OF TROY CORP LTD	COM	G4388N106	10	300	SH	DEFINED	5
			-----	-----			
			10	300			
HERBALIFE LTD	COM USD SHS	G4412G101	65	951	SH	DEFINED	5
			-----	-----			
			65	951			
INGERSOLL-RAND PLC	SHS	G47791101	967	23375	SH	DEFINED	5
			-----	-----			
			967	23375			
INVESCO LTD	SHS	G491BT108	6942	260274	SH	DEFINED	5
			-----	-----			
			6942	260274			
LAZARD LTD	SHS A	G54050102	1	26	SH	DEFINED	5
			-----	-----			

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			1	26		
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	8959	569551	SH	DEFINED 5
			-----	-----		
			8959	569551		
MICHAEL KORS HLDGS LTD	SHS	G60754101	471	10109	SH	DEFINED 5
			-----	-----		
			471	10109		

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	MA
	MONTPELIER RE HOLDINGS LTD	SHS	G62185106	1555	80483	SH	DEFINED 5	
				-----	-----			
				1555	80483			
	NABORS INDUSTRIES LTD	SHS	G6359F103	1205	68885	SH	DEFINED 5	
				-----	-----			
				1205	68885			
	PARTNERRE LTD	COM	G6852T105	4	59	SH	DEFINED 5	
				-----	-----			
				4	59			
	SEADRILL LIMITED	SHS	G7945E105	1030	27446	SH	DEFINED 5	
				-----	-----			
				1030	27446			
	SEAGATE TECHNOLOGY PLC	SHS	G7945M107	3069	113873	SH	DEFINED 5	
				-----	-----			
				3069	113873			
	VANTAGE DRILLING COMPANY	ORD SHS	G93205113	9	5468	SH	DEFINED 5	
				-----	-----			
				9	5468			
	WARNER CHILCOTT PLC IRELAND	SHS A	G94368100	76	4497	SH	DEFINED 5	
				-----	-----			
				76	4497			
	GOLAR LNG LTD BERMUDA	SHS	G9456A100	11	281	SH	DEFINED 5	
				-----	-----			
				11	281			
	WHITE MTNS INS GROUP LTD	COM	G9618E107	1516	3022	SH	DEFINED 5	
				-----	-----			
				1516	3022			
	WILLIS GROUP HOLDINGS PUBLIC	SHS	G96666105	7	200	SH	DEFINED 5	
				-----	-----			
				7	200			

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XL GROUP PLC	SHS	G98290102	4	203	SH	DEFINED	5
			-----	-----			
			4	203			

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	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ACE LTD	SHS	H0023R105	5599	76488	SH	DEFINED	5	
			-----	-----				
			5599	76488				
ALLIED WRLD ASSUR COM HLDG A	SHS	H01531104	1	11	SH	DEFINED	5	
			-----	-----				
			1	11				
WEATHERFORD INTERNATIONAL LT	REG SHS	H27013103	1650	109376	SH	DEFINED	5	
			-----	-----				
			1650	109376				
FOSTER WHEELER AG	COM	H27178104	4	179	SH	DEFINED	5	
			-----	-----				
			4	179				
GARMIN LTD	SHS	H2906T109	563	11988	SH	DEFINED	5	
			-----	-----				
			563	11988				
NOBLE CORPORATION BAAR	NAMEN -AKT	H5833N103	5511	147074	SH	DEFINED	5	
			-----	-----				
			5511	147074				
TE CONNECTIVITY LTD	REG SHS	H84989104	56	1533	SH	DEFINED	5	
			-----	-----				
			56	1533				
TRANSOCEAN LTD	REG SHS	H8817H100	407	7449	SH	DEFINED	5	
			-----	-----				
			407	7449				
TYCO INTERNATIONAL LTD	SHS	H89128104	253	4495	SH	DEFINED	5	
			-----	-----				
			253	4495				
UBS AG	SHS NEW	H89231338	814	58085	SH	DEFINED	5	
			-----	-----				
			814	58085				
ALLOT COMMUNICATIONS LTD	SHS	M0854Q105	74	3200	SH	DEFINED	5	
			-----	-----				
			74	3200				

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	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP			VALUE	SHARES/	SH/ PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA
AUDIOCODES LTD	ORD	M15342104	14	5000	SH		DEFINED	5
			14	5000				
CERAGON NETWORKS LTD	ORD	M22013102	47	5000	SH		DEFINED	5
			47	5000				
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	591	9253	SH		DEFINED	5
			591	9253				
COMPUGEN LTD	ORD	M25722105	12	2000	SH		DEFINED	5
			12	2000				
EZCHIP SEMICONDUCTOR LIMITED	ORD	M4146Y108	43	1000	SH		DEFINED	5
			43	1000				
MELLANOX TECHNOLOGIES LTD	SHS	M51363113	996	23814	SH		DEFINED	5
			996	23814				
ASML HOLDING N V	NY REG SHS	N07059186	1	15	SH		DEFINED	5
			1	15				
QIAGEN NV	REG SHS	N72482107	522	33513	SH		DEFINED	5
			522	33513				
COPA HOLDINGS SA	CL A	P31076105	177	2231	SH		DEFINED	5
			177	2231				
SINOVAC BIOTECH LTD	SHS	P8696W104	6	3000	SH		DEFINED	5
			6	3000				
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	25	833	SH		DEFINED	5
			25	833				

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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
AVAGO TECHNOLOGIES LTD	SHS	Y0486S104	17	446	SH		DEFINED	5
			17	446				
DIANA CONTAINERSHIPS INC	COM	Y2069P101	0	68	SH		DEFINED	5
				68				
FLEXTRONICS INTL LTD	ORD	Y2573F102	31	4290	SH		DEFINED	5
			31	4290				
GOLAR LNG PARTNERS LP	COM UNIT LPI	Y2745C102	10	275	SH		DEFINED	5
			10	275				
NAVIOS MARITIME HOLDINGS INC	COM	Y62196103	4	1000	SH		DEFINED	5
			4	1000				
SEASPAN CORP	SHS	Y75638109	16	919	SH		DEFINED	5
			16	919				
TEEKAY LNG PARTNERS L P	PRTNRSP UNITS	Y8564M105	9	218	SH		DEFINED	5
			9	218				
TEEKAY CORPORATION	COM	Y8564W103	14	403	SH		DEFINED	5
			14	403				
TEEKAY OFFSHORE PARTNERS L P	PARTNERSHIP UN	Y8565J101	10	355	SH		DEFINED	5
			10	355				
AAR CORP	COM	000361105	481	26368	SH		DEFINED	5
			481	26368				
ABB LTD	SPONSORED ADR	000375204	449	21976	SH		DEFINED	5
			449	21976				

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ACCO BRANDS CORP	COM	00081T108	4	288	SH		DEFINED	5

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			4	288		
AFLAC INC	COM	001055102	9635	209508	SH	DEFINED 5
			-----	-----		
			9635	209508		
AGCO CORP	COM	001084102	111	2349	SH	DEFINED 5
			-----	-----		
			111	2349		
AGIC CONV & INCOME FD	COM	001190107	19	2021	SH	DEFINED 5
			-----	-----		
			19	2021		
AGIC CONV & INCOME FD II	COM	001191105	6	644	SH	DEFINED 5
			-----	-----		
			6	644		
AGL RES INC	COM	001204106	61	1564	SH	DEFINED 5
			-----	-----		
			61	1564		
AES CORP	COM	00130H105	116	8869	SH	DEFINED 5
			-----	-----		
			116	8869		
AK STL HLDG CORP	COM	001547108	49	6450	SH	DEFINED 5
			-----	-----		
			49	6450		
ALPS ETF TR	ALERIAN MLP	00162Q866	126	7602	SH	DEFINED 5
			-----	-----		
			126	7602		
AMC NETWORKS INC	CL A	00164V103	21	460	SH	DEFINED 5
			-----	-----		
			21	460		
AOL INC	COM	00184X105	1	57	SH	DEFINED 5
			-----	-----		
			1	57		

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	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
AT&T INC	COM	00206R102	74123	2373446	SH		DEFINED 5	
			-----	-----				
			74123	2373446				
AVX CORP NEW	COM	002444107	19	1442	SH		DEFINED 5	
			-----	-----				
			19	1442				
ABAXIS INC	COM	002567105	108	3719	SH		DEFINED 5	

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			-----	-----		
			108	3719		
ABBOTT LABS	COM	002824100	96852	1580221	SH	DEFINED 5
			-----	-----		
			96852	1580221		
ABERCROMBIE & FITCH CO	CL A	002896207	15	305	SH	DEFINED 5
			-----	-----		
			15	305		
ABERDEEN ASIA PACIFIC INCOM	COM	003009107	3632	498245	SH	DEFINED 5
			-----	-----		
			3632	498245		
ABERDEEN ISRAEL FUND INC	COM	00301L109	78	5600	SH	DEFINED 5
			-----	-----		
			78	5600		
ABERDEEN AUSTRALIA EQTY FD I	COM	003011103	246	22901	SH	DEFINED 5
			-----	-----		
			246	22901		
ABIOMED INC	COM	003654100	392	17651	SH	DEFINED 5
			-----	-----		
			392	17651		
ACCELRYIS INC	COM	00430U103	4	500	SH	DEFINED 5
			-----	-----		
			4	500		
ACETO CORP	COM	004446100	78	8208	SH	DEFINED 5
			-----	-----		
			78	8208		

		FORM 13F							
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ACME PACKET INC	COM	004764106	49	1786	SH		DEFINED	5	
			-----	-----					
			49	1786					
ACTIVISION BLIZZARD INC	COM	00507V109	893	69620	SH		DEFINED	5	
			-----	-----					
			893	69620					
ACUITY BRANDS INC	COM	00508Y102	11	171	SH		DEFINED	5	
			-----	-----					
			11	171					
ADA ES INC	COM	005208103	2	100	SH		DEFINED	5	
			-----	-----					
			2	100					

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ADAMS EXPRESS CO	COM	006212104	825	75157	SH	DEFINED	5
			-----	-----			
			825	75157			
ADOBE SYS INC	COM	00724F101	72	2104	SH	DEFINED	5
			-----	-----			
			72	2104			
ADVANCE AUTO PARTS INC	COM	00751Y106	98	1105	SH	DEFINED	5
			-----	-----			
			98	1105			
ADVENT CLAY CONV SEC INC FD	COM	007639107	21	3000	SH	DEFINED	5
			-----	-----			
			21	3000			
AECOM TECHNOLOGY CORP DELAWA	COM	00766T100	1595	71314	SH	DEFINED	5
			-----	-----			
			1595	71314			
AEROPOSTALE	COM	007865108	6	274	SH	DEFINED	5
			-----	-----			
			6	274			
ADVANCED MICRO DEVICES INC	COM	007903107	12	1471	SH	DEFINED	5
			-----	-----			
			12	1471			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
ADVENT SOFTWARE INC	COM	007974108	1205	47057	SH	DEFINED	5
			-----	-----			
			1205	47057			
AETERNA ZENTARIS INC	COM	007975204	214	100000	SH	DEFINED	5
			-----	-----			
			214	100000			
AETNA INC NEW	COM	00817Y108	80	1600	SH	DEFINED	5
			-----	-----			
			80	1600			
AFFILIATED MANAGERS GROUP	COM	008252108	864	7729	SH	DEFINED	5
			-----	-----			
			864	7729			
AGILENT TECHNOLOGIES INC	COM	00846U101	5573	125209	SH	DEFINED	5
			-----	-----			
			5573	125209			
AGRIUM INC	COM	008916108	293	3396	SH	DEFINED	5

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			-----	-----		
			293	3396		
AIR PRODS & CHEMS INC	COM	009158106	20282	220936	SH	DEFINED 5
			-----	-----		
			20282	220936		
AIRGAS INC	COM	009363102	2765	31077	SH	DEFINED 5
			-----	-----		
			2765	31077		
AKAMAI TECHNOLOGIES INC	COM	00971T101	1139	31040	SH	DEFINED 5
			-----	-----		
			1139	31040		
AKORN INC	COM	009728106	349	29798	SH	DEFINED 5
			-----	-----		
			349	29798		
ALASKA AIR GROUP INC	COM	011659109	3	90	SH	DEFINED 5
			-----	-----		
			3	90		

PAGE 11 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		SH/ PUT/ INVSTMT	O
				VALUE (X\$1000)	SHARES/ PRN AMT		
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP			
				-----	-----	-----	-----
	ALBEMARLE CORP	COM	012653101	3678	57540	SH	DEFINED 5
				-----	-----		
				3678	57540		
	ALCOA INC	COM	013817101	1520	151698	SH	DEFINED 5
				-----	-----		
				1520	151698		
	ALCATEL-LUCENT	SPONSORED ADR	013904305	7	3044	SH	DEFINED 5
				-----	-----		
				7	3044		
	ALEXANDER & BALDWIN INC	COM	014482103	2201	45428	SH	DEFINED 5
				-----	-----		
				2201	45428		
	ALERE INC	COM	01449J105	3	130	SH	DEFINED 5
				-----	-----		
				3	130		
	ALEXANDRIA REAL ESTATE EQ IN	COM	015271109	1575	21542	SH	DEFINED 5
				-----	-----		
				1575	21542		
	ALEXION PHARMACEUTICALS INC	COM	015351109	3694	39777	SH	DEFINED 5
				-----	-----		
				3694	39777		

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ALLEGHANY CORP DEL	COM	017175100	933	2834	SH	DEFINED	5
			-----	-----			
			933	2834			
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	144	3488	SH	DEFINED	5
			-----	-----			
			144	3488			
ALLERGAN INC	COM	018490102	950	9954	SH	DEFINED	5
			-----	-----			
			950	9954			
ALLETE INC	COM NEW	018522300	5	120	SH	DEFINED	5
			-----	-----			
			5	120			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ALLIANCE DATA SYSTEMS CORP	COM	018581108	1439	11426	SH	DEFINED	5	
			-----	-----				
			1439	11426				
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	107	1775	SH	DEFINED	5	
			-----	-----				
			107	1775				
ALLIANCEBERNSTEIN GBL HGH IN	COM	01879R106	52	3441	SH	DEFINED	5	
			-----	-----				
			52	3441				
ALLIANT ENERGY CORP	COM	018802108	5337	123201	SH	DEFINED	5	
			-----	-----				
			5337	123201				
ALLIANCEBERNSTEIN INCOME FUN	COM	01881E101	80	9711	SH	DEFINED	5	
			-----	-----				
			80	9711				
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	75	4800	SH	DEFINED	5	
			-----	-----				
			75	4800				
ALLSCRIPTS HEALTHCARE SOLUTN	COM	01988P108	1492	89858	SH	DEFINED	5	
			-----	-----				
			1492	89858				
ALLSTATE CORP	COM	020002101	4091	124285	SH	DEFINED	5	
			-----	-----				
			4091	124285				
ALMOST FAMILY INC	COM	020409108	31	1200	SH	DEFINED	5	

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			-----	-----				
			31	1200				
ALPHA NATURAL RESOURCES INC	COM	02076X102	50	3278	SH	DEFINED	5	
			-----	-----				
			50	3278				
ALPINE GLOBAL PREMIER PPTYS	COM SBI	02083A103	3	531	SH	DEFINED	5	
			-----	-----				
			3	531				

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		NAME OF REPORTING	MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ALTERA CORP	COM	021441100	14937	375122	SH		DEFINED	5	
			-----	-----					
			14937	375122					
ALTRIA GROUP INC	COM	02209S103	36624	1186388	SH		DEFINED	5	
			-----	-----					
			36624	1186388					
AMAZON COM INC	COM	023135106	9935	49057	SH		DEFINED	5	
			-----	-----					
			9935	49057					
AMEREN CORP	COM	023608102	676	20743	SH		DEFINED	5	
			-----	-----					
			676	20743					
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	907	36532	SH		DEFINED	5	
			-----	-----					
			907	36532					
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	1662	141905	SH		DEFINED	5	
			-----	-----					
			1662	141905					
AMERICAN CAMPUS CMNTYS INC	COM	024835100	4120	92138	SH		DEFINED	5	
			-----	-----					
			4120	92138					
AMERICAN CAPITAL AGENCY CORP	COM	02503X105	2346	79418	SH		DEFINED	5	
			-----	-----					
			2346	79418					
AMERICAN CAP LTD	COM	02503Y103	269	30975	SH		DEFINED	5	
			-----	-----					
			269	30975					
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	986	57379	SH		DEFINED	5	
			-----	-----					
			986	57379					

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AMERICAN ELEC PWR INC	COM	025537101	2701	70003	SH	DEFINED	5
			-----	-----			
			2701	70003			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT 5	

AMERICAN EQTY INVT LIFE HLD	COM	025676206	581	45533	SH	DEFINED	5	
			-----	-----				
			581	45533				
AMERICAN EXPRESS CO	COM	025816109	12764	220604	SH	DEFINED	5	
			-----	-----				
			12764	220604				
AMERICAN FINL GROUP INC OHIO	COM	025932104	7	191	SH	DEFINED	5	
			-----	-----				
			7	191				
AMERICAN INTL GROUP INC	*W EXP 01/19/2	026874156	2	161	SH	DEFINED	5	
			-----	-----				
			2	161				
AMERICAN INTL GROUP INC	COM NEW	026874784	53	1726	SH	DEFINED	5	
			-----	-----				
			53	1726				
AMERICAN MIDSTREAM PARTNERS	COM UNITS	02752P100	18	800	SH	DEFINED	5	
			-----	-----				
			18	800				
AMERICAN NATL INS CO	COM	028591105	7	100	SH	DEFINED	5	
			-----	-----				
			7	100				
AMERICAN SELECT PORTFOLIO IN	COM	029570108	5	500	SH	DEFINED	5	
			-----	-----				
			5	500				
AMERICAN TOWER CORP NEW	COM	03027X100	2558	40591	SH	DEFINED	5	
			-----	-----				
			2558	40591				
AMERICAN WTR WKS CO INC NEW	COM	030420103	39	1157	SH	DEFINED	5	
			-----	-----				
			39	1157				
AMERICAS CAR MART INC	COM	03062T105	9	200	SH	DEFINED	5	
			-----	-----				
			9	200				

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
AMERISAFE INC	COM	03071H100	50	2002	SH	DEFINED	5		
			50	2002					
AMERISOURCEBERGEN CORP	COM	03073E105	4481	112987	SH	DEFINED	5		
			4481	112987					
AMERIPRISE FINL INC	COM	03076C106	5538	96942	SH	DEFINED	5		
			5538	96942					
AMERIGAS PARTNERS L P	UNIT L P INT	030975106	20	500	SH	DEFINED	5		
			20	500					
AMETEK INC NEW	COM	031100100	3179	65536	SH	DEFINED	5		
			3179	65536					
AMGEN INC	COM	031162100	18431	271164	SH	DEFINED	5		
			18431	271164					
AMPHENOL CORP NEW	CL A	032095101	72	1207	SH	DEFINED	5		
			72	1207					
AMTECH SYS INC	COM PAR \$0.01N	032332504	25	3000	SH	DEFINED	5		
			25	3000					
AMYLIN PHARMACEUTICALS INC	COM	032346108	14	551	SH	DEFINED	5		
			14	551					
ANADARKO PETE CORP	COM	032511107	3536	45142	SH	DEFINED	5		
			3536	45142					
ANADIGICS INC	COM	032515108	5	2000	SH	DEFINED	5		
			5	2000					

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
ANALOG DEVICES INC	COM	032654105	6481	160415	SH	DEFINED	5
			6481	160415			
ANGIODYNAMICS INC	COM	03475V101	89	7304	SH	DEFINED	5
			89	7304			
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	13	347	SH	DEFINED	5
			13	347			
ANHEUSER BUSCH INBEV SA/NV	SPONSORED ADR	03524A108	4299	59122	SH	DEFINED	5
			4299	59122			
ANNALY CAP MGMT INC	COM	035710409	1401	88575	SH	DEFINED	5
			1401	88575			
ANSYS INC	COM	03662Q105	1342	20642	SH	DEFINED	5
			1342	20642			
AON CORP	COM	037389103	2768	56426	SH	DEFINED	5
			2768	56426			
A123 SYS INC	COM	03739T108	11	10000	SH	DEFINED	5
			11	10000			
APACHE CORP	COM	037411105	21978	218814	SH	DEFINED	5
			21978	218814			
APARTMENT INVT & MGMT CO	CL A	03748R101	55	2079	SH	DEFINED	5
			55	2079			
APOLLO GROUP INC	CL A	037604105	3	74	SH	DEFINED	5
			3	74			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
APOLLO INVT CORP	COM	03761U106	22	3099	SH	DEFINED	5

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			-----	-----		
			22	3099		
APPLE INC	COM	037833100	141465	235952	SH	DEFINED 5
			-----	-----		
			141465	235952		
APPLIED MATLS INC	COM	038222105	1974	158641	SH	DEFINED 5
			-----	-----		
			1974	158641		
APTARGROUP INC	COM	038336103	698	12740	SH	DEFINED 5
			-----	-----		
			698	12740		
AQUA AMERICA INC	COM	03836W103	123	5535	SH	DEFINED 5
			-----	-----		
			123	5535		
ARCH COAL INC	COM	039380100	3	248	SH	DEFINED 5
			-----	-----		
			3	248		
ARCHER DANIELS MIDLAND CO	COM	039483102	2307	72856	SH	DEFINED 5
			-----	-----		
			2307	72856		
ARES CAP CORP	COM	04010L103	58	3554	SH	DEFINED 5
			-----	-----		
			58	3554		
ARIAD PHARMACEUTICALS INC	COM	04033A100	476	29782	SH	DEFINED 5
			-----	-----		
			476	29782		
ARIBA INC	COM NEW	04033V203	2	49	SH	DEFINED 5
			-----	-----		
			2	49		
ARLINGTON ASSET INVT CORP	CL A NEW	041356205	22	1000	SH	DEFINED 5
			-----	-----		
			22	1000		

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PAGE 18 OF 195			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
ARM HLDGS PLC	SPONSORED ADR	042068106	1781	62957	SH	DEFINED 5	
			-----	-----			
			1781	62957			
ARROW ELECTRS INC	COM	042735100	5	113	SH	DEFINED 5	
			-----	-----			
			5	113			

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ASHFORD HOSPITALITY TR INC	CV PFD SER E	044103505	229	9014	SH	DEFINED	5
			-----	-----			
			229	9014			
ASHLAND INC NEW	COM	044209104	253	4138	SH	DEFINED	5
			-----	-----			
			253	4138			
ASIA TIGERS FD INC	COM	04516T105	8	616	SH	DEFINED	5
			-----	-----			
			8	616			
ASSOCIATED ESTATES RLTY CORP	COM	045604105	623	38142	SH	DEFINED	5
			-----	-----			
			623	38142			
ASSURANT INC	COM	04621X108	32	796	SH	DEFINED	5
			-----	-----			
			32	796			
ASTRAZENECA PLC	SPONSORED ADR	046353108	1074	24133	SH	DEFINED	5
			-----	-----			
			1074	24133			
ATHENAHEALTH INC	COM	04685W103	159	2146	SH	DEFINED	5
			-----	-----			
			159	2146			
ATHERSYS INC	COM	04744L106	2	1000	SH	DEFINED	5
			-----	-----			
			2	1000			
ATLANTIC PWR CORP	COM NEW	04878Q863	6	400	SH	DEFINED	5
			-----	-----			
			6	400			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ATLAS AIR WORLDWIDE HLDGS IN	COM NEW	049164205	107	2168	SH	DEFINED	5	
			-----	-----				
			107	2168				
ATLAS ENERGY LP	COM UNITS LP	04930A104	64	1949	SH	DEFINED	5	
			-----	-----				
			64	1949				
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	69	1950	SH	DEFINED	5	
			-----	-----				
			69	1950				
ATLAS RESOURCE PARTNERS LP	COM UNT LTD PR	04941A101	6	198	SH	DEFINED	5	

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			-----	-----		
			6	198		
ATMEL CORP	COM	049513104	10050	1018723	SH	DEFINED 5
			-----	-----		
			10050	1018723		
ATMOS ENERGY CORP	COM	049560105	204	6500	SH	DEFINED 5
			-----	-----		
			204	6500		
ATWOOD OCEANICS INC	COM	050095108	3740	83325	SH	DEFINED 5
			-----	-----		
			3740	83325		
AURICO GOLD INC	COM	05155C105	349	39378	SH	DEFINED 5
			-----	-----		
			349	39378		
AUTODESK INC	COM	052769106	1249	29512	SH	DEFINED 5
			-----	-----		
			1249	29512		
AUTOLIV INC	COM	052800109	7	102	SH	DEFINED 5
			-----	-----		
			7	102		
AUTOMATIC DATA PROCESSING IN	COM	053015103	52596	953000	SH	DEFINED 5
			-----	-----		
			52596	953000		

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				VALUE (X\$1000)	SHARES/ PRN AMT		
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
			-----	-----	-----	-----	-----
	AUTONATION INC	COM	05329W102	1	30	SH	DEFINED 5
				-----	-----		
				1	30		
	AUTOZONE INC	COM	053332102	774	2081	SH	DEFINED 5
				-----	-----		
				774	2081		
	AVALONBAY CMNTYS INC	COM	053484101	2542	17986	SH	DEFINED 5
				-----	-----		
				2542	17986		
	AVERY DENNISON CORP	COM	053611109	120	3987	SH	DEFINED 5
				-----	-----		
				120	3987		
	AVIAT NETWORKS INC	COM	05366Y102	2	670	SH	DEFINED 5
				-----	-----		
				2	670		

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AVIS BUDGET GROUP	COM	053774105	1	50	SH	DEFINED	5
			-----	-----			
			1	50			
AVISTA CORP	COM	05379B107	194	7578	SH	DEFINED	5
			-----	-----			
			194	7578			
AVNET INC	COM	053807103	411	11304	SH	DEFINED	5
			-----	-----			
			411	11304			
AVIVA PLC	ADR	05382A104	8	710	SH	DEFINED	5
			-----	-----			
			8	710			
AVON PRODS INC	COM	054303102	113	5859	SH	DEFINED	5
			-----	-----			
			113	5859			
AXCELIS TECHNOLOGIES INC	COM	054540109	2	1028	SH	DEFINED	5
			-----	-----			
			2	1028			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
BB&T CORP	COM	054937107	8757	278978	SH	DEFINED	5	
			-----	-----				
			8757	278978				
BCE INC	COM NEW	05534B760	1872	46719	SH	DEFINED	5	
			-----	-----				
			1872	46719				
BHP BILLITON PLC	SPONSORED ADR	05545E209	461	7511	SH	DEFINED	5	
			-----	-----				
			461	7511				
BP PLC	SPONSORED ADR	055622104	8738	194184	SH	DEFINED	5	
			-----	-----				
			8738	194184				
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	967	7731	SH	DEFINED	5	
			-----	-----				
			967	7731				
BRE PROPERTIES INC	CL A	05564E106	43	856	SH	DEFINED	5	
			-----	-----				
			43	856				
BOFI HLDG INC	COM	05566U108	86	5010	SH	DEFINED	5	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
			86	5010			
BT GROUP PLC	ADR	05577E101	770	21292	SH	DEFINED	5
			770	21292			
BMC SOFTWARE INC	COM	055921100	121	3019	SH	DEFINED	5
			121	3019			
BABCOCK & WILCOX CO NEW	COM	05615F102	11	424	SH	DEFINED	5
			11	424			
BAIDU INC	SPON ADR REP A	056752108	1658	11371	SH	DEFINED	5
			1658	11371			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
BAKER MICHAEL CORP	COM	057149106	88	3700	SH	DEFINED	5
			88	3700			
BAKER HUGHES INC	COM	057224107	367	8742	SH	DEFINED	5
			367	8742			
BALL CORP	COM	058498106	31	715	SH	DEFINED	5
			31	715			
BALLY TECHNOLOGIES INC	COM	05874B107	78	1675	SH	DEFINED	5
			78	1675			
BANCFIRST CORP	COM	05945F103	530	12162	SH	DEFINED	5
			530	12162			
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	1155	66008	SH	DEFINED	5
			1155	66008			
BANCO SANTANDER SA	ADR	05964H105	45	5804	SH	DEFINED	5
			45	5804			
BANK OF AMERICA CORPORATION	COM	060505104	6453	674307	SH	DEFINED	5
			6453	674307			

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BANK OF AMERICA CORPORATION	7.25%CNV PFD L	060505682	98	100	SH	DEFINED	5
			-----	-----			
			98	100			
BANK HAWAII CORP	COM	062540109	24	500	SH	DEFINED	5
			-----	-----			
			24	500			
BANK KY FINL CORP	COM	062896105	86	3345	SH	DEFINED	5
			-----	-----			
			86	3345			

				FORM 13F				
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
BANK MONTREAL QUE	COM	063671101	108	1821	SH	DEFINED	5	
			-----	-----				
			108	1821				
BANK OF NEW YORK MELLON CORP	COM	064058100	9232	382575	SH	DEFINED	5	
			-----	-----				
			9232	382575				
BANK NOVA SCOTIA HALIFAX	COM	064149107	4	70	SH	DEFINED	5	
			-----	-----				
			4	70				
BANKRATE INC DEL	COM	06647F102	408	16467	SH	DEFINED	5	
			-----	-----				
			408	16467				
BARCLAYS BK PLC	DJUBS CMDT ETN	06738C778	31763	750534	SH	DEFINED	5	
			-----	-----				
			31763	750534				
BARCLAYS BK PLC	IPSP CROIL ETN	06738C786	518	20000	SH	DEFINED	5	
			-----	-----				
			518	20000				
BARCLAYS PLC	ADR	06738E204	356	23504	SH	DEFINED	5	
			-----	-----				
			356	23504				
BARCLAYS BK PLC	ETN DJUBS IND	06738G407	95	2597	SH	DEFINED	5	
			-----	-----				
			95	2597				
BARD C R INC	COM	067383109	7049	71407	SH	DEFINED	5	
			-----	-----				
			7049	71407				
BARCLAYS BK PLC	ETN DJUBS COPR	06739F101	36	729	SH	DEFINED	5	

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			-----	-----			
			36	729			
BARCLAYS BANK PLC	ETN DJUBS AGRI	06739H206	123	2232	SH		DEFINED 5
			-----	-----			
			123	2232			

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		MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/ PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA

BARCLAYS BANK PLC	ETN DJUBSALUMI	06739H321	6	220	SH		DEFINED	5
			-----	-----				
			6	220				
BARCLAYS BANK PLC	ADR PFD SR 5	06739H362	187	7350	SH		DEFINED	5
			-----	-----				
			187	7350				
BARCLAYS BANK PLC	CARRY ETN 38	06739H412	263	5700	SH		DEFINED	5
			-----	-----				
			263	5700				
BARCLAYS BANK PLC	SP ADR 7.1%PF3	06739H776	40	1609	SH		DEFINED	5
			-----	-----				
			40	1609				
BARCLAYS BK PLC	S&P 500 VEQTOR	06740C337	11180	83453	SH		DEFINED	5
			-----	-----				
			11180	83453				
BARCLAYS BK PLC	IPATH S&P MT E	06740C519	2528	54676	SH		DEFINED	5
			-----	-----				
			2528	54676				
BARCLAYS BK PLC	IPTH PURE BRD	06740P114	16	345	SH		DEFINED	5
			-----	-----				
			16	345				
BARCLAYS BK PLC	IPATH DYNM VIX	06741L609	3446	59555	SH		DEFINED	5
			-----	-----				
			3446	59555				
BARRICK GOLD CORP	COM	067901108	50	1140	SH		DEFINED	5
			-----	-----				
			50	1140				
BARRETT BILL CORP	COM	06846N104	610	23466	SH		DEFINED	5
			-----	-----				
			610	23466				
BARRETT BUSINESS SERVICES IN	COM	068463108	65	3287	SH		DEFINED	5
			-----	-----				
			65	3287				

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	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	5	O MA
BASSETT FURNITURE INDS INC	COM	070203104	4	412	SH	DEFINED	5	
			4	412				
BAXTER INTL INC	COM	071813109	6135	102623	SH	DEFINED	5	
			6135	102623				
BAYTEX ENERGY CORP	COM	07317Q105	4	80	SH	DEFINED	5	
			4	80				
BE AEROSPACE INC	COM	073302101	40	870	SH	DEFINED	5	
			40	870				
BEACON ROOFING SUPPLY INC	COM	073685109	166	6449	SH	DEFINED	5	
			166	6449				
BEAM INC	COM	073730103	8016	136864	SH	DEFINED	5	
			8016	136864				
BECTON DICKINSON & CO	COM	075887109	11453	147497	SH	DEFINED	5	
			11453	147497				
BED BATH & BEYOND INC	COM	075896100	36	550	SH	DEFINED	5	
			36	550				
BEMIS INC	COM	081437105	147	4565	SH	DEFINED	5	
			147	4565				
BENCHMARK ELECTRS INC	COM	08160H101	866	52497	SH	DEFINED	5	
			866	52497				
BENIHANA INC	COM	082047101	42	3252	SH	DEFINED	5	
			42	3252				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	5	O

BERKLEY W R CORP	COM	084423102	8	225	SH		DEFINED	5	
			8	225					
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	0	44	SH		DEFINED	5	
				44					
BERKSHIRE HATHAWAY INC DEL	CL B NEW	084670702	14517	178892	SH		DEFINED	5	
			14517	178892					
BERKSHIRE HILLS BANCORP INC	COM	084680107	249	10881	SH		DEFINED	5	
			249	10881					
BEST BUY INC	COM	086516101	467	19735	SH		DEFINED	5	
			467	19735					
BHP BILLITON LTD	SPONSORED ADR	088606108	2946	40688	SH		DEFINED	5	
			2946	40688					
BIG LOTS INC	COM	089302103	61	1425	SH		DEFINED	5	
			61	1425					
BIO-REFERENCE LABS INC	COM \$.01 NEW	09057G602	1224	52080	SH		DEFINED	5	
			1224	52080					
BIO RAD LABS INC	CL A	090572207	633	6108	SH		DEFINED	5	
			633	6108					
BIOGEN IDEC INC	COM	09062X103	2134	16936	SH		DEFINED	5	
			2134	16936					
BIOSCRIP INC	COM	09069N108	352	51845	SH		DEFINED	5	
			352	51845					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	5	O

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BLACK DIAMOND INC	COM	09202G101	329	35546	SH	DEFINED	5
			-----	-----			
			329	35546			
BLACK HILLS CORP	COM	092113109	223	6651	SH	DEFINED	5
			-----	-----			
			223	6651			
BLACKROCK INVT QLTY MUN TR	COM	09247B109	13	1000	SH	DEFINED	5
			-----	-----			
			13	1000			
BLACKROCK NJ INVT QUALITY MU	COM	09247C107	44	3050	SH	DEFINED	5
			-----	-----			
			44	3050			
BLACKROCK INVT QUALITY MUN T	COM	09247D105	17	1071	SH	DEFINED	5
			-----	-----			
			17	1071			
BLACKROCK INC	COM	09247X101	4332	21144	SH	DEFINED	5
			-----	-----			
			4332	21144			
BLACKROCK INCOME OPP TRUST I	COM	092475102	42	4000	SH	DEFINED	5
			-----	-----			
			42	4000			
BLACKROCK MUNICIPL INC QLTY	COM	092479104	14	923	SH	DEFINED	5
			-----	-----			
			14	923			
BLACKROCK MUNI 2018 TERM TR	COM	09248C106	55	3302	SH	DEFINED	5
			-----	-----			
			55	3302			
BLACKROCK MUN INCOME TR	SH BEN INT	09248F109	21	1450	SH	DEFINED	5
			-----	-----			
			21	1450			
BLACKROCK MUNIC INCM INVST T	SH BEN INT	09248H105	55	3802	SH	DEFINED	5
			-----	-----			
			55	3802			

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA
			-----	-----	-----	-----	-----
BLACKROCK STRATEGIC MUN TR	COM	09248T109	28	2000	SH	DEFINED	5
			-----	-----			
			28	2000			
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	5	300	SH	DEFINED	5

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		-----		-----			
			5		300		
BLACKROCK MUNIC BD INVST TR	COM	09249K107	15	1000	SH	DEFINED	5
			-----	-----			
			15	1000			
BLACKROCK MUNI INCOME TR II	COM	09249N101	24	1576	SH	DEFINED	5
			-----	-----			
			24	1576			
BLACKROCK MUN 2020 TERM TR	COM SHS	09249X109	38	2400	SH	DEFINED	5
			-----	-----			
			38	2400			
BLACKROCK LONG-TERM MUNI ADV	COM	09250B103	19	1500	SH	DEFINED	5
			-----	-----			
			19	1500			
BLACKROCK S&P QLTY RK EQ MD	SHS BEN INT	09250D109	13	1000	SH	DEFINED	5
			-----	-----			
			13	1000			
BLACKROCK HIGH INCOME SHS	SHS BEN INT	09250E107	20	8816	SH	DEFINED	5
			-----	-----			
			20	8816			
BLACKROCK ENERGY & RES TR	COM	09250U101	38	1450	SH	DEFINED	5
			-----	-----			
			38	1450			
BLACKROCK ENHANCED EQT DIV T	COM	09251A104	79	10484	SH	DEFINED	5
			-----	-----			
			79	10484			
BLACKROCK INTL GRWTH & INC T	COM BENE INTER	092524107	2	275	SH	DEFINED	5
			-----	-----			
			2	275			

PAGE 29 OF 195		FORM 13F						
		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
-----		-----	-----	-----	-----	-----	-----	-----
BLACKROCK MUNIVEST FD INC	COM	09253R105	803	77039	SH		DEFINED	5
			-----	-----				
			803	77039				
BLACKROCK MUNIVEST FD II INC	COM	09253T101	72	4445	SH		DEFINED	5
			-----	-----				
			72	4445				
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	53	3300	SH		DEFINED	5
			-----	-----				
			53	3300				

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BLACKROCK MUNI INTER DR FD I	COM	09253X102	64	4063	SH	DEFINED	5
			-----	-----			
			64	4063			
BLACKROCK MUNIENHANCED FD IN	COM	09253Y100	75	6562	SH	DEFINED	5
			-----	-----			
			75	6562			
BLACKROCK REAL ASSET EQUITY	COM	09254B109	67	5583	SH	DEFINED	5
			-----	-----			
			67	5583			
BLACKROCK MUNIYIELD QLTY FD	COM	09254E103	112	7898	SH	DEFINED	5
			-----	-----			
			112	7898			
BLACKROCK MUNIYIELD QUALITY	COM	09254F100	179	11552	SH	DEFINED	5
			-----	-----			
			179	11552			
BLACKROCK MUNIASSETS FD INC	COM	09254J102	9	663	SH	DEFINED	5
			-----	-----			
			9	663			
BLACKROCK MUNIHLDS INVSTM QL	COM	09254P108	9	650	SH	DEFINED	5
			-----	-----			
			9	650			
BLACKROCK MUNIYIELD INVST FD	COM	09254R104	15	1000	SH	DEFINED	5
			-----	-----			
			15	1000			

		FORM 13F						
PAGE 30 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
BLACKROCK MUNIYLD INVST QLTY	COM	09254T100	33	2300	SH	DEFINED	5	
			-----	-----				
			33	2300				
BLACKROCK MUNIYLD MICH QLTY	COM	09254V105	29	1999	SH	DEFINED	5	
			-----	-----				
			29	1999				
BLACKROCK MUNIYLD MICH QLTY	COM	09254W103	19	1375	SH	DEFINED	5	
			-----	-----				
			19	1375				
BLACKROCK MUNIHLDS NJ QLTY	COM	09254X101	102	6615	SH	DEFINED	5	
			-----	-----				
			102	6615				
BLACKROCK MUNIYIELD N J FD I	COM	09254Y109	54	3450	SH	DEFINED	5	

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			54	3450			
BLACKROCK CORPOR HIGH YLD FD	COM	09255L106	14	1850	SH	DEFINED	5
			14	1850			
BLACKROCK CORPOR HI YLD FD V	COM	09255N102	22	1751	SH	DEFINED	5
			22	1751			
BLACKROCK CORPOR HI YLD FD V	COM	09255P107	5	441	SH	DEFINED	5
			5	441			
BLACKROCK DEBT STRAT FD INC	COM	09255R103	8	2000	SH	DEFINED	5
			8	2000			
BLACKROCK ENH CAP & INC FD I	COM	09256A109	5	403	SH	DEFINED	5
			5	403			
BLOCK H & R INC	COM	093671105	39	2383	SH	DEFINED	5
			39	2383			

				FORM 13F					
PAGE 31 OF 195		NAME OF REPORTING		MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN			
BLUEGREEN CORP	COM	096231105	30	6900	SH	DEFINED	5		
			30	6900					
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	215	8144	SH	DEFINED	5		
			215	8144					
BOB EVANS FARMS INC	COM	096761101	213	5643	SH	DEFINED	5		
			213	5643					
BODY CENT CORP	COM	09689U102	360	12397	SH	DEFINED	5		
			360	12397					
BOEING CO	COM	097023105	10985	147704	SH	DEFINED	5		
			10985	147704					
BORGWARNER INC	COM	099724106	5765	68359	SH	DEFINED	5		
			5765	68359					

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BOSTON PRIVATE FINL HLDGS IN	COM	101119105	4	381	SH	DEFINED	5
			-----	-----			
			4	381			
BOSTON PROPERTIES INC	COM	101121101	2142	20401	SH	DEFINED	5
			-----	-----			
			2142	20401			
BOSTON SCIENTIFIC CORP	COM	101137107	11	1889	SH	DEFINED	5
			-----	-----			
			11	1889			
BRANDYWINE RLTY TR	SH BEN INT NEW	105368203	1073	93439	SH	DEFINED	5
			-----	-----			
			1073	93439			
BRF-BRASIL FOODS S A	SPONSORED ADR	10552T107	1250	62488	SH	DEFINED	5
			-----	-----			
			1250	62488			

		FORM 13F						
PAGE 32 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
BRAVO BRIO RESTAURANT GROUP	COM	10567B109	325	16306	SH	DEFINED	5	
			-----	-----				
			325	16306				
BREITBURN ENERGY PARTNERS LP	COM UT LTD PTN	106776107	12	623	SH	DEFINED	5	
			-----	-----				
			12	623				
BRIGGS & STRATTON CORP	COM	109043109	9	500	SH	DEFINED	5	
			-----	-----				
			9	500				
BRINKS CO	COM	109696104	44	1848	SH	DEFINED	5	
			-----	-----				
			44	1848				
BRISTOL MYERS SQUIBB CO	COM	110122108	31423	931053	SH	DEFINED	5	
			-----	-----				
			31423	931053				
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	2367	23380	SH	DEFINED	5	
			-----	-----				
			2367	23380				
BROADCOM CORP	CL A	111320107	132	3353	SH	DEFINED	5	
			-----	-----				
			132	3353				
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	62	2576	SH	DEFINED	5	

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			62	2576			
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	67	11617	SH	DEFINED	5
			67	11617			
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	178	5633	SH	DEFINED	5
			178	5633			
BROWN FORMAN CORP	CL A	115637100	16	200	SH	DEFINED	5
			16	200			

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
BROWN FORMAN CORP	CL B	115637209	2764	33145	SH	DEFINED	5
			2764	33145			
BRUNSWICK CORP	COM	117043109	1135	44090	SH	DEFINED	5
			1135	44090			
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	213	3483	SH	DEFINED	5
			213	3483			
BUCKLE INC	COM	118440106	4	85	SH	DEFINED	5
			4	85			
C&J ENERGY SVCS INC	COM	12467B304	1	50	SH	DEFINED	5
			1	50			
CBIZ INC	COM	124805102	512	81073	SH	DEFINED	5
			512	81073			
CBL & ASSOC PPTYS INC	COM	124830100	910	48074	SH	DEFINED	5
			910	48074			
CBS CORP NEW	CL B	124857202	255	7516	SH	DEFINED	5
			255	7516			
CBOE HLDGS INC	COM	12503M108	267	9387	SH	DEFINED	5
			267	9387			

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CBRE CLARION GLOBAL REAL EST	COM	12504G100	31	3901	SH	DEFINED	5
			-----	-----			
			31	3901			
CBRE GROUP INC	CL A	12504L109	1127	56456	SH	DEFINED	5
			-----	-----			
			1127	56456			

PAGE 34 OF 195	FORM 13F								
	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP								
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
CECO ENVIRONMENTAL CORP	COM	125141101	69	8852	SH	DEFINED	5		
			-----	-----					
			69	8852					
CF INDS HLDGS INC	COM	125269100	109	598	SH	DEFINED	5		
			-----	-----					
			109	598					
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	11222	171348	SH	DEFINED	5		
			-----	-----					
			11222	171348					
CIGNA CORPORATION	COM	125509109	4953	100562	SH	DEFINED	5		
			-----	-----					
			4953	100562					
CIT GROUP INC	COM NEW	125581801	82	1983	SH	DEFINED	5		
			-----	-----					
			82	1983					
CME GROUP INC	COM	12572Q105	126	437	SH	DEFINED	5		
			-----	-----					
			126	437					
CMS ENERGY CORP	COM	125896100	240	10925	SH	DEFINED	5		
			-----	-----					
			240	10925					
CNOOC LTD	SPONSORED ADR	126132109	1179	5770	SH	DEFINED	5		
			-----	-----					
			1179	5770					
CNO FINL GROUP INC	COM	12621E103	1735	223054	SH	DEFINED	5		
			-----	-----					
			1735	223054					
CSR PLC	SPONSORED ADR	12640Y205	1	39	SH	DEFINED	5		
			-----	-----					
			1	39					
CSX CORP	COM	126408103	7626	354382	SH	DEFINED	5		

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7626 354382

PAGE 35 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVTMT DSCRETN	O MA
				VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ CALL	MANAGER:FIFTH THIRD BANCORP		
	CTC MEDIA INC	COM	12642X106	6	483	SH	DEFINED	5	
				6	483				
	CTS CORP	COM	126501105	55	5267	SH	DEFINED	5	
				55	5267				
	CVR PARTNERS LP	COM	126633106	9	337	SH	DEFINED	5	
				9	337				
	CVS CAREMARK CORPORATION	COM	126650100	24549	547963	SH	DEFINED	5	
				24549	547963				
	CA INC	COM	12673P105	1375	49877	SH	DEFINED	5	
				1375	49877				
	CABELAS INC	COM	126804301	3339	87532	SH	DEFINED	5	
				3339	87532				
	CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	39	2681	SH	DEFINED	5	
				39	2681				
	CABOT MICROELECTRONICS CORP	COM	12709P103	118	3030	SH	DEFINED	5	
				118	3030				
	CABOT OIL & GAS CORP	COM	127097103	52	1668	SH	DEFINED	5	
				52	1668				
	CACHE INC	COM NEW	127150308	58	8327	SH	DEFINED	5	
				58	8327				
	CACI INTL INC	CL A	127190304	39	625	SH	DEFINED	5	
				39	625				

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PAGE 36 OF 195		FORM 13F NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
CADENCE DESIGN SYSTEM INC	COM	127387108	22	1824	SH	DEFINED	5	
			22	1824				
CALAMOS STRATEGIC TOTL RETN	COM SH BEN INT	128125101	24	2403	SH	DEFINED	5	
			24	2403				
CALGON CARBON CORP	COM	129603106	1374	88043	SH	DEFINED	5	
			1374	88043				
CALIFORNIA WTR SVC GROUP	COM	130788102	24	1342	SH	DEFINED	5	
			24	1342				
CALLIDUS SOFTWARE INC	COM	13123E500	4	525	SH	DEFINED	5	
			4	525				
CALPINE CORP	COM NEW	131347304	50	2905	SH	DEFINED	5	
			50	2905				
CALUMET SPECIALTY PRODS PTNR	UT LTD PARTNER	131476103	1044	39500	SH	DEFINED	5	
			1044	39500				
CAMDEN PPTY TR	SH BEN INT	133131102	1111	16890	SH	DEFINED	5	
			1111	16890				
CAMECO CORP	COM	13321L108	7	330	SH	DEFINED	5	
			7	330				
CAMERON INTERNATIONAL CORP	COM	13342B105	169	3201	SH	DEFINED	5	
			169	3201				
CAMPBELL SOUP CO	COM	134429109	1571	46413	SH	DEFINED	5	
			1571	46413				

PAGE 37 OF 195		FORM 13F NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
CDN IMPERIAL BK OF COMMERCE	COM	136069101	42	545	SH			DEFINED	5
			42	545					
CANADIAN NATL RY CO	COM	136375102	2378	29939	SH			DEFINED	5
			2378	29939					
CANADIAN NAT RES LTD	COM	136385101	231	6971	SH			DEFINED	5
			231	6971					
CANADIAN PAC RY LTD	COM	13645T100	3027	39855	SH			DEFINED	5
			3027	39855					
CANON INC	ADR	138006309	1341	28144	SH			DEFINED	5
			1341	28144					
CAPELLA EDUCATION COMPANY	COM	139594105	45	1252	SH			DEFINED	5
			45	1252					
CAPLEASE INC	COM	140288101	60	14827	SH			DEFINED	5
			60	14827					
CAPITAL ONE FINL CORP	COM	14040H105	6134	110049	SH			DEFINED	5
			6134	110049					
CAPSTONE TURBINE CORP	COM	14067D102	5	5000	SH			DEFINED	5
			5	5000					
CAPSTEAD MTG CORP	PPD B CV \$1.26	14067E308	1	100	SH			DEFINED	5
			1	100					
CAPSTEAD MTG CORP	COM NO PAR	14067E506	75	5700	SH			DEFINED	5
			75	5700					

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	AMT	SH/ PUT/ PRN	CALL	INVSTMT DSCRETN	O MA
CARDINAL HEALTH INC	COM	14149Y108	4045	93827	SH			DEFINED	5
			4045	93827					

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CARDTRONICS INC	COM	14161H108	1040	39622	SH	DEFINED	5
			-----	-----			
			1040	39622			
CAREFUSION CORP	COM	14170T101	286	11045	SH	DEFINED	5
			-----	-----			
			286	11045			
CARLISLE COS INC	COM	142339100	48	967	SH	DEFINED	5
			-----	-----			
			48	967			
CARMAX INC	COM	143130102	41	1184	SH	DEFINED	5
			-----	-----			
			41	1184			
CARNIVAL PLC	ADR	14365C103	136	4258	SH	DEFINED	5
			-----	-----			
			136	4258			
CARNIVAL CORP	PAIRED CTF	143658300	476	14847	SH	DEFINED	5
			-----	-----			
			476	14847			
CARRIAGE SVCS INC	COM	143905107	50	6583	SH	DEFINED	5
			-----	-----			
			50	6583			
CARPENTER TECHNOLOGY CORP	COM	144285103	368	7053	SH	DEFINED	5
			-----	-----			
			368	7053			
CARRIZO OIL & CO INC	COM	144577103	14	500	SH	DEFINED	5
			-----	-----			
			14	500			
CARTER INC	COM	146229109	6	116	SH	DEFINED	5
			-----	-----			
			6	116			

				FORM 13F					
PAGE 39 OF 195		NAME OF REPORTING		MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
CASH AMER INTL INC	COM	14754D100	464	9674	SH	DEFINED	5		
			-----	-----					
			464	9674					
CASS INFORMATION SYS INC	COM	14808P109	98	2450	SH	DEFINED	5		
			-----	-----					
			98	2450					
CASUAL MALE RETAIL GRP INC	COM NEW	148711302	35	10447	SH	DEFINED	5		

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			-----	-----		
			35	10447		
CATERPILLAR INC DEL	COM	149123101	23721	222686	SH	DEFINED 5
			-----	-----		
			23721	222686		
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	588	19880	SH	DEFINED 5
			-----	-----		
			588	19880		
CELADON GROUP INC	COM	150838100	80	5149	SH	DEFINED 5
			-----	-----		
			80	5149		
CELANESE CORP DEL	COM SER A	150870103	178	3858	SH	DEFINED 5
			-----	-----		
			178	3858		
CELL THERAPEUTICS INC	COM NO PAR NEW	150934602	6	4363	SH	DEFINED 5
			-----	-----		
			6	4363		
CELGENE CORP	COM	151020104	19887	256538	SH	DEFINED 5
			-----	-----		
			19887	256538		
CELGENE CORP	RIGHT 12/31/20	151020112	0	52	SH	DEFINED 5
			-----	-----		
				52		
CEMEX SAB DE CV	SPON ADR NEW	151290889	13	1676	SH	DEFINED 5
			-----	-----		
			13	1676		

		FORM 13F							
PAGE 40 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CENOVUS ENERGY INC	COM	15135U109	61	1705	SH		DEFINED 5		
			-----	-----					
			61	1705					
CENTER BANCORP INC	COM	151408101	52	5184	SH		DEFINED 5		
			-----	-----					
			52	5184					
CENTERPOINT ENERGY INC	COM	15189T107	176	8930	SH		DEFINED 5		
			-----	-----					
			176	8930					
CENTRAL FD CDA LTD	CL A	153501101	40	1800	SH		DEFINED 5		
			-----	-----					
			40	1800					

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CENTRAL VT PUB SVC CORP	COM	155771108	48	1364	SH	DEFINED	5
			-----	-----			
			48	1364			
CEPHEID	COM	15670R107	639	15269	SH	DEFINED	5
			-----	-----			
			639	15269			
CENTURYLINK INC	COM	156700106	20041	518535	SH	DEFINED	5
			-----	-----			
			20041	518535			
CERNER CORP	COM	156782104	4764	62547	SH	DEFINED	5
			-----	-----			
			4764	62547			
CEVA INC	COM	157210105	23	1000	SH	DEFINED	5
			-----	-----			
			23	1000			
CHARLES & COLVARD LTD	COM	159765106	4	850	SH	DEFINED	5
			-----	-----			
			4	850			
CHART INDS INC	COM PAR \$0.01	16115Q308	2938	40066	SH	DEFINED	5
			-----	-----			
			2938	40066			

PAGE 41 OF 195		FORM 13F						
		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
CHARTER COMMUNICATIONS INC D	CL A NEW	16117M305	26	416	SH	DEFINED	5	
			-----	-----				
			26	416				
CHEESECAKE FACTORY INC	COM	163072101	161	5465	SH	DEFINED	5	
			-----	-----				
			161	5465				
CHEMED CORP NEW	COM	16359R103	529	8432	SH	DEFINED	5	
			-----	-----				
			529	8432				
CHEMICAL FINL CORP	COM	163731102	211	8984	SH	DEFINED	5	
			-----	-----				
			211	8984				
CHEROKEE INC DEL NEW	COM	16444H102	24	2074	SH	DEFINED	5	
			-----	-----				
			24	2074				
CHESAPEAKE ENERGY CORP	COM	165167107	1267	54662	SH	DEFINED	5	

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			-----	-----		
			1267	54662		
CHESAPEAKE MIDSTREAM PARTNER	UNIT	16524K108	59	2000	SH	DEFINED 5
			-----	-----		
			59	2000		
CHESAPEAKE UTILS CORP	COM	165303108	93	2250	SH	DEFINED 5
			-----	-----		
			93	2250		
CHEVRON CORP NEW	COM	166764100	123134	1148528	SH	DEFINED 5
			-----	-----		
			123134	1148528		
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY S	167250109	175	4056	SH	DEFINED 5
			-----	-----		
			175	4056		
CHICOS FAS INC	COM	168615102	367	24300	SH	DEFINED 5
			-----	-----		
			367	24300		

				FORM 13F					
PAGE 42 OF 195		NAME OF REPORTING		MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ INVSTMT	CALL DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
CHIMERA INVT CORP	COM	16934Q109	791	279585	SH		DEFINED	5	
			-----	-----					
			791	279585					
CHINA FD INC	COM	169373107	165	7100	SH		DEFINED	5	
			-----	-----					
			165	7100					
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	258	4680	SH		DEFINED	5	
			-----	-----					
			258	4680					
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R108	1158	10655	SH		DEFINED	5	
			-----	-----					
			1158	10655					
CHINACAST EDU CORP	COM	16946T109	121	28508	SH		DEFINED	5	
			-----	-----					
			121	28508					
CHIPOTLE MEXICAN GRILL INC	COM	169656105	964	2307	SH		DEFINED	5	
			-----	-----					
			964	2307					
CHIQUITA BRANDS INTL INC	COM	170032809	1	65	SH		DEFINED	5	
			-----	-----					
			1	65					

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CHUBB CORP	COM	171232101	18701	270592	SH	DEFINED	5
			-----	-----			
			18701	270592			
CHURCH & DWIGHT INC	COM	171340102	171	3478	SH	DEFINED	5
			-----	-----			
			171	3478			
CIBER INC	COM	17163B102	40	9346	SH	DEFINED	5
			-----	-----			
			40	9346			
CIMAREX ENERGY CO	COM	171798101	245	3245	SH	DEFINED	5
			-----	-----			
			245	3245			

PAGE 43 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				O
				VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	MANAGER: FIFTH THIRD BANCORP INVSTMT DSCRETN	
	CINCINNATI BELL INC NEW	COM	171871106	135	33500	SH	DEFINED	5
				-----	-----			
				135	33500			
	CINCINNATI FINL CORP	COM	172062101	33571	972802	SH	DEFINED	5
				-----	-----			
				33571	972802			
	CISCO SYS INC	COM	17275R102	36199	1711513	SH	DEFINED	5
				-----	-----			
				36199	1711513			
	CINTAS CORP	COM	172908105	1646	42076	SH	DEFINED	5
				-----	-----			
				1646	42076			
	CITIGROUP INC	COM NEW	172967424	11949	326927	SH	DEFINED	5
				-----	-----			
				11949	326927			
	CITIZENS REPUBLIC BANCORP IN	COM NEW	174420307	253	16228	SH	DEFINED	5
				-----	-----			
				253	16228			
	CITIZENS INC	CL A	174740100	1	67	SH	DEFINED	5
				-----	-----			
				1	67			
	CITRIX SYS INC	COM	177376100	101	1281	SH	DEFINED	5
				-----	-----			
				101	1281			
	CLARCOR INC	COM	179895107	5	100	SH	DEFINED	5

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			-----	-----			
			5	100			
CLAYMORE EXCHANGE TRD FD TR	GUGG BRIC ETF	18383M100	374	9470	SH	DEFINED	5
			-----	-----			
			374	9470			
CLAYMORE EXCHANGE TRD FD TR	GUGG INSDR SEN	18383M209	4	107	SH	DEFINED	5
			-----	-----			
			4	107			

			FORM 13F					
PAGE 44 OF 195			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
CLAYMORE EXCHANGE TRD FD TR	GUG MULTI ASSE	18383M506	35	1600	SH	DEFINED	5	
			-----	-----				
			35	1600				
CLAYMORE EXCHANGE TRD FD TR	GUGG SPINOFF E	18383M605	4	143	SH	DEFINED	5	
			-----	-----				
			4	143				
CLAYMORE EXCHANGE TRD FD TR	GUG RAYM JAMES	18383M613	4	168	SH	DEFINED	5	
			-----	-----				
			4	168				
CLAYMORE EXCHANGE TRD FD TR	GUGG CA ENRG I	18383Q606	9	500	SH	DEFINED	5	
			-----	-----				
			9	500				
CLAYMORE EXCHANGE TRD FD TR	GUGG FRNTR MKT	18383Q838	2197	102112	SH	DEFINED	5	
			-----	-----				
			2197	102112				
CLAYMORE EXCHANGE TRD FD TR	GUGG TIMBER ET	18383Q879	4	200	SH	DEFINED	5	
			-----	-----				
			4	200				
CLEAN HARBORS INC	COM	184496107	189	2800	SH	DEFINED	5	
			-----	-----				
			189	2800				
CLEARWIRE CORP NEW	CL A	18538Q105	10	4584	SH	DEFINED	5	
			-----	-----				
			10	4584				
CLIFFS NATURAL RESOURCES INC	COM	18683K101	199	2875	SH	DEFINED	5	
			-----	-----				
			199	2875				
CLOROX CO DEL	COM	189054109	1371	19944	SH	DEFINED	5	
			-----	-----				
			1371	19944				

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COACH INC	COM	189754104	1515	19604	SH	DEFINED	5
			-----	-----			
			1515	19604			

		FORM 13F						
PAGE 45 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA	
-----			-----	-----	-----	-----	-----	
COCA COLA BOTTLING CO CONS	COM	191098102	125	2000	SH	DEFINED	5	
			-----	-----				
			125	2000				
COCA COLA CO	COM	191216100	89990	1215918	SH	DEFINED	5	
			-----	-----				
			89990	1215918				
COCA COLA ENTERPRISES INC NE	COM	19122T109	54	1888	SH	DEFINED	5	
			-----	-----				
			54	1888				
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	1204	11364	SH	DEFINED	5	
			-----	-----				
			1204	11364				
COEUR D ALENE MINES CORP IDA	COM NEW	192108504	561	23647	SH	DEFINED	5	
			-----	-----				
			561	23647				
COGENT COMM GROUP INC	COM NEW	19239V302	401	21002	SH	DEFINED	5	
			-----	-----				
			401	21002				
COGNEX CORP	COM	192422103	21	500	SH	DEFINED	5	
			-----	-----				
			21	500				
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	2745	35673	SH	DEFINED	5	
			-----	-----				
			2745	35673				
COHEN & STEERS QUALITY RLTY	COM	19247L106	22	2285	SH	DEFINED	5	
			-----	-----				
			22	2285				
COHEN & STEERS TOTAL RETURN	COM	19247R103	14	1040	SH	DEFINED	5	
			-----	-----				
			14	1040				
COHEN & STEERS REIT & PFD IN	COM	19247X100	8	500	SH	DEFINED	5	
			-----	-----				
			8	500				

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
COHEN & STEERS INFRASTRUCTUR	COM	19248A109	4	221	SH	DEFINED	5		
			4	221					
COINSTAR INC	COM	19259P300	1543	24281	SH	DEFINED	5		
			1543	24281					
COLFAX CORP	COM	194014106	534	15158	SH	DEFINED	5		
			534	15158					
COLGATE PALMOLIVE CO	COM	194162103	19324	197625	SH	DEFINED	5		
			19324	197625					
COLLECTORS UNIVERSE INC	COM NEW	19421R200	5	300	SH	DEFINED	5		
			5	300					
COMCAST CORP NEW	CL A	20030N101	15356	511686	SH	DEFINED	5		
			15356	511686					
COMCAST CORP NEW	CL A SPL	20030N200	130	4418	SH	DEFINED	5		
			130	4418					
COMERICA INC	COM	200340107	1797	55531	SH	DEFINED	5		
			1797	55531					
COMMERCE BANCSHARES INC	COM	200525103	2133	52628	SH	DEFINED	5		
			2133	52628					
COMMUNITY HEALTH SYS INC NEW	COM	203668108	11	510	SH	DEFINED	5		
			11	510					
COMMVAULT SYSTEMS INC	COM	204166102	549	11060	SH	DEFINED	5		
			549	11060					

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	123	2971	SH		DEFINED	5
			123	2971				
COMPASS MINERALS INTL INC	COM	20451N101	6	89	SH		DEFINED	5
			6	89				
COMPRESSCO PARTNERS L P	COM UNIT	20467A101	132	7600	SH		DEFINED	5
			132	7600				
COMPUTER SCIENCES CORP	COM	205363104	63	2098	SH		DEFINED	5
			63	2098				
COMPUWARE CORP	COM	205638109	5	500	SH		DEFINED	5
			5	500				
COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	110	3374	SH		DEFINED	5
			110	3374				
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	8	1123	SH		DEFINED	5
			8	1123				
CONAGRA FOODS INC	COM	205887102	2080	79209	SH		DEFINED	5
			2080	79209				
CONCHO RES INC	COM	20605P101	1828	17907	SH		DEFINED	5
			1828	17907				
CONCUR TECHNOLOGIES INC	COM	206708109	129	2245	SH		DEFINED	5
			129	2245				
CONOCOPHILLIPS	COM	20825C104	61050	803177	SH		DEFINED	5
			61050	803177				

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
CONSOL ENERGY INC	COM	20854P109	37	1093	SH		DEFINED	5

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			37	1093		
CONSOLIDATED EDISON INC	COM	209115104	2399	41063	SH	DEFINED 5
			2399	41063		
CONSOLIDATED GRAPHICS INC	COM	209341106	230	5087	SH	DEFINED 5
			230	5087		
CONSTANT CONTACT INC	COM	210313102	68	2288	SH	DEFINED 5
			68	2288		
CONSTELLATION BRANDS INC	CL A	21036P108	7	310	SH	DEFINED 5
			7	310		
CONTINENTAL RESOURCES INC	COM	212015101	565	6583	SH	DEFINED 5
			565	6583		
CONVERGYS CORP	COM	212485106	84	6275	SH	DEFINED 5
			84	6275		
COOPER COS INC	COM NEW	216648402	1219	14915	SH	DEFINED 5
			1219	14915		
COOPER TIRE & RUBR CO	COM	216831107	74	4846	SH	DEFINED 5
			74	4846		
COPANO ENERGY L L C	COM UNITS	217202100	27	767	SH	DEFINED 5
			27	767		
CORN PRODS INTL INC	COM	219023108	1439	24967	SH	DEFINED 5
			1439	24967		

PAGE 49 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVTMT	DSCRETN	O
				VALUE	SHARES/	SH/	PUT/			
			MANAGER: FIFTH THIRD BANCORP							
			(X\$1000)	PRN	AMT	CALL				
	CORNING INC	COM	219350105	2227	158174	SH		DEFINED	5	
				2227	158174					
	CORPORATE OFFICE PPTYS TR	SH BEN INT	22002T108	722	31089	SH		DEFINED	5	
				722	31089					

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CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	1928	70594	SH	DEFINED	5
			-----	-----			
			1928	70594			
CORVEL CORP	COM	221006109	6	150	SH	DEFINED	5
			-----	-----			
			6	150			
COSTCO WHSL CORP NEW	COM	22160K105	7537	83003	SH	DEFINED	5
			-----	-----			
			7537	83003			
COSTAR GROUP INC	COM	22160N109	99	1440	SH	DEFINED	5
			-----	-----			
			99	1440			
COURIER CORP	COM	222660102	3	225	SH	DEFINED	5
			-----	-----			
			3	225			
COVANCE INC	COM	222816100	1027	21569	SH	DEFINED	5
			-----	-----			
			1027	21569			
COVENTRY HEALTH CARE INC	COM	222862104	3	92	SH	DEFINED	5
			-----	-----			
			3	92			
CRACKER BARREL OLD CTRY STOR	COM	22410J106	18	324	SH	DEFINED	5
			-----	-----			
			18	324			
CRANE CO	COM	224399105	22	453	SH	DEFINED	5
			-----	-----			
			22	453			

				FORM 13F					
PAGE 50 OF 195		NAME OF REPORTING		MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
CREDIT SUISSE ASSET MGMT INC	COM	224916106	44	11711	SH	DEFINED	5		
			-----	-----					
			44	11711					
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	4	145	SH	DEFINED	5		
			-----	-----					
			4	145					
CREDIT SUISSE NASSAU BRH	ETN LKD 30MLP	22542D852	316	12826	SH	DEFINED	5		
			-----	-----					
			316	12826					
CREDIT SUISSE HIGH YLD BND F	SH BEN INT	22544F103	9	2906	SH	DEFINED	5		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/PRN CALL	INVTMT DSCRETN	MA
			9	2906			
CREE INC	COM	225447101	70	2216	SH	DEFINED	5
			70	2216			
CRESTWOOD MIDSTREAM PRNERS	COM UNITS REPS	226372100	1	29	SH	DEFINED	5
			1	29			
CROSS CTRY HEALTHCARE INC	COM	227483104	56	11129	SH	DEFINED	5
			56	11129			
CROSS TIMBERS RTY TR	TR UNIT	22757R109	295	7000	SH	DEFINED	5
			295	7000			
CROWN CASTLE INTL CORP	COM	228227104	147	2764	SH	DEFINED	5
			147	2764			
CROWN HOLDINGS INC	COM	228368106	55	1505	SH	DEFINED	5
			55	1505			
CUBESMART	COM	229663109	213	17890	SH	DEFINED	5
			213	17890			

PAGE 51 OF 195		FORM 13F NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/PRN CALL	INVTMT DSCRETN	MA	
CULLEN FROST BANKERS INC	COM	229899109	2883	49550	SH	DEFINED	5	
			2883	49550				
CUMMINS INC	COM	231021106	12551	104559	SH	DEFINED	5	
			12551	104559				
CURRENCYSHARES AUSTRALIAN DL	AUSTRALIAN DOL	23129U101	16	150	SH	DEFINED	5	
			16	150				
CURRENCYSHARES SWISS FRANC T	SWISS FRANC SH	23129V109	13	120	SH	DEFINED	5	
			13	120				
CURRENCYSHS JAPANESE YEN TR	JAPANESE YEN	23130A102	26	215	SH	DEFINED	5	
			26	215				

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CURRENCYSHARES EURO TR	EURO SHS	23130C108	13	100	SH	DEFINED	5
			-----	-----			
			13	100			
CUTWATER SELECT INCOME FD	COM	232229104	1	63	SH	DEFINED	5
			-----	-----			
			1	63			
CYMER INC	COM	232572107	5	100	SH	DEFINED	5
			-----	-----			
			5	100			
DNP SELECT INCOME FD	COM	23325P104	503	49819	SH	DEFINED	5
			-----	-----			
			503	49819			
D R HORTON INC	COM	23331A109	1337	88112	SH	DEFINED	5
			-----	-----			
			1337	88112			
DTE ENERGY CO	COM	233331107	404	7336	SH	DEFINED	5
			-----	-----			
			404	7336			

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
DWS HIGH INCOME TR	SHS NEW	23337C208	15	1495	SH	DEFINED	5	
			-----	-----				
			15	1495				
DXP ENTERPRISES INC NEW	COM NEW	233377407	422	9707	SH	DEFINED	5	
			-----	-----				
			422	9707				
DWS MUN INCOME TR	COM	23338M106	76	5484	SH	DEFINED	5	
			-----	-----				
			76	5484				
DWS STRATEGIC INCOME TR	SHS	23338N104	24	1672	SH	DEFINED	5	
			-----	-----				
			24	1672				
DWS GLOBAL HIGH INCOME FD	COM	23338W104	19	2299	SH	DEFINED	5	
			-----	-----				
			19	2299				
DANA HLDG CORP	COM	235825205	33	2100	SH	DEFINED	5	
			-----	-----				
			33	2100				
DANAHER CORP DEL	NOTE	1 235851AF9	977	6000	SH	DEFINED	5	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
			977	6000			
DANAHER CORP DEL	COM	235851102	6396	114219	SH	DEFINED	5
			6396	114219			
DARDEN RESTAURANTS INC	COM	237194105	1729	33794	SH	DEFINED	5
			1729	33794			
DAVITA INC	COM	23918K108	157	1742	SH	DEFINED	5
			157	1742			
DEALERTRACK HLDGS INC	COM	242309102	133	4393	SH	DEFINED	5
			133	4393			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
DEAN FOODS CO NEW	COM	242370104	1	117	SH	DEFINED	5
			1	117			
DECKERS OUTDOOR CORP	COM	243537107	22	353	SH	DEFINED	5
			22	353			
DEERE & CO	COM	244199105	29657	366580	SH	DEFINED	5
			29657	366580			
DELAWARE INVT NAT MUNI INC F	SH BEN INT	24610T108	22	1642	SH	DEFINED	5
			22	1642			
DELL INC	COM	24702R101	2836	170908	SH	DEFINED	5
			2836	170908			
DELTA AIR LINES INC DEL	COM NEW	247361702	45	4547	SH	DEFINED	5
			45	4547			
DENBURY RES INC	COM NEW	247916208	5	299	SH	DEFINED	5
			5	299			
DELUXE CORP	COM	248019101	786	33560	SH	DEFINED	5
			786	33560			

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DENDREON CORP	COM	24823Q107	1	125	SH	DEFINED	5
			-----	-----			
			1	125			
DENTSPLY INTL INC NEW	COM	249030107	1306	32538	SH	DEFINED	5
			-----	-----			
			1306	32538			
DEUTSCHE BK AG LDN BRH	PS AGRI LG ETN	25154H533	8	450	SH	DEFINED	5
			-----	-----			
			8	450			

				FORM 13F				
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
DEUTSCHE BK AG LDN BRH	PS AGRI DL ETN	25154H558	118	10600	SH	DEFINED	5	
			-----	-----				
			118	10600				
DEUTSCHE BK AG LDN BRH	PS GOLD DS ETN	25154H756	10	2200	SH	DEFINED	5	
			-----	-----				
			10	2200				
DEVON ENERGY CORP NEW	COM	25179M103	595	8372	SH	DEFINED	5	
			-----	-----				
			595	8372				
DEVRY INC DEL	COM	251893103	5	138	SH	DEFINED	5	
			-----	-----				
			5	138				
DIAGEO P L C	SPON ADR NEW	25243Q205	2549	26415	SH	DEFINED	5	
			-----	-----				
			2549	26415				
DIAMOND FOODS INC	COM	252603105	6	250	SH	DEFINED	5	
			-----	-----				
			6	250				
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	1603	24019	SH	DEFINED	5	
			-----	-----				
			1603	24019				
DICKS SPORTING GOODS INC	COM	253393102	2	50	SH	DEFINED	5	
			-----	-----				
			2	50				
DIEBOLD INC	COM	253651103	58	1500	SH	DEFINED	5	
			-----	-----				
			58	1500				
DIGI INTL INC	COM	253798102	104	9484	SH	DEFINED	5	

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		-----		-----			
		104	9484				
DIGITAL RLTY TR INC	COM	253868103	4143	56010	SH	DEFINED	5
		-----		-----			
		4143	56010				

PAGE 55 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				O
				VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	MANAGER: FIFTH THIRD BANCORP INVSTMT DSCRETN	
	DIME CMNTY BANCSHARES	COM	253922108	295	20225	SH	DEFINED	5
				-----	-----			
				295	20225			
	DILLARDS INC	CL A	254067101	24	388	SH	DEFINED	5
				-----	-----			
				24	388			
	DISNEY WALT CO	COM DISNEY	254687106	23634	539838	SH	DEFINED	5
				-----	-----			
				23634	539838			
	DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	73	1433	SH	DEFINED	5
				-----	-----			
				73	1433			
	DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	42	904	SH	DEFINED	5
				-----	-----			
				42	904			
	DISH NETWORK CORP	CL A	25470M109	2469	74976	SH	DEFINED	5
				-----	-----			
				2469	74976			
	DISCOVER FINL SVCS	COM	254709108	7944	238273	SH	DEFINED	5
				-----	-----			
				7944	238273			
	DIRECTV	COM CL A	25490A101	309	6270	SH	DEFINED	5
				-----	-----			
				309	6270			
	DOLAN CO	COM	25659P402	63	6894	SH	DEFINED	5
				-----	-----			
				63	6894			
	DOLBY LABORATORIES INC	COM	25659T107	5	128	SH	DEFINED	5
				-----	-----			
				5	128			
	DOLE FOOD CO INC NEW	COM	256603101	5	545	SH	DEFINED	5
				-----	-----			
				5	545			

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PAGE 56 OF 195	FORM 13F							
	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	5	O MA
DOLLAR TREE INC	COM	256746108	3796	40175	SH	DEFINED	5	
			3796	40175				
DOMINION RES INC VA NEW	COM	25746U109	12811	250167	SH	DEFINED	5	
			12811	250167				
DOMINOS PIZZA INC	COM	25754A201	551	15180	SH	DEFINED	5	
			551	15180				
DOMTAR CORP	COM NEW	257559203	31	328	SH	DEFINED	5	
			31	328				
DONALDSON INC	COM	257651109	1340	37503	SH	DEFINED	5	
			1340	37503				
DONNELLEY R R & SONS CO	COM	257867101	97	7829	SH	DEFINED	5	
			97	7829				
DOUGLAS EMMETT INC	COM	25960P109	996	43673	SH	DEFINED	5	
			996	43673				
DOVER CORP	COM	260003108	2845	45206	SH	DEFINED	5	
			2845	45206				
DOW CHEM CO	COM	260543103	6718	193946	SH	DEFINED	5	
			6718	193946				
DR PEPPER SNAPPLE GROUP INC	COM	26138E109	60	1486	SH	DEFINED	5	
			60	1486				
DRESSER-RAND GROUP INC	COM	261608103	80	1731	SH	DEFINED	5	
			80	1731				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	5	O
DREYFUS STRATEGIC MUNS INC	COM	261932107	83	9110	SH		DEFINED	5	
			83	9110					
DU PONT E I DE NEMOURS & CO	COM	263534109	48212	911371	SH		DEFINED	5	
			48212	911371					
DUCOMMUN INC DEL	COM	264147109	59	4983	SH		DEFINED	5	
			59	4983					
DUKE ENERGY CORP NEW	COM	26441C105	35266	1678522	SH		DEFINED	5	
			35266	1678522					
DUKE REALTY CORP	COM NEW	264411505	241	16781	SH		DEFINED	5	
			241	16781					
DUN & BRADSTREET CORP DEL NE	COM	26483E100	73	856	SH		DEFINED	5	
			73	856					
DYNASIL CORP AMER	COM	268102100	0	100	SH		DEFINED	5	
				100					
DYNEX CAP INC	COM NEW	26817Q506	44	4600	SH		DEFINED	5	
			44	4600					
E M C CORP MASS	COM	268648102	46612	1559957	SH		DEFINED	5	
			46612	1559957					
EMC INS GROUP INC	COM	268664109	58	2903	SH		DEFINED	5	
			58	2903					
ENI S P A	SPONSORED ADR	26874R108	18	377	SH		DEFINED	5	
			18	377					

PAGE 58 OF 195		FORM 13F NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	5	O

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EOG RES INC	COM	26875P101	3628	32659	SH	DEFINED	5
			-----	-----			
			3628	32659			
EQT CORP	COM	26884L109	82	1708	SH	DEFINED	5
			-----	-----			
			82	1708			
ETFS PRECIOUS METALS BASKET	PHYS PM BSKT	26922W109	19	200	SH	DEFINED	5
			-----	-----			
			19	200			
E TRADE FINANCIAL CORP	COM NEW	269246401	3	260	SH	DEFINED	5
			-----	-----			
			3	260			
EAGLE CAP GROWTH FD INC	COM	269451100	4	619	SH	DEFINED	5
			-----	-----			
			4	619			
EAST WEST BANCORP INC	COM	27579R104	10436	451955	SH	DEFINED	5
			-----	-----			
			10436	451955			
EASTERN VA BANKSHARES INC	COM	277196101	4	1000	SH	DEFINED	5
			-----	-----			
			4	1000			
EASTGROUP PPTY INC	COM	277276101	885	17624	SH	DEFINED	5
			-----	-----			
			885	17624			
EASTMAN CHEM CO	COM	277432100	1155	22340	SH	DEFINED	5
			-----	-----			
			1155	22340			
EASYLINK SERVICES INTL CORP	CL A	277858106	132	26000	SH	DEFINED	5
			-----	-----			
			132	26000			
EATON CORP	COM	278058102	11095	222662	SH	DEFINED	5
			-----	-----			
			11095	222662			

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PAGE 59 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
EATON VANCE OH MUNI INCOME T	SH BEN INT	27826G109	30	2000	SH		DEFINED	5	
			-----	-----					
			30	2000					
EATON VANCE MUNI INCOME TRUS	SH BEN INT	27826U108	15	1076	SH		DEFINED	5	

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		-----		-----			
			15	1076			
EATON VANCE CORP	COM NON VTG	278265103	3724	130286	SH		DEFINED 5
			-----	-----			
			3724	130286			
EATON VANCE MUN BD FD	COM	27827X101	45	3464	SH		DEFINED 5
			-----	-----			
			45	3464			
EATON VANCE ENHANCED EQ INC	COM	278274105	1	80	SH		DEFINED 5
			-----	-----			
			1	80			
EATON VANCE ENH EQTY INC FD	COM	278277108	67	6190	SH		DEFINED 5
			-----	-----			
			67	6190			
EATON VANCE TAX ADVT DIV INC	COM	27828G107	99	5944	SH		DEFINED 5
			-----	-----			
			99	5944			
EATON VANCE LTD DUR INCOME F	COM	27828H105	46	2872	SH		DEFINED 5
			-----	-----			
			46	2872			
EATON VANCE OHIO MUN BD FD	COM	27828L106	29	2050	SH		DEFINED 5
			-----	-----			
			29	2050			
EATON VANCE TX MGD DIV EQ IN	COM	27828N102	3	321	SH		DEFINED 5
			-----	-----			
			3	321			
EATON VANCE SR FLTNG RTE TR	COM	27828Q105	17	1100	SH		DEFINED 5
			-----	-----			
			17	1100			

				FORM 13F					
PAGE 60 OF 195		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
-----		-----		-----		-----		-----	
EATON VANCE TXMGD GL BUYWR O	COM	27829C105	1041	94303	SH			DEFINED 5	
			-----	-----					
			1041	94303					
EATON VANCE TAX MNGD GBL DV	COM	27829F108	27	3069	SH			DEFINED 5	
			-----	-----					
			27	3069					
EATON VANCE RISK MNGD DIV EQ	COM	27829G106	35	3263	SH			DEFINED 5	
			-----	-----					
			35	3263					

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EATON VANCE NATL MUN OPPORT	COM SHS	27829L105	7	300	SH	DEFINED	5
			-----	-----			
			7	300			
EBAY INC	COM	278642103	1082	29335	SH	DEFINED	5
			-----	-----			
			1082	29335			
EBIX INC	COM NEW	278715206	122	5267	SH	DEFINED	5
			-----	-----			
			122	5267			
ECHELON CORP	COM	27874N105	38	8636	SH	DEFINED	5
			-----	-----			
			38	8636			
ECHO GLOBAL LOGISTICS INC	COM	27875T101	84	5238	SH	DEFINED	5
			-----	-----			
			84	5238			
ECHOSTAR CORP	CL A	278768106	4	144	SH	DEFINED	5
			-----	-----			
			4	144			
ECOLAB INC	COM	278865100	22883	370750	SH	DEFINED	5
			-----	-----			
			22883	370750			
EDELMAN FINL GROUP INC	COM	27943Q105	54	8152	SH	DEFINED	5
			-----	-----			
			54	8152			

PAGE 61 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				O
				VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	MANAGER: FIFTH THIRD BANCORP INVSTMT DSCRETN	
	EDISON INTL	COM	281020107	1156	27188	SH	DEFINED	5
				-----	-----			
				1156	27188			
	EDWARDS LIFESCIENCES CORP	COM	28176E108	92	1259	SH	DEFINED	5
				-----	-----			
				92	1259			
	EL PASO CORP	COM	28336L109	218	7377	SH	DEFINED	5
				-----	-----			
				218	7377			
	EL PASO ELEC CO	COM NEW	283677854	153	4724	SH	DEFINED	5
				-----	-----			
				153	4724			
	EL PASO ENERGY CAP TR I	PFD CV TR SECS	283678209	23	500	SH	DEFINED	5

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			23	500		
ELDORADO GOLD CORP NEW	COM	284902103	11	790	SH	DEFINED 5
			11	790		
ELECTRONIC ARTS INC	COM	285512109	3	210	SH	DEFINED 5
			3	210		
ELIZABETH ARDEN INC	COM	28660G106	227	6500	SH	DEFINED 5
			227	6500		
EMCOR GROUP INC	COM	29084Q100	4	148	SH	DEFINED 5
			4	148		
EMERSON ELEC CO	COM	291011104	74872	1434883	SH	DEFINED 5
			74872	1434883		
EMPIRE DIST ELEC CO	COM	291641108	22	1074	SH	DEFINED 5
			22	1074		

PAGE	62 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		SH/ PUT/ INVSTMT	DSCRETN	O MA
					VALUE (X\$1000)	SHARES/ PRN AMT			
		EMULEX CORP	COM NEW	292475209	5	500	SH	DEFINED 5	
					5	500			
		ENBRIDGE INC	COM	29250N105	3282	84466	SH	DEFINED 5	
					3282	84466			
		ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	93	2990	SH	DEFINED 5	
					93	2990			
		ENCANA CORP	COM	292505104	129	6551	SH	DEFINED 5	
					129	6551			
		ENDEAVOUR INTL CORP	COM NEW	29259G200	192	16216	SH	DEFINED 5	
					192	16216			
		ENDO PHARMACEUTICALS HLDGS I	COM	29264F205	34	867	SH	DEFINED 5	
					34	867			

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ENERGEN CORP	COM	29265N108	112	2285	SH	DEFINED	5
			-----	-----			
			112	2285			
ENERGIZER HLDGS INC	COM	29266R108	1232	16608	SH	DEFINED	5
			-----	-----			
			1232	16608			
ENDOLOGIX INC	COM	29266S106	393	26842	SH	DEFINED	5
			-----	-----			
			393	26842			
ENERGY SVCS OF AMERICA CORP	COM	29271Q103	7	1852	SH	DEFINED	5
			-----	-----			
			7	1852			
ENERGY TRANSFER PARTNRS L P	UNIT LTD PARTN	29273R109	725	15463	SH	DEFINED	5
			-----	-----			
			725	15463			

				FORM 13F					
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ENERPLUS CORP	COM	292766102	195	8717	SH	DEFINED	5		
			-----	-----					
			195	8717					
ENSCO PLC	SPONSORED ADR	29358Q109	2296	43385	SH	DEFINED	5		
			-----	-----					
			2296	43385					
ENTEGRIS INC	COM	29362U104	169	18049	SH	DEFINED	5		
			-----	-----					
			169	18049					
ENTERCOM COMMUNICATIONS CORP	CL A	293639100	13	2078	SH	DEFINED	5		
			-----	-----					
			13	2078					
ENERGY CORP NEW	COM	29364G103	230	3418	SH	DEFINED	5		
			-----	-----					
			230	3418					
ENTERPRISE PRODS PARTNERS L	COM	293792107	1822	36108	SH	DEFINED	5		
			-----	-----					
			1822	36108					
ENTERTAINMENT PPTYS TR	COM SH BEN INT	29380T105	1786	38498	SH	DEFINED	5		
			-----	-----					
			1786	38498					
ENVESTNET INC	COM	29404K106	303	24230	SH	DEFINED	5		

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			303	24230			
EQUIFAX INC	COM	294429105	574	12977	SH	DEFINED	5
			574	12977			
EQUINIX INC	COM NEW	29444U502	336	2134	SH	DEFINED	5
			336	2134			
EQUITY RESIDENTIAL	SH BEN INT	29476L107	3060	48872	SH	DEFINED	5
			3060	48872			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
ERICSSON L M TEL CO	ADR B SEK 10	294821608	6	599	SH	DEFINED	5	
			6	599				
ERIE INDY CO	CL A	29530P102	24	303	SH	DEFINED	5	
			24	303				
ESCALADE INC	COM	296056104	26	4450	SH	DEFINED	5	
			26	4450				
ESSEX PPTY TR INC	COM	297178105	1633	10779	SH	DEFINED	5	
			1633	10779				
ETABLISSEMENTS DELHAIZE FRER	SPONSORED ADR	29759W101	9	170	SH	DEFINED	5	
			9	170				
EVERCORE PARTNERS INC	CLASS A	29977A105	262	9024	SH	DEFINED	5	
			262	9024				
EXELON CORP	COM	30161N101	3628	92520	SH	DEFINED	5	
			3628	92520				
EXELIS INC	COM	30162A108	119	9481	SH	DEFINED	5	
			119	9481				
EXFO INC	SUB VTG SHS	302046107	37	5171	SH	DEFINED	5	
			37	5171				

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EXPEDIA INC DEL	COM NEW	30212P303	61	1810	SH	DEFINED	5
			-----	-----			
			61	1810			
EXPEDITORS INTL WASH INC	COM	302130109	134	2874	SH	DEFINED	5
			-----	-----			
			134	2874			

PAGE	65 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F			INVTMT	DSCRETN	O
					VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL			
					NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
		EXPRESS SCRIPTS INC	COM	302182100	3076	56768	SH	DEFINED	5	
					-----	-----				
					3076	56768				
		EXPRESS INC	COM	30219E103	336	13438	SH	DEFINED	5	
					-----	-----				
					336	13438				
		EXTERRAN PARTNERS LP	COM UNITS	30225N105	17	800	SH	DEFINED	5	
					-----	-----				
					17	800				
		EXTRA SPACE STORAGE INC	COM	30225T102	430	14930	SH	DEFINED	5	
					-----	-----				
					430	14930				
		EXXON MOBIL CORP	COM	30231G102	300049	3459573	SH	DEFINED	5	
					-----	-----				
					300049	3459573				
		FEI CO	COM	30241L109	467	9515	SH	DEFINED	5	
					-----	-----				
					467	9515				
		FLIR SYS INC	COM	302445101	25	999	SH	DEFINED	5	
					-----	-----				
					25	999				
		FMC TECHNOLOGIES INC	COM	30249U101	637	12638	SH	DEFINED	5	
					-----	-----				
					637	12638				
		F M C CORP	COM NEW	302491303	3779	35700	SH	DEFINED	5	
					-----	-----				
					3779	35700				
		FNB CORP PA	COM	302520101	405	33496	SH	DEFINED	5	
					-----	-----				
					405	33496				
		FACTSET RESH SYS INC	COM	303075105	103	1042	SH	DEFINED	5	

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PAGE 66 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVTMT DSCRETN	O MA
				VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	MANAGER:FIFTH THIRD BANCORP		
	FAMILY DLR STORES INC	COM	307000109	441	6968	SH	DEFINED	5	
				-----	-----				
				441	6968				
	FARO TECHNOLOGIES INC	COM	311642102	133	2288	SH	DEFINED	5	
				-----	-----				
				133	2288				
	FASTENAL CO	COM	311900104	5718	105698	SH	DEFINED	5	
				-----	-----				
				5718	105698				
	FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	1370	14154	SH	DEFINED	5	
				-----	-----				
				1370	14154				
	FEDERATED INVS INC PA	CL B	314211103	11	489	SH	DEFINED	5	
				-----	-----				
				11	489				
	FEDEX CORP	COM	31428X106	10315	112165	SH	DEFINED	5	
				-----	-----				
				10315	112165				
	FERRELLGAS PARTNERS L.P.	UNIT LTD PART	315293100	152	10100	SH	DEFINED	5	
				-----	-----				
				152	10100				
	F5 NETWORKS INC	COM	315616102	4375	32414	SH	DEFINED	5	
				-----	-----				
				4375	32414				
	FIDELITY NATL INFORMATION SV	COM	31620M106	464	14000	SH	DEFINED	5	
				-----	-----				
				464	14000				
	FIDELITY NATIONAL FINANCIAL	CL A	31620R105	11	586	SH	DEFINED	5	
				-----	-----				
				11	586				
	FIFTH THIRD BANCORP	COM	316773100	31220	2222836	SH	DEFINED	5	
				-----	-----				
				31220	2222836				

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PAGE	67 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVESTMENT DISCRETION	5
					VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/PRN CALL	MANAGER: FIFTH THIRD BANCORP		
		FIFTH THIRD BANCORP	CNV PFD DEP1/2	316773209	5259	36830	SH	DEFINED	5	
					5259	36830				
		FINANCIAL ENGINES INC	COM	317485100	91	4073	SH	DEFINED	5	
					91	4073				
		FIRST AMERN FINL CORP	COM	31847R102	6	361	SH	DEFINED	5	
					6	361				
		FIRST CTZNS BANCSHARES INC N	CL A	31946M103	23	127	SH	DEFINED	5	
					23	127				
		FIRST FINL BANCORP OH	COM	320209109	48	2795	SH	DEFINED	5	
					48	2795				
		FIRST HORIZON NATL CORP	COM	320517105	2	167	SH	DEFINED	5	
					2	167				
		FIRST INDUSTRIAL REALTY TRUS	COM	32054K103	1068	86477	SH	DEFINED	5	
					1068	86477				
		FIRST NIAGARA FINL GP INC	COM	33582V108	35	3604	SH	DEFINED	5	
					35	3604				
		FIRST PACTRUST BANCORP INC	COM	33589V101	102	8580	SH	DEFINED	5	
					102	8580				
		FIRST POTOMAC RLTY TR	COM	33610F109	118	9785	SH	DEFINED	5	
					118	9785				
		FIRST REP BK SAN FRANCISCO C	COM	33616C100	0	7	SH	DEFINED	5	
						7				

PAGE	68 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				INVESTMENT DISCRETION	5
					VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/PRN CALL	MANAGER: FIFTH THIRD BANCORP		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
FIRST SOLAR INC	COM	336433107	17	672	SH			DEFINED	5
			17	672					
FIRST TR/ABERDEEN EMERG OPT	COM	33731K102	11	552	SH			DEFINED	5
			11	552					
FIRST TR ACTIVE DIVID INCOME	COM	33731L100	22	2500	SH			DEFINED	5
			22	2500					
FIRST TR ISE CHINDIA INDEX F	COM	33733A102	6	293	SH			DEFINED	5
			6	293					
FIRST TRUST SPECIALTY FINANC	COM BEN INTR	33733G109	4	500	SH			DEFINED	5
			4	500					
FIRST TR S&P REIT INDEX FD	COM	33734G108	31	1830	SH			DEFINED	5
			31	1830					
FIRST TR NASDAQ100 TECH INDE	SHS	337345102	52	1800	SH			DEFINED	5
			52	1800					
FIRST TR MID CAP CORE ALPHAD	COM SHS	33735B108	16	425	SH			DEFINED	5
			16	425					
FIRST TR LRG CP VL ALPHAD	COM SHS	33735J101	20	684	SH			DEFINED	5
			20	684					
FIRST TR LRG CP GRWTH ALPHAD	COM SHS	33735K108	33	1107	SH			DEFINED	5
			33	1107					
FIRST TR STRATEGIC HIGH INC	COM SHS NEW	337353304	9	497	SH			DEFINED	5
			9	497					

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	AMT	SH/ PUT/ PRN	CALL	INVSTMT DSCRETN	O MA
FIRST TR HIGH INCOME L/S FD	COM	33738E109	24	1350	SH			DEFINED	5
			24	1350					

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FISERV INC	COM	337738108	8335	120123	SH	DEFINED	5
			-----	-----			
			8335	120123			
FIRSTMERIT CORP	COM	337915102	3	205	SH	DEFINED	5
			-----	-----			
			3	205			
FIRSTENERGY CORP	COM	337932107	1447	31749	SH	DEFINED	5
			-----	-----			
			1447	31749			
FLAHERTY & CRUMRINE PFD INC	COM	33848E106	6595	600095	SH	DEFINED	5
			-----	-----			
			6595	600095			
FLUOR CORP NEW	COM	343412102	1830	30486	SH	DEFINED	5
			-----	-----			
			1830	30486			
FLOWSERVE CORP	COM	34354P105	959	8305	SH	DEFINED	5
			-----	-----			
			959	8305			
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	4	173	SH	DEFINED	5
			-----	-----			
			4	173			
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	1630	19809	SH	DEFINED	5
			-----	-----			
			1630	19809			
FOOT LOCKER INC	COM	344849104	1738	55990	SH	DEFINED	5
			-----	-----			
			1738	55990			
FORD MTR CO DEL	COM PAR \$0.01	345370860	9481	759957	SH	DEFINED	5
			-----	-----			
			9481	759957			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
FOREST CITY ENTERPRISES INC	CL A	345550107	11	700	SH		DEFINED	5
			-----	-----				
			11	700				
FOREST LABS INC	COM	345838106	137	3955	SH		DEFINED	5
			-----	-----				
			137	3955				
FORRESTER RESH INC	COM	346563109	50	1554	SH		DEFINED	5

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			50	1554		
FORTINET INC	COM	34959E109	11	415	SH	DEFINED 5
			11	415		
FORTUNE BRANDS HOME & SEC IN	COM	34964C106	481	21786	SH	DEFINED 5
			481	21786		
FORWARD AIR CORP	COM	349853101	1604	43739	SH	DEFINED 5
			1604	43739		
FRANCE TELECOM	SPONSORED ADR	35177Q105	151	10155	SH	DEFINED 5
			151	10155		
FRANDESCAS HLDGS CORP	COM	351793104	32	1000	SH	DEFINED 5
			32	1000		
FRANKLIN ELEC INC	COM	353514102	37	756	SH	DEFINED 5
			37	756		
FRANKLIN RES INC	COM	354613101	769	6198	SH	DEFINED 5
			769	6198		
FRANKLIN TEMPLETON LTD DUR I	COM	35472T101	9	666	SH	DEFINED 5
			9	666		

		FORM 13F						
PAGE 71 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
FREDS INC	CL A	356108100	261	17837	SH		DEFINED 5	
			261	17837				
FREEMPORT-MCMORAN COPPER & GO	COM	35671D857	13547	356129	SH		DEFINED 5	
			13547	356129				
FREIGHTCAR AMER INC	COM	357023100	2	85	SH		DEFINED 5	
			2	85				
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	1164	16469	SH		DEFINED 5	
			1164	16469				

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FRESH MKT INC	COM	35804H106	123	2558	SH	DEFINED	5
			-----	-----			
			123	2558			
FRISCHS RESTAURANTS INC	COM	358748101	121	4474	SH	DEFINED	5
			-----	-----			
			121	4474			
FRONTIER COMMUNICATIONS CORP	COM	35906A108	123	29563	SH	DEFINED	5
			-----	-----			
			123	29563			
FUEL SYS SOLUTIONS INC	COM	35952W103	848	32432	SH	DEFINED	5
			-----	-----			
			848	32432			
FULLER H B CO	COM	359694106	19	584	SH	DEFINED	5
			-----	-----			
			19	584			
G & K SVCS INC	CL A	361268105	9	252	SH	DEFINED	5
			-----	-----			
			9	252			
GATX CORP	COM	361448103	2481	61570	SH	DEFINED	5
			-----	-----			
			2481	61570			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
GSI GROUP INC CDA NEW	COM NEW	36191C205	4	332	SH	DEFINED	5		
			-----	-----					
			4	332					
GNC HLDGS INC	COM CL A	36191G107	473	13545	SH	DEFINED	5		
			-----	-----					
			473	13545					
GT ADVANCED TECHNOLOGIES INC	COM	36191U106	4	507	SH	DEFINED	5		
			-----	-----					
			4	507					
GSE HLDG INC	COM	36191X100	357	27170	SH	DEFINED	5		
			-----	-----					
			357	27170					
GABELLI EQUITY TR INC	COM	362397101	46	8040	SH	DEFINED	5		
			-----	-----					
			46	8040					
GABELLI UTIL TR	COM	36240A101	25	3050	SH	DEFINED	5		

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			25	3050		
GABELLI DIVD & INCOME TR	COM	36242H104	39	2387	SH	DEFINED 5
			39	2387		
GABELLI HLTHCARE & WELLNESS	SHS	36246K103	1	85	SH	DEFINED 5
			1	85		
GAFISA S A	SPONS ADR	362607301	1	250	SH	DEFINED 5
			1	250		
GALLAGHER ARTHUR J & CO	COM	363576109	125	3500	SH	DEFINED 5
			125	3500		
GAMESTOP CORP NEW	CL A	36467W109	40	1831	SH	DEFINED 5
			40	1831		

				FORM 13F			
PAGE 73 OF 195		NAME OF REPORTING	MANAGER:	FIFTH THIRD BANCORP			
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
GANNETT INC	COM	364730101	1498	97706	SH	DEFINED 5	
			1498	97706			
GAP INC DEL	COM	364760108	138	5262	SH	DEFINED 5	
			138	5262			
GARDNER DENVER INC	COM	365558105	26	420	SH	DEFINED 5	
			26	420			
GENERAL AMERN INVS INC	COM	368802104	840	28954	SH	DEFINED 5	
			840	28954			
GENERAL CABLE CORP DEL NEW	COM	369300108	999	34340	SH	DEFINED 5	
			999	34340			
GENERAL DYNAMICS CORP	COM	369550108	7637	104077	SH	DEFINED 5	
			7637	104077			
GENERAL ELECTRIC CO	COM	369604103	113392	5649803	SH	DEFINED 5	
			113392	5649803			

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GENERAL GROWTH PPTYS INC NEW	COM	370023103	18	1035	SH	DEFINED	5
			-----	-----			
			18	1035			
GENERAL MLS INC	COM	370334104	13713	347603	SH	DEFINED	5
			-----	-----			
			13713	347603			
GENERAL MTRS CO	COM	37045V100	168	6544	SH	DEFINED	5
			-----	-----			
			168	6544			
GENERAL MTRS CO	*W EXP 07/10/2	37045V118	6	374	SH	DEFINED	5
			-----	-----			
			6	374			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
GENERAL MTRS CO	*W EXP 07/10/2	37045V126	4	374	SH	DEFINED	5	
			-----	-----				
			4	374				
GENERAL MTRS CO	JR PFD CNV SRB	37045V209	3	71	SH	DEFINED	5	
			-----	-----				
			3	71				
GENTEX CORP	COM	371901109	4556	185971	SH	DEFINED	5	
			-----	-----				
			4556	185971				
GENOMIC HEALTH INC	COM	37244C101	18	601	SH	DEFINED	5	
			-----	-----				
			18	601				
GENUINE PARTS CO	COM	372460105	19857	316450	SH	DEFINED	5	
			-----	-----				
			19857	316450				
GENTIVA HEALTH SERVICES INC	COM	37247A102	1	75	SH	DEFINED	5	
			-----	-----				
			1	75				
GENWORTH FINL INC	COM CL A	37247D106	30	3625	SH	DEFINED	5	
			-----	-----				
			30	3625				
GERDAU S A	SPONSORED ADR	373737105	4	455	SH	DEFINED	5	
			-----	-----				
			4	455				
GERMAN AMERN BANCORP INC	COM	373865104	173	8878	SH	DEFINED	5	

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			-----	-----			
			173	8878			
GERON CORP	COM	374163103	54	31672	SH		DEFINED 5
			-----	-----			
			54	31672			
GILEAD SCIENCES INC	COM	375558103	32916	673673	SH		DEFINED 5
			-----	-----			
			32916	673673			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
GLACIER BANCORP INC NEW	COM	37637Q105	148	9881	SH		DEFINED 5	
			-----	-----				
			148	9881				
GLADSTONE CAPITAL CORP	COM	376535100	47	5740	SH		DEFINED 5	
			-----	-----				
			47	5740				
GLADSTONE COML CORP	COM	376536108	59	3445	SH		DEFINED 5	
			-----	-----				
			59	3445				
GLADSTONE INVT CORP	COM	376546107	20	2666	SH		DEFINED 5	
			-----	-----				
			20	2666				
GLATFELTER	COM	377316104	259	16390	SH		DEFINED 5	
			-----	-----				
			259	16390				
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	4669	103969	SH		DEFINED 5	
			-----	-----				
			4669	103969				
GLOBAL CASH ACCESS HLDGS INC	COM	378967103	94	12047	SH		DEFINED 5	
			-----	-----				
			94	12047				
GLOBALSTAR INC	COM	378973408	82	116600	SH		DEFINED 5	
			-----	-----				
			82	116600				
GLIMCHER RLTY TR	SH BEN INT	379302102	4	400	SH		DEFINED 5	
			-----	-----				
			4	400				
GLOBAL PMTS INC	COM	37940X102	531	11186	SH		DEFINED 5	
			-----	-----				
			531	11186				

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GLOBAL GEOPHYSICAL SVCS INC	COM	37946S107	397	37432	SH	DEFINED	5
			-----	-----			
			397	37432			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT 5	

GLOBAL X FDS	GLB X CDA PFD	37950E481	641	44739	SH	DEFINED	5	
			-----	-----				
			641	44739				
GLOBAL X FDS	GLB X LITHIUM	37950E762	4	215	SH	DEFINED	5	
			-----	-----				
			4	215				
GLOBAL X FDS	SILVER MNR ETF	37950E853	84	3800	SH	DEFINED	5	
			-----	-----				
			84	3800				
GOLD RESOURCE CORP	COM	38068T105	8	318	SH	DEFINED	5	
			-----	-----				
			8	318				
GOLDCORP INC NEW	COM	380956409	1069	23728	SH	DEFINED	5	
			-----	-----				
			1069	23728				
GOLDMAN SACHS GROUP INC	COM	38141G104	13731	110407	SH	DEFINED	5	
			-----	-----				
			13731	110407				
GOODRICH CORP	COM	382388106	1578	12580	SH	DEFINED	5	
			-----	-----				
			1578	12580				
GOODYEAR TIRE & RUBR CO	COM	382550101	30	2648	SH	DEFINED	5	
			-----	-----				
			30	2648				
GOOGLE INC	CL A	38259P508	34233	53386	SH	DEFINED	5	
			-----	-----				
			34233	53386				
GRACO INC	COM	384109104	156	2934	SH	DEFINED	5	
			-----	-----				
			156	2934				
GRAINGER W W INC	COM	384802104	5019	23364	SH	DEFINED	5	
			-----	-----				
			5019	23364				

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	5	O MA
GRAND CANYON ED INC	COM	38526M106	480	27026	SH		DEFINED	5	
			480	27026					
GREAT NORTHN IRON ORE PPTYS	CTFS BEN INT	391064102	19	200	SH		DEFINED	5	
			19	200					
GREAT PANTHER SILVER LTD	COM	39115V101	47	20973	SH		DEFINED	5	
			47	20973					
GREAT PLAINS ENERGY INC	COM	391164100	55	2736	SH		DEFINED	5	
			55	2736					
GREATBATCH INC	COM	39153L106	124	5054	SH		DEFINED	5	
			124	5054					
GREEN MTN COFFEE ROASTERS IN	COM	393122106	10	222	SH		DEFINED	5	
			10	222					
GREENBRIER COS INC	COM	393657101	377	19056	SH		DEFINED	5	
			377	19056					
GREENHILL & CO INC	COM	395259104	0	5	SH		DEFINED	5	
				5					
GREENWAY MED TECHNOLOGIES IN	COM	39679B103	343	22480	SH		DEFINED	5	
			343	22480					
H & E EQUIPMENT SERVICES INC	COM	404030108	334	17636	SH		DEFINED	5	
			334	17636					
HCP INC	COM	40414L109	14505	367590	SH		DEFINED	5	
			14505	367590					

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	2515	73760	SH		DEFINED	5
			2515	73760				
HMS HLDGS CORP	COM	40425J101	624	19995	SH		DEFINED	5
			624	19995				
HNI CORP	COM	404251100	680	24500	SH		DEFINED	5
			680	24500				
HSBC HLDGS PLC	SPON ADR NEW	404280406	2302	51865	SH		DEFINED	5
			2302	51865				
HSBC HLDGS PLC	ADR A 1/40PF A	404280604	1384	55595	SH		DEFINED	5
			1384	55595				
HALLIBURTON CO	COM	406216101	723	21777	SH		DEFINED	5
			723	21777				
JOHN HANCOCK BK &THRIFT OPP	SH BEN INT NEW	409735206	174	10103	SH		DEFINED	5
			174	10103				
HANCOCK HLDG CO	COM	410120109	964	27142	SH		DEFINED	5
			964	27142				
HANCOCK JOHN INCOME SECS TR	COM	410123103	5	343	SH		DEFINED	5
			5	343				
HANCOCK JOHN PREMUIIM DIV FD	COM SH BEN INT	41013T105	102	7561	SH		DEFINED	5
			102	7561				
HANCOCK JOHN TAX-ADV DIV INC	COM	41013V100	5	300	SH		DEFINED	5
			5	300				

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
HANCOCK JOHN INVS TR	COM	410142103	50	2184	SH		DEFINED	5

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			50	2184				
HANCOCK JOHN PFD INCOME FD I	COM	41021P103	102	5721	SH	DEFINED	5	
			102	5721				
HANESBRANDS INC	COM	410345102	88	2983	SH	DEFINED	5	
			88	2983				
HANMI FINL CORP	COM NEW	410495204	54	5381	SH	DEFINED	5	
			54	5381				
HANSEN MEDICAL INC	COM	411307101	2	800	SH	DEFINED	5	
			2	800				
HARLEY DAVIDSON INC	COM	412822108	92	1881	SH	DEFINED	5	
			92	1881				
HARMAN INTL INDS INC	COM	413086109	40	850	SH	DEFINED	5	
			40	850				
HARMONIC INC	COM	413160102	793	145016	SH	DEFINED	5	
			793	145016				
HARRIS & HARRIS GROUP INC	COM	413833104	12	3000	SH	DEFINED	5	
			12	3000				
HARRIS CORP DEL	COM	413875105	3675	81512	SH	DEFINED	5	
			3675	81512				
HARSCO CORP	COM	415864107	568	24217	SH	DEFINED	5	
			568	24217				

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA	
HARTFORD FINL SVCS GROUP INC	COM	416515104	1165	55288	SH	DEFINED	5	
			1165	55288				
HASBRO INC	COM	418056107	469	12759	SH	DEFINED	5	
			469	12759				

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HATTERAS FINL CORP	COM	41902R103	1179	42266	SH	DEFINED	5
			-----	-----			
			1179	42266			
HAWAIIAN ELEC INDUSTRIES	COM	419870100	20	781	SH	DEFINED	5
			-----	-----			
			20	781			
HEALTHSOUTH CORP	COM NEW	421924309	38	1878	SH	DEFINED	5
			-----	-----			
			38	1878			
HEALTH MGMT ASSOC INC NEW	CL A	421933102	1	100	SH	DEFINED	5
			-----	-----			
			1	100			
HEADWATERS INC	COM	42210P102	17	4000	SH	DEFINED	5
			-----	-----			
			17	4000			
HEALTH CARE REIT INC	COM	42217K106	3122	56810	SH	DEFINED	5
			-----	-----			
			3122	56810			
HEALTH NET INC	COM	42222G108	107	2702	SH	DEFINED	5
			-----	-----			
			107	2702			
HECLA MNG CO	COM	422704106	487	105390	SH	DEFINED	5
			-----	-----			
			487	105390			
HEINZ H J CO	COM	423074103	5370	100277	SH	DEFINED	5
			-----	-----			
			5370	100277			

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----			-----					-----
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	1293	72621	SH	DEFINED	5	
			-----	-----				
			1293	72621				
HELMERICH & PAYNE INC	COM	423452101	232	4295	SH	DEFINED	5	
			-----	-----				
			232	4295				
HERCULES TECH GROWTH CAP INC	COM	427096508	1242	112138	SH	DEFINED	5	
			-----	-----				
			1242	112138				
HERITAGE CRYSTAL CLEAN INC	COM	42726M106	40	2000	SH	DEFINED	5	

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				40	2000		
HERSHEY CO	COM	427866108	2914	47510	SH	DEFINED	5
				2914	47510		
HERTZ GLOBAL HOLDINGS INC	COM	42805T105	99	6609	SH	DEFINED	5
				99	6609		
HESS CORP	COM	42809H107	605	10270	SH	DEFINED	5
				605	10270		
HEWLETT PACKARD CO	COM	428236103	7808	327664	SH	DEFINED	5
				7808	327664		
HEXCEL CORP NEW	COM	428291108	339	14113	SH	DEFINED	5
				339	14113		
HIGHWOODS PPTYS INC	COM	431284108	167	5000	SH	DEFINED	5
				167	5000		
HILL ROM HLDGS INC	COM	431475102	4247	127103	SH	DEFINED	5
				4247	127103		

				FORM 13F					
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
HILLENBRAND INC	COM	431571108	3382	147363	SH	DEFINED	5		
				3382	147363				
HIMAX TECHNOLOGIES INC	SPONSORED ADR	43289P106	4	2000	SH	DEFINED	5		
				4	2000				
HITACHI LIMITED	ADR 10 COM	433578507	1865	28827	SH	DEFINED	5		
				1865	28827				
HOLLY ENERGY PARTNERS L P	COM UT LTD PTN	435763107	153	2500	SH	DEFINED	5		
				153	2500				
HOLLYFRONTIER CORP	COM	436106108	171	5314	SH	DEFINED	5		
				171	5314				

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HOLOGIC INC	COM	436440101	845	39216	SH	DEFINED	5
			-----	-----			
			845	39216			
HOME DEPOT INC	COM	437076102	41936	833555	SH	DEFINED	5
			-----	-----			
			41936	833555			
HONDA MOTOR LTD	AMERN SHS	438128308	2195	57123	SH	DEFINED	5
			-----	-----			
			2195	57123			
HONEYWELL INTL INC	COM	438516106	40307	660223	SH	DEFINED	5
			-----	-----			
			40307	660223			
HOOKER FURNITURE CORP	COM	439038100	70	5145	SH	DEFINED	5
			-----	-----			
			70	5145			
HORMEL FOODS CORP	COM	440452100	229	7759	SH	DEFINED	5
			-----	-----			
			229	7759			

FORM 13F

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
HORSEHEAD HLDG CORP	COM	440694305	40	3519	SH	DEFINED	5
			-----	-----			
			40	3519			
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	3002	113413	SH	DEFINED	5
			-----	-----			
			3002	113413			
HOSPIRA INC	COM	441060100	294	7857	SH	DEFINED	5
			-----	-----			
			294	7857			
HOST HOTELS & RESORTS INC	COM	44107P104	1292	78689	SH	DEFINED	5
			-----	-----			
			1292	78689			
HOT TOPIC INC	COM	441339108	5	500	SH	DEFINED	5
			-----	-----			
			5	500			
HOUSTON AMERN ENERGY CORP	COM	44183U100	3	509	SH	DEFINED	5
			-----	-----			
			3	509			
HOWARD HUGHES CORP	COM	44267D107	6	99	SH	DEFINED	5

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			-----	-----		
			6	99		
HUANENG PWR INTL INC	SPON ADR H SHS	443304100	11	500 SH	DEFINED	5
			-----	-----		
			11	500		
HUBBELL INC	CL B	443510201	2131	27113 SH	DEFINED	5
			-----	-----		
			2131	27113		
HUDSON CITY BANCORP	COM	443683107	2	335 SH	DEFINED	5
			-----	-----		
			2	335		
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	25	1700 SH	DEFINED	5
			-----	-----		
			25	1700		

PAGE	84 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				O
					VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	
					NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
		HUMANA INC	COM	444859102	2892	31269 SH	DEFINED	5	
					-----	-----			
					2892	31269			
		HUMAN GENOME SCIENCES INC	COM	444903108	0	38 SH	DEFINED	5	
					-----	-----			
						38			
		HUNT J B TRANS SVCS INC	COM	445658107	18	325 SH	DEFINED	5	
					-----	-----			
					18	325			
		HUNTINGTON BANCSHARES INC	COM	446150104	684	106079 SH	DEFINED	5	
					-----	-----			
					684	106079			
		HUNTINGTON INGALLS INDS INC	COM	446413106	251	6248 SH	DEFINED	5	
					-----	-----			
					251	6248			
		HUNTSMAN CORP	COM	447011107	34	2448 SH	DEFINED	5	
					-----	-----			
					34	2448			
		HYPERDYNAMICS CORP	COM	448954107	1	1000 SH	DEFINED	5	
					-----	-----			
					1	1000			
		IAC INTERACTIVECORP	COM PAR \$.001	44919P508	8	170 SH	DEFINED	5	
					-----	-----			
					8	170			

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ING PRIME RATE TR	SH BEN INT	44977W106	104	18300	SH	DEFINED	5
			-----	-----			
			104	18300			
IPG PHOTONICS CORP	COM	44980X109	26	500	SH	DEFINED	5
			-----	-----			
			26	500			
ING ASIA PAC HGH DIVID EQ IN	COM	44983J107	16	1000	SH	DEFINED	5
			-----	-----			
			16	1000			

		FORM 13F						
PAGE 85 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
IPC THE HOSPITALIST CO INC	COM	44984A105	90	2442	SH	DEFINED	5	
			-----	-----				
			90	2442				
ITT EDUCATIONAL SERVICES INC	COM	45068B109	2	30	SH	DEFINED	5	
			-----	-----				
			2	30				
IBERIABANK CORP	COM	450828108	10	185	SH	DEFINED	5	
			-----	-----				
			10	185				
ITT CORP NEW	COM NEW	450911201	109	4740	SH	DEFINED	5	
			-----	-----				
			109	4740				
ICICI BK LTD	ADR	45104G104	870	24952	SH	DEFINED	5	
			-----	-----				
			870	24952				
IDEX CORP	COM	45167R104	685	16258	SH	DEFINED	5	
			-----	-----				
			685	16258				
ILLINOIS TOOL WKS INC	COM	452308109	28787	503970	SH	DEFINED	5	
			-----	-----				
			28787	503970				
ILLUMINA INC	COM	452327109	1	24	SH	DEFINED	5	
			-----	-----				
			1	24				
IMATION CORP	COM	45245A107	1	100	SH	DEFINED	5	
			-----	-----				
			1	100				
IMMUNOGEN INC	COM	45253H101	30	2084	SH	DEFINED	5	

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		-----		-----	
		30	2084		
IMPAX LABORATORIES INC	COM	45256B101	5	217	SH DEFINED 5

		5	217		

PAGE 86 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		SH/ PUT/ INVSTMT DSCRETN	O MA
				VALUE (X\$1000)	SHARES/ PRN AMT		
	IMMUNOMEDICS INC	COM	452907108	31	8423	SH	DEFINED 5
				-----	-----		
				31	8423		
	IMPERIAL OIL LTD	COM NEW	453038408	757	16682	SH	DEFINED 5
				-----	-----		
				757	16682		
	IMPERIAL SUGAR CO NEW	COM NEW	453096208	0	44	SH	DEFINED 5
				-----	-----		
					44		
	INCYTE CORP	COM	45337C102	19	1000	SH	DEFINED 5
				-----	-----		
				19	1000		
	INDEPENDENT BANK CORP MASS	COM	453836108	242	8422	SH	DEFINED 5
				-----	-----		
				242	8422		
	INDEPENDENT BANK CORP MICH	COM NEW	453838609	2	799	SH	DEFINED 5
				-----	-----		
				2	799		
	INDIA FD INC	COM	454089103	30	1346	SH	DEFINED 5
				-----	-----		
				30	1346		
	INERGY L P	UNIT LTD PTNR	456615103	44	2690	SH	DEFINED 5
				-----	-----		
				44	2690		
	INFORMATICA CORP	COM	45666Q102	88	1658	SH	DEFINED 5
				-----	-----		
				88	1658		
	INFOSPACE INC	COM PAR \$.0001	45678T300	195	15217	SH	DEFINED 5
				-----	-----		
				195	15217		
	ING GROEP N V	SPONSORED ADR	456837103	9	1115	SH	DEFINED 5
				-----	-----		
				9	1115		

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PAGE	87 OF 195	FORM 13F						
		NAME OF REPORTING MANAGER:	FIFTH THIRD BANCORP	VALUE	SHARES/	SH/ PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN	MA	
ING EMERGING MKTS HGH DIV EQ	COM	45685X104	8	500	SH	DEFINED	5	
			8	500				
INNOTRAC CORP	COM	45767M109	13	10350	SH	DEFINED	5	
			13	10350				
INPHI CORP	COM	45772F107	11	800	SH	DEFINED	5	
			11	800				
INNERWORKINGS INC	COM	45773Y105	110	9435	SH	DEFINED	5	
			110	9435				
INTEGRATED DEVICE TECHNOLOGY	COM	458118106	36	5000	SH	DEFINED	5	
			36	5000				
INTEL CORP	COM	458140100	101920	3625088	SH	DEFINED	5	
			101920	3625088				
INTEGRYS ENERGY GROUP INC	COM	45822P105	1338	25245	SH	DEFINED	5	
			1338	25245				
INTERCONTINENTAL HTLS GRP PL	SPONS ADR NEW	45857P301	211	9097	SH	DEFINED	5	
			211	9097				
INTERCONTINENTALEXCHANGE INC	COM	45865V100	1343	9771	SH	DEFINED	5	
			1343	9771				
INTERDIGITAL INC	COM	45867G101	516	14804	SH	DEFINED	5	
			516	14804				
INTERNATIONAL BUSINESS MACHS	COM	459200101	145156	695690	SH	DEFINED	5	
			145156	695690				

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		FORM 13F							
PAGE 88 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	5	O
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	377	6428	SH		DEFINED	5	
			377	6428					
INTERNATIONAL GAME TECHNOLOG	COM	459902102	826	49200	SH		DEFINED	5	
			826	49200					
INTL PAPER CO	COM	460146103	1400	39895	SH		DEFINED	5	
			1400	39895					
INTERNATIONAL RECTIFIER CORP	COM	460254105	802	34751	SH		DEFINED	5	
			802	34751					
INTERPUBLIC GROUP COS INC	COM	460690100	158	13848	SH		DEFINED	5	
			158	13848					
INTEROIL CORP	COM	460951106	37	717	SH		DEFINED	5	
			37	717					
INTL FCSTONE INC	COM	46116V105	5	220	SH		DEFINED	5	
			5	220					
INTUITIVE SURGICAL INC	COM NEW	46120E602	3056	5641	SH		DEFINED	5	
			3056	5641					
INTUIT	COM	461202103	2452	40751	SH		DEFINED	5	
			2452	40751					
INTREPID POTASH INC	COM	46121Y102	11	447	SH		DEFINED	5	
			11	447					
INVENTURE FOODS INC	COM	461212102	84	16904	SH		DEFINED	5	
			84	16904					

		FORM 13F							
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	5	O

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INVESCO VAN KAMPEN SR INC TR	COM	46131H107	25	5000	SH	DEFINED	5
			-----	-----			
			25	5000			
INVESCO VAN KAMPEN MUNI TRST	COM	46131J103	23	1633	SH	DEFINED	5
			-----	-----			
			23	1633			
INVESCO VAN KAMPEN OHIO QUAL	COM	46131K100	91	5495	SH	DEFINED	5
			-----	-----			
			91	5495			
INVESCO VAN KAMPEN TR INVT G	COM	46131M106	110	7278	SH	DEFINED	5
			-----	-----			
			110	7278			
INVESCO VAN KAMPEN TR INVT G	COM	46131R105	51	2850	SH	DEFINED	5
			-----	-----			
			51	2850			
INVESCO VAN KAMPEN MUNI OPP	COM	46132C107	59	4054	SH	DEFINED	5
			-----	-----			
			59	4054			
INVESCO VAN KAMPEN SELECT MU	SH BEN INT	46132G108	28	2200	SH	DEFINED	5
			-----	-----			
			28	2200			
INVESCO VALUE MUN SECS	COM	46132T100	10	697	SH	DEFINED	5
			-----	-----			
			10	697			
INVESCO MUNI INCM OPP TRST I	COM	46133A100	30	4034	SH	DEFINED	5
			-----	-----			
			30	4034			
INVESCO MUNI PREM INC TRST	COM	46133E102	35	3890	SH	DEFINED	5
			-----	-----			
			35	3890			
ION GEOPHYSICAL CORP	COM	462044108	1	200	SH	DEFINED	5
			-----	-----			
			1	200			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
IRON MTN INC	COM	462846106	32	1107	SH		DEFINED	5	
			-----	-----					
			32	1107					
ISHARES SILVER TRUST	ISHARES	46428Q109	622	19825	SH		DEFINED	5	

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		-----		-----					
				622	19825				
ISHARES S&P GSCI COMMODITY I	UNIT BEN INT	46428R107	5556	159750	SH	DEFINED	5		
				-----	-----				
				5556	159750				
ISHARES GOLD TRUST	ISHARES	464285105	6077	373494	SH	DEFINED	5		
				-----	-----				
				6077	373494				
ISHARES INC	MSCI AUSTRALIA	464286103	21	885	SH	DEFINED	5		
				-----	-----				
				21	885				
ISHARES INC	MSCI AUSTRIA I	464286202	1	87	SH	DEFINED	5		
				-----	-----				
				1	87				
ISHARES INC	MSCI BELG INVE	464286301	1	117	SH	DEFINED	5		
				-----	-----				
				1	117				
ISHARES INC	MSCI BRAZIL	464286400	491	7599	SH	DEFINED	5		
				-----	-----				
				491	7599				
ISHARES INC	MSCI CDA INDEX	464286509	148	5212	SH	DEFINED	5		
				-----	-----				
				148	5212				
ISHARES INC	MSCI EMU INDEX	464286608	127	4035	SH	DEFINED	5		
				-----	-----				
				127	4035				
ISHARES INC	MSCI THAILAND	464286624	2	24	SH	DEFINED	5		
				-----	-----				
				2	24				

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O	MA
-----		-----		-----		-----		-----	
ISHARES INC	MSCI ISRAEL FD	464286632	81	1882	SH	DEFINED	5		
				-----	-----				
				81	1882				
ISHARES INC	MSCI CHILE INV	464286640	13	189	SH	DEFINED	5		
				-----	-----				
				13	189				
ISHARES INC	MSCI BRIC INDX	464286657	94	2295	SH	DEFINED	5		
				-----	-----				
				94	2295				

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ISHARES INC	MSCI PAC J IDX	464286665	520	11952	SH	DEFINED	5
			-----	-----			
			520	11952			
ISHARES INC	MSCI SINGAPORE	464286673	25	1918	SH	DEFINED	5
			-----	-----			
			25	1918			
ISHARES INC	MSCI UTD KINGD	464286699	8	455	SH	DEFINED	5
			-----	-----			
			8	455			
ISHARES INC	MSCI TAIWAN	464286731	42	3155	SH	DEFINED	5
			-----	-----			
			42	3155			
ISHARES INC	MSCI SWITZERLD	464286749	27	1090	SH	DEFINED	5
			-----	-----			
			27	1090			
ISHARES INC	MSCI SWEDEN	464286756	31	1056	SH	DEFINED	5
			-----	-----			
			31	1056			
ISHARES INC	MSCI SPAIN	464286764	3	103	SH	DEFINED	5
			-----	-----			
			3	103			
ISHARES INC	MSCI S KOREA	464286772	23	387	SH	DEFINED	5
			-----	-----			
			23	387			

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----			-----	-----	-----	-----	-----	
ISHARES INC	MSCI STH AFRCA	464286780	39	572	SH	DEFINED	5	
			-----	-----				
			39	572				
ISHARES INC	MSCI GERMAN	464286806	52	2229	SH	DEFINED	5	
			-----	-----				
			52	2229				
ISHARES INC	MSCI NETHR INV	464286814	22	1150	SH	DEFINED	5	
			-----	-----				
			22	1150				
ISHARES INC	MSCI MALAYSIA	464286830	2	137	SH	DEFINED	5	
			-----	-----				
			2	137				
ISHARES INC	MSCI JAPAN	464286848	25	2422	SH	DEFINED	5	

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			25	2422		
ISHARES INC	MSCI HONG KONG	464286871	42	2391	SH	DEFINED 5
			42	2391		
ISHARES TR	S&P 100 IDX FD	464287101	209	3265	SH	DEFINED 5
			209	3265		
ISHARES TR	LRGE GRW INDX	464287119	107	1381	SH	DEFINED 5
			107	1381		
ISHARES TR	DJ SEL DIV INX	464287168	31180	557180	SH	DEFINED 5
			31180	557180		
ISHARES TR	BARCLYS TIPS B	464287176	152772	1298526	SH	DEFINED 5
			152772	1298526		
ISHARES TR	FTSE CHINA25 I	464287184	531	14496	SH	DEFINED 5
			531	14496		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
ISHARES TR	S&P 500 INDEX	464287200	71546	506667	SH	DEFINED 5		
			71546	506667				
ISHARES TR	BARCLY USAGG B	464287226	36898	335897	SH	DEFINED 5		
			36898	335897				
ISHARES TR	MSCI EMERG MKT	464287234	125677	2926465	SH	DEFINED 5		
			125677	2926465				
ISHARES TR	IBOXX INV CPBD	464287242	71565	618916	SH	DEFINED 5		
			71565	618916				
ISHARES TR	S&P GBL TELCM	464287275	10620	187929	SH	DEFINED 5		
			10620	187929				
ISHARES TR	S&P GBL INF	464287291	10128	143067	SH	DEFINED 5		
			10128	143067				

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ISHARES TR	S&P500 GRW	464287309	11351	150597	SH	DEFINED	5
			-----	-----			
			11351	150597			
ISHARES TR	S&P GBL HLTHCR	464287325	10210	169737	SH	DEFINED	5
			-----	-----			
			10210	169737			
ISHARES TR	S&P GBL ENER	464287341	10172	255699	SH	DEFINED	5
			-----	-----			
			10172	255699			
ISHARES TR	S&P NA NAT RES	464287374	5438	137956	SH	DEFINED	5
			-----	-----			
			5438	137956			
ISHARES TR	S&P LTN AM 40	464287390	136	2853	SH	DEFINED	5
			-----	-----			
			136	2853			

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ISHARES TR	S&P 500 VALUE	464287408	8905	137153	SH	DEFINED	5	
			-----	-----				
			8905	137153				
ISHARES TR	BARCLYS 20+ YR	464287432	3839	34218	SH	DEFINED	5	
			-----	-----				
			3839	34218				
ISHARES TR	BARCLYS 7-10 Y	464287440	2041	19762	SH	DEFINED	5	
			-----	-----				
			2041	19762				
ISHARES TR	BARCLYS 1-3 YR	464287457	25872	306830	SH	DEFINED	5	
			-----	-----				
			25872	306830				
ISHARES TR	MSCI EAFE INDE	464287465	102708	1871162	SH	DEFINED	5	
			-----	-----				
			102708	1871162				
ISHARES TR	RUSSELL MCP VL	464287473	26356	547606	SH	DEFINED	5	
			-----	-----				
			26356	547606				
ISHARES TR	RUSSELL MCP GR	464287481	23683	376703	SH	DEFINED	5	
			-----	-----				
			23683	376703				
ISHARES TR	RUSSELL MIDCAP	464287499	94591	854327	SH	DEFINED	5	

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			-----	-----		
			94591	854327		
ISHARES TR	S&P MIDCAP 400	464287507	73307	738834	SH	DEFINED 5
			-----	-----		
			73307	738834		
ISHARES TR	S&P NA TECH FD	464287549	1938	27366	SH	DEFINED 5
			-----	-----		
			1938	27366		
ISHARES TR	NASDQ BIO INDX	464287556	612	4966	SH	DEFINED 5
			-----	-----		
			612	4966		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	COHEN&ST RLTY	464287564	103571	1351396	SH	DEFINED	5		
			-----	-----					
			103571	1351396					
ISHARES TR	S&P GLB100INDX	464287572	32	500	SH	DEFINED	5		
			-----	-----					
			32	500					
ISHARES TR	CONS SRVC IDX	464287580	32	400	SH	DEFINED	5		
			-----	-----					
			32	400					
ISHARES TR	RUSSELL1000VAL	464287598	13427	191617	SH	DEFINED	5		
			-----	-----					
			13427	191617					
ISHARES TR	S&P MC 400 GRW	464287606	11020	98012	SH	DEFINED	5		
			-----	-----					
			11020	98012					
ISHARES TR	RUSSELL1000GRW	464287614	13172	199331	SH	DEFINED	5		
			-----	-----					
			13172	199331					
ISHARES TR	RUSSELL 1000	464287622	37088	475730	SH	DEFINED	5		
			-----	-----					
			37088	475730					
ISHARES TR	RUSL 2000 VALU	464287630	13471	184616	SH	DEFINED	5		
			-----	-----					
			13471	184616					
ISHARES TR	RUSL 2000 GROW	464287648	10487	109947	SH	DEFINED	5		
			-----	-----					
			10487	109947					

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ISHARES TR	RUSSELL 2000	464287655	109315	1320069	SH	DEFINED	5
			-----	-----			
			109315	1320069			

ISHARES TR	RUSSELL 3000	464287689	949	11396	SH	DEFINED	5
			-----	-----			
			949	11396			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	S&P MIDCP VALU	464287705	4807	56285	SH	DEFINED	5	
			-----	-----				
			4807	56285				
ISHARES TR	DJ US TELECOMM	464287713	77	3480	SH	DEFINED	5	
			-----	-----				
			77	3480				
ISHARES TR	DJ US TECH SEC	464287721	35	450	SH	DEFINED	5	
			-----	-----				
			35	450				
ISHARES TR	DJ US REAL EST	464287739	326	5233	SH	DEFINED	5	
			-----	-----				
			326	5233				
ISHARES TR	DJ US INDUSTRIAL	464287754	25	350	SH	DEFINED	5	
			-----	-----				
			25	350				
ISHARES TR	DJ US FINL SVC	464287770	7	114	SH	DEFINED	5	
			-----	-----				
			7	114				
ISHARES TR	DJ US ENERGY	464287796	25	600	SH	DEFINED	5	
			-----	-----				
			25	600				
ISHARES TR	S&P SMLCAP 600	464287804	36996	484816	SH	DEFINED	5	
			-----	-----				
			36996	484816				
ISHARES TR	DJ US BAS MATL	464287838	112	1585	SH	DEFINED	5	
			-----	-----				
			112	1585				
ISHARES TR	S&P SMLCP VALU	464287879	2355	29967	SH	DEFINED	5	
			-----	-----				
			2355	29967				
ISHARES TR	S&P SMLCP GROW	464287887	3503	42417	SH	DEFINED	5	

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3503 42417

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				VALUE (X\$1000)	SHARES/ PRN AMT		
						BANCORP	
						SH/ PUT/ INVSTMT	
						DSCRETN	
							MA
	ISHARES TR	S&P CITINT TBD	464288117	1633	16356	SH	DEFINED 5
				1633	16356		
	ISHARES TR	S&P SH NTL AMT	464288158	4346	40765	SH	DEFINED 5
				4346	40765		
	ISHARES TR	AGENCY BD FD	464288166	8	71	SH	DEFINED 5
				8	71		
	ISHARES TR	MSCI ACJPN IDX	464288182	279	4948	SH	DEFINED 5
				279	4948		
	ISHARES TR	FTSE CHINA ETF	464288190	6	126	SH	DEFINED 5
				6	126		
	ISHARES TR	MSCI ACWI INDX	464288257	15	325	SH	DEFINED 5
				15	325		
	ISHARES TR	MSCI SMALL CAP	464288273	8922	222321	SH	DEFINED 5
				8922	222321		
	ISHARES TR	JPMORGAN USD	464288281	77	685	SH	DEFINED 5
				77	685		
	ISHARES TR	S&P AMTFREE MU	464288323	131	1195	SH	DEFINED 5
				131	1195		
	ISHARES TR	S&P NTL AMTFRE	464288414	25549	233541	SH	DEFINED 5
				25549	233541		
	ISHARES TR	S&P DEV EX-US	464288422	2	70	SH	DEFINED 5
				2	70		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	
ISHARES TR	DJ INTL SEL DI	464288448	4545	139417	SH		DEFINED	5	
			4545	139417					
ISHARES TR	EPRA/NAR DEV A	464288463	1789	63332	SH		DEFINED	5	
			1789	63332					
ISHARES TR	EPRA/NAR DEV E	464288471	866	30815	SH		DEFINED	5	
			866	30815					
ISHARES TR	SMLL CORE INDX	464288505	15	157	SH		DEFINED	5	
			15	157					
ISHARES TR	HIGH YLD CORP	464288513	90272	995075	SH		DEFINED	5	
			90272	995075					
ISHARES TR	MRTG PLS CAP I	464288539	79	5872	SH		DEFINED	5	
			79	5872					
ISHARES TR	INDL OFF CAP I	464288554	54	1900	SH		DEFINED	5	
			54	1900					
ISHARES TR	MSCI KLD400 SO	464288570	63	1209	SH		DEFINED	5	
			63	1209					
ISHARES TR	BARCLYS MBS BD	464288588	9340	86525	SH		DEFINED	5	
			9340	86525					
ISHARES TR	BARCLYS INTER	464288612	5329	47955	SH		DEFINED	5	
			5329	47955					
ISHARES TR	BARCLYS CR BD	464288620	105	955	SH		DEFINED	5	
			105	955					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN	MA
ISHARES TR	BARCLYS INTER	464288638	1648	15144	SH	DEFINED	5
			1648	15144			
ISHARES TR	BARCLYS 1-3YR	464288646	46838	445692	SH	DEFINED	5
			46838	445692			
ISHARES TR	BARCLYS 10-20Y	464288653	11	89	SH	DEFINED	5
			11	89			
ISHARES TR	BARCLYS 3-7 YR	464288661	1	10	SH	DEFINED	5
			1	10			
ISHARES TR	US PFD STK IDX	464288687	135579	3472833	SH	DEFINED	5
			135579	3472833			
ISHARES TR	S&P GLB MTRLS	464288695	13755	217745	SH	DEFINED	5
			13755	217745			
ISHARES TR	S&P GL UTILITI	464288711	10102	236743	SH	DEFINED	5
			10102	236743			
ISHARES TR	S&P GL INDUSTR	464288729	10086	185992	SH	DEFINED	5
			10086	185992			
ISHARES TR	S&P GL C STAPL	464288737	10188	143966	SH	DEFINED	5
			10188	143966			
ISHARES TR	S&P GL CONSUME	464288745	10111	171254	SH	DEFINED	5
			10111	171254			
ISHARES TR	DJ REGIONAL BK	464288778	16	650	SH	DEFINED	5
			16	650			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
ISHARES TR	MSCI ESG SEL S	464288802	184	2989	SH	DEFINED	5
			184	2989			

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ISHARES TR	DJ OIL EQUIP	464288844	1	21	SH	DEFINED	5
			-----	-----			
			1	21			
ISHARES TR	RSSL MCRCP IDX	464288869	5	100	SH	DEFINED	5
			-----	-----			
			5	100			
ISHARES TR	MSCI VAL IDX	464288877	905	19247	SH	DEFINED	5
			-----	-----			
			905	19247			
ISHARES TR	MSCI GRW IDX	464288885	1056	18002	SH	DEFINED	5
			-----	-----			
			1056	18002			
ISHARES TR	2014 S&P AMTFR	464289362	3520	67832	SH	DEFINED	5
			-----	-----			
			3520	67832			
ISHARES TR	2013 S&P AMTFR	464289388	5378	104988	SH	DEFINED	5
			-----	-----			
			5378	104988			
ISHARES TR	2012 S&P AMTFR	464289412	5473	107651	SH	DEFINED	5
			-----	-----			
			5473	107651			
ISHARES TR	S&P INDIA 50	464289529	6	250	SH	DEFINED	5
			-----	-----			
			6	250			
ISHARES TR	S&P AGGR ALL	464289859	181	4966	SH	DEFINED	5
			-----	-----			
			181	4966			
ISHARES TR	S&P GRWTH ALL	464289867	96	2881	SH	DEFINED	5
			-----	-----			
			96	2881			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ISHARES TR	S&P MODERATE	464289875	37	1191	SH	DEFINED	5	
			-----	-----				
			37	1191				
ISHARES TR	S&P CONSR ALL	464289883	192	6359	SH	DEFINED	5	
			-----	-----				
			192	6359				
ISHARES TR	BRC 0-5 YR TIP	46429B747	2958	28628	SH	DEFINED	5	

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			-----	-----		
			2958	28628		
ISIS PHARMACEUTICALS INC	COM	464330109	2	194	SH	DEFINED 5
			-----	-----		
			2	194		
ITAU UNIBANCO HLDG SA	SPON ADR REP P	465562106	544	28350	SH	DEFINED 5
			-----	-----		
			544	28350		
ITRON INC	COM	465741106	846	18640	SH	DEFINED 5
			-----	-----		
			846	18640		
IVANHOE MINES LTD	COM	46579N103	11	700	SH	DEFINED 5
			-----	-----		
			11	700		
IXYS CORP	COM	46600W106	44	3313	SH	DEFINED 5
			-----	-----		
			44	3313		
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	106	7296	SH	DEFINED 5
			-----	-----		
			106	7296		
JPMORGAN CHASE & CO	COM	46625H100	94110	2046748	SH	DEFINED 5
			-----	-----		
			94110	2046748		
JPMORGAN CHASE & CO	ALERIAN ML ETN	46625H365	41221	1053173	SH	DEFINED 5
			-----	-----		
			41221	1053173		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		SH/ PUT/ INVSTMT	O
			VALUE (X\$1000)	SHARES/ PRN AMT		
JMP GROUP INC	COM	46629U107	45	6046	SH	DEFINED 5
			-----	-----		
			45	6046		
JABIL CIRCUIT INC	COM	466313103	120	4782	SH	DEFINED 5
			-----	-----		
			120	4782		
JACOBS ENGR GROUP INC DEL	COM	469814107	422	9512	SH	DEFINED 5
			-----	-----		
			422	9512		
JANUS CAP GROUP INC	COM	47102X105	1	82	SH	DEFINED 5
			-----	-----		
			1	82		

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JARDEN CORP	COM	471109108	8	192	SH	DEFINED	5
			-----	-----			
			8	192			
JEFFERIES GROUP INC NEW	COM	472319102	833	44220	SH	DEFINED	5
			-----	-----			
			833	44220			
JOHN BEAN TECHNOLOGIES CORP	COM	477839104	12	718	SH	DEFINED	5
			-----	-----			
			12	718			
JOHNSON & JOHNSON	COM	478160104	108753	1648767	SH	DEFINED	5
			-----	-----			
			108753	1648767			
JOHNSON CTLS INC	COM	478366107	6080	187206	SH	DEFINED	5
			-----	-----			
			6080	187206			
JONES LANG LASALLE INC	COM	48020Q107	74	893	SH	DEFINED	5
			-----	-----			
			74	893			
JOS A BANK CLOTHIERS INC	COM	480838101	3	52	SH	DEFINED	5
			-----	-----			
			3	52			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
JOY GLOBAL INC	COM	481165108	11845	161150	SH	DEFINED	5	
			-----	-----				
			11845	161150				
JUNIPER NETWORKS INC	COM	48203R104	517	22582	SH	DEFINED	5	
			-----	-----				
			517	22582				
KAR AUCTION SVCS INC	COM	48238T109	231	14280	SH	DEFINED	5	
			-----	-----				
			231	14280				
KBR INC	COM	48242W106	42	1188	SH	DEFINED	5	
			-----	-----				
			42	1188				
KLA-TENCOR CORP	COM	482480100	1997	36690	SH	DEFINED	5	
			-----	-----				
			1997	36690				
KMG CHEMICALS INC	COM	482564101	18	1000	SH	DEFINED	5	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/PRN CALL	INVTMT DSCRETN	MA
			18	1000			
KADANT INC	COM	48282T104	3	126	SH	DEFINED	5
			3	126			
KAMAN CORP	COM	483548103	1667	49093	SH	DEFINED	5
			1667	49093			
KANSAS CITY SOUTHERN	COM NEW	485170302	1697	23677	SH	DEFINED	5
			1697	23677			
KAYDON CORP	COM	486587108	2	86	SH	DEFINED	5
			2	86			
KAYNE ANDERSON MLP INVSMNT C	COM	486606106	25	800	SH	DEFINED	5
			25	800			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/PRN CALL	INVTMT DSCRETN	MA
KELLOGG CO	COM	487836108	12250	228418	SH	DEFINED	5
			12250	228418			
KEMPER CORP DEL	COM	488401100	211	6982	SH	DEFINED	5
			211	6982			
KENNAMETAL INC	COM	489170100	4839	108673	SH	DEFINED	5
			4839	108673			
KENSEY NASH CORP	COM	490057106	64	2187	SH	DEFINED	5
			64	2187			
KEYCORP NEW	COM	493267108	5098	599770	SH	DEFINED	5
			5098	599770			
KILROY RLTY CORP	COM	49427F108	31	655	SH	DEFINED	5
			31	655			
KIMBALL INTL INC	CL B	494274103	843	121994	SH	DEFINED	5
			843	121994			

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KIMBERLY CLARK CORP	COM	494368103	8543	115616	SH	DEFINED	5
			8543	115616			
KIMCO RLTY CORP	COM	49446R109	23	1169	SH	DEFINED	5
			23	1169			
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	1805	24190	SH	DEFINED	5
			1805	24190			
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	4479	54129	SH	DEFINED	5
			4479	54129			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
KNOLL INC	COM NEW	498904200	531	31891	SH	DEFINED	5	
			531	31891				
KOHL'S CORP	COM	500255104	3942	78801	SH	DEFINED	5	
			3942	78801				
KONAMI CORP	SPONSORED ADR	50046R101	742	26008	SH	DEFINED	5	
			742	26008				
KONA GRILL INC	COM	50047H201	3	623	SH	DEFINED	5	
			3	623				
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	289	14214	SH	DEFINED	5	
			289	14214				
KOPPERS HOLDINGS INC	COM	50060P106	31	800	SH	DEFINED	5	
			31	800				
KOREA FD	COM NEW	500634209	6	143	SH	DEFINED	5	
			6	143				
KRAFT FOODS INC	CL A	50075N104	16274	428160	SH	DEFINED	5	
			16274	428160				
KROGER CO	COM	501044101	9767	403111	SH	DEFINED	5	

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			9767	403111		
KUBOTA CORP	ADR	501173207	33	687	SH	DEFINED 5
			33	687		
KYOCERA CORP	ADR	501556203	25	268	SH	DEFINED 5
			25	268		

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA
	LCNB CORP	COM	50181P100	541	40860	SH	DEFINED 5	
				541	40860			
	LG DISPLAY CO LTD	SPONS ADR REP	50186V102	28	2377	SH	DEFINED 5	
				28	2377			
	LKQ CORP	COM	501889208	697	22362	SH	DEFINED 5	
				697	22362			
	LSI CORPORATION	COM	502161102	7	835	SH	DEFINED 5	
				7	835			
	LTC PPTYS INC	COM	502175102	2002	62572	SH	DEFINED 5	
				2002	62572			
	LTX-CREDENCE CORP	COM NEW	502403207	3	483	SH	DEFINED 5	
				3	483			
	L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2263	31973	SH	DEFINED 5	
				2263	31973			
	LABORATORY CORP AMER HLDGS	COM NEW	50540R409	7093	77489	SH	DEFINED 5	
				7093	77489			
	LAKELAND FINL CORP	COM	511656100	806	30962	SH	DEFINED 5	
				806	30962			
	LAM RESEARCH CORP	COM	512807108	64	1443	SH	DEFINED 5	
				64	1443			

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LAS VEGAS SANDS CORP	COM	517834107	22	390	SH	DEFINED	5
			-----	-----			
			22	390			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	449	15965	SH	DEFINED	5	
			-----	-----				
			449	15965				
LAUDER ESTEE COS INC	CL A	518439104	3070	49561	SH	DEFINED	5	
			-----	-----				
			3070	49561				
LAYNE CHRISTENSEN CO	COM	521050104	856	38480	SH	DEFINED	5	
			-----	-----				
			856	38480				
LEGGETT & PLATT INC	COM	524660107	155	6751	SH	DEFINED	5	
			-----	-----				
			155	6751				
LEGG MASON INC	COM	524901105	62	2210	SH	DEFINED	5	
			-----	-----				
			62	2210				
LENDER PROCESSING SVCS INC	COM	52602E102	74	2839	SH	DEFINED	5	
			-----	-----				
			74	2839				
LENNAR CORP	CL A	526057104	550	20241	SH	DEFINED	5	
			-----	-----				
			550	20241				
LENNOX INTL INC	COM	526107107	24	600	SH	DEFINED	5	
			-----	-----				
			24	600				
LEUCADIA NATL CORP	COM	527288104	9	334	SH	DEFINED	5	
			-----	-----				
			9	334				
LEVEL 3 COMMUNICATIONS INC	COM NEW	52729N308	21	833	SH	DEFINED	5	
			-----	-----				
			21	833				
LEXINGTON REALTY TRUST	COM	529043101	984	109496	SH	DEFINED	5	
			-----	-----				
			984	109496				

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	5	O MA
LEXMARK INTL NEW	CL A	529771107	12	365	SH		DEFINED	5	
			12	365					
LIBERTY ALL-STAR GROWTH FD I	COM	529900102	1	184	SH		DEFINED	5	
			1	184					
LIBERTY ALL STAR EQUITY FD	SH BEN INT	530158104	9	1784	SH		DEFINED	5	
			9	1784					
LIBERTY MEDIA CORPORATION	LIB CAP COM A	530322106	58	653	SH		DEFINED	5	
			58	653					
LIBERTY GLOBAL INC	COM SER A	530555101	0	8	SH		DEFINED	5	
				8					
LIBERTY GLOBAL INC	COM SER C	530555309	120	2508	SH		DEFINED	5	
			120	2508					
LIBERTY INTERACTIVE CORPORAT	INT COM SER A	53071M104	5	288	SH		DEFINED	5	
			5	288					
LIBERTY PPTY TR	SH BEN INT	531172104	68	1897	SH		DEFINED	5	
			68	1897					
LIFE TECHNOLOGIES CORP	COM	53217V109	380	7789	SH		DEFINED	5	
			380	7789					
LIGHTBRIDGE CORP	COM	53224K104	14	4374	SH		DEFINED	5	
			14	4374					
LILLY ELI & CO	COM	532457108	10121	251365	SH		DEFINED	5	
			10121	251365					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP		SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
			VALUE (X\$1000)	SHARES/ PRN AMT			
LIMITED BRANDS INC	COM	532716107	911	18982	SH	DEFINED	5
			911	18982			
LINCARE HLDGS INC	COM	532791100	26	1000	SH	DEFINED	5
			26	1000			
LINCOLN ELEC HLDGS INC	COM	533900106	4562	100592	SH	DEFINED	5
			4562	100592			
LINCOLN NATL CORP IND	COM	534187109	1077	40855	SH	DEFINED	5
			1077	40855			
LINDSAY CORP	COM	535555106	849	12814	SH	DEFINED	5
			849	12814			
LINEAR TECHNOLOGY CORP	COM	535678106	5	144	SH	DEFINED	5
			5	144			
LINKEDIN CORP	COM CL A	53578A108	6	60	SH	DEFINED	5
			6	60			
LINN ENERGY LLC	UNIT LTD LIAB	536020100	202	5289	SH	DEFINED	5
			202	5289			
LIVE NATION ENTERTAINMENT IN	COM	538034109	0	46	SH	DEFINED	5
				46			
LIZ CLAIBORNE INC	COM	539320101	54	4037	SH	DEFINED	5
			54	4037			
LOCKHEED MARTIN CORP	COM	539830109	6978	77656	SH	DEFINED	5
			6978	77656			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP		SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
			VALUE (X\$1000)	SHARES/ PRN AMT			
LOEWS CORP	COM	540424108	305	7658	SH	DEFINED	5

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			305	7658		
LORILLARD INC	COM	544147101	2436	18812	SH	DEFINED 5
			2436	18812		
LOWES COS INC	COM	548661107	11384	362783	SH	DEFINED 5
			11384	362783		
LULULEMON ATHLETICA INC	COM	550021109	12	158	SH	DEFINED 5
			12	158		
M & T BK CORP	COM	55261F104	76	880	SH	DEFINED 5
			76	880		
MBIA INC	COM	55262C100	1593	162515	SH	DEFINED 5
			1593	162515		
MDU RES GROUP INC	COM	552690109	2509	112054	SH	DEFINED 5
			2509	112054		
MDC PARTNERS INC	CL A SUB VTG	552697104	230	20721	SH	DEFINED 5
			230	20721		
MEMC ELECTR MATLS INC	COM	552715104	1	350	SH	DEFINED 5
			1	350		
MFA FINANCIAL INC	COM	55272X102	49	6600	SH	DEFINED 5
			49	6600		
MFS CHARTER INCOME TR	SH BEN INT	552727109	31	3250	SH	DEFINED 5
			31	3250		

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PAGE 111 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
MFS INTER INCOME TR	SH BEN INT	55273C107	54	8400	SH	DEFINED 5		
			54	8400				
MFS MULTIMARKET INCOME TR	SH BEN INT	552737108	32	4633	SH	DEFINED 5		
			32	4633				

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MFS MUN INCOME TR	SH BEN INT	552738106	11	1560	SH	DEFINED	5
			-----	-----			
			11	1560			
MFC INDL LTD	COM	55278T105	4	500	SH	DEFINED	5
			-----	-----			
			4	500			
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	774	114181	SH	DEFINED	5
			-----	-----			
			774	114181			
MGM RESORTS INTERNATIONAL	COM	552953101	25	1854	SH	DEFINED	5
			-----	-----			
			25	1854			
MLP & STRATEGIC EQUITY FD IN	COM	55312N106	4	200	SH	DEFINED	5
			-----	-----			
			4	200			
MSC INDL DIRECT INC	CL A	553530106	185	2220	SH	DEFINED	5
			-----	-----			
			185	2220			
MSCI INC	CL A	55354G100	3	94	SH	DEFINED	5
			-----	-----			
			3	94			
MTS SYS CORP	COM	553777103	37	692	SH	DEFINED	5
			-----	-----			
			37	692			
MVC CAPITAL INC	COM	553829102	603	45930	SH	DEFINED	5
			-----	-----			
			603	45930			

		FORM 13F						
PAGE 112 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
MYR GROUP INC DEL	COM	55405W104	218	12213	SH	DEFINED	5	
			-----	-----				
			218	12213				
MA COM TECHNOLOGY SOLUTIONS	COM	55405Y100	338	16289	SH	DEFINED	5	
			-----	-----				
			338	16289				
MACATAWA BK CORP	COM	554225102	18	5197	SH	DEFINED	5	
			-----	-----				
			18	5197				
MACERICH CO	COM	554382101	62	1068	SH	DEFINED	5	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
MACK CALI RLTY CORP	COM	554489104	303	10500	SH	DEFINED	5
			303	10500			
MACQUARIE GLBL INFRA TOTL RE	COM	55608D101	2	100	SH	DEFINED	5
			2	100			
MACYS INC	COM	55616P104	6168	155240	SH	DEFINED	5
			6168	155240			
MADDEN STEVEN LTD	COM	556269108	4	97	SH	DEFINED	5
			4	97			
MADISON SQUARE GARDEN CO	CL A	55826P100	7	205	SH	DEFINED	5
			7	205			
MAGELLAN MIDSTREAM PRTNRS LP	COM UNIT RP LP	559080106	432	5971	SH	DEFINED	5
			432	5971			
MAGNA INTL INC	COM	559222401	71	1479	SH	DEFINED	5
			71	1479			

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PAGE 113 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA	
MAINSOURCE FINANCIAL GP INC	COM	56062Y102	85	7068	SH	DEFINED	5	
			85	7068				
MALAYSIA FD INC	COM	560905101	80	7828	SH	DEFINED	5	
			80	7828				
MANITOWOC INC	COM	563571108	645	46572	SH	DEFINED	5	
			645	46572				
MANPOWERGROUP INC	COM	56418H100	26	549	SH	DEFINED	5	
			26	549				
MANTECH INTL CORP	CL A	564563104	4	110	SH	DEFINED	5	
			4	110				

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MANULIFE FINL CORP	COM	56501R106	309	22794	SH	DEFINED	5
			-----	-----			
			309	22794			
MARATHON OIL CORP	COM	565849106	5256	165798	SH	DEFINED	5
			-----	-----			
			5256	165798			
MARATHON PETE CORP	COM	56585A102	3794	87509	SH	DEFINED	5
			-----	-----			
			3794	87509			
MARINE PETE TR	UNIT BEN INT	568423107	2	100	SH	DEFINED	5
			-----	-----			
			2	100			
MARKEL CORP	COM	570535104	149	332	SH	DEFINED	5
			-----	-----			
			149	332			
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	1205	24316	SH	DEFINED	5
			-----	-----			
			1205	24316			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		SH/ PUT/ INVSTMT	O
			VALUE (X\$1000)	SHARES/ PRN AMT		
MARKET VECTORS ETF TR	PHARMACEUTICAL	57060U217	8	200	SH	DEFINED 5
			-----	-----		
			8	200		
MARKET VECTORS ETF TR	MV STEEL INDEX	57060U308	53	1000	SH	DEFINED 5
			-----	-----		
			53	1000		
MARKET VECTORS ETF TR	MINOR METALS	57060U472	10	605	SH	DEFINED 5
			-----	-----		
			10	605		
MARKET VECTORS ETF TR	EM LC CURR DBT	57060U522	11	401	SH	DEFINED 5
			-----	-----		
			11	401		
MARKET VECTORS ETF TR	JR GOLD MINERS	57060U589	41	1650	SH	DEFINED 5
			-----	-----		
			41	1650		
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	37	700	SH	DEFINED 5
			-----	-----		
			37	700		
MARKET VECTORS ETF TR	URAN NUCLR ENR	57060U704	7	400	SH	DEFINED 5

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
			7	400			
MARKET VECTORS ETF TR	PRE-RF MUN ETF	57060U738	2	75	SH	DEFINED	5
			2	75			
MARKET VECTORS ETF TR	HG YLD MUN ETF	57060U878	432	13775	SH	DEFINED	5
			432	13775			
MARKET VECTORS ETF TR	MKTVEC LMUNETF	57060U886	9	445	SH	DEFINED	5
			9	445			
MARKWEST ENERGY PARTNERS L P	UNIT LTD PARTN	570759100	166	2836	SH	DEFINED	5
			166	2836			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA	
MARRIOTT VACATIONS WRLDWDE C	COM	57164Y107	47	1658	SH	DEFINED	5	
			47	1658				
MARSH & MCLENNAN COS INC	COM	571748102	936	28534	SH	DEFINED	5	
			936	28534				
MARRIOTT INTL INC NEW	CL A	571903202	1971	52077	SH	DEFINED	5	
			1971	52077				
MARTEN TRANS LTD	COM	573075108	470	21285	SH	DEFINED	5	
			470	21285				
MARTHA STEWART LIVING OMNIME	CL A	573083102	2	466	SH	DEFINED	5	
			2	466				
MARTIN MARIETTA MATLS INC	COM	573284106	941	10984	SH	DEFINED	5	
			941	10984				
MASCO CORP	COM	574599106	17	1284	SH	DEFINED	5	
			17	1284				
MASTERCARD INC	CL A	57636Q104	17508	41631	SH	DEFINED	5	
			17508	41631				

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MATERIAL SCIENCES CORP	COM	576674105	0	47	SH	DEFINED	5
			-----	-----			
				47			
MATERION CORP	COM	576690101	20	700	SH	DEFINED	5
			-----	-----			
			20	700			
MATTEL INC	COM	577081102	3327	98847	SH	DEFINED	5
			-----	-----			
			3327	98847			

PAGE 116 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA
				VALUE (X\$1000)	SHARES/ PRN AMT		
	MATTERSIGHT CORP	COM	577097108	9	1000	SH	DEFINED 5
				-----	-----		
				9	1000		
	MAXIM INTEGRATED PRODS INC	COM	57772K101	2265	79223	SH	DEFINED 5
				-----	-----		
				2265	79223		
	MAXWELL TECHNOLOGIES INC	COM	577767106	299	16336	SH	DEFINED 5
				-----	-----		
				299	16336		
	MAXIMUS INC	COM	577933104	160	3932	SH	DEFINED 5
				-----	-----		
				160	3932		
	MBT FINL CORP	COM	578877102	1	500	SH	DEFINED 5
				-----	-----		
				1	500		
	MCCORMICK & CO INC	COM NON VTG	579780206	1926	35393	SH	DEFINED 5
				-----	-----		
				1926	35393		
	MCDERMOTT INTL INC	COM	580037109	11	848	SH	DEFINED 5
				-----	-----		
				11	848		
	MCDONALDS CORP	COM	580135101	94273	960989	SH	DEFINED 5
				-----	-----		
				94273	960989		
	MCGRAW HILL COS INC	COM	580645109	3368	69487	SH	DEFINED 5
				-----	-----		
				3368	69487		
	MCKESSON CORP	COM	58155Q103	14010	159626	SH	DEFINED 5

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		14010	159626			
MCMORAN EXPLORATION CO	COM	582411104	1	95	SH	DEFINED 5
			1	95		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA
MEAD JOHNSON NUTRITION CO	COM	582839106	3194	38723	SH	DEFINED 5	
			3194	38723			
MEADOWBROOK INS GROUP INC	COM	58319P108	371	39743	SH	DEFINED 5	
			371	39743			
MEADWESTVACO CORP	COM	583334107	16	508	SH	DEFINED 5	
			16	508			
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	16980	241530	SH	DEFINED 5	
			16980	241530			
MEDICAL ACTION INDS INC	COM	58449L100	65	11448	SH	DEFINED 5	
			65	11448			
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	26	700	SH	DEFINED 5	
			26	700			
MEDIDATA SOLUTIONS INC	COM	58471A105	8	300	SH	DEFINED 5	
			8	300			
MEDTOX SCIENTIFIC INC	COM NEW	584977201	34	2025	SH	DEFINED 5	
			34	2025			
MEDIVATION INC	COM	58501N101	592	7918	SH	DEFINED 5	
			592	7918			
MEDNAX INC	COM	58502B106	203	2735	SH	DEFINED 5	
			203	2735			
MEDTRONIC INC	NOTE 1.625% 4	585055AM8	13029	129000	SH	DEFINED 5	
			13029	129000			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA
	MEDTRONIC INC	COM	585055106	21484	548187	SH	DEFINED	5
				21484	548187			
	MERCANTILE BANK CORP	COM	587376104	26	1804	SH	DEFINED	5
				26	1804			
	MERCK & CO INC NEW	COM	58933Y105	43801	1140643	SH	DEFINED	5
				43801	1140643			
	MERCURY COMPUTER SYS	COM	589378108	4	280	SH	DEFINED	5
				4	280			
	MERCURY GENL CORP NEW	COM	589400100	30	692	SH	DEFINED	5
				30	692			
	MERIDIAN BIOSCIENCE INC	COM	589584101	2263	116787	SH	DEFINED	5
				2263	116787			
	MERIT MED SYS INC	COM	589889104	966	77785	SH	DEFINED	5
				966	77785			
	METLIFE INC	COM	59156R108	1846	49436	SH	DEFINED	5
				1846	49436			
	METROPCS COMMUNICATIONS INC	COM	591708102	105	11638	SH	DEFINED	5
				105	11638			
	METTLER TOLEDO INTERNATIONAL	COM	592688105	3597	19470	SH	DEFINED	5
				3597	19470			
	MFS INVT GRADE MUN TR	SH BEN INT	59318B108	55	5393	SH	DEFINED	5
				55	5393			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
MFS HIGH INCOME MUN TR	SH BEN INT	59318D104	7	1250	SH	DEFINED	5		
			7	1250					
MFS HIGH YIELD MUN TR	SH BEN INT	59318E102	10	2000	SH	DEFINED	5		
			10	2000					
MICREL INC	COM	594793101	1458	142062	SH	DEFINED	5		
			1458	142062					
MICROS SYS INC	COM	594901100	2	45	SH	DEFINED	5		
			2	45					
MICROSOFT CORP	COM	594918104	91890	2848843	SH	DEFINED	5		
			91890	2848843					
MICROCHIP TECHNOLOGY INC	COM	595017104	18233	490141	SH	DEFINED	5		
			18233	490141					
MICRON TECHNOLOGY INC	COM	595112103	7	842	SH	DEFINED	5		
			7	842					
MILLER HERMAN INC	COM	600544100	119	5196	SH	DEFINED	5		
			119	5196					
MINE SAFETY APPLIANCES CO	COM	602720104	198	4825	SH	DEFINED	5		
			198	4825					
MIPS TECHNOLOGIES INC	COM	604567107	4	800	SH	DEFINED	5		
			4	800					
MISSION WEST PPTYS INC	COM	605203108	829	84063	SH	DEFINED	5		
			829	84063					

				FORM 13F					
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			

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MITCHAM INDS INC	COM	606501104	49	2199	SH	DEFINED	5
			-----	-----			
			49	2199			
MITEK SYS INC	COM NEW	606710200	23	2000	SH	DEFINED	5
			-----	-----			
			23	2000			
MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	30	6049	SH	DEFINED	5
			-----	-----			
			30	6049			
MOBILE MINI INC	COM	60740F105	63	2964	SH	DEFINED	5
			-----	-----			
			63	2964			
MODUSLINK GLOBAL SOLUTIONS I	COM	60786L107	0	40	SH	DEFINED	5
			-----	-----			
				40			
MOLEX INC	COM	608554101	23	821	SH	DEFINED	5
			-----	-----			
			23	821			
MOLEX INC	CL A	608554200	3	125	SH	DEFINED	5
			-----	-----			
			3	125			
MOLSON COORS BREWING CO	CL B	60871R209	575	12714	SH	DEFINED	5
			-----	-----			
			575	12714			
MOLYCORP INC DEL	PFD CONV SER A	608753208	85	1200	SH	DEFINED	5
			-----	-----			
			85	1200			
MONMOUTH REAL ESTATE INVT CO	CL A	609720107	603	61928	SH	DEFINED	5
			-----	-----			
			603	61928			
MONSANTO CO NEW	COM	61166W101	5021	62956	SH	DEFINED	5
			-----	-----			
			5021	62956			

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PAGE 121 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
MONSTER BEVERAGE CORP	COM	611740101	974	15680	SH	DEFINED	5		
			-----	-----					
			974	15680					
MOODYS CORP	COM	615369105	7488	177862	SH	DEFINED	5		

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		-----		-----			
		7488	177862				
MORGAN STANLEY ASIA PAC FD I	COM	61744U106	12	812	SH	DEFINED	5
		-----	-----				
		12	812				
MORGAN STANLEY	COM NEW	617446448	2902	147760	SH	DEFINED	5
		-----	-----				
		2902	147760				
MORGAN STANLEY INDIA INVS FD	COM	61745C105	8	500	SH	DEFINED	5
		-----	-----				
		8	500				
MOSAIC CO NEW	COM	61945C103	59	1071	SH	DEFINED	5
		-----	-----				
		59	1071				
MOTORCAR PTS AMER INC	COM	620071100	62	6496	SH	DEFINED	5
		-----	-----				
		62	6496				
MOTOROLA SOLUTIONS INC	COM NEW	620076307	1638	32230	SH	DEFINED	5
		-----	-----				
		1638	32230				
MOTOROLA MOBILITY HLDGS INC	COM	620097105	147	3756	SH	DEFINED	5
		-----	-----				
		147	3756				
MURPHY OIL CORP	COM	626717102	791	14051	SH	DEFINED	5
		-----	-----				
		791	14051				
MYLAN INC	COM	628530107	16520	704493	SH	DEFINED	5
		-----	-----				
		16520	704493				

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
-----		-----	-----	-----	-----	-----	-----	-----
NCR CORP NEW	COM	62886E108	7	312	SH		DEFINED	5
		-----	-----					
			7	312				
NGP CAP RES CO	COM	62912R107	49	7549	SH		DEFINED	5
		-----	-----					
			49	7549				
NII HLDGS INC	CL B NEW	62913F201	756	41303	SH		DEFINED	5
		-----	-----					
			756	41303				

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NRG ENERGY INC	COM NEW	629377508	34	2196	SH	DEFINED	5
			-----	-----			
			34	2196			
NTN BUZZTIME INC	COM NEW	629410309	0	1040	SH	DEFINED	5
			-----	-----			
				1040			
NTT DOCOMO INC	SPONS ADR	62942M201	4	210	SH	DEFINED	5
			-----	-----			
			4	210			
NYSE EURONEXT	COM	629491101	555	18489	SH	DEFINED	5
			-----	-----			
			555	18489			
NASDAQ OMX GROUP INC	COM	631103108	2020	78010	SH	DEFINED	5
			-----	-----			
			2020	78010			
NASH FINCH CO	COM	631158102	246	8652	SH	DEFINED	5
			-----	-----			
			246	8652			
NATIONAL FUEL GAS CO N J	COM	636180101	128	2670	SH	DEFINED	5
			-----	-----			
			128	2670			
NATIONAL GRID PLC	SPON ADR NEW	636274300	1239	24542	SH	DEFINED	5
			-----	-----			
			1239	24542			

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PAGE 123 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
			-----	-----	-----	-----	-----	
NATIONAL HEALTH INVS INC	COM	63633D104	1673	34300	SH	DEFINED	5	
			-----	-----				
			1673	34300				
NATIONAL INSTRS CORP	COM	636518102	234	8193	SH	DEFINED	5	
			-----	-----				
			234	8193				
NATIONAL OILWELL VARCO INC	COM	637071101	30871	388465	SH	DEFINED	5	
			-----	-----				
			30871	388465				
NATIONAL RETAIL PPTYS INC	COM	637417106	713	26217	SH	DEFINED	5	
			-----	-----				
			713	26217				
NAVIGATORS GROUP INC	COM	638904102	972	20578	SH	DEFINED	5	

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			-----	-----		
			972	20578		
NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	150	6261	SH	DEFINED 5
			-----	-----		
			150	6261		
NAVIGANT CONSULTING INC	COM	63935N107	709	50957	SH	DEFINED 5
			-----	-----		
			709	50957		
NEOGEN CORP	COM	640491106	790	20225	SH	DEFINED 5
			-----	-----		
			790	20225		
NETAPP INC	COM	64110D104	908	20271	SH	DEFINED 5
			-----	-----		
			908	20271		
NETFLIX INC	COM	64110L106	7	65	SH	DEFINED 5
			-----	-----		
			7	65		
NETGEAR INC	COM	64111Q104	344	8993	SH	DEFINED 5
			-----	-----		
			344	8993		

		FORM 13F						
PAGE 124 OF 195		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
NEUBERGER BERMAN INTER MUNI	COM	64124P101	1	67	SH		DEFINED 5	
			-----	-----				
			1	67				
NEUSTAR INC	CL A	64126X201	33	890	SH		DEFINED 5	
			-----	-----				
			33	890				
NEUTRAL TANDEM INC	COM	64128B108	498	40814	SH		DEFINED 5	
			-----	-----				
			498	40814				
NEW AMER HIGH INCOME FD INC	COM NEW	641876800	5	466	SH		DEFINED 5	
			-----	-----				
			5	466				
NEW GOLD INC CDA	COM	644535106	5	495	SH		DEFINED 5	
			-----	-----				
			5	495				
NEW YORK CMNTY BANCORP INC	COM	649445103	53	3820	SH		DEFINED 5	
			-----	-----				
			53	3820				

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NEWELL RUBBERMAID INC	COM	651229106	556	31213	SH	DEFINED	5
			-----	-----			
			556	31213			
NEWFIELD EXPL CO	COM	651290108	811	23375	SH	DEFINED	5
			-----	-----			
			811	23375			
NEWMARKET CORP	COM	651587107	2507	13380	SH	DEFINED	5
			-----	-----			
			2507	13380			
NEWMONT MINING CORP	COM	651639106	122	2376	SH	DEFINED	5
			-----	-----			
			122	2376			
NEWPARK RES INC	COM PAR \$.01NE	651718504	0	20	SH	DEFINED	5
			-----	-----			
				20			

		FORM 13F						
PAGE 125 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
NEWS CORP	CL A	65248E104	247	12534	SH	DEFINED	5	
			-----	-----				
			247	12534				
NEWS CORP	CL B	65248E203	75	3750	SH	DEFINED	5	
			-----	-----				
			75	3750				
NFJ DIVID INT & PREM STRTGY	COM SHS	65337H109	4	200	SH	DEFINED	5	
			-----	-----				
			4	200				
NEXTERA ENERGY INC	COM	65339F101	42611	697630	SH	DEFINED	5	
			-----	-----				
			42611	697630				
NIDEC CORP	SPONSORED ADR	654090109	36	1595	SH	DEFINED	5	
			-----	-----				
			36	1595				
NIKE INC	CL B	654106103	30631	282473	SH	DEFINED	5	
			-----	-----				
			30631	282473				
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	167	7396	SH	DEFINED	5	
			-----	-----				
			167	7396				
NISOURCE INC	COM	65473P105	1137	46708	SH	DEFINED	5	

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			-----	-----		
			1137	46708		
NOKIA CORP	SPONSORED ADR	654902204	122	22161	SH	DEFINED 5
			-----	-----		
			122	22161		
NOBLE ENERGY INC	COM	655044105	138	1410	SH	DEFINED 5
			-----	-----		
			138	1410		
NORDSTROM INC	COM	655664100	2188	39267	SH	DEFINED 5
			-----	-----		
			2188	39267		

		FORM 13F						
PAGE 126 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
NORFOLK SOUTHERN CORP	COM	655844108	28737	436536	SH	DEFINED 5		
			-----	-----				
			28737	436536				
NORTH AMERN ENERGY PARTNERS	COM	656844107	565	115300	SH	DEFINED 5		
			-----	-----				
			565	115300				
NORTH EUROPEAN OIL RTY TR	SH BEN INT	659310106	6	168	SH	DEFINED 5		
			-----	-----				
			6	168				
NORTHEAST UTILS	COM	664397106	1755	47268	SH	DEFINED 5		
			-----	-----				
			1755	47268				
NORTHERN OIL & GAS INC NEV	COM	665531109	307	14803	SH	DEFINED 5		
			-----	-----				
			307	14803				
NORTHERN TR CORP	COM	665859104	4977	104898	SH	DEFINED 5		
			-----	-----				
			4977	104898				
NORTHRIM BANCORP INC	COM	666762109	41	1888	SH	DEFINED 5		
			-----	-----				
			41	1888				
NORTHROP GRUMMAN CORP	COM	666807102	3235	52967	SH	DEFINED 5		
			-----	-----				
			3235	52967				
NOVARTIS A G	SPONSORED ADR	66987V109	32146	580142	SH	DEFINED 5		
			-----	-----				
			32146	580142				

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NOVELLUS SYS INC	COM	670008101	2	45	SH	DEFINED	5
			-----	-----			
			2	45			
NOVO-NORDISK A S	ADR	670100205	4551	32806	SH	DEFINED	5
			-----	-----			
			4551	32806			

PAGE 127 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		SH/ PUT/ INVSTMT O	BANCORP	MA
				VALUE (X\$1000)	SHARES/ PRN AMT			
	NU SKIN ENTERPRISES INC	CL A	67018T105	2851	49227	SH	DEFINED	5
				-----	-----			
				2851	49227			
	NSTAR	COM	67019E107	252	5185	SH	DEFINED	5
				-----	-----			
				252	5185			
	NUANCE COMMUNICATIONS INC	COM	67020Y100	392	15319	SH	DEFINED	5
				-----	-----			
				392	15319			
	NUCOR CORP	COM	670346105	3551	82681	SH	DEFINED	5
				-----	-----			
				3551	82681			
	NUSTAR ENERGY LP	UNIT COM	67058H102	267	4524	SH	DEFINED	5
				-----	-----			
				267	4524			
	NUVEEN PREM INCOME MUN OPPTY	COM	6706D8104	10	751	SH	DEFINED	5
				-----	-----			
				10	751			
	NUVEEN EQTY PRM OPPORTUNITYF	COM	6706EM102	24	2000	SH	DEFINED	5
				-----	-----			
				24	2000			
	NUVEEN PREM INCOME MUN FD 4	COM	6706K4105	34	2500	SH	DEFINED	5
				-----	-----			
				34	2500			
	NUVEEN SELECT MAT MUN FD	SH BEN INT	67061T101	26	2500	SH	DEFINED	5
				-----	-----			
				26	2500			
	NUVEEN INVT QUALITY MUN FD I	COM	67062E103	34	2199	SH	DEFINED	5
				-----	-----			
				34	2199			
	NUVEEN MUN ADVANTAGE FD INC	COM	67062H106	105	7228	SH	DEFINED	5

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PAGE 128 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP			O
				VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	
	NUVEEN QUALITY MUN FD INC	COM	67062N103	47	3277	SH		DEFINED	5
				-----	-----				
				47	3277				
	NUVEEN PERFORMANCE PLUS MUN	COM	67062P108	11	700	SH		DEFINED	5
				-----	-----				
				11	700				
	NUVEEN PREM INCOME MUN FD	COM	67062T100	198	13677	SH		DEFINED	5
				-----	-----				
				198	13677				
	NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	24	1722	SH		DEFINED	5
				-----	-----				
				24	1722				
	NUVEEN SELECT TAX FREE INCM	SH BEN INT	67063C106	79	5800	SH		DEFINED	5
				-----	-----				
				79	5800				
	NUVEEN PREM INCOME MUN FD 2	COM	67063W102	1204	80289	SH		DEFINED	5
				-----	-----				
				1204	80289				
	NUVEEN AMT-FREE MUN INCOME F	COM	670657105	130	8974	SH		DEFINED	5
				-----	-----				
				130	8974				
	NVIDIA CORP	COM	67066G104	38	2492	SH		DEFINED	5
				-----	-----				
				38	2492				
	NUVEEN DIVID ADVANTAGE MUN F	COM	67066V101	12	800	SH		DEFINED	5
				-----	-----				
				12	800				
	NUVEEN SR INCOME FD	COM	67067Y104	13	1800	SH		DEFINED	5
				-----	-----				
				13	1800				
	NUVEEN MUN HIGH INCOME OPP F	COM	670682103	4	300	SH		DEFINED	5
				-----	-----				
				4	300				

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
NUVEEN MUN HIGH INC OPPTY FD	COM	670683101	40	3333	SH	DEFINED	5	
			40	3333				
NUVEEN OH DIV ADVANTAGE MUN	COM	67070C107	148	9711	SH	DEFINED	5	
			148	9711				
NUVEEN DIV ADVANTAGE MUN FD	COM	67070F100	38	2500	SH	DEFINED	5	
			38	2500				
NUVEEN OH DIV ADV MUNI FD 2	COM SH BEN INT	67070R104	124	8334	SH	DEFINED	5	
			124	8334				
NUVEEN MI DIV ADV MUNI FD	COM SH BEN INT	67070W103	19	1360	SH	DEFINED	5	
			19	1360				
NUVEEN DIV ADV MUNI FD 3	COM SH BEN INT	67070X101	11	733	SH	DEFINED	5	
			11	733				
NUVEEN QUALITY PFD INCOME FD	COM	67071S101	66	8069	SH	DEFINED	5	
			66	8069				
NXSTAGE MEDICAL INC	COM	67072V103	399	20707	SH	DEFINED	5	
			399	20707				
NUVEEN MULTI STRAT INC & GR	COM	67073B106	39	4365	SH	DEFINED	5	
			39	4365				
NUVEEN MULT STRAT INCM GR FD	COM SHS	67073D102	22	2500	SH	DEFINED	5	
			22	2500				
NV ENERGY INC	COM	67073Y106	24	1459	SH	DEFINED	5	
			24	1459				

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
NUVEEN ENERGY MLP TOTL RTRNF	COM	67074U103	10	537	SH			DEFINED	5
			10	537					
OGE ENERGY CORP	COM	670837103	198	3700	SH			DEFINED	5
			198	3700					
OI S.A.	SPONSORED ADR	670851104	0	34	SH			DEFINED	5
				34					
OI S.A.	SPN ADR REP PF	670851203	1	60	SH			DEFINED	5
			1	60					
NUVEEN MUN VALUE FD INC	COM	670928100	199	19765	SH			DEFINED	5
			199	19765					
NUVEEN SELECT QUALITY MUN FD	COM	670973106	15	1000	SH			DEFINED	5
			15	1000					
NUVEEN QUALITY INCOME MUN FD	COM	670977107	51	3427	SH			DEFINED	5
			51	3427					
NUVEEN MICH QUALITY INCOME M	COM	670979103	107	7082	SH			DEFINED	5
			107	7082					
NUVEEN OHIO QUALITY INCOME M	COM	670980101	743	42762	SH			DEFINED	5
			743	42762					
NUVEEN MUN OPPORTUNITY FD IN	COM	670984103	365	24993	SH			DEFINED	5
			365	24993					
NUVEEN PREMIER OPPURTUNITY F	COM	670987106	37	2500	SH			DEFINED	5
			37	2500					

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	AMT	SH/ PUT/ PRN	CALL	INVSTMT DSCRETN	O MA
NUVEEN NJ PREM INCOME MUN FD	COM	67101N106	41	2646	SH			DEFINED	5
			41	2646					

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NUVEEN N Y PREM INCOME MUN F	COM	67101R107	26	1701	SH	DEFINED	5
			-----	-----			
			26	1701			
O REILLY AUTOMOTIVE INC NEW	COM	67103H107	1083	11857	SH	DEFINED	5
			-----	-----			
			1083	11857			
OASIS PETE INC NEW	COM	674215108	2	79	SH	DEFINED	5
			-----	-----			
			2	79			
OCCIDENTAL PETE CORP DEL	COM	674599105	15248	160115	SH	DEFINED	5
			-----	-----			
			15248	160115			
OCEANEERING INTL INC	COM	675232102	679	12603	SH	DEFINED	5
			-----	-----			
			679	12603			
OFFICEMAX INC DEL	COM	67622P101	455	79474	SH	DEFINED	5
			-----	-----			
			455	79474			
OIL STS INTL INC	COM	678026105	985	12620	SH	DEFINED	5
			-----	-----			
			985	12620			
OLD DOMINION FGHT LINES INC	COM	679580100	2566	53824	SH	DEFINED	5
			-----	-----			
			2566	53824			
OLD NATL BANCORP IND	COM	680033107	1136	86464	SH	DEFINED	5
			-----	-----			
			1136	86464			
OLD REP INTL CORP	COM	680223104	13	1278	SH	DEFINED	5
			-----	-----			
			13	1278			

		FORM 13F						
PAGE 132 OF 195		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
OLIN CORP	COM PAR \$1	680665205	2272	104478	SH	DEFINED	5	
			-----	-----				
			2272	104478				
OLYMPIC STEEL INC	COM	68162K106	30	1250	SH	DEFINED	5	
			-----	-----				
			30	1250				
OMNICARE INC	COM	681904108	25	700	SH	DEFINED	5	

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		-----		-----			
			25	700			
OMNICOM GROUP INC	COM	681919106	9637	190263	SH	DEFINED	5
			-----	-----			
			9637	190263			
OMEGA HEALTHCARE INVS INC	COM	681936100	1937	91131	SH	DEFINED	5
			-----	-----			
			1937	91131			
OMNIVISION TECHNOLOGIES INC	COM	682128103	777	38857	SH	DEFINED	5
			-----	-----			
			777	38857			
OMNICELL INC	COM	68213N109	251	16491	SH	DEFINED	5
			-----	-----			
			251	16491			
ONCOLYTICS BIOTECH INC	COM	682310107	6	1500	SH	DEFINED	5
			-----	-----			
			6	1500			
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	808	14783	SH	DEFINED	5
			-----	-----			
			808	14783			
ONEOK INC NEW	COM	682680103	5174	63355	SH	DEFINED	5
			-----	-----			
			5174	63355			
ORACLE CORP	COM	68389X105	41104	1409606	SH	DEFINED	5
			-----	-----			
			41104	1409606			

				FORM 13F					
PAGE 133 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN		MA
-----		-----		-----		-----		-----	
ORASURE TECHNOLOGIES INC	COM	68554V108	308	26818	SH	DEFINED	5		
			-----	-----					
			308	26818					
ORCHARD SUPPLY HARDWARE STOR	CL A	685691404	0	7	SH	DEFINED	5		
			-----	-----					
				7					
ORION MARINE GROUP INC	COM	68628V308	53	7366	SH	DEFINED	5		
			-----	-----					
			53	7366					
ORIX CORP	SPONSORED ADR	686330101	223	4617	SH	DEFINED	5		
			-----	-----					
			223	4617					

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OSHKOSH CORP	COM	688239201	95	4079	SH	DEFINED	5
			-----	-----			
			95	4079			
OTTER TAIL CORP	COM	689648103	30	1400	SH	DEFINED	5
			-----	-----			
			30	1400			
OVERHILL FARMS INC	COM	690212105	77	17114	SH	DEFINED	5
			-----	-----			
			77	17114			
OWENS & MINOR INC NEW	COM	690732102	624	20521	SH	DEFINED	5
			-----	-----			
			624	20521			
OWENS CORNING NEW	COM	690742101	22	618	SH	DEFINED	5
			-----	-----			
			22	618			
OWENS ILL INC	COM NEW	690768403	208	8910	SH	DEFINED	5
			-----	-----			
			208	8910			
PAA NAT GAS STORAGE L P	COM UNIT LTD	693139107	15	770	SH	DEFINED	5
			-----	-----			
			15	770			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
PDL BIOPHARMA INC	COM	69329Y104	4	706	SH	DEFINED	5	
			-----	-----				
			4	706				
PG&E CORP	COM	69331C108	1187	27353	SH	DEFINED	5	
			-----	-----				
			1187	27353				
PHH CORP	COM NEW	693320202	1	50	SH	DEFINED	5	
			-----	-----				
			1	50				
PLX TECHNOLOGY INC	COM	693417107	48	12000	SH	DEFINED	5	
			-----	-----				
			48	12000				
PNC FINL SVCS GROUP INC	COM	693475105	32361	501795	SH	DEFINED	5	
			-----	-----				
			32361	501795				
POSCO	SPONSORED ADR	693483109	32	383	SH	DEFINED	5	

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			32	383		
PPG INDS INC	COM	693506107	4614	48159	SH	DEFINED 5
			4614	48159		
PPL CORP	COM	69351T106	644	22792	SH	DEFINED 5
			644	22792		
PVF CAPITAL CORP	COM	693654105	7	3700	SH	DEFINED 5
			7	3700		
PVH CORP	COM	693656100	2656	29729	SH	DEFINED 5
			2656	29729		
PACCAR INC	COM	693718108	102	2168	SH	DEFINED 5
			102	2168		

				FORM 13F			
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN
PACHOLDER HIGH YIELD FD INC	COM	693742108	47	5234	SH		DEFINED 5
			47	5234			
PACKAGING CORP AMER	COM	695156109	8619	291280	SH		DEFINED 5
			8619	291280			
PACWEST BANCORP DEL	COM	695263103	137	5620	SH		DEFINED 5
			137	5620			
PAIN THERAPEUTICS INC	COM	69562K100	5	1500	SH		DEFINED 5
			5	1500			
PALL CORP	COM	696429307	1286	21562	SH		DEFINED 5
			1286	21562			
PANASONIC CORP	ADR	69832A205	5	564	SH		DEFINED 5
			5	564			
PANERA BREAD CO	CL A	69840W108	769	4776	SH		DEFINED 5
			769	4776			

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PAPA JOHNS INTL INC	COM	698813102	11	300	SH	DEFINED	5
			-----	-----			
			11	300			
PAREXEL INTL CORP	COM	699462107	1197	44379	SH	DEFINED	5
			-----	-----			
			1197	44379			
PARK NATL CORP	COM	700658107	316	4569	SH	DEFINED	5
			-----	-----			
			316	4569			
PARKER DRILLING CO	COM	701081101	171	28618	SH	DEFINED	5
			-----	-----			
			171	28618			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
PARKER HANNIFIN CORP	COM	701094104	3173	37524	SH	DEFINED	5	
			-----	-----				
			3173	37524				
PARTNER COMMUNICATIONS CO LT	ADR	70211M109	16	2100	SH	DEFINED	5	
			-----	-----				
			16	2100				
PATRIOT COAL CORP	COM	70336T104	0	80	SH	DEFINED	5	
			-----	-----				
				80				
PATTERSON COMPANIES INC	COM	703395103	2	56	SH	DEFINED	5	
			-----	-----				
			2	56				
PATTERSON UTI ENERGY INC	COM	703481101	18	1050	SH	DEFINED	5	
			-----	-----				
			18	1050				
PAYCHEX INC	COM	704326107	8854	285691	SH	DEFINED	5	
			-----	-----				
			8854	285691				
PEABODY ENERGY CORP	COM	704549104	1691	58405	SH	DEFINED	5	
			-----	-----				
			1691	58405				
PEARSON PLC	SPONSORED ADR	705015105	6	340	SH	DEFINED	5	
			-----	-----				
			6	340				
PEBBLEBROOK HOTEL TR	COM	70509V100	0	16	SH	DEFINED	5	

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		-----		-----			
				16			
PEGASYSTEMS INC	COM	705573103	110	2879	SH	DEFINED	5
		-----		-----			
				110	2879		
PENGROWTH ENERGY CORP	COM	70706P104	73	7725	SH	DEFINED	5
		-----		-----			
				73	7725		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----		-----		-----		-----	
PENN NATL GAMING INC	COM	707569109	70	1632	SH	DEFINED	5
		-----		-----			
				70	1632		
PENN VA RESOURCES PARTNERS L	COM	707884102	131	6000	SH	DEFINED	5
		-----		-----			
				131	6000		
PENN WEST PETE LTD NEW	COM	707887105	125	6380	SH	DEFINED	5
		-----		-----			
				125	6380		
PENNEY J C INC	COM	708160106	263	7420	SH	DEFINED	5
		-----		-----			
				263	7420		
PENTAIR INC	COM	709631105	105	2205	SH	DEFINED	5
		-----		-----			
				105	2205		
PEOPLES BANCORP INC	COM	709789101	531	30300	SH	DEFINED	5
		-----		-----			
				531	30300		
PEOPLES UNITED FINANCIAL INC	COM	712704105	16	1230	SH	DEFINED	5
		-----		-----			
				16	1230		
PEPCO HOLDINGS INC	COM	713291102	658	34842	SH	DEFINED	5
		-----		-----			
				658	34842		
PEPSICO INC	COM	713448108	72065	1086134	SH	DEFINED	5
		-----		-----			
				72065	1086134		
PERFICIENT INC	COM	71375U101	61	5084	SH	DEFINED	5
		-----		-----			
				61	5084		

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PERICOM SEMICONDUCTOR CORP	COM	713831105	29	3615	SH	DEFINED	5
			-----	-----			
			29	3615			

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

PERKINELMER INC	COM	714046109	93	3372	SH	DEFINED	5	
			-----	-----				
			93	3372				
PERRIGO CO	COM	714290103	2003	19392	SH	DEFINED	5	
			-----	-----				
			2003	19392				
PETROCHINA CO LTD	SPONSORED ADR	71646E100	70	500	SH	DEFINED	5	
			-----	-----				
			70	500				
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	920	35998	SH	DEFINED	5	
			-----	-----				
			920	35998				
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	121	4566	SH	DEFINED	5	
			-----	-----				
			121	4566				
PETROLEUM & RES CORP	COM	716549100	42	1604	SH	DEFINED	5	
			-----	-----				
			42	1604				
PETROQUEST ENERGY INC	COM	716748108	387	63105	SH	DEFINED	5	
			-----	-----				
			387	63105				
PETSMART INC	COM	716768106	68	1190	SH	DEFINED	5	
			-----	-----				
			68	1190				
PFIZER INC	COM	717081103	77886	3439438	SH	DEFINED	5	
			-----	-----				
			77886	3439438				
PHARMERICA CORP	COM	71714F104	1	57	SH	DEFINED	5	
			-----	-----				
			1	57				
PHILIP MORRIS INTL INC	COM	718172109	112419	1268693	SH	DEFINED	5	
			-----	-----				
			112419	1268693				

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	5	O MA
PHOTRONICS INC	COM	719405102	474	71238	SH		DEFINED	5	
			474	71238					
PIEDMONT NAT GAS INC	COM	720186105	85	2733	SH		DEFINED	5	
			85	2733					
PIEDMONT OFFICE REALTY TR IN	COM CL A	720190206	611	34404	SH		DEFINED	5	
			611	34404					
PIER 1 IMPORTS INC	COM	720279108	489	26883	SH		DEFINED	5	
			489	26883					
PIKE ELEC CORP	COM	721283109	261	31725	SH		DEFINED	5	
			261	31725					
PIMCO MUN INCOME FD II	COM	72200W106	906	74395	SH		DEFINED	5	
			906	74395					
PIMCO STRATEGIC GBL GOV FD I	COM	72200X104	6	500	SH		DEFINED	5	
			6	500					
PIMCO CORPORATE & INCOME OPP	COM	72201B101	0	9	SH		DEFINED	5	
				9					
PIMCO INCOME STRATEGY FUND I	COM	72201J104	86	8500	SH		DEFINED	5	
			86	8500					
PIMCO ETF TR	ENHAN SHRT MAT	72201R833	485	4800	SH		DEFINED	5	
			485	4800					
PIMCO HIGH INCOME FD	COM SHS	722014107	162	12606	SH		DEFINED	5	
			162	12606					

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
PINNACLE WEST CAP CORP	COM	723484101	48	1011	SH	DEFINED	5
			48	1011			
PIONEER DRILLING CO	COM	723655106	22	2500	SH	DEFINED	5
			22	2500			
PIONEER MUN HIGH INCOME ADV	COM	723762100	59	4000	SH	DEFINED	5
			59	4000			
PIONEER NAT RES CO	COM	723787107	907	8131	SH	DEFINED	5
			907	8131			
PIONEER SOUTHWST ENRG PRNTR	UNIT LP INT	72388B106	5	200	SH	DEFINED	5
			5	200			
PIPER JAFFRAY COS	COM	724078100	435	16355	SH	DEFINED	5
			435	16355			
PITNEY BOWES INC	COM	724479100	2216	126080	SH	DEFINED	5
			2216	126080			
PIXELWORKS INC	COM NEW	72581M305	9	4000	SH	DEFINED	5
			9	4000			
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	562	7170	SH	DEFINED	5
			562	7170			
PLANAR SYS INC	COM	726900103	12	5000	SH	DEFINED	5
			12	5000			
PLANTRONICS INC NEW	COM	727493108	0	3	SH	DEFINED	5
				3			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
PLUM CREEK TIMBER CO INC	COM	729251108	6141	147768	SH	DEFINED	5

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			6141	147768			
POLARIS INDS INC	COM	731068102	1243	17230	SH	DEFINED	5
			1243	17230			
POLYPORE INTL INC	COM	73179V103	335	9536	SH	DEFINED	5
			335	9536			
POLYMET MINING CORP	COM	731916102	10	9000	SH	DEFINED	5
			10	9000			
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	1443	20120	SH	DEFINED	5
			1443	20120			
PORTLAND GEN ELEC CO	COM NEW	736508847	25	1000	SH	DEFINED	5
			25	1000			
POST HLDGS INC	COM	737446104	2	57	SH	DEFINED	5
			2	57			
POTASH CORP SASK INC	COM	73755L107	542	11865	SH	DEFINED	5
			542	11865			
POTLATCH CORP NEW	COM	737630103	8	250	SH	DEFINED	5
			8	250			
POWER INTEGRATIONS INC	COM	739276103	126	3383	SH	DEFINED	5
			126	3383			
POWER ONE INC NEW	COM	73930R102	9	2000	SH	DEFINED	5
			9	2000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	739	10937	SH	DEFINED	5	
			739	10937				
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	13477	467964	SH	DEFINED	5	
			13477	467964				

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POWERSHARES ETF TRUST	GBL LSTD PVT E	73935X195	3099	326905	SH	DEFINED	5
			-----	-----			
			3099	326905			
POWERSHARES ETF TRUST	FINL PFD PTFL	73935X229	111	6196	SH	DEFINED	5
			-----	-----			
			111	6196			
POWERSHARES ETF TRUST	CLEANTECH PORT	73935X278	101	4250	SH	DEFINED	5
			-----	-----			
			101	4250			
POWERSHARES ETF TRUST	WNRHLL CLN EN	73935X500	25	4476	SH	DEFINED	5
			-----	-----			
			25	4476			
POWERSHARES ETF TRUST	WATER RESOURCE	73935X575	46	2400	SH	DEFINED	5
			-----	-----			
			46	2400			
POWERSHARES ETF TRUST	FTSE RAFI 1000	73935X583	10	167	SH	DEFINED	5
			-----	-----			
			10	167			
POWERSHARES ETF TRUST	DYNM LRG CP GR	73935X609	9	500	SH	DEFINED	5
			-----	-----			
			9	500			
POWERSHARES DB G10 CURCY HAR	COM UT BEN INT	73935Y102	1741	69599	SH	DEFINED	5
			-----	-----			
			1741	69599			
POWERSHS DB MULTI SECT COMM	DB AGRICULT FD	73936B408	301	10717	SH	DEFINED	5
			-----	-----			
			301	10717			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA
POWERSHS DB MULTI SECT COMM	DB OIL FUND	73936B507	6	200	SH	DEFINED	5
			-----	-----			
			6	200			
POWERSECURE INTL INC	COM	73936N105	81	13429	SH	DEFINED	5
			-----	-----			
			81	13429			
POWERSHARES ETF TRUST II	COMPLTN PORTFL	73936Q306	66	5700	SH	DEFINED	5
			-----	-----			
			66	5700			
POWERSHARES ETF TRUST II	SENIOR LN PORT	73936Q769	942	38315	SH	DEFINED	5

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			-----	-----				
			942	38315				
POWERSHARES GLOBAL ETF TRUST	INSUR NATL MUN	73936T474	55	2216	SH		DEFINED	5
			-----	-----				
			55	2216				
POWERSHARES GLOBAL ETF TRUST	FDM HG YLD RAF	73936T557	118	6360	SH		DEFINED	5
			-----	-----				
			118	6360				
POWERSHARES GLOBAL ETF TRUST	AGG PFD PORT	73936T565	201	13954	SH		DEFINED	5
			-----	-----				
			201	13954				
POWERSHARES GLOBAL ETF TRUST	SOVEREIGN DEBT	73936T573	16954	605074	SH		DEFINED	5
			-----	-----				
			16954	605074				
POWERSHARES GLOBAL ETF TRUST	GBL CLEAN ENER	73936T615	6	615	SH		DEFINED	5
			-----	-----				
			6	615				
POWERSHARES GLOBAL ETF TRUST	GBL WTR PORT	73936T623	52	2848	SH		DEFINED	5
			-----	-----				
			52	2848				
PRAXAIR INC	COM	74005P104	44829	391044	SH		DEFINED	5
			-----	-----				
			44829	391044				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----			-----	-----	-----	-----	-----	-----	
PRECISION CASTPARTS CORP	COM	740189105	2350	13591	SH		DEFINED	5	
			-----	-----					
			2350	13591					
PRECISION DRILLING CORP	COM 2010	74022D308	86	8622	SH		DEFINED	5	
			-----	-----					
			86	8622					
PREMIERE GLOBAL SVCS INC	COM	740585104	231	25551	SH		DEFINED	5	
			-----	-----					
			231	25551					
PRESSTEK INC	COM	741113104	0	15	SH		DEFINED	5	
			-----	-----					
				15					
PRESTIGE BRANDS HLDGS INC	COM	74112D101	1170	66916	SH		DEFINED	5	
			-----	-----					
			1170	66916					

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PRICE T ROWE GROUP INC	COM	74144T108	5497	84187	SH	DEFINED	5
			-----	-----			
			5497	84187			
PRICELINE COM INC	COM NEW	741503403	2341	3262	SH	DEFINED	5
			-----	-----			
			2341	3262			
PRICESMART INC	COM	741511109	2856	39222	SH	DEFINED	5
			-----	-----			
			2856	39222			
PRINCIPAL FINL GROUP INC	COM	74251V102	2765	93688	SH	DEFINED	5
			-----	-----			
			2765	93688			
PROASSURANCE CORP	COM	74267C106	12	135	SH	DEFINED	5
			-----	-----			
			12	135			
PROCERA NETWORKS INC	COM NEW	74269U203	51	2300	SH	DEFINED	5
			-----	-----			
			51	2300			

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
PROCTER & GAMBLE CO	COM	742718109	546796	8135625	SH	DEFINED	5	
			-----	-----				
			546796	8135625				
PROGENICS PHARMACEUTICALS IN	COM	743187106	50	5000	SH	DEFINED	5	
			-----	-----				
			50	5000				
PROGRESS ENERGY INC	COM	743263105	14852	279654	SH	DEFINED	5	
			-----	-----				
			14852	279654				
PROGRESS SOFTWARE CORP	COM	743312100	3	141	SH	DEFINED	5	
			-----	-----				
			3	141				
PROGRESSIVE CORP OHIO	COM	743315103	3549	153115	SH	DEFINED	5	
			-----	-----				
			3549	153115				
PROLOGIS INC	COM	74340W103	79	2204	SH	DEFINED	5	
			-----	-----				
			79	2204				
PROSHARES TR	PSHS ULT S&P 5	74347R107	5	90	SH	DEFINED	5	

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			-----	-----		
			5	90		
PROSHARES TR	PSHS ULTSH 20Y	74347R297	10	500 SH	DEFINED	5
			-----	-----		
			10	500		
PROSHARES TR	PSHS SHTRUSS20	74347R826	1	29 SH	DEFINED	5
			-----	-----		
			1	29		
PROSHARES TR	PSHS ULSHT SP5	74347R883	2	135 SH	DEFINED	5
			-----	-----		
			2	135		
PROSHARES TR	SHRT 20+YR TRE	74347X849	3	100 SH	DEFINED	5
			-----	-----		
			3	100		

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				VALUE (X\$1000)	SHARES/ PRN AMT		
	PROSHARES TR	PSHS ULSHRUS20	74348A202	1	30 SH	DEFINED	5
				-----	-----		
				1	30		
	PROSPECT CAPITAL CORPORATION	COM	74348T102	14	1274 SH	DEFINED	5
				-----	-----		
				14	1274		
	PROTECTIVE LIFE CORP	COM	743674103	218	7363 SH	DEFINED	5
				-----	-----		
				218	7363		
	PRUDENTIAL FINL INC	COM	744320102	6306	99482 SH	DEFINED	5
				-----	-----		
				6306	99482		
	PUBLIC SVC ENTERPRISE GROUP	COM	744573106	659	21520 SH	DEFINED	5
				-----	-----		
				659	21520		
	PUBLIC STORAGE	COM	74460D109	5531	40033 SH	DEFINED	5
				-----	-----		
				5531	40033		
	PULTE GROUP INC	COM	745867101	1225	138409 SH	DEFINED	5
				-----	-----		
				1225	138409		
	PUTMAN HIGH INCOME SEC FUND	SHS BEN INT	746779107	19	2224 SH	DEFINED	5
				-----	-----		
				19	2224		

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PUTNAM MANAGED MUN INCOM TR	COM	746823103	23	2990	SH	DEFINED	5
			-----	-----			
			23	2990			
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	22	3958	SH	DEFINED	5
			-----	-----			
			22	3958			
PUTNAM MASTER INTER INCOME T	SH BEN INT	746909100	2	300	SH	DEFINED	5
			-----	-----			
			2	300			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
PUTNAM MUN OPPORTUNITIES TR	SH BEN INT	746922103	32	2539	SH	DEFINED	5	
			-----	-----				
			32	2539				
QUAKER CHEM CORP	COM	747316107	107	2700	SH	DEFINED	5	
			-----	-----				
			107	2700				
QEP RES INC	COM	74733V100	5271	172832	SH	DEFINED	5	
			-----	-----				
			5271	172832				
PYXIS CR STRATEGIES FD	COM	74734W107	2	294	SH	DEFINED	5	
			-----	-----				
			2	294				
QUALCOMM INC	COM	747525103	51619	758433	SH	DEFINED	5	
			-----	-----				
			51619	758433				
QUALITY SYS INC	COM	747582104	150	3420	SH	DEFINED	5	
			-----	-----				
			150	3420				
QUANTA SVCS INC	COM	74762E102	98	4695	SH	DEFINED	5	
			-----	-----				
			98	4695				
QUEST DIAGNOSTICS INC	COM	74834L100	368	6015	SH	DEFINED	5	
			-----	-----				
			368	6015				
QUESTAR CORP	COM	748356102	4671	242527	SH	DEFINED	5	
			-----	-----				
			4671	242527				
QUICKLOGIC CORP	COM	74837P108	25	9000	SH	DEFINED	5	

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		-----		-----			
		25	9000				
QUICKSILVER RESOURCES INC	COM	74837R104	5	1068	SH	DEFINED	5

		5	1068				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----		-----		-----		-----		
RCM TECHNOLOGIES INC	COM NEW	749360400	6	1000	SH	DEFINED	5	

		6	1000					
RPM INTL INC	COM	749685103	1555	59376	SH	DEFINED	5	

		1555	59376					
RPX CORP	COM	74972G103	3	167	SH	DEFINED	5	

		3	167					
RTI INTL METALS INC	COM	74973W107	3	140	SH	DEFINED	5	

		3	140					
RF MICRODEVICES INC	COM	749941100	47	9500	SH	DEFINED	5	

		47	9500					
RACKSPACE HOSTING INC	COM	750086100	756	13085	SH	DEFINED	5	

		756	13085					
RADIOSHACK CORP	COM	750438103	5	824	SH	DEFINED	5	

		5	824					
RALCORP HLDGS INC NEW	COM	751028101	1330	17947	SH	DEFINED	5	

		1330	17947					
RALPH LAUREN CORP	CL A	751212101	751	4310	SH	DEFINED	5	

		751	4310					
RANGE RES CORP	COM	75281A109	256	4402	SH	DEFINED	5	

		256	4402					
RAYMOND JAMES FINANCIAL INC	COM	754730109	1069	29263	SH	DEFINED	5	

		1069	29263					

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
	RAYONIER INC	COM	754907103	2850	64639	SH	DEFINED	5
				2850	64639			
	RAYTHEON CO	COM NEW	755111507	5919	112150	SH	DEFINED	5
				5919	112150			
	REALNETWORKS INC	COM NEW	75605L708	3	325	SH	DEFINED	5
				3	325			
	REALTY INCOME CORP	COM	756109104	9149	236226	SH	DEFINED	5
				9149	236226			
	RED HAT INC	COM	756577102	58	965	SH	DEFINED	5
				58	965			
	REDWOOD TR INC	COM	758075402	45	4000	SH	DEFINED	5
				45	4000			
	REED ELSEVIER P L C	SPONS ADR NEW	758205207	34	950	SH	DEFINED	5
				34	950			
	REGAL ENTMT GROUP	CL A	758766109	80	5858	SH	DEFINED	5
				80	5858			
	REGENCY CTRS CORP	COM	758849103	7	156	SH	DEFINED	5
				7	156			
	REGENERON PHARMACEUTICALS	COM	75886F107	703	6031	SH	DEFINED	5
				703	6031			
	REGIONS FINANCIAL CORP NEW	COM	7591EP100	2845	431704	SH	DEFINED	5
				2845	431704			

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	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP								
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	5	O
REINSURANCE GROUP AMER INC	COM NEW	759351604	1115	18742	SH		DEFINED	5	
			1115	18742					
RELIANCE STEEL & ALUMINUM CO	COM	759509102	60	1070	SH		DEFINED	5	
			60	1070					
RENASANT CORP	COM	75970E107	243	14904	SH		DEFINED	5	
			243	14904					
RENT A CTR INC NEW	COM	76009N100	240	6358	SH		DEFINED	5	
			240	6358					
RENTECH INC	COM	760112102	17	8000	SH		DEFINED	5	
			17	8000					
REPUBLIC SVCS INC	COM	760759100	1409	46119	SH		DEFINED	5	
			1409	46119					
RESEARCH IN MOTION LTD	COM	760975102	30	2051	SH		DEFINED	5	
			30	2051					
RESMED INC	COM	761152107	173	5590	SH		DEFINED	5	
			173	5590					
RESOURCES CONNECTION INC	COM	76122Q105	88	6252	SH		DEFINED	5	
			88	6252					
REYNOLDS AMERICAN INC	COM	761713106	1834	44254	SH		DEFINED	5	
			1834	44254					
RIO TINTO PLC	SPONSORED ADR	767204100	522	9395	SH		DEFINED	5	
			522	9395					

PAGE 151 OF 195	FORM 13F								
	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP								
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	5	O

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RITCHIE BROS AUCTIONEERS	COM	767744105	172	7258	SH	DEFINED	5
			-----	-----			
			172	7258			
RIVERBED TECHNOLOGY INC	COM	768573107	75	2682	SH	DEFINED	5
			-----	-----			
			75	2682			
ROBERT HALF INTL INC	COM	770323103	20	644	SH	DEFINED	5
			-----	-----			
			20	644			
ROCKWELL AUTOMATION INC	COM	773903109	4699	58954	SH	DEFINED	5
			-----	-----			
			4699	58954			
ROCKWELL COLLINS INC	COM	774341101	648	11260	SH	DEFINED	5
			-----	-----			
			648	11260			
ROCKWOOD HLDGS INC	COM	774415103	19269	369483	SH	DEFINED	5
			-----	-----			
			19269	369483			
ROCKY MTN CHOCOLATE FACTORY	COM PAR \$0.03	774678403	1	128	SH	DEFINED	5
			-----	-----			
			1	128			
ROGERS COMMUNICATIONS INC	CL B	775109200	8684	218740	SH	DEFINED	5
			-----	-----			
			8684	218740			
ROLLINS INC	COM	775711104	258	12103	SH	DEFINED	5
			-----	-----			
			258	12103			
ROPER INDS INC NEW	COM	776696106	3040	30658	SH	DEFINED	5
			-----	-----			
			3040	30658			
ROSS STORES INC	COM	778296103	2189	37671	SH	DEFINED	5
			-----	-----			
			2189	37671			

		FORM 13F							
PAGE 152 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVTMT	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ROUSE PPTYS INC	COM	779287101	1	38	SH		DEFINED		5
			-----	-----					
			1	38					
ROVI CORP	COM	779376102	1	25	SH		DEFINED		5

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			-----	-----		
			1	25		
ROWAN COS INC	COM	779382100	3	79 SH	DEFINED	5
			-----	-----		
			3	79		
ROYAL BK CDA MONTREAL QUE	COM	780087102	1654	28497 SH	DEFINED	5
			-----	-----		
			1654	28497		
ROYAL BK SCOTLAND GROUP PLC	SPONS ADR 20 O	780097689	4	500 SH	DEFINED	5
			-----	-----		
			4	500		
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	4992	70683 SH	DEFINED	5
			-----	-----		
			4992	70683		
ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	36210	516328 SH	DEFINED	5
			-----	-----		
			36210	516328		
ROYAL GOLD INC	COM	780287108	7	100 SH	DEFINED	5
			-----	-----		
			7	100		
ROYCE VALUE TR INC	COM	780910105	3	250 SH	DEFINED	5
			-----	-----		
			3	250		
RUDOLPH TECHNOLOGIES INC	COM	781270103	29	2649 SH	DEFINED	5
			-----	-----		
			29	2649		
RUSH ENTERPRISES INC	CL A	781846209	343	16151 SH	DEFINED	5
			-----	-----		
			343	16151		

PAGE 153 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA
				VALUE (X\$1000)	SHARES/ PRN AMT		
	RYANAIR HLDGS PLC	SPONSORED ADR	783513104	7	200 SH	DEFINED	5
				-----	-----		
				7	200		
	RYDER SYS INC	COM	783549108	2	32 SH	DEFINED	5
				-----	-----		
				2	32		
	RYDEX ETF TRUST	GUG S&P500 EQ	78355W106	227	4382 SH	DEFINED	5
				-----	-----		
				227	4382		

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RYDEX ETF TRUST	GUG S&P500 PU	78355W304	11	340	SH	DEFINED	5
			-----	-----			
			11	340			
RYDEX ETF TRUST	GUG S&P500 PU	78355W403	11	215	SH	DEFINED	5
			-----	-----			
			11	215			
SAIC INC	COM	78390X101	47	3589	SH	DEFINED	5
			-----	-----			
			47	3589			
SL GREEN RLTY CORP	COM	78440X101	209	2695	SH	DEFINED	5
			-----	-----			
			209	2695			
SLM CORP	COM	78442P106	2702	171441	SH	DEFINED	5
			-----	-----			
			2702	171441			
SM ENERGY CO	COM	78454L100	512	7237	SH	DEFINED	5
			-----	-----			
			512	7237			
SPDR S&P 500 ETF TR	TR UNIT	78462F103	58195	413290	SH	DEFINED	5
			-----	-----			
			58195	413290			
SPS COMM INC	COM	78463M107	410	15238	SH	DEFINED	5
			-----	-----			
			410	15238			

		FORM 13F						
PAGE 154 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----			-----	-----	-----	-----	-----	
SPDR GOLD TRUST	GOLD SHS	78463V107	81389	502028	SH	DEFINED	5	
			-----	-----				
			81389	502028				
SPDR INDEX SHS FDS	EURO STOXX 50	78463X202	9	289	SH	DEFINED	5	
			-----	-----				
			9	289				
SPDR INDEX SHS FDS	S&P CHINA ETF	78463X400	7	100	SH	DEFINED	5	
			-----	-----				
			7	100				
SPDR INDEX SHS FDS	DJ GLB RL ES E	78463X749	93	2379	SH	DEFINED	5	
			-----	-----				
			93	2379				
SPDR INDEX SHS FDS	S&PINTL MC ETF	78463X764	3	105	SH	DEFINED	5	

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			3	105		
SPDR INDEX SHS FDS	S&P BRIC 40ETF	78463X798	38	1555	SH	DEFINED 5
			38	1555		
SPDR INDEX SHS FDS	DJ INTL RL ETF	78463X863	23949	650442	SH	DEFINED 5
			23949	650442		
SPDR INDEX SHS FDS	S&P INTL SMLCP	78463X871	2	75	SH	DEFINED 5
			2	75		
SPX CORP	COM	784635104	2816	36327	SH	DEFINED 5
			2816	36327		
SPDR SERIES TRUST	MORGAN TECH ET	78464A102	23	321	SH	DEFINED 5
			23	321		
SPDR SERIES TRUST	BRCLY INTL CRP	78464A151	12	340	SH	DEFINED 5
			12	340		

		FORM 13F						
PAGE 155 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
SPDR SERIES TRUST	WELLS FG PFD E	78464A292	31	690	SH	DEFINED 5		
			31	690				
SPDR SERIES TRUST	BRCLYS YLD ETF	78464A417	8742	222052	SH	DEFINED 5		
			8742	222052				
SPDR SERIES TRUST	NUVN BR SHT MU	78464A425	311	12772	SH	DEFINED 5		
			311	12772				
SPDR SERIES TRUST	BARC CAPTL ETF	78464A474	15	502	SH	DEFINED 5		
			15	502				
SPDR SERIES TRUST	BRCLYS INTL ET	78464A516	5004	83476	SH	DEFINED 5		
			5004	83476				
SPDR SERIES TRUST	DJ REIT ETF	78464A607	175	2466	SH	DEFINED 5		
			175	2466				

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SPDR SERIES TRUST	BARCL CAP TIPS	78464A656	4	71	SH	DEFINED	5
			-----	-----			
			4	71			
SPDR SERIES TRUST	BRCLYS INTER E	78464A672	22	364	SH	DEFINED	5
			-----	-----			
			22	364			
SPDR SERIES TRUST	S&P REGL BKG	78464A698	48	1700	SH	DEFINED	5
			-----	-----			
			48	1700			
SPDR SERIES TRUST	OILGAS EQUIP	78464A748	18	500	SH	DEFINED	5
			-----	-----			
			18	500			
SPDR SERIES TRUST	S&P METALS MNG	78464A755	15	300	SH	DEFINED	5
			-----	-----			
			15	300			

		FORM 13F						
PAGE 156 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
SPDR SERIES TRUST	S&P DIVID ETF	78464A763	6656	117516	SH	DEFINED	5	
			-----	-----				
			6656	117516				
SPDR SERIES TRUST	S&P BK ETF	78464A797	2939	123225	SH	DEFINED	5	
			-----	-----				
			2939	123225				
SPDR SERIES TRUST	S&P BIOTECH	78464A870	16	200	SH	DEFINED	5	
			-----	-----				
			16	200				
SPDR DOW JONES INDL AVRG ETF	UT SER 1	78467X109	2871	21783	SH	DEFINED	5	
			-----	-----				
			2871	21783				
SPDR S&P MIDCAP 400 ETF TR	UTSER1 S&PDCRP	78467Y107	2179	12060	SH	DEFINED	5	
			-----	-----				
			2179	12060				
STEC INC	COM	784774101	40	4195	SH	DEFINED	5	
			-----	-----				
			40	4195				
SWS GROUP INC	COM	78503N107	105	18411	SH	DEFINED	5	
			-----	-----				
			105	18411				
SXC HEALTH SOLUTIONS CORP	COM	78505P100	1236	16487	SH	DEFINED	5	

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			-----	-----		
			1236	16487		
S Y BANCORP INC	COM	785060104	84	3600	SH	DEFINED 5
			84	3600		
SABINE ROYALTY TR	UNIT BEN INT	785688102	241	4000	SH	DEFINED 5
			241	4000		
SAFEGUARD SCIENTIFICS INC	COM NEW	786449207	26	1500	SH	DEFINED 5
			26	1500		

PAGE 157 OF 195	FORM 13F							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
	-----	-----	-----	-----	-----	-----	-----	-----
	SAFEGUARD SCIENTIFICS INC	COM NEW	786449207	26	1500	SH	DEFINED 5	
				26	1500			
	SAFEGUARD SCIENTIFICS INC	COM NEW	786514208	29	1426	SH	DEFINED 5	
				29	1426			
	SAIA INC	COM	78709Y105	63	3707	SH	DEFINED 5	
				63	3707			
	ST JOE CO	COM	790148100	2	95	SH	DEFINED 5	
				2	95			
	ST JUDE MED INC	COM	790849103	229	5162	SH	DEFINED 5	
				229	5162			
	SALESFORCE COM INC	COM	79466L302	79	513	SH	DEFINED 5	
				79	513			
	SALIX PHARMACEUTICALS INC	COM	795435106	361	6884	SH	DEFINED 5	
				361	6884			
	SALLY BEAUTY HLDGS INC	COM	79546E104	4383	176754	SH	DEFINED 5	
				4383	176754			
	SAN JUAN BASIN RTY TR	UNIT BEN INT	798241105	30	1525	SH	DEFINED 5	
				30	1525			
	SANDISK CORP	COM	80004C101	13742	277117	SH	DEFINED 5	
				13742	277117			

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SANOFI	SPONSORED ADR	80105N105	3083	79555	SH	DEFINED	5
			-----	-----			
			3083	79555			
SANOFI	RIGHT 12/31/20	80105N113	1	438	SH	DEFINED	5
			-----	-----			
			1	438			

PAGE 158 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		SH/ PUT/ INVSTMT O	BANCORP	MA
				VALUE (X\$1000)	SHARES/ PRN AMT			
	SAP AG	SPON ADR	803054204	1523	21812	SH	DEFINED	5
				-----	-----			
				1523	21812			
	SARA LEE CORP	COM	803111103	3370	156510	SH	DEFINED	5
				-----	-----			
				3370	156510			
	SASOL LTD	SPONSORED ADR	803866300	440	9056	SH	DEFINED	5
				-----	-----			
				440	9056			
	SAUER-DANFOSS INC	COM	804137107	1	14	SH	DEFINED	5
				-----	-----			
				1	14			
	SCANA CORP NEW	COM	80589M102	196	4293	SH	DEFINED	5
				-----	-----			
				196	4293			
	SCHAWK INC	CL A	806373106	260	20766	SH	DEFINED	5
				-----	-----			
				260	20766			
	SCHEIN HENRY INC	COM	806407102	64	851	SH	DEFINED	5
				-----	-----			
				64	851			
	SCHLUMBERGER LTD	COM	806857108	64082	916366	SH	DEFINED	5
				-----	-----			
				64082	916366			
	SCHNITZER STL INDS	CL A	806882106	768	19258	SH	DEFINED	5
				-----	-----			
				768	19258			
	SCHWAB CHARLES CORP NEW	COM	808513105	1913	133145	SH	DEFINED	5
				-----	-----			
				1913	133145			
	SCHWAB STRATEGIC TR	INTL EQTY ETF	808524805	7	256	SH	DEFINED	5

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
SCIQEST INC NEW	COM	80908T101	390	25621	SH	DEFINED	5		
			390	25621					
SCOTTS MIRACLE GRO CO	CL A	810186106	850	15701	SH	DEFINED	5		
			850	15701					
SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	340	6973	SH	DEFINED	5		
			340	6973					
SEABRIGHT HOLDINGS INC	COM	811656107	70	7702	SH	DEFINED	5		
			70	7702					
SEALED AIR CORP NEW	COM	81211K100	42	2173	SH	DEFINED	5		
			42	2173					
SEARS HLDGS CORP	COM	812350106	21	324	SH	DEFINED	5		
			21	324					
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	1531	41399	SH	DEFINED	5		
			1531	41399					
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	1248	33184	SH	DEFINED	5		
			1248	33184					
SELECT SECTOR SPDR TR	SBI CONS STPLS	81369Y308	570	16727	SH	DEFINED	5		
			570	16727					
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	1002	22217	SH	DEFINED	5		
			1002	22217					
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	1736	24191	SH	DEFINED	5		
			1736	24191					

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA
	SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	15505	981668	SH	DEFINED	5
				15505	981668			
	SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	400	10703	SH	DEFINED	5
				400	10703			
	SELECT SECTOR SPDR TR	TECHNOLOGY	81369Y803	6761	224173	SH	DEFINED	5
				6761	224173			
	SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	1035	29522	SH	DEFINED	5
				1035	29522			
	SELECT COMFORT CORP	COM	81616X103	390	12031	SH	DEFINED	5
				390	12031			
	SEMTECH CORP	COM	816850101	1828	64216	SH	DEFINED	5
				1828	64216			
	SEMPRA ENERGY	COM	816851109	98	1632	SH	DEFINED	5
				98	1632			
	SENIOR HSG PPTYS TR	SH BEN INT	81721M109	665	30169	SH	DEFINED	5
				665	30169			
	SEQUENOM INC	COM NEW	817337405	22	5500	SH	DEFINED	5
				22	5500			
	SERVICE CORP INTL	COM	817565104	1887	167586	SH	DEFINED	5
				1887	167586			
	SERVICESTOURCE INTL LLC	COM	81763U100	367	23697	SH	DEFINED	5
				367	23697			

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

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
SHAW GROUP INC	COM	820280105	64	2012	SH		DEFINED	5
			64	2012				
SHERWIN WILLIAMS CO	COM	824348106	8469	77935	SH		DEFINED	5
			8469	77935				
SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	4	55	SH		DEFINED	5
			4	55				
SHIRE PLC	SPONSORED ADR	82481R106	201	2124	SH		DEFINED	5
			201	2124				
SHUFFLE MASTER INC	COM	825549108	88	5000	SH		DEFINED	5
			88	5000				
SIEMENS A G	SPONSORED ADR	826197501	1675	16609	SH		DEFINED	5
			1675	16609				
SIGMA ALDRICH CORP	COM	826552101	575	7875	SH		DEFINED	5
			575	7875				
SILVER WHEATON CORP	COM	828336107	40	1190	SH		DEFINED	5
			40	1190				
SIMMONS 1ST NATL CORP	CL A \$1 PAR	828730200	42	1639	SH		DEFINED	5
			42	1639				
SIMON PPTY GROUP INC NEW	COM	828806109	8292	56916	SH		DEFINED	5
			8292	56916				
SIRONA DENTAL SYSTEMS INC	COM	82966C103	198	3850	SH		DEFINED	5
			198	3850				

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FORM 13F
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
SIRIUS XM RADIO INC	COM	82967N108	27	11690	SH		DEFINED 5
			27	11690			

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SKYWORKS SOLUTIONS INC	COM	83088M102	657	23762	SH	DEFINED	5
			-----	-----			
			657	23762			
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	41	809	SH	DEFINED	5
			-----	-----			
			41	809			
SMITH A O	COM	831865209	12	273	SH	DEFINED	5
			-----	-----			
			12	273			
SMITHFIELD FOODS INC	COM	832248108	36	1626	SH	DEFINED	5
			-----	-----			
			36	1626			
SMUCKER J M CO	COM NEW	832696405	4152	51038	SH	DEFINED	5
			-----	-----			
			4152	51038			
SNAP ON INC	COM	833034101	2303	37774	SH	DEFINED	5
			-----	-----			
			2303	37774			
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	1139	19417	SH	DEFINED	5
			-----	-----			
			1139	19417			
SOLAR CAP LTD	COM	83413U100	5	240	SH	DEFINED	5
			-----	-----			
			5	240			
SONOCO PRODS CO	COM	835495102	163	4900	SH	DEFINED	5
			-----	-----			
			163	4900			
SONY CORP	ADR NEW	835699307	34	1653	SH	DEFINED	5
			-----	-----			
			34	1653			

		FORM 13F						
PAGE 163 OF 195		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVTMT	O
-----	-----	-----	-----	-----	-----	-----	-----	-----
SOTHEBYS	COM	835898107	0	2	SH		DEFINED	5
			-----	-----				
				2				
SONUS NETWORKS INC	COM	835916107	3	1036	SH		DEFINED	5
			-----	-----				
			3	1036				
SOURCE CAP INC	COM	836144105	7	127	SH		DEFINED	5

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			-----	-----		
			7	127		
SOURCEFIRE INC	COM	83616T108	542	11267	SH	DEFINED 5
			-----	-----		
			542	11267		
SOUTHERN CO	COM	842587107	5778	128592	SH	DEFINED 5
			-----	-----		
			5778	128592		
SOUTHERN COPPER CORP	COM	84265V105	162	5107	SH	DEFINED 5
			-----	-----		
			162	5107		
SOUTHWEST AIRLS CO	COM	844741108	113	13693	SH	DEFINED 5
			-----	-----		
			113	13693		
SOUTHWEST GAS CORP	COM	844895102	51	1200	SH	DEFINED 5
			-----	-----		
			51	1200		
SOUTHWESTERN ENERGY CO	COM	845467109	124	4051	SH	DEFINED 5
			-----	-----		
			124	4051		
SPARTAN STORES INC	COM	846822104	463	25543	SH	DEFINED 5
			-----	-----		
			463	25543		
SPECIAL OPPORTUNITIES FD INC	COM	84741T104	13	825	SH	DEFINED 5
			-----	-----		
			13	825		

		FORM 13F						
PAGE 164 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
SPECTRA ENERGY PARTNERS LP	COM	84756N109	16	500	SH	DEFINED 5		
			-----	-----				
			16	500				
SPECTRA ENERGY CORP	COM	847560109	29575	937391	SH	DEFINED 5		
			-----	-----				
			29575	937391				
SPECTRUM PHARMACEUTICALS INC	COM	84763A108	13	1000	SH	DEFINED 5		
			-----	-----				
			13	1000				
SPIRIT AEROSYSTEMS HLDGS INC	COM CL A	848574109	943	38562	SH	DEFINED 5		
			-----	-----				
			943	38562				

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SPREADTRUM COMMUNICATIONS IN	ADR	849415203	9	530	SH	DEFINED	5
			-----	-----			
			9	530			
SPRINT NEXTEL CORP	COM SER 1	852061100	19	6552	SH	DEFINED	5
			-----	-----			
			19	6552			
STAGE STORES INC	COM NEW	85254C305	289	17805	SH	DEFINED	5
			-----	-----			
			289	17805			
STANDARD REGISTER CO	COM	853887107	6459	5167224	SH	DEFINED	5
			-----	-----			
			6459	5167224			
STANLEY BLACK & DECKER INC	COM	854502101	3501	45486	SH	DEFINED	5
			-----	-----			
			3501	45486			
STAPLES INC	COM	855030102	95	5875	SH	DEFINED	5
			-----	-----			
			95	5875			
STARBUCKS CORP	COM	855244109	19434	347713	SH	DEFINED	5
			-----	-----			
			19434	347713			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
STATE AUTO FINL CORP	COM	855707105	51	3504	SH	DEFINED	5	
			-----	-----				
			51	3504				
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	2017	35764	SH	DEFINED	5	
			-----	-----				
			2017	35764				
STATE STR CORP	COM	857477103	2930	64397	SH	DEFINED	5	
			-----	-----				
			2930	64397				
STATOIL ASA	SPONSORED ADR	85771P102	5	198	SH	DEFINED	5	
			-----	-----				
			5	198				
STEEL DYNAMICS INC	COM	858119100	962	66191	SH	DEFINED	5	
			-----	-----				
			962	66191				
STEELCASE INC	CL A	858155203	24475	2549501	SH	DEFINED	5	

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			24475	2549501		
STEIN MART INC	COM	858375108	41	6242	SH	DEFINED 5
			41	6242		
STERICYCLE INC	COM	858912108	5583	66749	SH	DEFINED 5
			5583	66749		
STERIS CORP	COM	859152100	84	2641	SH	DEFINED 5
			84	2641		
STERLING BANCORP	COM	859158107	75	7833	SH	DEFINED 5
			75	7833		
STONE ENERGY CORP	COM	861642106	8	266	SH	DEFINED 5
			8	266		

PAGE 166 OF 195	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		SH/ PUT/ INVSTMT O	BANCORP	MA
				VALUE (X\$1000)	SHARES/ PRN AMT			
	STRATASYS INC	COM	862685104	98	2670	SH	DEFINED 5	
				98	2670			
	STRATEGIC DIAGNOSTICS INC	COM	862700101	4	1969	SH	DEFINED 5	
				4	1969			
	STRYKER CORP	COM	863667101	10376	187017	SH	DEFINED 5	
				10376	187017			
	STUDENT TRANSN INC	COM	86388A108	3	429	SH	DEFINED 5	
				3	429			
	STURM RUGER & CO INC	COM	864159108	1563	31841	SH	DEFINED 5	
				1563	31841			
	SUBURBAN PROPANE PARTNERS L	UNIT LTD PARTN	864482104	54	1262	SH	DEFINED 5	
				54	1262			
	SUMMIT FINANCIAL GROUP INC	COM	86606G101	49	11248	SH	DEFINED 5	
				49	11248			

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SUN COMMUNITIES INC	COM	866674104	884	20400	SH	DEFINED	5
			-----	-----			
			884	20400			
SUN LIFE FINL INC	COM	866796105	75	3163	SH	DEFINED	5
			-----	-----			
			75	3163			
SUN HYDRAULICS CORP	COM	866942105	946	36176	SH	DEFINED	5
			-----	-----			
			946	36176			
SUNCOKE ENERGY INC	COM	86722A103	2	132	SH	DEFINED	5
			-----	-----			
			2	132			

		FORM 13F						
PAGE 167 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
SUNCOR ENERGY INC NEW	COM	867224107	352	10773	SH	DEFINED	5	
			-----	-----				
			352	10773				
SUNOCO LOGISTICS PRTRNS L P	COM UNITS	86764L108	11	300	SH	DEFINED	5	
			-----	-----				
			11	300				
SUNOCO INC	COM	86764P109	12	318	SH	DEFINED	5	
			-----	-----				
			12	318				
SUNTRUST BKS INC	COM	867914103	409	16935	SH	DEFINED	5	
			-----	-----				
			409	16935				
SUPERIOR ENERGY SVCS INC	COM	868157108	827	31369	SH	DEFINED	5	
			-----	-----				
			827	31369				
SUPERIOR INDS INTL INC	COM	868168105	7	364	SH	DEFINED	5	
			-----	-----				
			7	364				
SUPERVALU INC	COM	868536103	42	7435	SH	DEFINED	5	
			-----	-----				
			42	7435				
SUSQUEHANNA BANCSHARES INC P	COM	869099101	15	1500	SH	DEFINED	5	
			-----	-----				
			15	1500				
SUSSER HLDGS CORP	COM	869233106	56	2186	SH	DEFINED	5	

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			56	2186		
SWIFT TRANSN CO	CL A	87074U101	349	30227	SH	DEFINED 5
			349	30227		
SYCAMORE NETWORKS INC	COM NEW	871206405	0	18	SH	DEFINED 5
				18		

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	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
SYMANTEC CORP	COM	871503108	125	6702	SH	DEFINED 5		
			125	6702				
SYMMETRICOM INC	COM	871543104	4	676	SH	DEFINED 5		
			4	676				
SYMMETRY MED INC	COM	871546206	484	68489	SH	DEFINED 5		
			484	68489				
SYNAPTICS INC	COM	87157D109	1584	43376	SH	DEFINED 5		
			1584	43376				
SYNGENTA AG	SPONSORED ADR	87160A100	2560	37199	SH	DEFINED 5		
			2560	37199				
SYNOVUS FINL CORP	COM	87161C105	10	5000	SH	DEFINED 5		
			10	5000				
SYNTEL INC	COM	87162H103	5	87	SH	DEFINED 5		
			5	87				
SYNNEX CORP	COM	87162W100	34	900	SH	DEFINED 5		
			34	900				
SYPRIS SOLUTIONS INC	COM	871655106	4	1077	SH	DEFINED 5		
			4	1077				
SYSCO CORP	COM	871829107	14588	488540	SH	DEFINED 5		
			14588	488540				

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TCF FINL CORP	COM	872275102	56	4700	SH	DEFINED	5
			-----	-----			
			56	4700			

		FORM 13F						
PAGE 169 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
TD AMERITRADE HLDG CORP	COM	87236Y108	32	1634	SH	DEFINED	5	
			-----	-----				
			32	1634				
TECO ENERGY INC	COM	872375100	1775	101124	SH	DEFINED	5	
			-----	-----				
			1775	101124				
TJX COS INC NEW	COM	872540109	16906	425747	SH	DEFINED	5	
			-----	-----				
			16906	425747				
TRW AUTOMOTIVE HLDGS CORP	COM	87264S106	22	468	SH	DEFINED	5	
			-----	-----				
			22	468				
TTM TECHNOLOGIES INC	COM	87305R109	1067	92729	SH	DEFINED	5	
			-----	-----				
			1067	92729				
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	585	38294	SH	DEFINED	5	
			-----	-----				
			585	38294				
TALISMAN ENERGY INC	COM	87425E103	7	548	SH	DEFINED	5	
			-----	-----				
			7	548				
TANGER FACTORY OUTLET CTRS I	COM	875465106	1036	34844	SH	DEFINED	5	
			-----	-----				
			1036	34844				
TANGOE INC	COM	87582Y108	361	19190	SH	DEFINED	5	
			-----	-----				
			361	19190				
TARGET CORP	COM	87612E106	36243	621977	SH	DEFINED	5	
			-----	-----				
			36243	621977				
TASEKO MINES LTD	COM	876511106	4	1000	SH	DEFINED	5	
			-----	-----				
			4	1000				

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	BANCORP	INVSTMT DSCRETN	O MA
TAUBMAN CTRS INC	COM	876664103	403	5523	SH		DEFINED	5	
			403	5523					
TEAM HEALTH HOLDINGS INC	COM	87817A107	5	222	SH		DEFINED	5	
			5	222					
TECH DATA CORP	COM	878237106	73	1342	SH		DEFINED	5	
			73	1342					
TECHNE CORP	COM	878377100	551	7865	SH		DEFINED	5	
			551	7865					
TECK RESOURCES LTD	CL B	878742204	7	200	SH		DEFINED	5	
			7	200					
TEJON RANCH CO	COM	879080109	1278	44622	SH		DEFINED	5	
			1278	44622					
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	3	254	SH		DEFINED	5	
			3	254					
TELECOM CORP NEW ZEALAND LTD	SPONSORED ADR	879278208	799	80516	SH		DEFINED	5	
			799	80516					
TELEFONICA BRASIL SA	SPONSORED ADR	87936R106	3059	99873	SH		DEFINED	5	
			3059	99873					
TELEDYNE TECHNOLOGIES INC	COM	879360105	16	247	SH		DEFINED	5	
			16	247					
TELEFLEX INC	COM	879369106	72	1170	SH		DEFINED	5	
			72	1170					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP		SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
			VALUE (X\$1000)	SHARES/ PRN AMT			
TELEFONICA S A	SPONSORED ADR	879382208	780	47527	SH	DEFINED	5
			780	47527			
TELEPHONE & DATA SYS INC	COM NEW	879433829	2	102	SH	DEFINED	5
			2	102			
TELLABS INC	COM	879664100	26	6403	SH	DEFINED	5
			26	6403			
TELUS CORP	NON-VTG SHS	87971M202	188	3300	SH	DEFINED	5
			188	3300			
TEMPLETON DRAGON FD INC	COM	88018T101	271	9561	SH	DEFINED	5
			271	9561			
TEMPLETON EMERG MKTS INCOME	COM	880192109	32	2014	SH	DEFINED	5
			32	2014			
TEMPLETON GLOBAL INCOME FD	COM	880198106	22	2295	SH	DEFINED	5
			22	2295			
TEMPUR PEDIC INTL INC	COM	88023U101	8	89	SH	DEFINED	5
			8	89			
TENARIS S A	SPONSORED ADR	88031M109	4	117	SH	DEFINED	5
			4	117			
TENET HEALTHCARE CORP	COM	88033G100	1301	244940	SH	DEFINED	5
			1301	244940			
TENNECO INC	COM	880349105	392	10539	SH	DEFINED	5
			392	10539			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP		SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
			VALUE (X\$1000)	SHARES/ PRN AMT			
TERADATA CORP DEL	COM	88076W103	4788	70258	SH	DEFINED	5

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			4788	70258		
TERADYNE INC	COM	880770102	56	3345	SH	DEFINED 5
			56	3345		
TEREX CORP NEW	COM	880779103	40	1783	SH	DEFINED 5
			40	1783		
TERRA NITROGEN CO L P	COM UNIT	881005201	60	238	SH	DEFINED 5
			60	238		
TESLA MTRS INC	COM	88160R101	182	4890	SH	DEFINED 5
			182	4890		
TESORO CORP	COM	881609101	8	285	SH	DEFINED 5
			8	285		
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	10141	225056	SH	DEFINED 5
			10141	225056		
TEXAS CAPITAL BANCSHARES INC	COM	88224Q107	559	16149	SH	DEFINED 5
			559	16149		
TEXAS INSTRS INC	COM	882508104	4919	146365	SH	DEFINED 5
			4919	146365		
TEXTRON INC	COM	883203101	71	2564	SH	DEFINED 5
			71	2564		
THERMO FISHER SCIENTIFIC INC	COM	883556102	4830	85660	SH	DEFINED 5
			4830	85660		

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA	
THERMON GROUP HLDGS INC	COM	88362T103	297	14515	SH	DEFINED 5		
			297	14515				
THOMPSON CREEK METALS CO INC	COM	884768102	3	396	SH	DEFINED 5		
			3	396				

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THOR INDS INC	COM	885160101	7	230	SH	DEFINED	5
			-----	-----			
			7	230			
THORATEC CORP	COM NEW	885175307	958	28433	SH	DEFINED	5
			-----	-----			
			958	28433			
3-D SYS CORP DEL	COM NEW	88554D205	14	575	SH	DEFINED	5
			-----	-----			
			14	575			
3M CO	COM	88579Y101	43042	482481	SH	DEFINED	5
			-----	-----			
			43042	482481			
TIBCO SOFTWARE INC	COM	88632Q103	503	16506	SH	DEFINED	5
			-----	-----			
			503	16506			
TIDEWATER INC	COM	886423102	16	301	SH	DEFINED	5
			-----	-----			
			16	301			
TIFFANY & CO NEW	COM	886547108	5397	78075	SH	DEFINED	5
			-----	-----			
			5397	78075			
TIM HORTONS INC	COM	88706M103	132	2472	SH	DEFINED	5
			-----	-----			
			132	2472			
TIM PARTICIPACOES S A	SPONSORED ADR	88706P205	97	3008	SH	DEFINED	5
			-----	-----			
			97	3008			

		FORM 13F						
PAGE 174 OF 195		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----			-----	-----	-----	-----	-----	
TIME WARNER INC	COM NEW	887317303	7589	201029	SH	DEFINED	5	
			-----	-----				
			7589	201029				
TIME WARNER CABLE INC	COM	88732J207	717	8800	SH	DEFINED	5	
			-----	-----				
			717	8800				
TIMKEN CO	COM	887389104	1105	21772	SH	DEFINED	5	
			-----	-----				
			1105	21772				
TITANIUM METALS CORP	COM NEW	888339207	17	1257	SH	DEFINED	5	

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			-----	-----			
			17	1257			
TOOTSIE ROLL INDS INC	COM	890516107	11	486	SH		DEFINED 5
			-----	-----			
			11	486			
TORCHMARK CORP	COM	891027104	1284	25763	SH		DEFINED 5
			-----	-----			
			1284	25763			
TORO CO	COM	891092108	2203	30982	SH		DEFINED 5
			-----	-----			
			2203	30982			
TORONTO DOMINION BK ONT	COM NEW	891160509	29	344	SH		DEFINED 5
			-----	-----			
			29	344			
TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	5816	141103	SH		DEFINED 5
			-----	-----			
			5816	141103			
TORTOISE ENERGY CAP CORP	COM	89147U100	20	720	SH		DEFINED 5
			-----	-----			
			20	720			
TOTAL S A	SPONSORED ADR	89151E109	1733	33899	SH		DEFINED 5
			-----	-----			
			1733	33899			

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA

TOWER FINANCIAL CORP	COM	891769101	8	750	SH		DEFINED 5	
			-----	-----				
			8	750				
TOTAL SYS SVCS INC	COM	891906109	2	103	SH		DEFINED 5	
			-----	-----				
			2	103				
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	68	779	SH		DEFINED 5	
			-----	-----				
			68	779				
TRACTOR SUPPLY CO	COM	892356106	1125	12425	SH		DEFINED 5	
			-----	-----				
			1125	12425				
TRANSCANADA CORP	COM	89353D107	26	600	SH		DEFINED 5	
			-----	-----				
			26	600				

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TRANSDIGM GROUP INC	COM	893641100	1577	13623	SH	DEFINED	5
			-----	-----			
			1577	13623			
TRANSMONTAIGNE PARTNERS L P	COM UNIT L P	89376V100	9	254	SH	DEFINED	5
			-----	-----			
			9	254			
TRANSCEND SERVICES INC	COM NEW	893929208	6	200	SH	DEFINED	5
			-----	-----			
			6	200			
TRAVELERS COMPANIES INC	COM	89417E109	3928	66358	SH	DEFINED	5
			-----	-----			
			3928	66358			
TREDEGAR CORP	COM	894650100	1525	77851	SH	DEFINED	5
			-----	-----			
			1525	77851			
TREEHOUSE FOODS INC	COM	89469A104	423	7108	SH	DEFINED	5
			-----	-----			
			423	7108			

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
TRI CONTL CORP	COM	895436103	42	2624	SH	DEFINED	5	
			-----	-----				
			42	2624				
TRIMBLE NAVIGATION LTD	COM	896239100	787	14462	SH	DEFINED	5	
			-----	-----				
			787	14462				
TRINITY INDS INC	COM	896522109	10	300	SH	DEFINED	5	
			-----	-----				
			10	300				
TRIQUINT SEMICONDUCTOR INC	COM	89674K103	5	711	SH	DEFINED	5	
			-----	-----				
			5	711				
TRIUMPH GROUP INC NEW	COM	896818101	83	1327	SH	DEFINED	5	
			-----	-----				
			83	1327				
TRIPADVISOR INC	COM	896945201	496	13904	SH	DEFINED	5	
			-----	-----				
			496	13904				
TUPPERWARE BRANDS CORP	COM	899896104	14265	224646	SH	DEFINED	5	

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			14265	224646			
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	24	1944	SH	DEFINED	5
			24	1944			
TURKISH INVT FD INC	COM	900145103	4	275	SH	DEFINED	5
			4	275			
II VI INC	COM	902104108	24	1000	SH	DEFINED	5
			24	1000			
TYLER TECHNOLOGIES INC	COM	902252105	96	2500	SH	DEFINED	5
			96	2500			

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				VALUE (X\$1000)	SHARES/ PRN AMT		
	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
	TYSON FOODS INC	CL A	902494103	66	3455	SH	DEFINED 5
				66	3455		
	UBS AG JERSEY BRH	LNG SHT VIX	902641596	3535	147482	SH	DEFINED 5
				3535	147482		
	UDR INC	COM	902653104	1261	47220	SH	DEFINED 5
				1261	47220		
	UMB FINL CORP	COM	902788108	400	8941	SH	DEFINED 5
				400	8941		
	USA TRUCK INC	COM	902925106	63	8161	SH	DEFINED 5
				63	8161		
	US BANCORP DEL	COM NEW	902973304	84186	2657382	SH	DEFINED 5
				84186	2657382		
	U M H PROPERTIES INC	COM	903002103	65	5932	SH	DEFINED 5
				65	5932		
	URS CORP NEW	COM	903236107	803	18874	SH	DEFINED 5
				803	18874		

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U S G CORP	COM NEW	903293405	9	536	SH	DEFINED	5
			-----	-----			
			9	536			
U S PHYSICAL THERAPY INC	COM	90337L108	18	795	SH	DEFINED	5
			-----	-----			
			18	795			
USA MOBILITY INC	COM	90341G103	30	2181	SH	DEFINED	5
			-----	-----			
			30	2181			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ULTA SALON COSMETCS & FRAG I	COM	90384S303	1921	20675	SH	DEFINED	5	
			-----	-----				
			1921	20675				
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	608	8293	SH	DEFINED	5	
			-----	-----				
			608	8293				
UNIFIRST CORP MASS	COM	904708104	12	200	SH	DEFINED	5	
			-----	-----				
			12	200				
UNILEVER PLC	SPON ADR NEW	904767704	1347	40766	SH	DEFINED	5	
			-----	-----				
			1347	40766				
UNILEVER N V	N Y SHS NEW	904784709	9121	268026	SH	DEFINED	5	
			-----	-----				
			9121	268026				
UNION BANKSHARES INC	COM	905400107	10	517	SH	DEFINED	5	
			-----	-----				
			10	517				
UNION PAC CORP	COM	907818108	9224	85825	SH	DEFINED	5	
			-----	-----				
			9224	85825				
UNITED CMNTY FINL CORP OHIO	COM	909839102	78	31887	SH	DEFINED	5	
			-----	-----				
			78	31887				
UNITED BANKSHARES INC WEST V	COM	909907107	381	13214	SH	DEFINED	5	
			-----	-----				
			381	13214				
UNITED NAT FOODS INC	COM	911163103	1699	36420	SH	DEFINED	5	

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			-----	-----		
			1699	36420		
UNITED ONLINE INC	COM	911268100	0	58	SH	DEFINED 5
			-----	-----		
				58		

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	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
-----	-----	-----	-----	-----	-----	-----	-----
UNITED PARCEL SERVICE INC	CL B	911312106	14010	173568	SH	DEFINED 5	
			-----	-----			
			14010	173568			
UNITED RENTALS INC	COM	911363109	695	16209	SH	DEFINED 5	
			-----	-----			
			695	16209			
UNITED STS BRENT OIL FD LP	UNIT	91167Q100	660	7648	SH	DEFINED 5	
			-----	-----			
			660	7648			
UNITED STATES NATL GAS FUND	UNIT PAR \$0.00	912318201	8	490	SH	DEFINED 5	
			-----	-----			
			8	490			
UNITED STATES STL CORP NEW	COM	912909108	222	7564	SH	DEFINED 5	
			-----	-----			
			222	7564			
UNITED TECHNOLOGIES CORP	COM	913017109	88933	1072255	SH	DEFINED 5	
			-----	-----			
			88933	1072255			
UNITEDHEALTH GROUP INC	COM	91324P102	14479	245650	SH	DEFINED 5	
			-----	-----			
			14479	245650			
UNITIL CORP	COM	913259107	189	7061	SH	DEFINED 5	
			-----	-----			
			189	7061			
UNIVERSAL FST PRODS INC	COM	913543104	3	78	SH	DEFINED 5	
			-----	-----			
			3	78			
UNIVERSAL HLTH SVCS INC	CL B	913903100	58	1392	SH	DEFINED 5	
			-----	-----			
			58	1392			
UNUM GROUP	COM	91529Y106	2261	92380	SH	DEFINED 5	
			-----	-----			
			2261	92380			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA
	URBAN OUTFITTERS INC	COM	917047102	2	70	SH	DEFINED	5
				2	70			
	V F CORP	COM	918204108	14557	99721	SH	DEFINED	5
				14557	99721			
	VIST FINANCIAL CORP	COM	918255100	58	4854	SH	DEFINED	5
				58	4854			
	VOXX INTL CORP	CL A	91829F104	36	2649	SH	DEFINED	5
				36	2649			
	VALASSIS COMMUNICATIONS INC	COM	918866104	4	171	SH	DEFINED	5
				4	171			
	VALE S A	ADR	91912E105	1327	56880	SH	DEFINED	5
				1327	56880			
	VALE S A	ADR REPSTG PFD	91912E204	159	6988	SH	DEFINED	5
				159	6988			
	VALERO ENERGY CORP NEW	COM	91913Y100	393	15251	SH	DEFINED	5
				393	15251			
	VALLEY NATL BANCORP	COM	919794107	3	262	SH	DEFINED	5
				3	262			
	VALMONT INDS INC	COM	920253101	373	3181	SH	DEFINED	5
				373	3181			
	VALSPAR CORP	COM	920355104	5546	114845	SH	DEFINED	5
				5546	114845			

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	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
VALUECLICK INC	COM	92046N102	2117	107231	SH		DEFINED	5
			2117	107231				
VANGUARD SPECIALIZED PORTFOL	DIV APP ETF	921908844	45442	776129	SH		DEFINED	5
			45442	776129				
VANGUARD STAR FD	INTL STK IDXFD	921909768	282	6170	SH		DEFINED	5
			282	6170				
VANGUARD WORLD FD	EXTENDED DUR	921910709	124	1150	SH		DEFINED	5
			124	1150				
VANGUARD BD INDEX FD INC	LONG TERM BOND	921937793	14	160	SH		DEFINED	5
			14	160				
VANGUARD BD INDEX FD INC	INTERMED TERM	921937819	11465	131846	SH		DEFINED	5
			11465	131846				
VANGUARD BD INDEX FD INC	SHORT TRM BOND	921937827	8685	107305	SH		DEFINED	5
			8685	107305				
VANGUARD BD INDEX FD INC	TOTAL BND MRKT	921937835	39494	474226	SH		DEFINED	5
			39494	474226				
VANGUARD TAX MANAGED INTL FD	MSCI EAFE ETF	921943858	17322	509017	SH		DEFINED	5
			17322	509017				
VANGUARD WHITEHALL FDS INC	HIGH DIV YLD	921946406	907	18718	SH		DEFINED	5
			907	18718				
VANGUARD WORLD FDS	CONSUM DIS ETF	92204A108	148	2050	SH		DEFINED	5
			148	2050				

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	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O

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VANGUARD WORLD FDS	CONSUM STP ETF	92204A207	878	10175	SH	DEFINED	5
			-----	-----			
			878	10175			
VANGUARD WORLD FDS	ENERGY ETF	92204A306	518	4922	SH	DEFINED	5
			-----	-----			
			518	4922			
VANGUARD WORLD FDS	FINANCIALS ETF	92204A405	229	6959	SH	DEFINED	5
			-----	-----			
			229	6959			
VANGUARD WORLD FDS	HEALTH CAR ETF	92204A504	131	1943	SH	DEFINED	5
			-----	-----			
			131	1943			
VANGUARD WORLD FDS	INDUSTRIAL ETF	92204A603	562	8084	SH	DEFINED	5
			-----	-----			
			562	8084			
VANGUARD WORLD FDS	INF TECH ETF	92204A702	1040	14020	SH	DEFINED	5
			-----	-----			
			1040	14020			
VANGUARD WORLD FDS	MATERIALS ETF	92204A801	251	3056	SH	DEFINED	5
			-----	-----			
			251	3056			
VANGUARD WORLD FDS	UTILITIES ETF	92204A876	2265	30262	SH	DEFINED	5
			-----	-----			
			2265	30262			
VANGUARD WORLD FDS	TELCOMM ETF	92204A884	57	875	SH	DEFINED	5
			-----	-----			
			57	875			
VANGUARD INTL EQUITY INDEX F	ALLWRLD EX US	922042775	2825	63875	SH	DEFINED	5
			-----	-----			
			2825	63875			
VANGUARD INTL EQUITY INDEX F	MSCI EMR MKT E	922042858	100166	2304248	SH	DEFINED	5
			-----	-----			
			100166	2304248			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
VANGUARD INTL EQUITY INDEX F	MSCI PAC ETF	922042866	12	228	SH	DEFINED	5
			-----	-----			
			12	228			
VANGUARD INTL EQUITY INDEX F	MSCI EUROPE ET	922042874	16	345	SH	DEFINED	5

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			-----	-----		
			16	345		
VARIAN MED SYS INC	COM	92220P105	1126	16325	SH	DEFINED 5
			-----	-----		
			1126	16325		
VECTREN CORP	COM	92240G101	8084	278194	SH	DEFINED 5
			-----	-----		
			8084	278194		
VECTOR GROUP LTD	COM	92240M108	240	13563	SH	DEFINED 5
			-----	-----		
			240	13563		
VEECO INSTRS INC DEL	COM	922417100	26	900	SH	DEFINED 5
			-----	-----		
			26	900		
VENTAS INC	COM	92276F100	1774	31076	SH	DEFINED 5
			-----	-----		
			1774	31076		
VANGUARD INDEX FDS	S&P 500 ETF SH	922908413	2	30	SH	DEFINED 5
			-----	-----		
			2	30		
VANGUARD INDEX FDS	MCAP VL IDXVIP	922908512	2556	44483	SH	DEFINED 5
			-----	-----		
			2556	44483		
VANGUARD INDEX FDS	MCAP GR IDXVIP	922908538	2464	35751	SH	DEFINED 5
			-----	-----		
			2464	35751		
VANGUARD INDEX FDS	REIT ETF	922908553	179421	2818864	SH	DEFINED 5
			-----	-----		
			179421	2818864		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
VANGUARD INDEX FDS	SML CP GRW ETF	922908595	3318	38166	SH	DEFINED 5	
			-----	-----			
			3318	38166			
VANGUARD INDEX FDS	SM CP VAL ETF	922908611	5550	78860	SH	DEFINED 5	
			-----	-----			
			5550	78860			
VANGUARD INDEX FDS	MID CAP ETF	922908629	23007	282019	SH	DEFINED 5	
			-----	-----			
			23007	282019			

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VANGUARD INDEX FDS	LARGE CAP ETF	922908637	16966	263319	SH	DEFINED	5
			-----	-----			
			16966	263319			
VANGUARD INDEX FDS	GROWTH ETF	922908736	9890	139354	SH	DEFINED	5
			-----	-----			
			9890	139354			
VANGUARD INDEX FDS	VALUE ETF	922908744	12574	217992	SH	DEFINED	5
			-----	-----			
			12574	217992			
VANGUARD INDEX FDS	SMALL CP ETF	922908751	14044	178402	SH	DEFINED	5
			-----	-----			
			14044	178402			
VANGUARD INDEX FDS	TOTAL STK MKT	922908769	8473	117255	SH	DEFINED	5
			-----	-----			
			8473	117255			
VEOLIA ENVIRONNEMENT	SPONSORED ADR	92334N103	10	614	SH	DEFINED	5
			-----	-----			
			10	614			
VERIFONE SYS INC	COM	92342Y109	52	1000	SH	DEFINED	5
			-----	-----			
			52	1000			
VERISIGN INC	SDCV 3.250% 8	92343EAD4	639	5000	SH	DEFINED	5
			-----	-----			
			639	5000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----			-----	-----	-----	-----	-----	
VERISIGN INC	COM	92343E102	67	1735	SH	DEFINED	5	
			-----	-----				
			67	1735				
VERIZON COMMUNICATIONS INC	COM	92343V104	35279	922815	SH	DEFINED	5	
			-----	-----				
			35279	922815				
VERINT SYS INC	COM	92343X100	117	3601	SH	DEFINED	5	
			-----	-----				
			117	3601				
VERISK ANALYTICS INC	CL A	92345Y106	10	215	SH	DEFINED	5	
			-----	-----				
			10	215				
VERTEX PHARMACEUTICALS INC	COM	92532F100	23	572	SH	DEFINED	5	

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			-----	-----		
			23	572		
VIACOM INC NEW	CL B	92553P201	4177	88012	SH	DEFINED 5
			-----	-----		
			4177	88012		
VICAL INC	COM	925602104	0	100	SH	DEFINED 5
			-----	-----		
				100		
VIEWPOINT FINL GROUP INC MD	COM	92672A101	324	21062	SH	DEFINED 5
			-----	-----		
			324	21062		
VILLAGE BK & TR FINANCIAL CO	COM	92705T101	1	500	SH	DEFINED 5
			-----	-----		
			1	500		
VIRGIN MEDIA INC	COM	92769L101	52	2095	SH	DEFINED 5
			-----	-----		
			52	2095		
VIRGINIA COMM BANCORP INC	COM	92778Q109	7	818	SH	DEFINED 5
			-----	-----		
			7	818		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
VIROPHARMA INC	COM	928241108	23	751	SH	DEFINED 5		
			-----	-----				
			23	751				
VISA INC	COM CL A	92826C839	1379	11687	SH	DEFINED 5		
			-----	-----				
			1379	11687				
VITRAN CORP INC	COM	92850E107	92	11558	SH	DEFINED 5		
			-----	-----				
			92	11558				
VIVUS INC	COM	928551100	17	750	SH	DEFINED 5		
			-----	-----				
			17	750				
VMWARE INC	CL A COM	928563402	43	383	SH	DEFINED 5		
			-----	-----				
			43	383				
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	8988	324820	SH	DEFINED 5		
			-----	-----				
			8988	324820				

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VONAGE HLDGS CORP	COM	92886T201	2	1030	SH	DEFINED	5
			-----	-----			
			2	1030			
VORNADO RLTY TR	SH BEN INT	929042109	1488	17673	SH	DEFINED	5
			-----	-----			
			1488	17673			
VULCAN MATLS CO	COM	929160109	175	4089	SH	DEFINED	5
			-----	-----			
			175	4089			
W & T OFFSHORE INC	COM	92922P106	157	7430	SH	DEFINED	5
			-----	-----			
			157	7430			
WD-40 CO	COM	929236107	23	500	SH	DEFINED	5
			-----	-----			
			23	500			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
WGL HLDGS INC	COM	92924F106	61	1500	SH	DEFINED	5	
			-----	-----				
			61	1500				
WABCO HLDGS INC	COM	92927K102	5	86	SH	DEFINED	5	
			-----	-----				
			5	86				
WMS INDS INC	COM	929297109	647	27284	SH	DEFINED	5	
			-----	-----				
			647	27284				
W P CAREY & CO LLC	COM	92930Y107	67	1438	SH	DEFINED	5	
			-----	-----				
			67	1438				
WSFS FINL CORP	COM	929328102	65	1582	SH	DEFINED	5	
			-----	-----				
			65	1582				
WPP PLC	ADR	92933H101	2434	35606	SH	DEFINED	5	
			-----	-----				
			2434	35606				
WABTEC CORP	COM	929740108	616	8175	SH	DEFINED	5	
			-----	-----				
			616	8175				
WADDELL & REED FINL INC	CL A	930059100	39	1200	SH	DEFINED	5	

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			-----	-----		
			39	1200		
WAL MART STORES INC	COM	931142103	38087	622343	SH	DEFINED 5
			-----	-----		
			38087	622343		
WALGREEN CO	COM	931422109	19085	569859	SH	DEFINED 5
			-----	-----		
			19085	569859		
WALTER ENERGY INC	COM	93317Q105	7478	126294	SH	DEFINED 5
			-----	-----		
			7478	126294		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
WARNACO GROUP INC	COM NEW	934390402	321	5497	SH	DEFINED 5		
			-----	-----				
			321	5497				
WASHINGTON POST CO	CL B	939640108	1	3	SH	DEFINED 5		
			-----	-----				
			1	3				
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	3074	103517	SH	DEFINED 5		
			-----	-----				
			3074	103517				
WASHINGTON TR BANCORP	COM	940610108	64	2640	SH	DEFINED 5		
			-----	-----				
			64	2640				
WASTE CONNECTIONS INC	COM	941053100	4	117	SH	DEFINED 5		
			-----	-----				
			4	117				
WASTE MGMT INC DEL	COM	94106L109	6493	185719	SH	DEFINED 5		
			-----	-----				
			6493	185719				
WATERS CORP	COM	941848103	112	1205	SH	DEFINED 5		
			-----	-----				
			112	1205				
WATSON PHARMACEUTICALS INC	COM	942683103	840	12532	SH	DEFINED 5		
			-----	-----				
			840	12532				
WAUSAU PAPER CORP	COM	943315101	23	2500	SH	DEFINED 5		
			-----	-----				
			23	2500				

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WEBSense INC	COM	947684106	4	200	SH	DEFINED	5
			-----	-----			
			4	200			
WEBMD HEALTH CORP	COM	94770V102	5	200	SH	DEFINED	5
			-----	-----			
			5	200			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
	WEINGARTEN RLTY INVS	SH BEN INT	948741103	2631	99548	SH	DEFINED	5	
				-----	-----				
				2631	99548				
	WELLCARE HEALTH PLANS INC	COM	94946T106	20	278	SH	DEFINED	5	
				-----	-----				
				20	278				
	WELLPOINT INC	COM	94973V107	10088	136689	SH	DEFINED	5	
				-----	-----				
				10088	136689				
	WELLS FARGO & CO NEW	COM	949746101	62552	1832214	SH	DEFINED	5	
				-----	-----				
				62552	1832214				
	WELLS FARGO ADVANTAGE INCOME	COM SHS	94987B105	14	1400	SH	DEFINED	5	
				-----	-----				
				14	1400				
	WELLS FARGO ADVANTAGE MULTI	COM SHS	94987D101	8	540	SH	DEFINED	5	
				-----	-----				
				8	540				
	WENDYS CO	COM	95058W100	11	2125	SH	DEFINED	5	
				-----	-----				
				11	2125				
	WERNER ENTERPRISES INC	COM	950755108	262	10546	SH	DEFINED	5	
				-----	-----				
				262	10546				
	WESBANCO INC	COM	950810101	40	2000	SH	DEFINED	5	
				-----	-----				
				40	2000				
	WESCO INTL INC	COM	95082P105	2480	37971	SH	DEFINED	5	
				-----	-----				
				2480	37971				
	WESTELL TECHNOLOGIES INC	CL A	957541105	57	24462	SH	DEFINED	5	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA				
WESTERN ASSET EMRG MKT INCM	COM	95766E103	4	283	SH			DEFINED	5				
			4	283									
WESTERN ASSET HIGH INCM FD I	COM	95766J102	6	595	SH			DEFINED	5				
			6	595									
WESTERN ASSET MGD HI INCM FD	COM	95766L107	2	300	SH			DEFINED	5				
			2	300									
WESTERN ASST MNG MUN FD INC	COM	95766M105	73	5351	SH			DEFINED	5				
			73	5351									
WESTERN ASSET MUN HI INCM FD	COM	95766N103	13	1662	SH			DEFINED	5				
			13	1662									
WESTERN ASSET CLYM INFL OPP	COM	95766R104	23	1800	SH			DEFINED	5				
			23	1800									
WESTERN ASSET INVT GRADE DEF	COM	95790A101	107	5000	SH			DEFINED	5				
			107	5000									
WESTERN DIGITAL CORP	COM	958102105	75	1815	SH			DEFINED	5				
			75	1815									
WESTERN GAS PARTNERS LP	COM UNIT LP IN	958254104	18	400	SH			DEFINED	5				
			18	400									
WESTERN UN CO	COM	959802109	331	18817	SH			DEFINED	5				
			331	18817									
WESTLAKE CHEM CORP	COM	960413102	530	8179	SH			DEFINED	5				
			530	8179									

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA
	WESTPORT INNOVATIONS INC	COM NEW	960908309	41	1000	SH	DEFINED	5
				41	1000			
	WESTPAC BKG CORP	SPONSORED ADR	961214301	25	216	SH	DEFINED	5
				25	216			
	WEYERHAEUSER CO	COM	962166104	218	9945	SH	DEFINED	5
				218	9945			
	WHIRLPOOL CORP	COM	963320106	3162	41144	SH	DEFINED	5
				3162	41144			
	WHITESTONE REIT	CL B SBI	966084204	3	245	SH	DEFINED	5
				3	245			
	WHITING PETE CORP NEW	COM	966387102	223	4098	SH	DEFINED	5
				223	4098			
	WHOLE FOODS MKT INC	COM	966837106	309	3712	SH	DEFINED	5
				309	3712			
	WILLIAMS COS INC DEL	COM	969457100	274	8882	SH	DEFINED	5
				274	8882			
	WILLIAMS PARTNERS L P	COM UNIT L P	96950F104	11	200	SH	DEFINED	5
				11	200			
	WILLIAMS SONOMA INC	COM	969904101	1248	33304	SH	DEFINED	5
				1248	33304			
	WINDSTREAM CORP	COM	97381W104	15887	1357302	SH	DEFINED	5
				15887	1357302			

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

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN	MA
WISCONSIN ENERGY CORP	COM	976657106	11989	340804	SH	DEFINED	5
			11989	340804			
WISDOMTREE TRUST	AUST NEW ZEAL	97717W216	22	1000	SH	DEFINED	5
			22	1000			
WISDOMTREE TRUST	EMG MKTS SMCAP	97717W281	2685	55797	SH	DEFINED	5
			2685	55797			
WISDOMTREE TRUST	EMERG MKTS ETF	97717W315	36	632	SH	DEFINED	5
			36	632			
WISDOMTREE TRUST	INDIA ERNGS FD	97717W422	5	250	SH	DEFINED	5
			5	250			
WISDOMTREE TRUST	MIDCAP DIVI FD	97717W505	28	504	SH	DEFINED	5
			28	504			
WISDOMTREE TRUST	DEFA FD	97717W703	58	1288	SH	DEFINED	5
			58	1288			
WISDOMTREE TRUST	INTL SMCAP DIV	97717W760	38	771	SH	DEFINED	5
			38	771			
WISDOMTREE TRUST	DEFA EQT INC E	97717W802	11054	283798	SH	DEFINED	5
			11054	283798			
WISDOMTREE TRUST	AUSTRALIA DIV	97717W810	12	223	SH	DEFINED	5
			12	223			
WISDOMTREE TRUST	JP SMALLCP DIV	97717W836	5	100	SH	DEFINED	5
			5	100			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
WISDOMTREE TR	EM LCL DEBT FD	97717X867	26	500	SH	DEFINED	5
			26	500			

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WOLVERINE WORLD WIDE INC	COM	978097103	485	13050	SH	DEFINED	5
			-----	-----			
			485	13050			
WOODWARD INC	COM	980745103	4	83	SH	DEFINED	5
			-----	-----			
			4	83			
WORTHINGTON INDS INC	COM	981811102	46712	2435445	SH	DEFINED	5
			-----	-----			
			46712	2435445			
WPX ENERGY INC	COM	98212B103	50	2779	SH	DEFINED	5
			-----	-----			
			50	2779			
WRIGHT EXPRESS CORP	COM	98233Q105	4	56	SH	DEFINED	5
			-----	-----			
			4	56			
WYNDHAM WORLDWIDE CORP	COM	98310W108	1472	31639	SH	DEFINED	5
			-----	-----			
			1472	31639			
WYNN RESORTS LTD	COM	983134107	140	1122	SH	DEFINED	5
			-----	-----			
			140	1122			
X-RITE INC	COM	983857103	193	42591	SH	DEFINED	5
			-----	-----			
			193	42591			
XCEL ENERGY INC	COM	98389B100	1403	53009	SH	DEFINED	5
			-----	-----			
			1403	53009			
XILINX INC	COM	983919101	3766	103226	SH	DEFINED	5
			-----	-----			
			3766	103226			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
XEROX CORP	COM	984121103	2022	250366	SH	DEFINED	5	
			-----	-----				
			2022	250366				
XYLEM INC	COM	98419M100	266	9598	SH	DEFINED	5	
			-----	-----				
			266	9598				
YAHOO INC	COM	984332106	93	6135	SH	DEFINED	5	

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			93	6135		
YAMANA GOLD INC	COM	98462Y100	46	2916	SH	DEFINED 5
			46	2916		
YOUNG INNOVATIONS INC	COM	987520103	3	100	SH	DEFINED 5
			3	100		
YUM BRANDS INC	COM	988498101	49927	701423	SH	DEFINED 5
			49927	701423		
ZEBRA TECHNOLOGIES CORP	CL A	989207105	39	950	SH	DEFINED 5
			39	950		
ZEP INC	COM	98944B108	2	110	SH	DEFINED 5
			2	110		
ZIMMER HLDGS INC	COM	98956P102	4525	70391	SH	DEFINED 5
			4525	70391		
ZIONS BANCORPORATION	COM	989701107	211	9847	SH	DEFINED 5
			211	9847		
ZWEIG FD	COM	989834106	13	4000	SH	DEFINED 5
			13	4000		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
ZYNGA INC	CL A	98986T108	7	500	SH	DEFINED 5		
			7	500				
GRAND TOTAL			9001038	TOTAL ENTRIES			2135	