

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

FIFTH THIRD BANCORP  
Form 13F-HR/A  
February 21, 2002

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: December 31, 2001

Check here if Amendment [ X ]; Amendment Number: [ 1 ]  
This Amendment (Check only one): [ X ] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

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

13F File Number - #28-03158

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

| Name:<br>-----                        | Manager # | Name:<br>-----            | Manager # |
|---------------------------------------|-----------|---------------------------|-----------|
| Fifth Third Bank Ohio                 | 1         | Fifth Third Bank Indiana  | 15        |
| Fifth Third Bank of Northern Kentucky | 5         | Fifth Third Bank Florida  | 10        |
| Fifth Third Bank Kentucky             | 12        | Fifth Third Bank Michigan | 17        |
| Fifth Third Asset Management          | 85        |                           |           |

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

Person Signing this Report on Behalf of Reporting Manager:

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

|                                     |  |                                      |
|-------------------------------------|--|--------------------------------------|
| Neal Arnold<br>-----<br>[Signature] | Cincinnati, Ohio<br>-----<br>[City, State] | February 18, 2002<br>-----<br>[Date] |
|-------------------------------------|--|--------------------------------------|

Report Type (Check only one):

[ ] 13F HOLDINGS REPORT

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[ ] 13F NOTICE

[ x ] 13F COMBINATION REPORT

List of Other Managers Reporting for this Manager:

Maxus Investment Group/Fifth Third Bank Ohio - 28-04253  
Heartland Capital Management - 28-01397

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 7

Form 13F Information Table Entry Total: 3512

Form 13F Information Table Value Total (x\$1000): 18116583

List of Other Included Managers:

| Name:   | 13F File No.: | Name:  |
|---|---------------|--|
| -----   | -----         | -----  |
| Fifth Third Bank  | _____         | Fifth Third Bank Florida   |
| Fifth Third Bank of Northern Kentucky   | _____         | Fifth Third Bank Kentucky  |
| Fifth Third Bank Asset Management -<br>(includes assets from Lyon Street Asset<br>Management) | _____         | Fifth Third Bank a Michigan Corporation<br>(formerly Old Kent Bank and Old Kent<br>Financial Corp) |
| Fifth Third Bank Indiana  | _____         |  |

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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    |  |  |
| -----              | -----          | -----     | -----           | -----   | -----             | -----           | ----- | ----- |  |  |
| DAIMLERCHRYSLER AG | ORD            | D1668R123 | 41              | 989 SH  |                   | DEFINED         | 1     |       |  |  |
|                    |                |           | 282             | 6765 SH                                       |                   | DEFINED         | 15    |       |  |  |
|                    |                |           | 221             | 5296 SH                                       |                   | DEFINED         | 17    |       |  |  |
|                    |                |           | 544             | 13050   |                   |                 |       |       |  |  |

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|                            |      |           |       |        |    |         |       |
|----------------------------|------|-----------|-------|--------|----|---------|-------|
| AMDOCS LTD                 | ORD  | G02602103 | 643   | 18936  | SH | DEFINED | 1     |
|                            |      |           | 25    | 750    | SH | DEFINED | 15    |
|                            |      |           | 73    | 2150   | SH | DEFINED | 12    |
|                            |      |           | 72    | 2120   | SH | DEFINED | 5     |
|                            |      |           | 236   | 6945   | SH | DEFINED | 17    |
|                            |      |           | 1274  | 37500  | SH | DEFINED | 85    |
|                            |      |           | ----- | -----  |    |         |       |
|                            |      |           | 2324  | 68401  |    |         |       |
| GLOBAL CROSSING LTD        | COM  | G3921A100 | 5     | 6150   | SH | DEFINED | 1     |
|                            |      |           | 14    | 16877  | SH | DEFINED | 17    |
|                            |      |           |       |        |    | -----   | ----- |
|                            |      |           | 19    | 23027  |    |         |       |
| GLOBALSANTAFE CORP         | SHS  | G3930E101 | 636   | 22313  | SH | DEFINED | 1     |
|                            |      |           | 28    | 997    | SH | DEFINED | 15    |
|                            |      |           | 191   | 6714   | SH | DEFINED | 17    |
|                            |      |           |       |        |    | -----   | ----- |
|                            |      |           | 856   | 30024  |    |         |       |
| TRANSOCEAN SEDCO FOREX INC | ORD  | G90078109 | 2748  | 81249  | SH | DEFINED | 1     |
|                            |      |           | 853   | 25219  | SH | DEFINED | 15    |
|                            |      |           | 554   | 16379  | SH | DEFINED | 12    |
|                            |      |           | 8     | 245    | SH | DEFINED | 10    |
|                            |      |           | 615   | 18187  | SH | DEFINED | 17    |
|                            |      |           | 3914  | 115740 | SH | DEFINED | 85    |
|                            |      |           |       |        |    | -----   | ----- |
|                            |      |           | 8692  | 257019 |    |         |       |
| XL CAP LTD                 | CL A | G98255105 | 886   | 9700   | SH | DEFINED | 85    |
|                            |      |           | ----- | -----  |    |         |       |
|                            |      |           | 886   | 9700   |    |         |       |

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|                      |                |           |                    | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |            |              |                    |         |  |  |
| NAME OF ISSUER       | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT                            | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |  |
| FLEXTRONICS INTL LTD | ORD            | Y2573F102 | 19339              | 806119  | SH         | DEFINED      | 1                  |         |  |  |
|                      |                |           | 49                 | 2022  | SH         | DEFINED      | 15                 |         |  |  |
|                      |                |           | 720                | 29993   | SH         | DEFINED      | 12                 |         |  |  |
|                      |                |           | 61                 | 2535  | SH         | DEFINED      | 5                  |         |  |  |
|                      |                |           | 53                 | 2200  | SH         | DEFINED      | 10                 |         |  |  |
|                      |                |           | 1237               | 51550   | SH         | DEFINED      | 17                 |         |  |  |
|                      |                |           | 26635              | 1110275                                       | SH         | DEFINED      | 85                 |         |  |  |
|                      |                |           | -----              | -----   |            |              |                    |         |  |  |
|                      |                |           | 48093              | 2004694                                       |            |              |                    |         |  |  |
| AAR CORP             | COM            | 000361105 | 451                | 50000   | SH         | DEFINED      | 85                 |         |  |  |

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|                          |     |           |      |         |    |            |
|--------------------------|-----|-----------|------|---------|----|------------|
|                          |     |           | 451  | 50000   |    |            |
| ACTV INC                 | COM | 00088E104 | 20   | 10500   | SH | DEFINED 1  |
|                          |     |           | 20   | 10500   |    |            |
| A D C TELECOMMUNICATIONS | COM | 000886101 | 3607 | 784075  | SH | DEFINED 1  |
|                          |     |           | 14   | 3150    | SH | DEFINED 15 |
|                          |     |           | 40   | 8600    | SH | DEFINED 12 |
|                          |     |           | 38   | 8200    | SH | DEFINED 5  |
|                          |     |           | 16   | 3400    | SH | DEFINED 10 |
|                          |     |           | 60   | 13005   | SH | DEFINED 17 |
|                          |     |           | 4052 | 880875  | SH | DEFINED 85 |
|                          |     |           | 7826 | 1701305 |    |            |
| ACM INCOME FUND INC      | COM | 000912105 | 34   | 4600    | SH | DEFINED 1  |
|                          |     |           | 68   | 9255    | SH | DEFINED 15 |
|                          |     |           | 5    | 694     | SH | DEFINED 5  |
|                          |     |           | 13   | 1785    | SH | DEFINED 10 |
|                          |     |           | 6    | 800     | SH | DEFINED 17 |
|                          |     |           | 125  | 17134   |    |            |
| ABM INDS INC             | COM | 000957100 | 2351 | 75000   | SH | DEFINED 85 |
|                          |     |           | 2351 | 75000   |    |            |

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| PAGE           | 3 OF           | 155       | 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 |  |
| AFLAC INC      | COM            | 001055102 | 8514  | 346643          | SH                | DEFINED 1       |   |    |  |
|                |                |           | 2551  | 103865          | SH                | DEFINED 15      |   |    |  |
|                |                |           | 174   | 7084            | SH                | DEFINED 12      |   |    |  |
|                |                |           | 481   | 19600           | SH                | DEFINED 10      |   |    |  |
|                |                |           | 675   | 27495           | SH                | DEFINED 17      |   |    |  |
|                |                |           | 1648  | 67100           | SH                | DEFINED 85      |   |    |  |
|                |                |           | 14043   | 571787          |                   |                 |   |    |  |
| AES CORP       | COM            | 00130H105 | 787   | 48112           | SH                | DEFINED 1       |   |    |  |
|                |                |           | 345   | 21093           | SH                | DEFINED 15      |   |    |  |
|                |                |           | 23  | 1385            | SH                | DEFINED 5       |   |    |  |
|                |                |           | 67  | 4079            | SH                | DEFINED 17      |   |    |  |
|                |                |           | 675   | 41300           | SH                | DEFINED 85      |   |    |  |
|                |                |           | 1896  | 115969          |                   |                 |   |    |  |

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|                     |     |           |         |        |      |         |    |
|---------------------|-----|-----------|---------|--------|------|---------|----|
| AK STL HLDG CORP    | COM | 001547108 | 27      | 2380   | SH   | DEFINED | 1  |
|                     |     |           | 23      | 2000   | SH   | DEFINED | 15 |
|                     |     |           | 231     | 20300  | SH   | DEFINED | 17 |
|                     |     |           | 2284    | 200700 | SH   | DEFINED | 85 |
|                     |     |           | -----   |        | 2565 | 225380  |    |
| AMR CORP            | COM | 001765106 | 13      | 600    | SH   | DEFINED | 1  |
|                     |     |           | 5       | 224    | SH   | DEFINED | 15 |
|                     |     |           | 189     | 8478   | SH   | DEFINED | 17 |
|                     |     |           | 488     | 21900  | SH   | DEFINED | 85 |
|                     |     |           | -----   |        | 696  | 31202   |    |
| AOL TIME WARNER INC | COM | 00184A105 | 12363   | 385133 | SH   | DEFINED | 1  |
|                     |     |           | 1845    | 57486  | SH   | DEFINED | 15 |
|                     |     |           | 2397    | 74666  | SH   | DEFINED | 12 |
|                     |     |           | 10      | 300    | SH   | DEFINED | 5  |
|                     |     |           | 177     | 5525   | SH   | DEFINED | 10 |
|                     |     |           | 10026   | 312341 | SH   | DEFINED | 17 |
|                     |     |           | 22216   | 692080 | SH   | DEFINED | 85 |
| -----               |     | 49034     | 1527531 |        |      |         |    |

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|------------------------|-----|----------------|--------|-----------|------|--|-----|-------|---------|-----|------|---------|---|
| NAME OF ISSUER         |     | TITLE OF CLASS | CUSIP  | (X\$1000) | PRN  | AMT  | PRN | CALL  | DSCRETN | MA  |      |         |   |
| -----                  |     |                |        |           |      |  |     |       |         |     |      |         |   |
| AT&T CORP              | COM | 001957109      | 2393   | 131922    | SH   | DEFINED  | 1   |       |         |     |      |         |   |
|                        |     |                | 619    | 34128     | SH   | DEFINED  | 15  |       |         |     |      |         |   |
|                        |     |                | 106    | 5850      | SH   | DEFINED  | 12  |       |         |     |      |         |   |
|                        |     |                | 55     | 3046      | SH   | DEFINED  | 5   |       |         |     |      |         |   |
|                        |     |                | 5      | 300       | SH   | DEFINED  | 10  |       |         |     |      |         |   |
|                        |     |                | 5103   | 281310    | SH   | DEFINED  | 17  |       |         |     |      |         |   |
|                        |     |                | 9105   | 501953    | SH   | DEFINED  | 85  |       |         |     |      |         |   |
| -----                  |     | 17387          | 958509 |           |      |  |     |       |         |     |      |         |   |
| ATMI INC               | COM | 00207R101      | 2      | 90        | SH   | DEFINED  | 17  |       |         |     |      |         |   |
|                        |     |                | 1789   | 75000     | SH   | DEFINED  | 85  |       |         |     |      |         |   |
|                        |     |                | -----  |           | 1791 | 75090  |     |       |         |     |      |         |   |
| AT&T WIRELESS SVCS INC | COM | 00209A106      | 495    | 34470     | SH   | DEFINED  | 1   |       |         |     |      |         |   |
|                        |     |                | 157    | 10949     | SH   | DEFINED  | 15  |       |         |     |      |         |   |
|                        |     |                | 12     | 802       | SH   | DEFINED  | 12  |       |         |     |      |         |   |
|                        |     |                | 10     | 679       | SH   | DEFINED  | 5   |       |         |     |      |         |   |
|                        |     |                | 2      | 160       | SH   | DEFINED  | 10  |       |         |     |      |         |   |
|                        |     |                | 1588   | 110523    | SH   | DEFINED  | 17  |       |         |     |      |         |   |
|                        |     |                | 5200   | 361895    | SH   | DEFINED  | 85  |       |         |     |      |         |   |
| -----                  |     | 7465           | 519478 |           |      |  |     |       |         |     |      |         |   |

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|                   |     |           |        |         |    |         |    |
|-------------------|-----|-----------|--------|---------|----|---------|----|
| AVI BIOPHARMA INC | COM | 002346104 | 131    | 12000   | SH | DEFINED | 1  |
|                   |     |           | -----  | -----   |    |         |    |
|                   |     |           | 131    | 12000   |    |         |    |
| AXT INC           | COM | 00246W103 | 627    | 43455   | SH | DEFINED | 1  |
|                   |     |           | 2742   | 190000  | SH | DEFINED | 85 |
|                   |     |           | -----  | -----   |    |         |    |
|                   |     |           | 3369   | 233455  |    |         |    |
| ABBOTT LABS       | COM | 002824100 | 75644  | 1356847 | SH | DEFINED | 1  |
|                   |     |           | 5485   | 98393   | SH | DEFINED | 15 |
|                   |     |           | 366    | 6560    | SH | DEFINED | 12 |
|                   |     |           | 402    | 7210    | SH | DEFINED | 10 |
|                   |     |           | 23522  | 421925  | SH | DEFINED | 17 |
|                   |     |           | 16842  | 302100  | SH | DEFINED | 85 |
|                   |     |           | -----  | -----   |    |         |    |
|                   |     |           | 122262 | 2193035 |    |         |    |

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| NAME OF ISSUER                     | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>PRN CALL | INVSTMT<br>DISCRETN | O<br>MA |
|------------------------------------|----------------|-----------|--------------------|--------------------|-------------------------|---------------------|---------|
| -----                              |                |           |                    |                    |                         |                     |         |
| ABERDEEN ASIA PACIFIC INCOM FD COM |                | 003009107 | 4                  | 1000               | SH                      | DEFINED             | 1       |
|                                    |                |           | 2                  | 600                | SH                      | DEFINED             | 17      |
|                                    |                |           | 806                | 210000             | SH                      | DEFINED             | 85      |
|                                    |                |           | -----              | -----              |                         |                     |         |
|                                    |                |           | 813                | 211600             |                         |                     |         |
| ABERDEEN COMWLTH INCOME FD INC COM |                | 003013109 | 1165               | 135000             | SH                      | DEFINED             | 85      |
|                                    |                |           | -----              | -----              |                         |                     |         |
|                                    |                |           | 1165               | 135000             |                         |                     |         |
| ACTERNA CORP                       | COM            | 00503U105 | 470                | 119031             | SH                      | DEFINED             | 1       |
|                                    |                |           | -----              | -----              |                         |                     |         |
|                                    |                |           | 470                | 119031             |                         |                     |         |
| ACXIOM CORP                        | COM            | 005125109 | 1                  | 80                 | SH                      | DEFINED             | 17      |
|                                    |                |           | 1747               | 100000             | SH                      | DEFINED             | 85      |
|                                    |                |           | -----              | -----              |                         |                     |         |
|                                    |                |           | 1748               | 100080             |                         |                     |         |
| ADAMS EXPRESS CO                   | COM            | 006212104 | 250                | 17609              | SH                      | DEFINED             | 1       |
|                                    |                |           | 175                | 12287              | SH                      | DEFINED             | 17      |
|                                    |                |           | -----              | -----              |                         |                     |         |
|                                    |                |           | 425                | 29896              |                         |                     |         |
| ADOBE SYS INC                      | COM            | 00724F101 | 864                | 27830              | SH                      | DEFINED             | 1       |
|                                    |                |           | 66                 | 2128               | SH                      | DEFINED             | 15      |
|                                    |                |           | 579                | 18660              | SH                      | DEFINED             | 17      |
|                                    |                |           | 2083               | 67100              | SH                      | DEFINED             | 85      |
|                                    |                |           | -----              | -----              |                         |                     |         |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT | DEFINITION | OTHER |
|----------------|----------------|-----------|-----------------|-----------------|------------------|------------|-------|
| ADVO INC       | COM            | 007585102 | 3225            | 75000           | SH               | DEFINED    | 85    |
|                |                |           | -----           | -----           |                  |            |       |
|                |                |           | 3225            | 75000           |                  |            |       |
| AEROFLEX INC   | COM            | 007768104 | 6               | 300             | SH               | DEFINED    | 1     |
|                |                |           | 4733            | 250000          | SH               | DEFINED    | 85    |
|                |                |           | -----           | -----           |                  |            |       |
|                |                |           | 4738            | 250300          |                  |            |       |
| ADVANCEPCS     | COM            | 00790K109 | 4403            | 150000          | SH               | DEFINED    | 85    |
|                |                |           | -----           | -----           |                  |            |       |
|                |                |           | 4403            | 150000          |                  |            |       |

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| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT | DEFINITION | OTHER |
|------------------------------|----------------|-----------|-----------------|-----------------|------------------|------------|-------|
| ADVANCED MICRO DEVICES INC   | COM            | 007903107 | 15              | 950             | SH               | DEFINED    | 1     |
|                              |                |           | 91              | 5710            | SH               | DEFINED    | 17    |
|                              |                |           | 713             | 44950           | SH               | DEFINED    | 85    |
|                              |                |           | -----           | -----           |                  |            |       |
|                              |                |           | 819             | 51610           |                  |            |       |
| AEGON N V                    | ORD AMER REG   | 007924103 | 236             | 8825            | SH               | DEFINED    | 1     |
|                              |                |           | 1159            | 43300           | SH               | DEFINED    | 15    |
|                              |                |           | 122             | 4575            | SH               | DEFINED    | 12    |
|                              |                |           | 181             | 6770            | SH               | DEFINED    | 10    |
|                              |                |           | 389             | 14542           | SH               | DEFINED    | 17    |
|                              |                |           | -----           | -----           |                  |            |       |
|                              |                |           | 2088            | 78012           |                  |            |       |
| AETNA INC NEW                | COM            | 00817Y108 | 96              | 2908            | SH               | DEFINED    | 1     |
|                              |                |           | 208             | 6291            | SH               | DEFINED    | 17    |
|                              |                |           | 641             | 19445           | SH               | DEFINED    | 85    |
|                              |                |           | -----           | -----           |                  |            |       |
|                              |                |           | 945             | 28644           |                  |            |       |
| AFFILIATED COMPUTER SERVICES | CL A           | 008190100 | 870             | 8200            | SH               | DEFINED    | 1     |
|                              |                |           | 96              | 900             | SH               | DEFINED    | 15    |
|                              |                |           | 2123            | 20000           | SH               | DEFINED    | 85    |
|                              |                |           | -----           | -----           |                  |            |       |
|                              |                |           | 3088            | 29100           |                  |            |       |
| AFFYMETRIX INC               | COM            | 00826T108 | 23              | 600             | SH               | DEFINED    | 1     |
|                              |                |           | 11              | 280             | SH               | DEFINED    | 17    |
|                              |                |           | 1888            | 50000           | SH               | DEFINED    | 85    |
|                              |                |           | -----           | -----           |                  |            |       |
|                              |                |           | 1921            | 50880           |                  |            |       |

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|                          |     |           |       |         |    |         |    |
|--------------------------|-----|-----------|-------|---------|----|---------|----|
| AGILENT TECHNOLOGIES INC | COM | 00846U101 | 15515 | 544183  | SH | DEFINED | 1  |
|                          |     |           | 1994  | 69944   | SH | DEFINED | 15 |
|                          |     |           | 251   | 8819    | SH | DEFINED | 12 |
|                          |     |           | 74    | 2607    | SH | DEFINED | 5  |
|                          |     |           | 130   | 4552    | SH | DEFINED | 10 |
|                          |     |           | 1107  | 38836   | SH | DEFINED | 17 |
|                          |     |           | 12257 | 429932  | SH | DEFINED | 85 |
|                          |     |           | ----- | -----   |    |         |    |
|                          |     |           | 31329 | 1098873 |    |         |    |

|                       |                |           |   | FORM 13F           |                 |                 |                 |  |
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| NAME OF ISSUER        | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT<br>O MA |  |
| -----                 |                |           |   |                    |                 |                 |                 |  |
| AIR PRODS & CHEMS INC | COM            | 009158106 | 6154  | 131183             | SH              | DEFINED         | 1               |  |
|                       |                |           | 753   | 16051              | SH              | DEFINED         | 15              |  |
|                       |                |           | 56  | 1200               | SH              | DEFINED         | 5               |  |
|                       |                |           | 10  | 220                | SH              | DEFINED         | 10              |  |
|                       |                |           | 487   | 10390              | SH              | DEFINED         | 17              |  |
|                       |                |           | 1553  | 33100              | SH              | DEFINED         | 85              |  |
|                       |                |           | -----   | -----              |                 |                 |                 |  |
|                       |                |           | 9013  | 192144             |                 |                 |                 |  |
| AIRTRAN HLDGS INC     | COM            | 00949P108 | 231   | 35000              | SH              | DEFINED         | 1               |  |
|                       |                |           | 2   | 300                | SH              | DEFINED         | 10              |  |
|                       |                |           | 297   | 45000              | SH              | DEFINED         | 17              |  |
|                       |                |           | -----   | -----              |                 |                 |                 |  |
|                       |                |           | 530   | 80300              |                 |                 |                 |  |
| ALBANY INTL CORP      | CL A           | 012348108 | 1085  | 50000              | SH              | DEFINED         | 85              |  |
|                       |                |           | -----   | -----              |                 |                 |                 |  |
|                       |                |           | 1085  | 50000              |                 |                 |                 |  |
| ALBERTO CULVER CO     | CL B CONV      | 013068101 | 58  | 1300               | SH              | DEFINED         | 1               |  |
|                       |                |           | 3   | 60                 | SH              | DEFINED         | 10              |  |
|                       |                |           | 148   | 3315               | SH              | DEFINED         | 17              |  |
|                       |                |           | 661   | 14775              | SH              | DEFINED         | 85              |  |
|                       |                |           | -----   | -----              |                 |                 |                 |  |
|                       |                |           | 870   | 19450              |                 |                 |                 |  |
| ALBERTSONS INC        | COM            | 013104104 | 651   | 20678              | SH              | DEFINED         | 1               |  |
|                       |                |           | 48  | 1512               | SH              | DEFINED         | 15              |  |
|                       |                |           | 89  | 2817               | SH              | DEFINED         | 17              |  |
|                       |                |           | 989   | 31397              | SH              | DEFINED         | 85              |  |
|                       |                |           | -----   | -----              |                 |                 |                 |  |
|                       |                |           | 1776  | 56404              |                 |                 |                 |  |
| ALCAN INC             | COM            | 013716105 | 1   | 37                 | SH              | DEFINED         | 1               |  |
|                       |                |           | 63  | 1750               | SH              | DEFINED         | 17              |  |
|                       |                |           | 889   | 24750              | SH              | DEFINED         | 85              |  |
|                       |                |           | -----   | -----              |                 |                 |                 |  |



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|           |     |           | 953   | 26537  |    |         |    |
|-----------|-----|-----------|-------|--------|----|---------|----|
| ALCOA INC | COM | 013817101 | 4675  | 131517 | SH | DEFINED | 1  |
|           |     |           | 351   | 9885   | SH | DEFINED | 15 |
|           |     |           | 11    | 300    | SH | DEFINED | 10 |
|           |     |           | 2105  | 59222  | SH | DEFINED | 17 |
|           |     |           | 5186  | 145876 | SH | DEFINED | 85 |
|           |     |           | ----- | -----  |    |         |    |
|           |     |           | 12329 | 346800 |    |         |    |

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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 |  |
| -----                      |                |  |                 |                 |                   |                |      |  |
| ALFA CORP                  | COM            | 015385107                                      | 253             | 11264           | SH                | DEFINED        | 10   |  |
|                            |                |  | -----           | -----           |                   |                |      |  |
|                            |                |  | 253             | 11264           |                   |                |      |  |
| ALKERMES INC               | COM            | 01642T108                                      | 3295            | 125000          | SH                | DEFINED        | 85   |  |
|                            |                |  | -----           | -----           |                   |                |      |  |
|                            |                |  | 3295            | 125000          |                   |                |      |  |
| ALLEGHENY ENERGY INC       | COM            | 017361106                                      | 185             | 5098            | SH                | DEFINED        | 1    |  |
|                            |                |  | 123             | 3400            | SH                | DEFINED        | 15   |  |
|                            |                |  | 354             | 9775            | SH                | DEFINED        | 17   |  |
|                            |                |  | 1058            | 29200           | SH                | DEFINED        | 85   |  |
|                            |                |  | -----           | -----           |                   |                |      |  |
|                            |                |  | 1719            | 47473           |                   |                |      |  |
| ALLEN TELECOM INC          | COM            | 018091108                                      | 24              | 2800            | SH                | DEFINED        | 1    |  |
|                            |                |  | 34              | 4000            | SH                | DEFINED        | 12   |  |
|                            |                |  | 468             | 55000           | SH                | DEFINED        | 85   |  |
|                            |                |  | -----           | -----           |                   |                |      |  |
|                            |                |  | 525             | 61800           |                   |                |      |  |
| ALLERGAN INC               | COM            | 018490102                                      | 42              | 563             | SH                | DEFINED        | 1    |  |
|                            |                |  | 97              | 1288            | SH                | DEFINED        | 17   |  |
|                            |                |  | 1066            | 14200           | SH                | DEFINED        | 85   |  |
|                            |                |  | -----           | -----           |                   |                |      |  |
|                            |                |  | 1205            | 16051           |                   |                |      |  |
| ALLIANCE CAP MGMT HLDG L P | UNIT LTD PARTN | 01855A101                                      | 37              | 775             | SH                | DEFINED        | 1    |  |
|                            |                |  | 290             | 6000            | SH                | DEFINED        | 15   |  |
|                            |                |  | 109             | 2251            | SH                | DEFINED        | 17   |  |
|                            |                |  | -----           | -----           |                   |                |      |  |
|                            |                |  | 436             | 9026            |                   |                |      |  |
| ALLIANT ENERGY CORP        | COM            | 018802108                                      | 57              | 1890            | SH                | DEFINED        | 1    |  |
|                            |                |  | 18              | 600             | SH                | DEFINED        | 15   |  |
|                            |                |  | 39              | 1300            | SH                | DEFINED        | 10   |  |
|                            |                |  | 148             | 4863            | SH                | DEFINED        | 17   |  |

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|                         |     | -----     |       | ----- |    |         |    |
|-------------------------|-----|-----------|-------|-------|----|---------|----|
|                         |     | 263       | 8653  |       |    |         |    |
| ALLIANT TECHSYSTEMS INC | COM | 018804104 | 11    | 140   | SH | DEFINED | 10 |
|                         |     |           | 6948  | 90000 | SH | DEFINED | 85 |
|                         |     |           | ----- | ----- |    |         |    |
|                         |     |           | 6959  | 90140 |    |         |    |

|                       |                 |           |   |                    |                 | FORM 13F        |         |   |    |
|-----------------------|-----------------|-----------|---|--------------------|-----------------|-----------------|---------|---|----|
| PAGE                  | 9 OF            | 155       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |                 |         |   |    |
| NAME OF ISSUER        | TITLE OF CLASS  | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O | MA |
| -----                 |                 |           |   |                    |                 |                 |         |   |    |
| ALLIED CAP CORP NEW   | COM             | 01903Q108 | 8   | 300                | SH              | DEFINED         | 17      |   |    |
|                       |                 |           | 3900  | 150000             | SH              | DEFINED         | 85      |   |    |
|                       |                 |           | -----   | -----              |                 |                 |         |   |    |
|                       |                 |           | 3908  | 150300             |                 |                 |         |   |    |
| ALLIED WASTE INDS INC | COM PAR\$.01NEW | 019589308 | 217   | 15400              | SH              | DEFINED         | 85      |   |    |
|                       |                 |           | -----   | -----              |                 |                 |         |   |    |
|                       |                 |           | 217   | 15400              |                 |                 |         |   |    |
| ALLSTATE CORP         | COM             | 020002101 | 1560  | 46276              | SH              | DEFINED         | 1       |   |    |
|                       |                 |           | 479   | 14218              | SH              | DEFINED         | 15      |   |    |
|                       |                 |           | 101   | 3000               | SH              | DEFINED         | 12      |   |    |
|                       |                 |           | 62  | 1839               | SH              | DEFINED         | 5       |   |    |
|                       |                 |           | 18982   | 563251             | SH              | DEFINED         | 17      |   |    |
|                       |                 |           | 3385  | 100448             | SH              | DEFINED         | 85      |   |    |
|                       |                 |           | -----   | -----              |                 |                 |         |   |    |
|                       |                 |           | 24568   | 729032             |                 |                 |         |   |    |
| ALLTEL CORP           | COM             | 020039103 | 35092   | 568479             | SH              | DEFINED         | 1       |   |    |
|                       |                 |           | 2560  | 41470              | SH              | DEFINED         | 15      |   |    |
|                       |                 |           | 1884  | 30513              | SH              | DEFINED         | 12      |   |    |
|                       |                 |           | 513   | 8312               | SH              | DEFINED         | 5       |   |    |
|                       |                 |           | 343   | 5560               | SH              | DEFINED         | 10      |   |    |
|                       |                 |           | 1067  | 17278              | SH              | DEFINED         | 17      |   |    |
|                       |                 |           | 19019   | 308100             | SH              | DEFINED         | 85      |   |    |
|                       |                 |           | -----   | -----              |                 |                 |         |   |    |
|                       |                 |           | 60478   | 979712             |                 |                 |         |   |    |
| ALPHA INDS INC        | COM             | 020753109 | 3270  | 150000             | SH              | DEFINED         | 85      |   |    |
|                       |                 |           | -----   | -----              |                 |                 |         |   |    |
|                       |                 |           | 3270  | 150000             |                 |                 |         |   |    |
| ALPHARMA INC          | CL A            | 020813101 | 2645  | 100000             | SH              | DEFINED         | 85      |   |    |
|                       |                 |           | -----   | -----              |                 |                 |         |   |    |
|                       |                 |           | 2645  | 100000             |                 |                 |         |   |    |
| ALTERA CORP           | COM             | 021441100 | 1105  | 52075              | SH              | DEFINED         | 1       |   |    |
|                       |                 |           | 291   | 13690              | SH              | DEFINED         | 17      |   |    |
|                       |                 |           | 4764  | 224500             | SH              | DEFINED         | 85      |   |    |
|                       |                 |           | -----   | -----              |                 |                 |         |   |    |

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|-------------------------------|----------------|--|--------------------|--------------------|------------|--------------|--------------------|---------|--|
|                               |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |            |              |                    |         |  |
| NAME OF ISSUER                | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| AMBAC FINL GROUP INC          | COM            | 023139108                                      | 101                | 1750               | SH         |              | DEFINED            | 1       |  |
|                               |                |  | 60                 | 1035               | SH         |              | DEFINED            | 15      |  |
|                               |                |  | 1                  | 25                 | SH         |              | DEFINED            | 5       |  |
|                               |                |  | 477                | 8250               | SH         |              | DEFINED            | 85      |  |
|                               |                |  | -----              | -----              |            |              |                    |         |  |
|                               |                |  | 640                | 11060              |            |              |                    |         |  |
| AMERADA HESS CORP             | COM            | 023551104                                      | 39                 | 630                | SH         |              | DEFINED            | 1       |  |
|                               |                |  | 40                 | 645                | SH         |              | DEFINED            | 15      |  |
|                               |                |  | 253                | 4045               | SH         |              | DEFINED            | 17      |  |
|                               |                |  | 431                | 6900               | SH         |              | DEFINED            | 85      |  |
|                               |                |  | -----              | -----              |            |              |                    |         |  |
|                               |                |  | 764                | 12220              |            |              |                    |         |  |
| AMEREN CORP                   | COM            | 023608102                                      | 98                 | 2327               | SH         |              | DEFINED            | 1       |  |
|                               |                |  | 468                | 11071              | SH         |              | DEFINED            | 15      |  |
|                               |                |  | 530                | 12532              | SH         |              | DEFINED            | 17      |  |
|                               |                |  | 453                | 10700              | SH         |              | DEFINED            | 85      |  |
|                               |                |  | -----              | -----              |            |              |                    |         |  |
|                               |                |  | 1549               | 36630              |            |              |                    |         |  |
| AMCORE FINL INC               | COM            | 023912108                                      | 441                | 19728              | SH         |              | DEFINED            | 17      |  |
|                               |                |  | -----              | -----              |            |              |                    |         |  |
|                               |                |  | 441                | 19728              |            |              |                    |         |  |
| AMERICAN AXLE & MFG HLDGS INC | COM            | 024061103                                      | 7115               | 332792             | SH         |              | DEFINED            | 17      |  |
|                               |                |  | -----              | -----              |            |              |                    |         |  |
|                               |                |  | 7115               | 332792             |            |              |                    |         |  |
| AMERICAN CAPITAL STRATEGIES   | COM            | 024937104                                      | 2126               | 75000              | SH         |              | DEFINED            | 85      |  |
|                               |                |  | -----              | -----              |            |              |                    |         |  |
|                               |                |  | 2126               | 75000              |            |              |                    |         |  |
| AMERICAN EAGLE OUTFITTERS NEW | COM            | 02553E106                                      | 8668               | 331225             | SH         |              | DEFINED            | 1       |  |
|                               |                |  | 21                 | 805                | SH         |              | DEFINED            | 17      |  |
|                               |                |  | 10206              | 390000             | SH         |              | DEFINED            | 85      |  |
|                               |                |  | -----              | -----              |            |              |                    |         |  |
|                               |                |  | 18896              | 722030             |            |              |                    |         |  |

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|      |                              |                | FORM 13F                                      |                    |                    |                 |                 |         |         |
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|      | NAME OF ISSUER               | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |
|      | AMERICAN ELEC PWR INC        | COM            | 025537101                                     | 1066               | 24496              | SH              |                 | DEFINED | 1       |
|      |                              |                |   | 584                | 13426              | SH              |                 | DEFINED | 15      |
|      |                              |                |   | 24                 | 542                | SH              |                 | DEFINED | 12      |
|      |                              |                |   | 21                 | 480                | SH              |                 | DEFINED | 10      |
|      |                              |                |   | 1197               | 27497              | SH              |                 | DEFINED | 17      |
|      |                              |                |   | 2684               | 61660              | SH              |                 | DEFINED | 85      |
|      |                              |                |   | -----              | -----              |                 |                 |         |         |
|      |                              |                |   | 5576               | 128101             |                 |                 |         |         |
|      | AMERICAN EXPRESS CO          | COM            | 025816109                                     | 5385               | 150888             | SH              |                 | DEFINED | 1       |
|      |                              |                |   | 248                | 6938               | SH              |                 | DEFINED | 15      |
|      |                              |                |   | 687                | 19260              | SH              |                 | DEFINED | 12      |
|      |                              |                |   | 2955               | 82784              | SH              |                 | DEFINED | 17      |
|      |                              |                |   | 9256               | 259337             | SH              |                 | DEFINED | 85      |
|      |                              |                |   | -----              | -----              |                 |                 |         |         |
|      |                              |                |   | 18531              | 519207             |                 |                 |         |         |
|      | AMERICAN FINL GROUP INC OHIO | COM            | 025932104                                     | 205                | 8358               | SH              |                 | DEFINED | 1       |
|      |                              |                |   | -----              | -----              |                 |                 |         |         |
|      |                              |                |   | 205                | 8358               |                 |                 |         |         |
|      | AMERICAN HOME PRODS CORP     | COM            | 026609107                                     | 103502             | 1686798            | SH              |                 | DEFINED | 1       |
|      |                              |                |   | 5760               | 93871              | SH              |                 | DEFINED | 15      |
|      |                              |                |   | 4600               | 74968              | SH              |                 | DEFINED | 12      |
|      |                              |                |   | 810                | 13200              | SH              |                 | DEFINED | 5       |
|      |                              |                |   | 3100               | 50514              | SH              |                 | DEFINED | 10      |
|      |                              |                |   | 6847               | 111591             | SH              |                 | DEFINED | 17      |
|      |                              |                |   | 27765              | 452500             | SH              |                 | DEFINED | 85      |
|      |                              |                |   | -----              | -----              |                 |                 |         |         |
|      |                              |                |   | 152384             | 2483442            |                 |                 |         |         |
|      | AMERICAN INCOME FD INC       | COM            | 02672T109                                     | 1035               | 121600             | SH              |                 | DEFINED | 85      |
|      |                              |                |   | -----              | -----              |                 |                 |         |         |
|      |                              |                |   | 1035               | 121600             |                 |                 |         |         |
|      | AMERICAN INTL GROUP INC      | COM            | 026874107                                     | 95217              | 1199206            | SH              |                 | DEFINED | 1       |
|      |                              |                |   | 7192               | 90584              | SH              |                 | DEFINED | 15      |
|      |                              |                |   | 5463               | 68808              | SH              |                 | DEFINED | 12      |
|      |                              |                |   | 2456               | 30934              | SH              |                 | DEFINED | 5       |
|      |                              |                |   | 1763               | 22204              | SH              |                 | DEFINED | 10      |
|      |                              |                |   | 18828              | 237125             | SH              |                 | DEFINED | 17      |
|      |                              |                |   | 64757              | 815576             | SH              |                 | DEFINED | 85      |
|      |                              |                |   | -----              | -----              |                 |                 |         |         |
|      |                              |                |   | 195676             | 2464437            |                 |                 |         |         |

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | MA |
|------------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|----|
| AMERICAN MGMT SYS INC        | COM            | 027352103 | 904                | 50000              | SH                  | DEFINED            | 85 |
|                              |                |           | 904                | 50000              |                     |                    |    |
| AMERICAN PWR CONVERSION CORP | COM            | 029066107 | 194                | 13450              | SH                  | DEFINED            | 1  |
|                              |                |           | 14                 | 1000               | SH                  | DEFINED            | 17 |
|                              |                |           | 1157               | 80000              | SH                  | DEFINED            | 85 |
|                              |                |           | 1366               | 94450              |                     |                    |    |
| AMERICREDIT CORP             | COM            | 03060R101 | 41                 | 1290               | SH                  | DEFINED            | 1  |
|                              |                |           | 19                 | 610                | SH                  | DEFINED            | 10 |
|                              |                |           | 3786               | 120000             | SH                  | DEFINED            | 85 |
|                              |                |           | 3846               | 121900             |                     |                    |    |
| AMERIPATH INC                | COM            | 03071D109 | 2345               | 72700              | SH                  | DEFINED            | 1  |
|                              |                |           | 807                | 25000              | SH                  | DEFINED            | 85 |
|                              |                |           | 3152               | 97700              |                     |                    |    |
| AMERON INTL INC              | COM            | 030710107 | 692                | 10000              | SH                  | DEFINED            | 85 |
|                              |                |           | 692                | 10000              |                     |                    |    |
| AMERUS GROUP CO              | COM            | 03072M108 | 1                  | 20                 | SH                  | DEFINED            | 15 |
|                              |                |           | 1792               | 50000              | SH                  | DEFINED            | 85 |
|                              |                |           | 1793               | 50020              |                     |                    |    |
| AMERISOURCEBERGEN CORP       | COM            | 03073E105 | 94                 | 1480               | SH                  | DEFINED            | 1  |
|                              |                |           | 3                  | 55                 | SH                  | DEFINED            | 17 |
|                              |                |           | 508                | 8000               | SH                  | DEFINED            | 85 |
|                              |                |           | 606                | 9535               |                     |                    |    |
| AMETEK INC NEW               | COM            | 031100100 | 16                 | 500                | SH                  | DEFINED            | 15 |
|                              |                |           | 144                | 4500               | SH                  | DEFINED            | 17 |
|                              |                |           | 4784               | 150000             | SH                  | DEFINED            | 85 |
|                              |                |           | 4943               | 155000             |                     |                    |    |

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|------------------------|----------------|-----------|---|--------------------|---------------------|--------------------|----|--|--|
|                        |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                     |                    |    |  |  |
| NAME OF ISSUER         | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN |    |  |  |
| AMGEN INC              | COM            | 031162100 | 67779   | 1200912            | SH                  | DEFINED            | 1  |  |  |
|                        |                |           | 4734  | 83878              | SH                  | DEFINED            | 15 |  |  |
|                        |                |           | 5353  | 94847              | SH                  | DEFINED            | 12 |  |  |
|                        |                |           | 594   | 10533              | SH                  | DEFINED            | 5  |  |  |
|                        |                |           | 883   | 15640              | SH                  | DEFINED            | 10 |  |  |
|                        |                |           | 9229  | 163514             | SH                  | DEFINED            | 17 |  |  |
|                        |                |           | 39621   | 702000             | SH                  | DEFINED            | 85 |  |  |
|                        |                |           | -----   | -----              |                     |                    |    |  |  |
|                        |                |           | 128194  | 2271324            |                     |                    |    |  |  |
| AMKOR TECHNOLOGY INC   | COM            | 031652100 | 1472  | 91845              | SH                  | DEFINED            | 1  |  |  |
|                        |                |           | 119   | 7407               | SH                  | DEFINED            | 5  |  |  |
|                        |                |           | 80  | 5000               | SH                  | DEFINED            | 17 |  |  |
|                        |                |           | 5402  | 337000             | SH                  | DEFINED            | 85 |  |  |
|                        |                |           | -----   | -----              |                     |                    |    |  |  |
|                        |                |           | 7073  | 441252             |                     |                    |    |  |  |
| AMSOUTH BANCORPORATION | COM            | 032165102 | 55  | 2913               | SH                  | DEFINED            | 1  |  |  |
|                        |                |           | 26  | 1400               | SH                  | DEFINED            | 12 |  |  |
|                        |                |           | 105   | 5550               | SH                  | DEFINED            | 10 |  |  |
|                        |                |           | 15  | 782                | SH                  | DEFINED            | 17 |  |  |
|                        |                |           | 543   | 28750              | SH                  | DEFINED            | 85 |  |  |
|                        |                |           | -----   | -----              |                     |                    |    |  |  |
|                        |                |           | 745   | 39395              |                     |                    |    |  |  |
| ANADARKO PETE CORP     | COM            | 032511107 | 260   | 4580               | SH                  | DEFINED            | 1  |  |  |
|                        |                |           | 83  | 1462               | SH                  | DEFINED            | 15 |  |  |
|                        |                |           | 4   | 69                 | SH                  | DEFINED            | 12 |  |  |
|                        |                |           | 17  | 300                | SH                  | DEFINED            | 10 |  |  |
|                        |                |           | 430   | 7569               | SH                  | DEFINED            | 17 |  |  |
|                        |                |           | 1871  | 32909              | SH                  | DEFINED            | 85 |  |  |
|                        |                |           | -----   | -----              |                     |                    |    |  |  |
|                        |                |           | 2666  | 46889              |                     |                    |    |  |  |
| ANALOG DEVICES INC     | SB NT CV 4.75% | 032654AD7 | 2839  | 30000              | SH                  | DEFINED            | 17 |  |  |
|                        |                |           | -----   | -----              |                     |                    |    |  |  |
|                        |                |           | 2839  | 30000              |                     |                    |    |  |  |

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| NAME OF ISSUER         | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ANALOG DEVICES INC     | COM            | 032654105 | 29779              | 670858             | SH         |              | DEFINED            | 1       |
|                        |                |           | 3377               | 76072              | SH         |              | DEFINED            | 15      |
|                        |                |           | 6405               | 144280             | SH         |              | DEFINED            | 12      |
|                        |                |           | 53                 | 1200               | SH         |              | DEFINED            | 5       |
|                        |                |           | 462                | 10400              | SH         |              | DEFINED            | 10      |
|                        |                |           | 2866               | 64556              | SH         |              | DEFINED            | 17      |
|                        |                |           | 23349              | 526000             | SH         |              | DEFINED            | 85      |
|                        |                |           | -----              | -----              |            |              |                    |         |
|                        |                |           | 66291              | 1493366            |            |              |                    |         |
| ANDREW CORP            | COM            | 034425108 | 11                 | 500                | SH         |              | DEFINED            | 1       |
|                        |                |           | 566                | 25850              | SH         |              | DEFINED            | 17      |
|                        |                |           | 137                | 6255               | SH         |              | DEFINED            | 85      |
|                        |                |           |                    | -----              | -----      |              |                    |         |
|                        |                |           | 714                | 32605              |            |              |                    |         |
| ANHEUSER BUSCH COS INC | COM            | 035229103 | 19372              | 428488             | SH         |              | DEFINED            | 1       |
|                        |                |           | 1247               | 27590              | SH         |              | DEFINED            | 15      |
|                        |                |           | 619                | 13700              | SH         |              | DEFINED            | 12      |
|                        |                |           | 1                  | 20                 | SH         |              | DEFINED            | 10      |
|                        |                |           | 2449               | 54160              | SH         |              | DEFINED            | 17      |
|                        |                |           | 5897               | 130440             | SH         |              | DEFINED            | 85      |
|                        |                |           | -----              | -----              |            |              |                    |         |
|                        |                |           | 29585              | 654398             |            |              |                    |         |
| ANIXTER INTL INC       | COM            | 035290105 | 2321               | 80000              | SH         |              | DEFINED            | 85      |
|                        |                |           |                    | -----              | -----      |              |                    |         |
|                        |                |           | 2321               | 80000              |            |              |                    |         |
| ANN TAYLOR STORES CORP | COM            | 036115103 | 2625               | 75000              | SH         |              | DEFINED            | 85      |
|                        |                |           |                    | -----              | -----      |              |                    |         |
|                        |                |           | 2625               | 75000              |            |              |                    |         |
| AON CORP               | COM            | 037389103 | 187                | 5272               | SH         |              | DEFINED            | 1       |
|                        |                |           | 13                 | 378                | SH         |              | DEFINED            | 15      |
|                        |                |           | 1086               | 30576              | SH         |              | DEFINED            | 17      |
|                        |                |           | 721                | 20300              | SH         |              | DEFINED            | 85      |
|                        |                |           |                    | -----              | -----      |              |                    |         |
|                        |                |           | 2008               | 56526              |            |              |                    |         |
| APACHE CORP            | COM            | 037411105 | 50                 | 1004               | SH         |              | DEFINED            | 1       |
|                        |                |           | 114                | 2284               | SH         |              | DEFINED            | 17      |
|                        |                |           | 1980               | 39700              | SH         |              | DEFINED            | 85      |
|                        |                |           |                    | -----              | -----      |              |                    |         |
|                        |                |           | 2144               | 42988              |            |              |                    |         |

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| PAGE 15 OF 155                |                | FORM 13F                                      |                    |                    |                 |                 |         |    |  |
|-------------------------------|----------------|---|--------------------|--------------------|-----------------|-----------------|---------|----|--|
|                               |                | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |                 |         |    |  |
| NAME OF ISSUER                | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O  |  |
| APHTON CORP                   | COM            | 03759P101                                     | 266                | 18217              | SH              |                 | DEFINED | 17 |  |
|                               |                |   | -----              | -----              |                 |                 |         |    |  |
|                               |                |   | 266                | 18217              |                 |                 |         |    |  |
| APPLE COMPUTER INC            | COM            | 037833100                                     | 30                 | 1380               | SH              |                 | DEFINED | 1  |  |
|                               |                |   | 4                  | 200                | SH              |                 | DEFINED | 15 |  |
|                               |                |   | 99                 | 4520               | SH              |                 | DEFINED | 17 |  |
|                               |                |   | 593                | 27100              | SH              |                 | DEFINED | 85 |  |
|                               |                |   | -----              | -----              |                 |                 |         |    |  |
|                               |                |   | 727                | 33200              |                 |                 |         |    |  |
| APPLEBEES INTL INC            | COM            | 037899101                                     | 30                 | 890                | SH              |                 | DEFINED | 17 |  |
|                               |                |   | 3848               | 112500             | SH              |                 | DEFINED | 85 |  |
|                               |                |   | -----              | -----              |                 |                 |         |    |  |
|                               |                |   | 3878               | 113390             |                 |                 |         |    |  |
| APRIA HEALTHCARE GROUP INC    | COM            | 037933108                                     | 3124               | 125000             | SH              |                 | DEFINED | 85 |  |
|                               |                |   | -----              | -----              |                 |                 |         |    |  |
|                               |                |   | 3124               | 125000             |                 |                 |         |    |  |
| APPLERA CORP                  | COM AP BIO GRP | 038020103                                     | 146                | 3706               | SH              |                 | DEFINED | 1  |  |
|                               |                |   | 2                  | 50                 | SH              |                 | DEFINED | 15 |  |
|                               |                |   | 644                | 16400              | SH              |                 | DEFINED | 85 |  |
|                               |                |   | -----              | -----              |                 |                 |         |    |  |
|                               |                |   | 792                | 20156              |                 |                 |         |    |  |
| APPLERA CORP                  | COM CE GEN GRP | 038020202                                     | 21                 | 800                | SH              |                 | DEFINED | 1  |  |
|                               |                |   | 5                  | 200                | SH              |                 | DEFINED | 15 |  |
|                               |                |   | 1                  | 50                 | SH              |                 | DEFINED | 17 |  |
|                               |                |   | 400                | 15000              | SH              |                 | DEFINED | 85 |  |
|                               |                |   | -----              | -----              |                 |                 |         |    |  |
|                               |                |   | 428                | 16050              |                 |                 |         |    |  |
| APPLIED INDL TECHNOLOGIES INC | COM            | 03820C105                                     | 205                | 10975              | SH              |                 | DEFINED | 1  |  |
|                               |                |   | 18                 | 950                | SH              |                 | DEFINED | 12 |  |
|                               |                |   | -----              | -----              |                 |                 |         |    |  |
|                               |                |   | 222                | 11925              |                 |                 |         |    |  |
| APPLIED MICRO CIRCUITS CORP   | COM            | 03822W109                                     | 1                  | 55                 | SH              |                 | DEFINED | 1  |  |
|                               |                |   | 20                 | 1800               | SH              |                 | DEFINED | 15 |  |
|                               |                |   | 1                  | 115                | SH              |                 | DEFINED | 12 |  |
|                               |                |   | 264                | 23300              | SH              |                 | DEFINED | 85 |  |
|                               |                |   | -----              | -----              |                 |                 |         |    |  |
|                               |                |   | 286                | 25270              |                 |                 |         |    |  |



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|                           |                |           | FORM 13F                                      |                    |                 |              |                    |         |  |
|---------------------------|----------------|-----------|---|--------------------|-----------------|--------------|--------------------|---------|--|
| PAGE 16 OF 155            |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |              |                    |         |  |
| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| APPLIED MATLS INC         | COM            | 038222105 | 23415   | 583906             | SH              |              | DEFINED            | 1       |  |
|                           |                |           | 834   | 20806              | SH              |              | DEFINED            | 15      |  |
|                           |                |           | 139   | 3475               | SH              |              | DEFINED            | 12      |  |
|                           |                |           | 60  | 1490               | SH              |              | DEFINED            | 5       |  |
|                           |                |           | 139   | 3465               | SH              |              | DEFINED            | 10      |  |
|                           |                |           | 3176  | 79214              | SH              |              | DEFINED            | 17      |  |
|                           |                |           | 17448   | 435100             | SH              |              | DEFINED            | 85      |  |
|                           |                |           | -----   | -----              |                 |              |                    |         |  |
|                           |                |           | 45211   | 1127456            |                 |              |                    |         |  |
| ARCHER DANIELS MIDLAND CO | COM            | 039483102 | 45  | 3115               | SH              |              | DEFINED            | 1       |  |
|                           |                |           | 17  | 1166               | SH              |              | DEFINED            | 15      |  |
|                           |                |           | 438   | 30532              | SH              |              | DEFINED            | 17      |  |
|                           |                |           | 2805  | 195471             | SH              |              | DEFINED            | 85      |  |
|                           |                |           | -----   | -----              |                 |              |                    |         |  |
|                           |                |           | 3305  | 230284             |                 |              |                    |         |  |
| ARCHSTONE SMITH TR        | COM            | 039583109 | 271   | 10287              | SH              |              | DEFINED            | 1       |  |
|                           |                |           | -----   | -----              |                 |              |                    |         |  |
|                           |                |           | 271   | 10287              |                 |              |                    |         |  |
| ART TECHNOLOGY GROUP INC  | COM            | 04289L107 | 261   | 75000              | SH              |              | DEFINED            | 17      |  |
|                           |                |           | -----   | -----              |                 |              |                    |         |  |
|                           |                |           | 261   | 75000              |                 |              |                    |         |  |
| ARTESYN TECHNOLOGIES INC  | COM            | 043127109 | 390   | 41900              | SH              |              | DEFINED            | 1       |  |
|                           |                |           | 4   | 400                | SH              |              | DEFINED            | 15      |  |
|                           |                |           | 1164  | 125000             | SH              |              | DEFINED            | 85      |  |
|                           |                |           | -----   | -----              |                 |              |                    |         |  |
|                           |                |           | 1558  | 167300             |                 |              |                    |         |  |
| ARTHROCARE CORP           | COM            | 043136100 | 897   | 50000              | SH              |              | DEFINED            | 85      |  |
|                           |                |           | -----   | -----              |                 |              |                    |         |  |
|                           |                |           | 897   | 50000              |                 |              |                    |         |  |
| ASHLAND INC               | COM            | 044204105 | 913   | 19805              | SH              |              | DEFINED            | 1       |  |
|                           |                |           | 55  | 1198               | SH              |              | DEFINED            | 15      |  |
|                           |                |           | 34  | 732                | SH              |              | DEFINED            | 12      |  |
|                           |                |           | 34  | 738                | SH              |              | DEFINED            | 5       |  |
|                           |                |           | 95  | 2071               | SH              |              | DEFINED            | 17      |  |
|                           |                |           | 249   | 5400               | SH              |              | DEFINED            | 85      |  |
|                           |                |           | -----   | -----              |                 |              |                    |         |  |
|                           |                |           | 1380  | 29944              |                 |              |                    |         |  |

|                |                |       | FORM 13F                                      |                    |                 |              |                    |         |  |
|----------------|----------------|-------|---|--------------------|-----------------|--------------|--------------------|---------|--|
| PAGE 17 OF 155 |                |       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |              |                    |         |  |
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |

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| NAME OF ISSUER                | TITLE OF CLASS | CUSIP     | (X\$1000) | PRN    | AMT | PRN CALL | DSCRETN | MA |
|-------------------------------|----------------|-----------|-----------|--------|-----|----------|---------|----|
| ASSOCIATED ESTATES RLTY CORP  | COM            | 045604105 | 23        | 2500   | SH  |          | DEFINED | 1  |
|                               |                |           | 717       | 78100  | SH  |          | DEFINED | 85 |
|                               |                |           | 740       | 80600  |     |          |         |    |
| ASTROPOWER INC                | COM            | 04644A101 | 1415      | 35000  | SH  |          | DEFINED | 85 |
|                               |                |           | 1415      | 35000  |     |          |         |    |
| ASYST TECHNOLOGY CORP         | COM            | 04648X107 | 1276      | 100000 | SH  |          | DEFINED | 85 |
|                               |                |           | 1276      | 100000 |     |          |         |    |
| ATALANTA SOSNOFF CAP CORP     | COM            | 046499109 | 255       | 25000  | SH  |          | DEFINED | 85 |
|                               |                |           | 255       | 25000  |     |          |         |    |
| ATLAS AIR WORLDWIDE HLDGS INC | COM            | 049164106 | 817       | 55762  | SH  |          | DEFINED | 1  |
|                               |                |           | 14        | 975    | SH  |          | DEFINED | 12 |
|                               |                |           | 879       | 60000  | SH  |          | DEFINED | 85 |
|                               |                |           | 1710      | 116737 |     |          |         |    |
| ATMEL CORP                    | COM            | 049513104 | 2         | 300    | SH  |          | DEFINED | 5  |
|                               |                |           | 7         | 1000   | SH  |          | DEFINED | 10 |
|                               |                |           | 69        | 9350   | SH  |          | DEFINED | 17 |
|                               |                |           | 78        | 10650  |     |          |         |    |
| ATMOS ENERGY CORP             | COM            | 049560105 | 3         | 150    | SH  |          | DEFINED | 17 |
|                               |                |           | 3188      | 150000 | SH  |          | DEFINED | 85 |
|                               |                |           | 3191      | 150150 |     |          |         |    |
| ATWOOD OCEANICS INC           | COM            | 050095108 | 1394      | 40000  | SH  |          | DEFINED | 85 |
|                               |                |           | 1394      | 40000  |     |          |         |    |
| AULT INC                      | COM            | 051503100 | 349       | 85142  | SH  |          | DEFINED | 85 |
|                               |                |           | 349       | 85142  |     |          |         |    |

| PAGE           |                | 18 OF 155 |                 | 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 | MA    |       |  |
| -----          | -----          | -----     | -----           | -----   | -----             | -----   | -----   | ----- | ----- |  |

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|                               |     |           |         |        |       |         |    |
|-------------------------------|-----|-----------|---------|--------|-------|---------|----|
| AUTODESK INC                  | COM | 052769106 | 22      | 600    | SH    | DEFINED | 1  |
|                               |     |           | 261     | 7000   | SH    | DEFINED | 17 |
|                               |     |           | 533     | 14300  | SH    | DEFINED | 85 |
|                               |     |           | -----   |        | 816   | 21900   |    |
| AUTOMATIC DATA PROCESSING INC | COM | 053015103 | 48027   | 815399 | SH    | DEFINED | 1  |
|                               |     |           | 517     | 8772   | SH    | DEFINED | 15 |
|                               |     |           | 826     | 14027  | SH    | DEFINED | 12 |
|                               |     |           | 283     | 4800   | SH    | DEFINED | 5  |
|                               |     |           | 218     | 3700   | SH    | DEFINED | 10 |
|                               |     |           | 11123   | 188843 | SH    | DEFINED | 17 |
|                               |     |           | 7716    | 131000 | SH    | DEFINED | 85 |
| -----                         |     | 68709     | 1166541 |        |       |         |    |
| AUTOZONE INC                  | COM | 053332102 | 275     | 3835   | SH    | DEFINED | 17 |
|                               |     |           | 1350    | 18800  | SH    | DEFINED | 85 |
|                               |     |           | -----   |        | 1625  | 22635   |    |
| AVAYA INC                     | COM | 053499109 | 83      | 6802   | SH    | DEFINED | 1  |
|                               |     |           | 0       | 16     | SH    | DEFINED | 15 |
|                               |     |           | 2       | 154    | SH    | DEFINED | 12 |
|                               |     |           | 0       | 38     | SH    | DEFINED | 5  |
|                               |     |           | 1       | 104    | SH    | DEFINED | 10 |
|                               |     |           | 209     | 17218  | SH    | DEFINED | 17 |
|                               |     |           | 570     | 46894  | SH    | DEFINED | 85 |
| -----                         |     | 865       | 71226   |        |       |         |    |
| AVERY DENNISON CORP           | COM | 053611109 | 50000   | 884488 | SH    | DEFINED | 1  |
|                               |     |           | 57      | 1000   | SH    | DEFINED | 10 |
|                               |     |           | 192     | 3405   | SH    | DEFINED | 17 |
|                               |     |           | 3964    | 70125  | SH    | DEFINED | 85 |
|                               |     |           | -----   |        | 54213 | 959018  |    |
| AVIALL INC NEW                | COM | 05366B102 | 717     | 95000  | SH    | DEFINED | 85 |
|                               |     |           | -----   |        | 717   | 95000   |    |

| PAGE           |                | 19 OF 155 |                 | FORM 13F        |                           | 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 |
| -----          |                |           |                 |                 |                           |  |    |
| AVNET INC      | COM            | 053807103 | 10              | 377             | SH                        | DEFINED  | 1  |
|                |                |           | 23              | 912             | SH                        | DEFINED  | 17 |
|                |                |           | 2547            | 100000          | SH                        | DEFINED  | 85 |

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| NAME OF ISSUER   | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT | DEFINITION |
|------------------|----------------|-----------|-----------------|-----------------|------------------|------------|
|                  |                |           | 2580            | 101289          |                  |            |
| AVOCENT CORP     | COM            | 053893103 | 18              | 750             | SH               | DEFINED 1  |
|                  |                |           | 4244            | 175000          | SH               | DEFINED 85 |
|                  |                |           | 4262            | 175750          |                  |            |
| AVON PRODS INC   | COM            | 054303102 | 58              | 1249            | SH               | DEFINED 1  |
|                  |                |           | 274             | 5885            | SH               | DEFINED 17 |
|                  |                |           | 1190            | 25600           | SH               | DEFINED 85 |
|                  |                |           | 1522            | 32734           |                  |            |
| AZTAR CORP       | COM            | 054802103 | 2               | 124             | SH               | DEFINED 5  |
|                  |                |           | 1830            | 100000          | SH               | DEFINED 85 |
|                  |                |           | 1832            | 100124          |                  |            |
| BB&T CORP        | COM            | 054937107 | 1282            | 35492           | SH               | DEFINED 1  |
|                  |                |           | 36              | 1000            | SH               | DEFINED 12 |
|                  |                |           | 220             | 6095            | SH               | DEFINED 17 |
|                  |                |           | 2073            | 57400           | SH               | DEFINED 85 |
|                  |                |           | 3611            | 99987           |                  |            |
| BP PLC           | SPONSORED ADR  | 055622104 | 38253           | 822466          | SH               | DEFINED 1  |
|                  |                |           | 8843            | 190137          | SH               | DEFINED 15 |
|                  |                |           | 1296            | 27868           | SH               | DEFINED 12 |
|                  |                |           | 228             | 4892            | SH               | DEFINED 5  |
|                  |                |           | 314             | 6758            | SH               | DEFINED 10 |
|                  |                |           | 11712           | 251826          | SH               | DEFINED 17 |
|                  |                |           | 60647           | 1303947         |                  |            |
| BMC SOFTWARE INC | COM            | 055921100 | 3941            | 240762          | SH               | DEFINED 1  |
|                  |                |           | 728             | 44487           | SH               | DEFINED 15 |
|                  |                |           | 70              | 4250            | SH               | DEFINED 12 |
|                  |                |           | 116             | 7100            | SH               | DEFINED 10 |
|                  |                |           | 102             | 6250            | SH               | DEFINED 17 |
|                  |                |           | 6472            | 395350          | SH               | DEFINED 85 |
|                  |                |           | 11430           | 698199          |                  |            |

| PAGE             |                | 20 OF 155 |                 | FORM 13F                                      |                  |            |                  |            |                  |  |
|------------------|----------------|-----------|-----------------|---|------------------|------------|------------------|------------|------------------|--|
|                  |                |           |                 | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                  |            |                  |            |                  |  |
| NAME OF ISSUER   | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT                               | SH/ PUT/ INVSTMT | DEFINITION | SH/ PUT/ INVSTMT | DEFINITION | SH/ PUT/ INVSTMT |  |
| BAKER HUGHES INC | COM            | 057224107 | 85              | 2338  | SH               | DEFINED 1  |                  |            |                  |  |

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|                             |     |           |        |         |    |         |    |
|-----------------------------|-----|-----------|--------|---------|----|---------|----|
|                             |     |           | 36     | 1000    | SH | DEFINED | 12 |
|                             |     |           | 678    | 18600   | SH | DEFINED | 17 |
|                             |     |           | 1608   | 44080   | SH | DEFINED | 85 |
|                             |     |           | -----  | -----   |    |         |    |
|                             |     |           | 2408   | 66018   |    |         |    |
| BALL CORP                   | COM | 058498106 | 71     | 1000    | SH | DEFINED | 1  |
|                             |     |           | 28     | 400     | SH | DEFINED | 17 |
|                             |     |           | 156    | 2200    | SH | DEFINED | 85 |
|                             |     |           | -----  | -----   |    |         |    |
|                             |     |           | 255    | 3600    |    |         |    |
| BANCINSURANCE CORP          | COM | 05945K102 | 78     | 15750   | SH | DEFINED | 1  |
|                             |     |           | -----  | -----   |    |         |    |
|                             |     |           | 78     | 15750   |    |         |    |
| BANK OF AMERICA CORPORATION | COM | 060505104 | 3064   | 48680   | SH | DEFINED | 1  |
|                             |     |           | 381    | 6054    | SH | DEFINED | 15 |
|                             |     |           | 465    | 7389    | SH | DEFINED | 12 |
|                             |     |           | 73     | 1153    | SH | DEFINED | 5  |
|                             |     |           | 529    | 8400    | SH | DEFINED | 10 |
|                             |     |           | 3083   | 48978   | SH | DEFINED | 17 |
|                             |     |           | 15271  | 242592  | SH | DEFINED | 85 |
|                             |     |           | -----  | -----   |    |         |    |
|                             |     |           | 22866  | 363246  |    |         |    |
| BANK NEW YORK INC           | COM | 064057102 | 121555 | 2979286 | SH | DEFINED | 1  |
|                             |     |           | 2540   | 62265   | SH | DEFINED | 15 |
|                             |     |           | 6741   | 165210  | SH | DEFINED | 12 |
|                             |     |           | 2578   | 63185   | SH | DEFINED | 5  |
|                             |     |           | 1722   | 42200   | SH | DEFINED | 10 |
|                             |     |           | 3904   | 95692   | SH | DEFINED | 17 |
|                             |     |           | 59743  | 1464300 | SH | DEFINED | 85 |
|                             |     |           | -----  | -----   |    |         |    |
|                             |     |           | 198783 | 4872138 |    |         |    |
| BANK ONE CORP               | COM | 06423A103 | 5734   | 146846  | SH | DEFINED | 1  |
|                             |     |           | 1086   | 27817   | SH | DEFINED | 15 |
|                             |     |           | 88     | 2261    | SH | DEFINED | 12 |
|                             |     |           | 22     | 567     | SH | DEFINED | 5  |
|                             |     |           | 20     | 522     | SH | DEFINED | 10 |
|                             |     |           | 7731   | 197986  | SH | DEFINED | 17 |
|                             |     |           | 7451   | 190811  | SH | DEFINED | 85 |
|                             |     |           | -----  | -----   |    |         |    |
|                             |     |           | 22134  | 566810  |    |         |    |

| PAGE           |  | 21 OF 155      |  | 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 |
| -----          |  |                |  |          |           |   |     |       |         |         |      |         |    |

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|                     |     |           |       |           |            |
|---------------------|-----|-----------|-------|-----------|------------|
| BARD C R INC        | COM | 067383109 | 13    | 200 SH    | DEFINED 1  |
|                     |     |           | 37    | 580 SH    | DEFINED 17 |
|                     |     |           | 252   | 3900 SH   | DEFINED 85 |
|                     |     |           | ----- | -----     |            |
|                     |     |           | 302   | 4680      |            |
| BARRICK GOLD CORP   | COM | 067901108 | 32    | 2000 SH   | DEFINED 1  |
|                     |     |           | 8     | 500 SH    | DEFINED 15 |
|                     |     |           | 2     | 120 SH    | DEFINED 10 |
|                     |     |           | 167   | 10456 SH  | DEFINED 17 |
|                     |     |           | 1172  | 73506 SH  | DEFINED 85 |
|                     |     |           | ----- | -----     |            |
|                     |     |           | 1381  | 86582     |            |
| BARRY R G CORP OHIO | COM | 068798107 | 1041  | 165000 SH | DEFINED 85 |
|                     |     |           | ----- | -----     |            |
|                     |     |           | 1041  | 165000    |            |
| BAUSCH & LOMB INC   | COM | 071707103 | 38    | 1000 SH   | DEFINED 15 |
|                     |     |           | 8     | 200 SH    | DEFINED 17 |
|                     |     |           | 158   | 4200 SH   | DEFINED 85 |
|                     |     |           | ----- | -----     |            |
|                     |     |           | 203   | 5400      |            |
| BAXTER INTL INC     | COM | 071813109 | 25296 | 471673 SH | DEFINED 1  |
|                     |     |           | 737   | 13746 SH  | DEFINED 15 |
|                     |     |           | 3298  | 61502 SH  | DEFINED 12 |
|                     |     |           | 2578  | 48067 SH  | DEFINED 5  |
|                     |     |           | 215   | 4010 SH   | DEFINED 10 |
|                     |     |           | 2403  | 44814 SH  | DEFINED 17 |
|                     |     |           | 23468 | 437600 SH | DEFINED 85 |
|                     |     |           | ----- | -----     |            |
|                     |     |           | 57996 | 1081412   |            |
| BE AEROSPACE INC    | COM | 073302101 | 459   | 50000 SH  | DEFINED 1  |
|                     |     |           | ----- | -----     |            |
|                     |     |           | 459   | 50000     |            |
| BEA SYS INC         | COM | 073325102 | 1995  | 129545 SH | DEFINED 1  |
|                     |     |           | 5     | 300 SH    | DEFINED 15 |
|                     |     |           | 19    | 1230 SH   | DEFINED 17 |
|                     |     |           | 6930  | 450000 SH | DEFINED 85 |
|                     |     |           | ----- | -----     |            |
|                     |     |           | 8949  | 581075    |            |

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| NAME OF ISSUER         | TITLE OF CLASS | CUSIP     | (X\$1000) | PRN     | AMT | PRN CALL | DSCRETN | MA |
|------------------------|----------------|-----------|-----------|---------|-----|----------|---------|----|
| BEAR STEARNS COS INC   | COM            | 073902108 | 6         | 110     | SH  |          | DEFINED | 1  |
|                        |                |           | 1008      | 17187   | SH  |          | DEFINED | 85 |
|                        |                |           | 1014      | 17297   |     |          |         |    |
| BECTON DICKINSON & CO  | COM            | 075887109 | 425       | 12820   | SH  |          | DEFINED | 1  |
|                        |                |           | 152       | 4600    | SH  |          | DEFINED | 17 |
|                        |                |           | 2321      | 70000   | SH  |          | DEFINED | 85 |
|                        |                |           | 2898      | 87420   |     |          |         |    |
| BED BATH & BEYOND INC  | COM            | 075896100 | 904       | 26665   | SH  |          | DEFINED | 1  |
|                        |                |           | 1         | 15      | SH  |          | DEFINED | 10 |
|                        |                |           | 606       | 17885   | SH  |          | DEFINED | 17 |
|                        |                |           | 5058      | 149200  | SH  |          | DEFINED | 85 |
|                        |                |           | 6569      | 193765  |     |          |         |    |
| BELDEN INC             | COM            | 077459105 | 6         | 275     | SH  |          | DEFINED | 1  |
|                        |                |           | 1978      | 84000   | SH  |          | DEFINED | 85 |
|                        |                |           | 1985      | 84275   |     |          |         |    |
| BELL MICROPRODUCTS INC | COM            | 078137106 | 1893      | 150000  | SH  |          | DEFINED | 85 |
|                        |                |           | 1893      | 150000  |     |          |         |    |
| BELLSOUTH CORP         | COM            | 079860102 | 17859     | 468120  | SH  |          | DEFINED | 1  |
|                        |                |           | 4054      | 106257  | SH  |          | DEFINED | 15 |
|                        |                |           | 603       | 15804   | SH  |          | DEFINED | 12 |
|                        |                |           | 75        | 1972    | SH  |          | DEFINED | 5  |
|                        |                |           | 224       | 5879    | SH  |          | DEFINED | 10 |
|                        |                |           | 8137      | 213285  | SH  |          | DEFINED | 17 |
|                        |                |           | 11044     | 289500  | SH  |          | DEFINED | 85 |
|                        |                |           | 41996     | 1100817 |     |          |         |    |
| BEMIS INC              | COM            | 081437105 | 3         | 70      | SH  |          | DEFINED | 10 |
|                        |                |           | 207       | 4200    | SH  |          | DEFINED | 85 |
|                        |                |           | 210       | 4270    |     |          |         |    |

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|                            |                |           | FORM 13F                                      |                    |                 |                 |         |         |  |
|----------------------------|----------------|-----------|---|--------------------|-----------------|-----------------|---------|---------|--|
| PAGE 23 OF 155             |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |                 |         |         |  |
| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |  |
| BERKSHIRE HATHAWAY INC DEL | CL B           | 084670207 | 1091  | 432                | SH              |                 | DEFINED | 1       |  |
|                            |                |           | 8   | 3                  | SH              |                 | DEFINED | 15      |  |
|                            |                |           | 313   | 124                | SH              |                 | DEFINED | 12      |  |
|                            |                |           | 10  | 4                  | SH              |                 | DEFINED | 5       |  |
|                            |                |           | 311   | 123                | SH              |                 | DEFINED | 17      |  |
|                            |                |           | 2525  | 1000               | SH              |                 | DEFINED | 85      |  |
|                            |                |           | -----   | -----              |                 |                 |         |         |  |
|                            |                |           | 4257  | 1686               |                 |                 |         |         |  |
| BEST BUY INC               | COM            | 086516101 | 82  | 1100               | SH              |                 | DEFINED | 1       |  |
|                            |                |           | 99  | 1332               | SH              |                 | DEFINED | 15      |  |
|                            |                |           | 60  | 800                | SH              |                 | DEFINED | 12      |  |
|                            |                |           | 1   | 10                 | SH              |                 | DEFINED | 10      |  |
|                            |                |           | 1325  | 17795              | SH              |                 | DEFINED | 17      |  |
|                            |                |           | 2555  | 34300              | SH              |                 | DEFINED | 85      |  |
|                            |                |           | -----   | -----              |                 |                 |         |         |  |
|                            |                |           | 4122  | 55337              |                 |                 |         |         |  |
| BIG LOTS INC               | COM            | 089302103 | 7   | 700                | SH              |                 | DEFINED | 1       |  |
|                            |                |           | 1192  | 114600             | SH              |                 | DEFINED | 85      |  |
|                            |                |           | -----   | -----              |                 |                 |         |         |  |
|                            |                |           | 1199  | 115300             |                 |                 |         |         |  |
| BIO TECHNOLOGY GEN CORP    | COM            | 090578105 | 1029  | 125000             | SH              |                 | DEFINED | 85      |  |
|                            |                |           | -----   | -----              |                 |                 |         |         |  |
|                            |                |           | 1029  | 125000             |                 |                 |         |         |  |
| BIOGEN INC                 | COM            | 090597105 | 184   | 3200               | SH              |                 | DEFINED | 1       |  |
|                            |                |           | 277   | 4835               | SH              |                 | DEFINED | 17      |  |
|                            |                |           | 963   | 16800              | SH              |                 | DEFINED | 85      |  |
|                            |                |           | -----   | -----              |                 |                 |         |         |  |
|                            |                |           | 1424  | 24835              |                 |                 |         |         |  |
| BIOMET INC                 | COM            | 090613100 | 26361   | 853095             | SH              |                 | DEFINED | 1       |  |
|                            |                |           | 3647  | 118024             | SH              |                 | DEFINED | 15      |  |
|                            |                |           | 2687  | 86948              | SH              |                 | DEFINED | 12      |  |
|                            |                |           | 1072  | 34700              | SH              |                 | DEFINED | 5       |  |
|                            |                |           | 1019  | 32986              | SH              |                 | DEFINED | 10      |  |
|                            |                |           | 5271  | 170594             | SH              |                 | DEFINED | 17      |  |
|                            |                |           | 10370   | 335612             | SH              |                 | DEFINED | 85      |  |
|                            |                |           | -----   | -----              |                 |                 |         |         |  |
|                            |                |           | 50428   | 1631959            |                 |                 |         |         |  |



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|                               |                |           | FORM 13F                                      |                    |                 |                 |         |         |  |
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| PAGE                          | 24 OF          | 155       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |                 |         |         |  |
| NAME OF ISSUER                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |  |
| BIOVAIL CORP                  | COM            | 09067J109 | 627   | 11150              | SH              |                 | DEFINED | 1       |  |
|                               |                |           | 3   | 55                 | SH              |                 | DEFINED | 15      |  |
|                               |                |           | 23  | 400                | SH              |                 | DEFINED | 10      |  |
|                               |                |           | 1688  | 30000              | SH              |                 | DEFINED | 85      |  |
|                               |                |           | -----   | -----              |                 |                 |         |         |  |
|                               |                |           | 2340  | 41605              |                 |                 |         |         |  |
| BLACK & DECKER CORP           | COM            | 091797100 | 42  | 1125               | SH              |                 | DEFINED | 1       |  |
|                               |                |           | 226   | 6000               | SH              |                 | DEFINED | 15      |  |
|                               |                |           | 145   | 3850               | SH              |                 | DEFINED | 17      |  |
|                               |                |           | 238   | 6300               | SH              |                 | DEFINED | 85      |  |
|                               |                |           | -----   | -----              |                 |                 |         |         |  |
|                               |                |           | 652   | 17275              |                 |                 |         |         |  |
| BLACK BOX CORP DEL            | COM            | 091826107 | 11  | 200                | SH              |                 | DEFINED | 5       |  |
|                               |                |           | 3966  | 75000              | SH              |                 | DEFINED | 85      |  |
|                               |                |           | -----   | -----              |                 |                 |         |         |  |
|                               |                |           | 3977  | 75200              |                 |                 |         |         |  |
| BLACK HILLS CORP              | COM            | 092113109 | 81  | 2400               | SH              |                 | DEFINED | 17      |  |
|                               |                |           | 846   | 25000              | SH              |                 | DEFINED | 85      |  |
|                               |                |           | -----   | -----              |                 |                 |         |         |  |
|                               |                |           | 927   | 27400              |                 |                 |         |         |  |
| BLACKROCK INCOME TR INC       | COM            | 09247F100 | 17  | 2327               | SH              |                 | DEFINED | 1       |  |
|                               |                |           | 1298  | 176100             | SH              |                 | DEFINED | 85      |  |
|                               |                |           | -----   | -----              |                 |                 |         |         |  |
|                               |                |           | 1315  | 178427             |                 |                 |         |         |  |
| BLACKROCK MUN TARGET TERM TR  | COM            | 09247M105 | 83  | 8000               | SH              |                 | DEFINED | 1       |  |
|                               |                |           | 52  | 5000               | SH              |                 | DEFINED | 17      |  |
|                               |                |           | -----   | -----              |                 |                 |         |         |  |
|                               |                |           | 135   | 13000              |                 |                 |         |         |  |
| BLACKROCK NORTH AMERN GV INCM | COM            | 092475102 | 10  | 1000               | SH              |                 | DEFINED | 1       |  |
|                               |                |           | 1451  | 146300             | SH              |                 | DEFINED | 85      |  |
|                               |                |           | -----   | -----              |                 |                 |         |         |  |
|                               |                |           | 1461  | 147300             |                 |                 |         |         |  |
| BLOCK H & R INC               | COM            | 093671105 | 9769  | 218540             | SH              |                 | DEFINED | 1       |  |
|                               |                |           | 125   | 2800               | SH              |                 | DEFINED | 15      |  |
|                               |                |           | 433   | 9693               | SH              |                 | DEFINED | 17      |  |
|                               |                |           | 1207  | 27000              | SH              |                 | DEFINED | 85      |  |
|                               |                |           | -----   | -----              |                 |                 |         |         |  |
|                               |                |           | 11534   | 258033             |                 |                 |         |         |  |

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|                         |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |                 |         |         |  |
| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |  |
| BOB EVANS FARMS INC     | COM            | 096761101 | 721   | 29331              | SH              |                 | DEFINED | 1       |  |
|                         |                |           | 60  | 2454               | SH              |                 | DEFINED | 15      |  |
|                         |                |           | 1597  | 65000              | SH              |                 | DEFINED | 85      |  |
|                         |                |           | -----   | -----              |                 |                 |         |         |  |
|                         |                |           | 2378  | 96785              |                 |                 |         |         |  |
| BOEING CO               | COM            | 097023105 | 3842  | 99066              | SH              |                 | DEFINED | 1       |  |
|                         |                |           | 223   | 5744               | SH              |                 | DEFINED | 15      |  |
|                         |                |           | 8   | 200                | SH              |                 | DEFINED | 12      |  |
|                         |                |           | 7   | 178                | SH              |                 | DEFINED | 5       |  |
|                         |                |           | 40  | 1021               | SH              |                 | DEFINED | 10      |  |
|                         |                |           | 1697  | 43748              | SH              |                 | DEFINED | 17      |  |
|                         |                |           | 5775  | 148917             | SH              |                 | DEFINED | 85      |  |
| -----                   | -----          |           |   |                    |                 |                 |         |         |  |
|                         |                |           | 11590   | 298874             |                 |                 |         |         |  |
| BORG WARNER INC         | COM            | 099724106 | 1045  | 20000              | SH              |                 | DEFINED | 85      |  |
|                         |                |           | -----   | -----              |                 |                 |         |         |  |
|                         |                |           | 1045  | 20000              |                 |                 |         |         |  |
| BOSTON SCIENTIFIC CORP  | COM            | 101137107 | 259   | 10744              | SH              |                 | DEFINED | 1       |  |
|                         |                |           | 60  | 2500               | SH              |                 | DEFINED | 12      |  |
|                         |                |           | 52  | 2140               | SH              |                 | DEFINED | 17      |  |
|                         |                |           | 753   | 31200              | SH              |                 | DEFINED | 85      |  |
| -----                   | -----          |           |   |                    |                 |                 |         |         |  |
|                         |                |           | 1124  | 46584              |                 |                 |         |         |  |
| BRANTLEY CAP CORP       | COM            | 105494108 | 109   | 10000              | SH              |                 | DEFINED | 17      |  |
|                         |                |           | 360   | 33100              | SH              |                 | DEFINED | 85      |  |
|                         |                |           | -----   | -----              |                 |                 |         |         |  |
|                         |                |           | 469   | 43100              |                 |                 |         |         |  |
| BRISTOL MYERS SQUIBB CO | COM            | 110122108 | 156186  | 3062478            | SH              |                 | DEFINED | 1       |  |
|                         |                |           | 17144   | 336155             | SH              |                 | DEFINED | 15      |  |
|                         |                |           | 1646  | 32273              | SH              |                 | DEFINED | 12      |  |
|                         |                |           | 519   | 10172              | SH              |                 | DEFINED | 5       |  |
|                         |                |           | 1025  | 20099              | SH              |                 | DEFINED | 10      |  |
|                         |                |           | 12858   | 252112             | SH              |                 | DEFINED | 17      |  |
|                         |                |           | 20645   | 404800             | SH              |                 | DEFINED | 85      |  |
|                         |                |           | -----   | -----              |                 |                 |         |         |  |
|                         |                |           | 210023  | 4118089            |                 |                 |         |         |  |

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|                            |                |           | FORM 13F                                       |                    |            |              |                    |    |  |  |
|----------------------------|----------------|-----------|--|--------------------|------------|--------------|--------------------|----|--|--|
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| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                             | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN |    |  |  |
| BROADCOM CORP              | CL A           | 111320107 | 60   | 1475               | SH         |              | DEFINED            | 1  |  |  |
|                            |                |           | 19   | 460                | SH         |              | DEFINED            | 15 |  |  |
|                            |                |           | 7  | 178                | SH         |              | DEFINED            | 12 |  |  |
|                            |                |           | 44   | 1080               | SH         |              | DEFINED            | 17 |  |  |
|                            |                |           | 826  | 20200              | SH         |              | DEFINED            | 85 |  |  |
|                            |                |           | -----  | -----              |            |              |                    |    |  |  |
|                            |                |           | 956  | 23393              |            |              |                    |    |  |  |
| BROADWING INC              | COM            | 111620100 | 17227  | 1813410            | SH         |              | DEFINED            | 1  |  |  |
|                            |                |           | 261  | 27522              | SH         |              | DEFINED            | 15 |  |  |
|                            |                |           | 108  | 11400              | SH         |              | DEFINED            | 12 |  |  |
|                            |                |           | 1258   | 132449             | SH         |              | DEFINED            | 5  |  |  |
|                            |                |           | 176  | 18574              | SH         |              | DEFINED            | 10 |  |  |
|                            |                |           | 242  | 25509              | SH         |              | DEFINED            | 17 |  |  |
|                            |                |           | -----  | -----              |            |              |                    |    |  |  |
|                            |                |           | 4953   | 521400             | SH         |              | DEFINED            | 85 |  |  |
|                            |                |           | -----  | -----              |            |              |                    |    |  |  |
|                            |                |           | 24228  | 2550264            |            |              |                    |    |  |  |
| BROWN FORMAN CORP          | CL B           | 115637209 | 320  | 5118               | SH         |              | DEFINED            | 1  |  |  |
|                            |                |           | 1002   | 16013              | SH         |              | DEFINED            | 12 |  |  |
|                            |                |           | 376  | 6000               | SH         |              | DEFINED            | 17 |  |  |
|                            |                |           | 332  | 5300               | SH         |              | DEFINED            | 85 |  |  |
|                            |                |           | -----  | -----              |            |              |                    |    |  |  |
|                            |                |           | 2030   | 32431              |            |              |                    |    |  |  |
| BROWN SHOE INC NEW         | COM            | 115736100 | 4  | 232                | SH         |              | DEFINED            | 15 |  |  |
|                            |                |           | 650  | 40000              | SH         |              | DEFINED            | 85 |  |  |
|                            |                |           |  |                    |            | -----        | -----              |    |  |  |
|                            |                |           | 653  | 40232              |            |              |                    |    |  |  |
| BRUKER DALTONICS INC       | COM            | 116795105 | 2453   | 150000             | SH         |              | DEFINED            | 85 |  |  |
|                            |                |           |  |                    |            | -----        | -----              |    |  |  |
|                            |                |           | 2453   | 150000             |            |              |                    |    |  |  |
| BRUNSWICK CORP             | COM            | 117043109 | 1291   | 59323              | SH         |              | DEFINED            | 1  |  |  |
|                            |                |           | 93   | 4264               | SH         |              | DEFINED            | 17 |  |  |
|                            |                |           | 146  | 6700               | SH         |              | DEFINED            | 85 |  |  |
|                            |                |           |  |                    |            | -----        | -----              |    |  |  |
|                            |                |           | 1529   | 70287              |            |              |                    |    |  |  |
| BRUSH ENGINEERED MATLS INC | COM            | 117421107 | 21   | 1500               | SH         |              | DEFINED            | 1  |  |  |
|                            |                |           | 7  | 500                | SH         |              | DEFINED            | 17 |  |  |
|                            |                |           | 533  | 37400              | SH         |              | DEFINED            | 85 |  |  |
|                            |                |           |  |                    |            | -----        | -----              |    |  |  |
|                            |                |           | 561  | 39400              |            |              |                    |    |  |  |

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|-------------------------------|----------------|--|--------------------|--------------------|---------------------|--------------------|---------|--|
|                               |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                     |                    |         |  |
| NAME OF ISSUER                | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| BURLINGTON NORTHN SANTA FE CP | COM            | 12189T104                                      | 230                | 8076               | SH                  | DEFINED            | 1       |  |
|                               |                |  | 68                 | 2400               | SH                  | DEFINED            | 15      |  |
|                               |                |  | 428                | 14989              | SH                  | DEFINED            | 17      |  |
|                               |                |  | 1601               | 56100              | SH                  | DEFINED            | 85      |  |
|                               |                |  | -----              | -----              |                     |                    |         |  |
|                               |                |  | 2327               | 81565              |                     |                    |         |  |
| BURLINGTON RES INC            | COM            | 122014103                                      | 1744               | 46453              | SH                  | DEFINED            | 1       |  |
|                               |                |  | 1622               | 43194              | SH                  | DEFINED            | 15      |  |
|                               |                |  | 1014               | 27000              | SH                  | DEFINED            | 12      |  |
|                               |                |  | 168                | 4481               | SH                  | DEFINED            | 17      |  |
|                               |                |  | 618                | 16465              | SH                  | DEFINED            | 85      |  |
|                               |                |  | -----              | -----              |                     |                    |         |  |
|                               |                |  | 5165               | 137593             |                     |                    |         |  |
| C&D TECHNOLOGIES INC          | COM            | 124661109                                      | 2856               | 125000             | SH                  | DEFINED            | 85      |  |
|                               |                |  | -----              | -----              |                     |                    |         |  |
|                               |                |  | 2856               | 125000             |                     |                    |         |  |
| C COR NET CORP                | COM            | 125010108                                      | 1639               | 112500             | SH                  | DEFINED            | 85      |  |
|                               |                |  | -----              | -----              |                     |                    |         |  |
|                               |                |  | 1639               | 112500             |                     |                    |         |  |
| CEC ENTMT INC                 | COM            | 125137109                                      | 4339               | 100000             | SH                  | DEFINED            | 85      |  |
|                               |                |  | -----              | -----              |                     |                    |         |  |
|                               |                |  | 4339               | 100000             |                     |                    |         |  |
| CIGNA CORP                    | COM            | 125509109                                      | 2740               | 29572              | SH                  | DEFINED            | 1       |  |
|                               |                |  | 111                | 1200               | SH                  | DEFINED            | 15      |  |
|                               |                |  | 37                 | 400                | SH                  | DEFINED            | 12      |  |
|                               |                |  | 546                | 5891               | SH                  | DEFINED            | 17      |  |
|                               |                |  | 2302               | 24850              | SH                  | DEFINED            | 85      |  |
|                               |                |  | -----              | -----              |                     |                    |         |  |
|                               |                |  | 5736               | 61913              |                     |                    |         |  |
| CLECO CORP NEW                | COM            | 12561W105                                      | 1758               | 80000              | SH                  | DEFINED            | 85      |  |
|                               |                |  | -----              | -----              |                     |                    |         |  |
|                               |                |  | 1758               | 80000              |                     |                    |         |  |
| CMGI INC                      | COM            | 125750109                                      | 6                  | 3800               | SH                  | DEFINED            | 1       |  |
|                               |                |  | 23                 | 14200              | SH                  | DEFINED            | 15      |  |
|                               |                |  | 0                  | 254                | SH                  | DEFINED            | 5       |  |
|                               |                |  | 3                  | 2050               | SH                  | DEFINED            | 17      |  |

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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 |  |  |
| CMS ENERGY CORP                | COM            | 125896100                                      | 5               | 193             | SH                | DEFINED         | 1    |  |  |
|                                |                |  | 3               | 121             | SH                | DEFINED         | 15   |  |  |
|                                |                |  | 17              | 704             | SH                | DEFINED         | 5    |  |  |
|                                |                |  | 881             | 36667           | SH                | DEFINED         | 17   |  |  |
|                                |                |  | 248             | 10300           | SH                | DEFINED         | 85   |  |  |
|                                |                |  | 1153            | 47985           |                   |                 |      |  |  |
| CSG SYS INTL INC               | COM            | 126349109                                      | 16              | 390             | SH                | DEFINED         | 10   |  |  |
|                                |                |  | 2023            | 50000           | SH                | DEFINED         | 85   |  |  |
|                                |                |  | 2038            | 50390           |                   |                 |      |  |  |
| CSX CORP                       | COM            | 126408103                                      | 845             | 24095           | SH                | DEFINED         | 1    |  |  |
|                                |                |  | 160             | 4579            | SH                | DEFINED         | 15   |  |  |
|                                |                |  | 212             | 6045            | SH                | DEFINED         | 5    |  |  |
|                                |                |  | 8               | 221             | SH                | DEFINED         | 10   |  |  |
|                                |                |  | 171             | 4883            | SH                | DEFINED         | 17   |  |  |
|                                |                |  | 582             | 16608           | SH                | DEFINED         | 85   |  |  |
|                                |                |  | 1978            | 56431           |                   |                 |      |  |  |
| CTS CORP                       | COM            | 126501105                                      | 1590            | 100000          | SH                | DEFINED         | 85   |  |  |
|                                |                |  | 1590            | 100000          |                   |                 |      |  |  |
| CVB FINL CORP                  | COM            | 126600105                                      | 1755            | 75000           | SH                | DEFINED         | 85   |  |  |
|                                |                |  | 1755            | 75000           |                   |                 |      |  |  |
| CVS CORP                       | COM            | 126650100                                      | 81              | 2720            | SH                | DEFINED         | 1    |  |  |
|                                |                |  | 882             | 29793           | SH                | DEFINED         | 17   |  |  |
|                                |                |  | 1558            | 52650           | SH                | DEFINED         | 85   |  |  |
|                                |                |  | 2521            | 85163           |                   |                 |      |  |  |
| CABLE DESIGN TECHNOLOGIES CORP | COM            | 126924109                                      | 2052            | 150000          | SH                | DEFINED         | 85   |  |  |
|                                |                |  | 2052            | 150000          |                   |                 |      |  |  |
| CABOT OIL & GAS CORP           | CL A           | 127097103                                      | 1804            | 75000           | SH                | DEFINED         | 85   |  |  |

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1804 75000

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|                           |                | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |            |              |                    |         |  |
| NAME OF ISSUER            | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| CALIPER TECHNOLOGIES CORP | COM            | 130876105                                     | 1561               | 100000             | SH         |              | DEFINED            | 85      |  |
|                           |                |   | -----              | -----              |            |              |                    |         |  |
|                           |                |   | 1561               | 100000             |            |              |                    |         |  |
| CALPINE CORP              | COM            | 131347106                                     | 3                  | 165                | SH         |              | DEFINED            | 1       |  |
|                           |                |   | 25                 | 1500               | SH         |              | DEFINED            | 15      |  |
|                           |                |   | 5                  | 310                | SH         |              | DEFINED            | 10      |  |
|                           |                |   | 285                | 16985              | SH         |              | DEFINED            | 17      |  |
|                           |                |   | 390                | 23200              | SH         |              | DEFINED            | 85      |  |
|                           |                |   | -----              | -----              |            |              |                    |         |  |
|                           |                |   | 708                | 42160              |            |              |                    |         |  |
| CAMPBELL SOUP CO          | COM            | 134429109                                     | 1109               | 37135              | SH         |              | DEFINED            | 1       |  |
|                           |                |   | 65                 | 2160               | SH         |              | DEFINED            | 15      |  |
|                           |                |   | 18                 | 600                | SH         |              | DEFINED            | 10      |  |
|                           |                |   | 239                | 8000               | SH         |              | DEFINED            | 17      |  |
|                           |                |   | 932                | 31200              | SH         |              | DEFINED            | 85      |  |
|                           |                |   | -----              | -----              |            |              |                    |         |  |
|                           |                |   | 2363               | 79095              |            |              |                    |         |  |
| CAPITAL ONE FINL CORP     | COM            | 14040H105                                     | 17059              | 316199             | SH         |              | DEFINED            | 1       |  |
|                           |                |   | 16                 | 300                | SH         |              | DEFINED            | 15      |  |
|                           |                |   | 9                  | 175                | SH         |              | DEFINED            | 12      |  |
|                           |                |   | 46                 | 850                | SH         |              | DEFINED            | 5       |  |
|                           |                |   | 120                | 2230               | SH         |              | DEFINED            | 10      |  |
|                           |                |   | 294                | 5450               | SH         |              | DEFINED            | 17      |  |
|                           |                |   | 16206              | 300386             | SH         |              | DEFINED            | 85      |  |
|                           |                |   | -----              | -----              |            |              |                    |         |  |
|                           |                |   | 33751              | 625590             |            |              |                    |         |  |
| CARDINAL HEALTH INC       | COM            | 14149Y108                                     | 39368              | 608851             | SH         |              | DEFINED            | 1       |  |
|                           |                |   | 228                | 3520               | SH         |              | DEFINED            | 15      |  |
|                           |                |   | 728                | 11256              | SH         |              | DEFINED            | 12      |  |
|                           |                |   | 35                 | 541                | SH         |              | DEFINED            | 5       |  |
|                           |                |   | 175                | 2700               | SH         |              | DEFINED            | 10      |  |

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|       |        |    |         |    |
|-------|--------|----|---------|----|
| 2256  | 34893  | SH | DEFINED | 17 |
| 20736 | 320700 | SH | DEFINED | 85 |
| ----- |        |    |         |    |
| 63526 | 982461 |    |         |    |

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|-------------------------|----------------|-----------|-----------------|-----------------|------------------|---|----|--|--|
| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT | CALL DSCRETN                                  |    |  |  |
| -----                   |                |           |                 |                 |                  |   |    |  |  |
| CARNIVAL CORP           | COM            | 143658102 | 1293            | 46051           | SH               | DEFINED                                       | 1  |  |  |
|                         |                |           | 106             | 3780            | SH               | DEFINED                                       | 15 |  |  |
|                         |                |           | 201             | 7165            | SH               | DEFINED                                       | 10 |  |  |
|                         |                |           | 556             | 19795           | SH               | DEFINED                                       | 17 |  |  |
|                         |                |           | 2392            | 85200           | SH               | DEFINED                                       | 85 |  |  |
| -----                   |                |           |                 |                 |                  |   |    |  |  |
|                         |                |           | 4549            | 161991          |                  |   |    |  |  |
| CARRINGTON LABS INC     | COM            | 144525102 | 138             | 134970          | SH               | DEFINED                                       | 85 |  |  |
|                         |                |           | -----           |                 |                  |   |    |  |  |
|                         |                |           | 138             | 134970          |                  |   |    |  |  |
| CASEYS GEN STORES INC   | COM            | 147528103 | 1202            | 80650           | SH               | DEFINED                                       | 1  |  |  |
|                         |                |           | 104             | 7000            | SH               | DEFINED                                       | 15 |  |  |
|                         |                |           | 10              | 650             | SH               | DEFINED                                       | 17 |  |  |
|                         |                |           | 3353            | 225000          | SH               | DEFINED                                       | 85 |  |  |
|                         |                |           | -----           |                 |                  |   |    |  |  |
|                         |                |           | 4668            | 313300          |                  |   |    |  |  |
| CATALINA MARKETING CORP | COM            | 148867104 | 3470            | 100000          | SH               | DEFINED                                       | 85 |  |  |
|                         |                |           | -----           |                 |                  |   |    |  |  |
|                         |                |           | 3470            | 100000          |                  |   |    |  |  |
| CATERPILLAR INC DEL     | COM            | 149123101 | 634             | 12128           | SH               | DEFINED                                       | 1  |  |  |
|                         |                |           | 152             | 2902            | SH               | DEFINED                                       | 15 |  |  |
|                         |                |           | 262             | 5018            | SH               | DEFINED                                       | 17 |  |  |
|                         |                |           | 1374            | 26300           | SH               | DEFINED                                       | 85 |  |  |
|                         |                |           | -----           |                 |                  |   |    |  |  |
|                         |                |           | 2422            | 46348           |                  |   |    |  |  |
| CEDAR FAIR L P          | DEPOSITRY UNIT | 150185106 | 538             | 21720           | SH               | DEFINED                                       | 1  |  |  |
|                         |                |           | 62              | 2500            | SH               | DEFINED                                       | 17 |  |  |
|                         |                |           | -----           |                 |                  |   |    |  |  |
|                         |                |           | 600             | 24220           |                  |   |    |  |  |
| CELL GENESYS INC        | COM            | 150921104 | 2324            | 100000          | SH               | DEFINED                                       | 85 |  |  |
|                         |                |           | -----           |                 |                  |   |    |  |  |
|                         |                |           | 2324            | 100000          |                  |   |    |  |  |
| CELGENE CORP            | COM            | 151020104 | 2394            | 75000           | SH               | DEFINED                                       | 85 |  |  |
|                         |                |           | -----           |                 |                  |   |    |  |  |
|                         |                |           | 2394            | 75000           |                  |   |    |  |  |

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|                           |                |           | FORM 13F                                      |                    |            |              |                    |         |  |
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| PAGE                      | 31 OF          | 155       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |            |              |                    |         |  |
| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| CENDANT CORP              | COM            | 151313103 | 17  | 885                | SH         |              | DEFINED            | 1       |  |
|                           |                |           | 182   | 9300               | SH         |              | DEFINED            | 15      |  |
|                           |                |           | 888   | 45267              | SH         |              | DEFINED            | 17      |  |
|                           |                |           | 3162  | 161219             | SH         |              | DEFINED            | 85      |  |
|                           |                |           | -----   | -----              |            |              |                    |         |  |
|                           |                |           | 4249  | 216671             |            |              |                    |         |  |
| CENTEX CORP               | COM            | 152312104 | 14  | 250                | SH         |              | DEFINED            | 15      |  |
|                           |                |           | 263   | 4600               | SH         |              | DEFINED            | 85      |  |
|                           |                |           | -----   | -----              |            |              |                    |         |  |
|                           |                |           | 277   | 4850               |            |              |                    |         |  |
| CENTURY BUSINESS SVCS INC | COM            | 156490104 | 835   | 363000             | SH         |              | DEFINED            | 85      |  |
|                           |                |           | -----   | -----              |            |              |                    |         |  |
|                           |                |           | 835   | 363000             |            |              |                    |         |  |
| CENTURYTEL INC            | COM            | 156700106 | 1593  | 48553              | SH         |              | DEFINED            | 1       |  |
|                           |                |           | 9   | 270                | SH         |              | DEFINED            | 15      |  |
|                           |                |           | 134   | 4075               | SH         |              | DEFINED            | 12      |  |
|                           |                |           | 125   | 3825               | SH         |              | DEFINED            | 5       |  |
|                           |                |           | 25  | 750                | SH         |              | DEFINED            | 10      |  |
|                           |                |           | 180   | 5474               | SH         |              | DEFINED            | 17      |  |
| 361                       | 11000          | SH        |   | DEFINED            | 85         |              |                    |         |  |
|                           |                |           | -----   | -----              |            |              |                    |         |  |
|                           |                |           | 2425  | 73947              |            |              |                    |         |  |
| CERNER CORP               | COM            | 156782104 | 4993  | 100000             | SH         |              | DEFINED            | 85      |  |
|                           |                |           | -----   | -----              |            |              |                    |         |  |
|                           |                |           | 4993  | 100000             |            |              |                    |         |  |
| CERTEGY INC               | COM            | 156880106 | 318   | 9300               | SH         |              | DEFINED            | 1       |  |
|                           |                |           | 62  | 1800               | SH         |              | DEFINED            | 15      |  |
|                           |                |           | 151   | 4400               | SH         |              | DEFINED            | 12      |  |
|                           |                |           | 569   | 16627              | SH         |              | DEFINED            | 17      |  |
|                           |                |           | -----   | -----              |            |              |                    |         |  |
|                           |                |           | 1099  | 32127              |            |              |                    |         |  |
| CHARLES & COLVARD LTD     | COM            | 159765106 | 358   | 229520             | SH         |              | DEFINED            | 1       |  |
|                           |                |           | -----   | -----              |            |              |                    |         |  |
|                           |                |           | 358   | 229520             |            |              |                    |         |  |
| CHARTER ONE FINL INC      | COM            | 160903100 | 157   | 5765               | SH         |              | DEFINED            | 1       |  |
|                           |                |           | 285   | 10480              | SH         |              | DEFINED            | 17      |  |
|                           |                |           | 458   | 16884              | SH         |              | DEFINED            | 85      |  |
|                           |                |           | -----   | -----              |            |              |                    |         |  |



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|                          |                | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |            |              |                    |         |  |
| NAME OF ISSUER           | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| CHECKFREE CORP NEW       | COM            | 162813109                                     | 4                  | 200                | SH         |              | DEFINED            | 17      |  |
|                          |                |   | 1260               | 70000              | SH         |              | DEFINED            | 85      |  |
|                          |                |   | -----              | -----              |            |              |                    |         |  |
|                          |                |   | 1264               | 70200              |            |              |                    |         |  |
| CHEMICAL FINL CORP       | COM            | 163731102                                     | 2198               | 72867              | SH         |              | DEFINED            | 17      |  |
|                          |                |   | -----              | -----              |            |              |                    |         |  |
|                          |                |   | 2198               | 72867              |            |              |                    |         |  |
| CHEVRONTEXACO CORP       | COM            | 166764100                                     | 58027              | 647547             | SH         |              | DEFINED            | 1       |  |
|                          |                |   | 8246               | 92018              | SH         |              | DEFINED            | 15      |  |
|                          |                |   | 4021               | 44874              | SH         |              | DEFINED            | 12      |  |
|                          |                |   | 423                | 4723               | SH         |              | DEFINED            | 5       |  |
|                          |                |   | 489                | 5458               | SH         |              | DEFINED            | 10      |  |
|                          |                |   | 9466               | 105633             | SH         |              | DEFINED            | 17      |  |
|                          |                |   | 20930              | 233572             | SH         |              | DEFINED            | 85      |  |
| -----                    | -----          |   |                    |                    |            |              |                    |         |  |
|                          |                |   | 101602             | 1133825            |            |              |                    |         |  |
| CHICOS FAS INC           | COM            | 168615102                                     | 30                 | 750                | SH         |              | DEFINED            | 1       |  |
|                          |                |   | 48                 | 1200               | SH         |              | DEFINED            | 10      |  |
|                          |                |   | 149                | 3750               | SH         |              | DEFINED            | 17      |  |
|                          |                |   | 993                | 25000              | SH         |              | DEFINED            | 85      |  |
|                          |                |   | -----              | -----              |            |              |                    |         |  |
|                          |                |   | 1219               | 30700              |            |              |                    |         |  |
| CHIQUITA BRANDS INTL INC | COM            | 170032106                                     | 22                 | 35083              | SH         |              | DEFINED            | 1       |  |
|                          |                |   | -----              | -----              |            |              |                    |         |  |
|                          |                |   | 22                 | 35083              |            |              |                    |         |  |
| CHIRON CORP              | COM            | 170040109                                     | 46                 | 1049               | SH         |              | DEFINED            | 1       |  |
|                          |                |   | 644                | 14700              | SH         |              | DEFINED            | 85      |  |
|                          |                |   | -----              | -----              |            |              |                    |         |  |
|                          |                |   | 690                | 15749              |            |              |                    |         |  |
| CHOICEPOINT INC          | COM            | 170388102                                     | 268                | 5280               | SH         |              | DEFINED            | 1       |  |
|                          |                |   | 55                 | 1080               | SH         |              | DEFINED            | 15      |  |
|                          |                |   | 101                | 2000               | SH         |              | DEFINED            | 12      |  |
|                          |                |   | 497                | 9810               | SH         |              | DEFINED            | 17      |  |
|                          |                |   | 5069               | 100000             | SH         |              | DEFINED            | 85      |  |
| -----                    | -----          |   |                    |                    |            |              |                    |         |  |
|                          |                |   | 5990               | 118170             |            |              |                    |         |  |

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|----------------------|----------------|-----------|--|--------------------|-----------------|-----------------|---------|---------|--|
| PAGE 33 OF 155       |                |           | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                 |                 |         |         |  |
| NAME OF ISSUER       | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                             | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |  |
| CHUBB CORP           | COM            | 171232101 | 1302   | 18865              | SH              |                 | DEFINED | 1       |  |
|                      |                |           | 55   | 800                | SH              |                 | DEFINED | 15      |  |
|                      |                |           | 428  | 6210               | SH              |                 | DEFINED | 17      |  |
|                      |                |           | 1849   | 26800              | SH              |                 | DEFINED | 85      |  |
|                      |                |           | -----  | -----              |                 |                 |         |         |  |
|                      |                |           | 3635   | 52675              |                 |                 |         |         |  |
| CHURCH & DWIGHT INC  | COM            | 171340102 | 1  | 46                 | SH              |                 | DEFINED | 1       |  |
|                      |                |           | 4  | 150                | SH              |                 | DEFINED | 15      |  |
|                      |                |           | 2663   | 100000             | SH              |                 | DEFINED | 85      |  |
|                      |                |           | -----  | -----              |                 |                 |         |         |  |
|                      |                |           | 2668   | 100196             |                 |                 |         |         |  |
| CIENA CORP           | COM            | 171779101 | 109  | 7620               | SH              |                 | DEFINED | 1       |  |
|                      |                |           | 10   | 700                | SH              |                 | DEFINED | 5       |  |
|                      |                |           | 363  | 25400              | SH              |                 | DEFINED | 85      |  |
|                      |                |           | -----  | -----              |                 |                 |         |         |  |
|                      |                |           | 483  | 33720              |                 |                 |         |         |  |
| CINCINNATI FINL CORP | SR CV DB 5.5%  | 172062AB7 | 4810   | 20000              | SH              |                 | DEFINED | 1       |  |
|                      |                |           | -----  | -----              |                 |                 |         |         |  |
|                      |                |           | 4810   | 20000              |                 |                 |         |         |  |
| CINCINNATI FINL CORP | COM            | 172062101 | 143354   | 3757631            | SH              |                 | DEFINED | 1       |  |
|                      |                |           | 21   | 550                | SH              |                 | DEFINED | 15      |  |
|                      |                |           | 903  | 23658              | SH              |                 | DEFINED | 12      |  |
|                      |                |           | 215  | 5637               | SH              |                 | DEFINED | 5       |  |
|                      |                |           | 1556   | 40798              | SH              |                 | DEFINED | 10      |  |
|                      |                |           | 114  | 2989               | SH              |                 | DEFINED | 17      |  |
|                      |                |           | 2327   | 61000              | SH              |                 | DEFINED | 85      |  |
|                      |                |           | -----  | -----              |                 |                 |         |         |  |
|                      |                |           | 148490   | 3892263            |                 |                 |         |         |  |
| CINERGY CORP         | COM            | 172474108 | 4050   | 121144             | SH              |                 | DEFINED | 1       |  |
|                      |                |           | 222  | 6634               | SH              |                 | DEFINED | 15      |  |
|                      |                |           | 206  | 6150               | SH              |                 | DEFINED | 12      |  |
|                      |                |           | 39   | 1155               | SH              |                 | DEFINED | 5       |  |
|                      |                |           | 41   | 1225               | SH              |                 | DEFINED | 10      |  |
|                      |                |           | 151  | 4521               | SH              |                 | DEFINED | 17      |  |
|                      |                |           | 2836   | 84835              | SH              |                 | DEFINED | 85      |  |
|                      |                |           | -----  | -----              |                 |                 |         |         |  |
|                      |                |           | 7544   | 225664             |                 |                 |         |         |  |

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| PAGE 34 OF 155             |                | FORM 13F                                       |                    |                    |                     |                    |    |  |  |
|----------------------------|----------------|--|--------------------|--------------------|---------------------|--------------------|----|--|--|
|                            |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                     |                    |    |  |  |
| NAME OF ISSUER             | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN |    |  |  |
| CIRCUIT CITY STORE INC     | CIRCT CITY GRP | 172737108                                      | 21                 | 800                | SH                  | DEFINED            | 15 |  |  |
|                            |                |  | 12                 | 450                | SH                  | DEFINED            | 10 |  |  |
|                            |                |  | 96                 | 3700               | SH                  | DEFINED            | 17 |  |  |
|                            |                |  | 418                | 16100              | SH                  | DEFINED            | 85 |  |  |
|                            |                |  | 546                | 21050              |                     |                    |    |  |  |
| CISCO SYS INC              | COM            | 17275R102                                      | 78903              | 4356888            | SH                  | DEFINED            | 1  |  |  |
|                            |                |  | 2986               | 164890             | SH                  | DEFINED            | 15 |  |  |
|                            |                |  | 4853               | 267972             | SH                  | DEFINED            | 12 |  |  |
|                            |                |  | 1896               | 104718             | SH                  | DEFINED            | 5  |  |  |
|                            |                |  | 1668               | 92120              | SH                  | DEFINED            | 10 |  |  |
|                            |                |  | 12235              | 675596             | SH                  | DEFINED            | 17 |  |  |
|                            |                |  | 50872              | 2809050            | SH                  | DEFINED            | 85 |  |  |
| 153414                     | 8471234        |  |                    |                    |                     |                    |    |  |  |
| CINTAS CORP                | COM            | 172908105                                      | 185505             | 3864695            | SH                  | DEFINED            | 1  |  |  |
|                            |                |  | 963                | 20065              | SH                  | DEFINED            | 15 |  |  |
|                            |                |  | 3637               | 75778              | SH                  | DEFINED            | 12 |  |  |
|                            |                |  | 129                | 2680               | SH                  | DEFINED            | 5  |  |  |
|                            |                |  | 537                | 11186              | SH                  | DEFINED            | 10 |  |  |
|                            |                |  | 135                | 2820               | SH                  | DEFINED            | 17 |  |  |
|                            |                |  | 32366              | 674300             | SH                  | DEFINED            | 85 |  |  |
| 223273                     | 4651524        |  |                    |                    |                     |                    |    |  |  |
| CITIGROUP INC              | COM            | 172967101                                      | 37280              | 738507             | SH                  | DEFINED            | 1  |  |  |
|                            |                |  | 3258               | 64550              | SH                  | DEFINED            | 15 |  |  |
|                            |                |  | 2973               | 58896              | SH                  | DEFINED            | 12 |  |  |
|                            |                |  | 513                | 10154              | SH                  | DEFINED            | 5  |  |  |
|                            |                |  | 343                | 6799               | SH                  | DEFINED            | 10 |  |  |
|                            |                |  | 24414              | 483642             | SH                  | DEFINED            | 17 |  |  |
|                            |                |  | 73800              | 1461970            | SH                  | DEFINED            | 85 |  |  |
| 142582                     | 2824518        |  |                    |                    |                     |                    |    |  |  |
| CITIZENS BKG CORP MICH     | COM            | 174420109                                      | 360                | 10951              | SH                  | DEFINED            | 17 |  |  |
|                            |                |  | 360                | 10951              |                     |                    |    |  |  |
| CITIZENS COMMUNICATIONS CO | COM            | 17453B101                                      | 596                | 55898              | SH                  | DEFINED            | 1  |  |  |
|                            |                |  | 370                | 34697              | SH                  | DEFINED            | 17 |  |  |
|                            |                |  | 237                | 22200              | SH                  | DEFINED            | 85 |  |  |
|                            |                |  | 1202               | 112795             |                     |                    |    |  |  |

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|                              |                |           | FORM 13F                                      |                 |              |        |                 |      |  |
|------------------------------|----------------|-----------|---|-----------------|--------------|--------|-----------------|------|--|
| PAGE 35 OF 155               |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                 |              |        |                 |      |  |
| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE (X\$1000)                               | SHARES/ PRN AMT | SH/ PRN CALL | PUT/   | INVSTMT DSCRETN | O MA |  |
| CITRIX SYS INC               | COM            | 177376100 | 27  | 1180            | SH           |        | DEFINED         | 1    |  |
|                              |                |           | 44  | 1960            | SH           |        | DEFINED         | 15   |  |
|                              |                |           | 11  | 480             | SH           |        | DEFINED         | 12   |  |
|                              |                |           | 324   | 14300           | SH           |        | DEFINED         | 85   |  |
|                              |                |           | -----   |                 | 406          | 17920  |                 |      |  |
| CLARCOR INC                  | COM            | 179895107 | 4482  | 165066          | SH           |        | DEFINED         | 1    |  |
|                              |                |           | 137   | 5030            | SH           |        | DEFINED         | 17   |  |
|                              |                |           | 1358  | 50000           | SH           |        | DEFINED         | 85   |  |
|                              |                |           | -----   |                 | 5976         | 220096 |                 |      |  |
| CLEAR CHANNEL COMMUNICATIONS | COM            | 184502102 | 453   | 8898            | SH           |        | DEFINED         | 1    |  |
|                              |                |           | 53  | 1050            | SH           |        | DEFINED         | 15   |  |
|                              |                |           | 77  | 1504            | SH           |        | DEFINED         | 12   |  |
|                              |                |           | 1151  | 22600           | SH           |        | DEFINED         | 17   |  |
|                              |                |           | 4567  | 89700           | SH           |        | DEFINED         | 85   |  |
|                              |                |           | -----   |                 | 6300         | 123752 |                 |      |  |
| CLOROX CO DEL                | COM            | 189054109 | 989   | 25000           | SH           |        | DEFINED         | 1    |  |
|                              |                |           | 911   | 23025           | SH           |        | DEFINED         | 15   |  |
|                              |                |           | 289   | 7310            | SH           |        | DEFINED         | 12   |  |
|                              |                |           | 17  | 440             | SH           |        | DEFINED         | 10   |  |
|                              |                |           | 156   | 3939            | SH           |        | DEFINED         | 17   |  |
|                              |                |           | 728   | 18400           | SH           |        | DEFINED         | 85   |  |
|                              |                |           | -----   |                 | 3089         | 78114  |                 |      |  |
| COACH INC                    | COM            | 189754104 | 1206  | 30935           | SH           |        | DEFINED         | 1    |  |
|                              |                |           | 469   | 12037           | SH           |        | DEFINED         | 17   |  |
|                              |                |           | 4249  | 109000          | SH           |        | DEFINED         | 85   |  |
|                              |                |           | -----   |                 | 5924         | 151972 |                 |      |  |
| COBRA ELECTRS CORP           | COM            | 191042100 | 289   | 46000           | SH           |        | DEFINED         | 85   |  |
|                              |                |           | -----   |                 | 289          | 46000  |                 |      |  |

|                |                |       | FORM 13F                                      |                 |              |      |                 |      |  |
|----------------|----------------|-------|---|-----------------|--------------|------|-----------------|------|--|
| PAGE 36 OF 155 |                |       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                 |              |      |                 |      |  |
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE (X\$1000)                               | SHARES/ PRN AMT | SH/ PRN CALL | PUT/ | INVSTMT DSCRETN | O MA |  |
| -----          |                |       |   |                 |              |      |                 |      |  |

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|                           |          |           |       |         |    |         |       |
|---------------------------|----------|-----------|-------|---------|----|---------|-------|
| COCA COLA CO              | COM      | 191216100 | 42887 | 909577  | SH | DEFINED | 1     |
|                           |          |           | 2372  | 50305   | SH | DEFINED | 15    |
|                           |          |           | 838   | 17771   | SH | DEFINED | 12    |
|                           |          |           | 204   | 4334    | SH | DEFINED | 5     |
|                           |          |           | 360   | 7630    | SH | DEFINED | 10    |
|                           |          |           | 7375  | 156420  | SH | DEFINED | 17    |
|                           |          |           | 17686 | 375100  | SH | DEFINED | 85    |
|                           |          |           | ----- | -----   |    |         |       |
|                           |          |           | 71722 | 1521137 |    |         |       |
| COCA COLA ENTERPRISES INC | COM      | 191219104 | 1     | 33      | SH | DEFINED | 17    |
|                           |          |           | 616   | 32500   | SH | DEFINED | 85    |
|                           |          |           |       |         |    | -----   | ----- |
|                           |          |           | 616   | 32533   |    |         |       |
| COHERENT INC              | COM      | 192479103 | 124   | 4000    | SH | DEFINED | 15    |
|                           |          |           | 3092  | 100000  | SH | DEFINED | 85    |
|                           |          |           |       |         |    | -----   | ----- |
|                           |          |           | 3216  | 104000  |    |         |       |
| COLE KENNETH PRODTNS INC  | CL A     | 193294105 | 885   | 50000   | SH | DEFINED | 85    |
|                           |          |           |       |         |    | -----   | ----- |
|                           |          |           | 885   | 50000   |    |         |       |
| COLGATE PALMOLIVE CO      | COM      | 194162103 | 12159 | 210552  | SH | DEFINED | 1     |
|                           |          |           | 1656  | 28682   | SH | DEFINED | 15    |
|                           |          |           | 205   | 3543    | SH | DEFINED | 12    |
|                           |          |           | 12    | 201     | SH | DEFINED | 5     |
|                           |          |           | 38    | 659     | SH | DEFINED | 10    |
|                           |          |           | 5369  | 92972   | SH | DEFINED | 17    |
|                           |          |           | 5059  | 87600   | SH | DEFINED | 85    |
|                           |          |           |       |         |    | -----   | ----- |
|                           |          |           | 24498 | 424209  |    |         |       |
| COMCAST CORP              | CL A SPL | 200300200 | 274   | 7616    | SH | DEFINED | 1     |
|                           |          |           | 36    | 1000    | SH | DEFINED | 15    |
|                           |          |           | 2564  | 71230   | SH | DEFINED | 17    |
|                           |          |           | 5285  | 146800  | SH | DEFINED | 85    |
|                           |          |           |       |         |    | -----   | ----- |
|                           |          |           | 8159  | 226646  |    |         |       |
| COMERICA INC              | COM      | 200340107 | 103   | 1800    | SH | DEFINED | 1     |
|                           |          |           | 1342  | 23428   | SH | DEFINED | 17    |
|                           |          |           | 1510  | 26350   | SH | DEFINED | 85    |
|                           |          |           |       |         |    | -----   | ----- |
|                           |          |           | 2955  | 51578   |    |         |       |

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|                                |     |           |                                      |  |                                  |  |
|--------------------------------|-----|-----------|--------------------------------------|--|----------------------------------|--|
| COMMERCE BANCORP INC NJ        | COM | 200519106 | 18<br>6098                           | 470<br>155000                                    | SH<br>SH                         | DEFINED 10<br>DEFINED 85   |
|                                |     |           | -----                                | -----  |                                  |  |
|                                |     |           | 6116                                 | 155470   |                                  |  |
| COMMSCOPE INC                  | COM | 203372107 | 5<br>1064                            | 250<br>50000                                     | SH<br>SH                         | DEFINED 1<br>DEFINED 85  |
|                                |     |           | -----                                | -----  |                                  |  |
|                                |     |           | 1069                                 | 50250  |                                  |  |
| COMMUNITY BK SYS INC           | COM | 203607106 | 532                                  | 20300  | SH                               | DEFINED 85   |
|                                |     |           | -----                                | -----  |                                  |  |
|                                |     |           | 532                                  | 20300  |                                  |  |
| COMMUNITY CENTRAL BANK CORP    | COM | 20363J107 | 578                                  | 67945  | SH                               | DEFINED 17   |
|                                |     |           | -----                                | -----  |                                  |  |
|                                |     |           | 578                                  | 67945  |                                  |  |
| COMMUNITY FIRST BANKSHARES INC | COM | 203902101 | 4367                                 | 170000   | SH                               | DEFINED 85   |
|                                |     |           | -----                                | -----  |                                  |  |
|                                |     |           | 4367                                 | 170000   |                                  |  |
| COMPAQ COMPUTER CORP           | COM | 204493100 | 257<br>200<br>1<br>10<br>634<br>3680 | 26311<br>20538<br>100<br>1000<br>64908<br>376999 | SH<br>SH<br>SH<br>SH<br>SH<br>SH | DEFINED 1<br>DEFINED 15<br>DEFINED 12<br>DEFINED 5<br>DEFINED 17<br>DEFINED 85 |
|                                |     |           | -----                                | -----  |                                  |  |
|                                |     |           | 4781                                 | 489856   |                                  |  |
| COMPUTER ASSOC INTL INC        | COM | 204912109 | 31<br>9<br>3<br>986<br>3125          | 900<br>250<br>100<br>28589<br>90618              | SH<br>SH<br>SH<br>SH<br>SH       | DEFINED 1<br>DEFINED 15<br>DEFINED 12<br>DEFINED 17<br>DEFINED 85              |
|                                |     |           | -----                                | -----  |                                  |  |
|                                |     |           | 4155                                 | 120457   |                                  |  |
| COMPUTER NETWORK TECHNOLOGY CP | COM | 204925101 | 1779                                 | 100000   | SH                               | DEFINED 85   |
|                                |     |           | -----                                | -----  |                                  |  |
|                                |     |           | 1779                                 | 100000   |                                  |  |

| PAGE                   |     | 38 OF 155      |       | 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    |       |         |       |
| -----                  |     | -----          | ----- | -----     | ----- | -----  | ----- | ----- | -----   | ----- | ----- | -----   | ----- |
| COMPUTER SCIENCES CORP | COM | 205363104      | 1305  | 26643     | SH    | DEFINED 1                                      |       |       |         |       |       |         |       |
|                        |     |                | 264   | 5400      | SH    | DEFINED 15                                     |       |       |         |       |       |         |       |
|                        |     |                | 42    | 850       | SH    | DEFINED 12                                     |       |       |         |       |       |         |       |
|                        |     |                | 262   | 5350      | SH    | DEFINED 10                                     |       |       |         |       |       |         |       |

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|                         |                |           |       |        |    |         |    |
|-------------------------|----------------|-----------|-------|--------|----|---------|----|
|                         |                |           | 926   | 18905  | SH | DEFINED | 17 |
|                         |                |           | 1242  | 25350  | SH | DEFINED | 85 |
|                         |                |           | ----- | -----  |    |         |    |
|                         |                |           | 4041  | 82498  |    |         |    |
| COMPUWARE CORP          | COM            | 205638109 | 151   | 12800  | SH | DEFINED | 17 |
|                         |                |           | 336   | 28500  | SH | DEFINED | 85 |
|                         |                |           | ----- | -----  |    |         |    |
|                         |                |           | 487   | 41300  |    |         |    |
| COMSTOCK RES INC        | COM NEW        | 205768203 | 710   | 101400 | SH | DEFINED | 85 |
|                         |                |           | ----- | -----  |    |         |    |
|                         |                |           | 710   | 101400 |    |         |    |
| COMVERSE TECHNOLOGY INC | COM PAR \$0.10 | 205862402 | 5825  | 260381 | SH | DEFINED | 1  |
|                         |                |           | 78    | 3475   | SH | DEFINED | 15 |
|                         |                |           | 26    | 1150   | SH | DEFINED | 12 |
|                         |                |           | 13    | 600    | SH | DEFINED | 5  |
|                         |                |           | 38    | 1700   | SH | DEFINED | 10 |
|                         |                |           | 360   | 16113  | SH | DEFINED | 17 |
|                         |                |           | 7640  | 341550 | SH | DEFINED | 85 |
|                         |                |           | ----- | -----  |    |         |    |
|                         |                |           | 13981 | 624969 |    |         |    |
| CONAGRA FOODS INC       | COM            | 205887102 | 848   | 35670  | SH | DEFINED | 1  |
|                         |                |           | 10    | 425    | SH | DEFINED | 15 |
|                         |                |           | 481   | 20220  | SH | DEFINED | 17 |
|                         |                |           | 990   | 41650  | SH | DEFINED | 85 |
|                         |                |           | ----- | -----  |    |         |    |
|                         |                |           | 2329  | 97965  |    |         |    |
| CONCORD EFS INC         | COM            | 206197105 | 4179  | 127486 | SH | DEFINED | 1  |
|                         |                |           | 33    | 1000   | SH | DEFINED | 10 |
|                         |                |           | 956   | 29160  | SH | DEFINED | 17 |
|                         |                |           | 1669  | 50900  | SH | DEFINED | 85 |
|                         |                |           | ----- | -----  |    |         |    |
|                         |                |           | 6836  | 208546 |    |         |    |

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|----------------------|----------------|-----------|--------------------|---|-----------------|--------------|--------------------|---------|--|
|                      |                |           |                    | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                 |              |                    |         |  |
| NAME OF ISSUER       | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT                            | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| CONEXANT SYSTEMS INC | COM            | 207142100 | 161                | 11239   | SH              |              | DEFINED            | 1       |  |
|                      |                |           | 14                 | 1000  | SH              |              | DEFINED            | 5       |  |
|                      |                |           | 14                 | 1000  | SH              |              | DEFINED            | 10      |  |
|                      |                |           | 330                | 22990   | SH              |              | DEFINED            | 17      |  |
|                      |                |           | 276                | 19200   | SH              |              | DEFINED            | 85      |  |
|                      |                |           | -----              | -----   |                 |              |                    |         |  |
|                      |                |           | 796                | 55429   |                 |              |                    |         |  |
| CONMED CORP          | COM            | 207410101 | 1497               | 75000   | SH              |              | DEFINED            | 85      |  |

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|                                |     | -----     |       | -----  |    |         |    |
|--------------------------------|-----|-----------|-------|--------|----|---------|----|
|                                |     | 1497      | 75000 |        |    |         |    |
| CONOCO INC                     | COM | 208251504 | 14934 | 527694 | SH | DEFINED | 1  |
|                                |     |           | 3213  | 113548 | SH | DEFINED | 15 |
|                                |     |           | 289   | 10200  | SH | DEFINED | 12 |
|                                |     |           | 151   | 5350   | SH | DEFINED | 5  |
|                                |     |           | 291   | 10286  | SH | DEFINED | 10 |
|                                |     |           | 1850  | 65376  | SH | DEFINED | 17 |
|                                |     |           | 2881  | 101811 | SH | DEFINED | 85 |
|                                |     |           | ----- | -----  |    |         |    |
|                                |     |           | 23610 | 834265 |    |         |    |
| CONSECO INC                    | COM | 208464107 | 68    | 15236  | SH | DEFINED | 1  |
|                                |     |           | 3     | 680    | SH | DEFINED | 15 |
|                                |     |           | 19    | 4260   | SH | DEFINED | 5  |
|                                |     |           | 208   | 46570  | SH | DEFINED | 17 |
|                                |     |           | 117   | 26264  | SH | DEFINED | 85 |
|                                |     |           | ----- | -----  |    |         |    |
|                                |     |           | 415   | 93010  |    |         |    |
| CONSOLIDATED EDISON INC        | COM | 209115104 | 188   | 4666   | SH | DEFINED | 1  |
|                                |     |           | 150   | 3710   | SH | DEFINED | 15 |
|                                |     |           | 781   | 19352  | SH | DEFINED | 17 |
|                                |     |           | 1352  | 33500  | SH | DEFINED | 85 |
|                                |     |           | ----- | -----  |    |         |    |
|                                |     |           | 2471  | 61228  |    |         |    |
| CONSTELLATION ENERGY GROUP INC | COM | 210371100 | 94    | 3550   | SH | DEFINED | 1  |
|                                |     |           | 16    | 600    | SH | DEFINED | 15 |
|                                |     |           | 70    | 2620   | SH | DEFINED | 17 |
|                                |     |           | 337   | 12700  | SH | DEFINED | 85 |
|                                |     |           | ----- | -----  |    |         |    |
|                                |     |           | 517   | 19470  |    |         |    |

|                |                |                |   | FORM 13F  |       |         |      |         |         |
|----------------|----------------|----------------|---|-----------|-------|---------|------|---------|---------|
| PAGE           | 40 OF          | 155            | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |           | VALUE | SHARES/ | SH/  | PUT/    | INVSTMT |
|                | NAME OF ISSUER | TITLE OF CLASS | CUSIP   | (X\$1000) | PRN   | AMT     | CALL | DSCRETN | MA      |
| -----          |                |                |   |           |       |         |      |         |         |
| CONVERGYS CORP | COM            | 212485106      | 48031   | 1281154   | SH    | DEFINED | 1    |         |         |
|                |                |                | 1502  | 40058     | SH    | DEFINED | 15   |         |         |
|                |                |                | 672   | 17921     | SH    | DEFINED | 12   |         |         |
|                |                |                | 2866  | 76438     | SH    | DEFINED | 5    |         |         |
|                |                |                | 77  | 2050      | SH    | DEFINED | 10   |         |         |
|                |                |                | 1221  | 32556     | SH    | DEFINED | 17   |         |         |
|                |                |                | 15967   | 425900    | SH    | DEFINED | 85   |         |         |
|                |                |                | -----   | -----     |       |         |      |         |         |
|                |                |                | 70334   | 1876077   |       |         |      |         |         |
| COOPER COS INC | COM NEW        | 216648402      | 3249  | 65000     | SH    | DEFINED | 85   |         |         |



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|                       |      | -----     |       | ----- |      |         |    |
|-----------------------|------|-----------|-------|-------|------|---------|----|
|                       |      | 3249      | 65000 |       |      |         |    |
| COOPER INDS INC       | COM  | 216669101 | 178   | 5088  | SH   | DEFINED | 1  |
|                       |      |           | 1233  | 35313 | SH   | DEFINED | 17 |
|                       |      |           | 255   | 7300  | SH   | DEFINED | 85 |
|                       |      |           | ----- |       | 1666 | 47701   |    |
| COOPER TIRE & RUBR CO | COM  | 216831107 | 135   | 8451  | SH   | DEFINED | 1  |
|                       |      |           | 52    | 3250  | SH   | DEFINED | 17 |
|                       |      |           | 89    | 5600  | SH   | DEFINED | 85 |
|                       |      |           | ----- |       | 276  | 17301   |    |
| COORS ADOLPH CO       | CL B | 217016104 | 59    | 1100  | SH   | DEFINED | 1  |
|                       |      |           | 159   | 2985  | SH   | DEFINED | 17 |
|                       |      |           | 475   | 8900  | SH   | DEFINED | 85 |
|                       |      |           | ----- |       | 693  | 12985   |    |
| CORN PRODS INTL INC   | COM  | 219023108 | 342   | 9713  | SH   | DEFINED | 1  |
|                       |      |           | 4     | 100   | SH   | DEFINED | 15 |
|                       |      |           | 73    | 2085  | SH   | DEFINED | 17 |
|                       |      |           | ----- |       | 419  | 11898   |    |

| PAGE 41 OF 155              |                | FORM 13F  |                 | 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 |
| -----                       |                |           |                 |  |                           |         |    |
| CORNING INC                 | COM            | 219350105 | 2040            | 228674   | SH                        | DEFINED | 1  |
|                             |                |           | 53              | 5985   | SH                        | DEFINED | 15 |
|                             |                |           | 548             | 61406  | SH                        | DEFINED | 12 |
|                             |                |           | 12              | 1299   | SH                        | DEFINED | 5  |
|                             |                |           | 67              | 7500   | SH                        | DEFINED | 10 |
|                             |                |           | 895             | 100321   | SH                        | DEFINED | 17 |
| -----                       |                | 1139      | 127700          | SH   | DEFINED                   | 85      |    |
| -----                       |                | 4753      | 532885          |  |                           |         |    |
| CORPORATE HIGH YIELD FD INC | COM            | 219914108 | 86              | 10300  | SH                        | DEFINED | 10 |
|                             |                |           | -----           |  | 86                        | 10300   |    |
| COSTCO WHSL CORP NEW        | COM            | 22160K105 | 98              | 2200   | SH                        | DEFINED | 1  |
|                             |                |           | 525             | 11835  | SH                        | DEFINED | 17 |
|                             |                |           | 2627            | 59200  | SH                        | DEFINED | 85 |
|                             |                |           | -----           |  | 3250                      | 73235   |    |

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|                             |     |           |       |        |       |         |    |
|-----------------------------|-----|-----------|-------|--------|-------|---------|----|
| COUNTRYWIDE CR INDS INC DEL | COM | 222372104 | 225   | 5500   | SH    | DEFINED | 1  |
|                             |     |           | 41    | 1000   | SH    | DEFINED | 15 |
|                             |     |           | 49    | 1200   | SH    | DEFINED | 17 |
|                             |     |           | 377   | 9200   | SH    | DEFINED | 85 |
|                             |     |           | ----- |        | 692   | 16900   |    |
| CRANE CO                    | COM | 224399105 | 496   | 19349  | SH    | DEFINED | 17 |
|                             |     |           | 119   | 4625   | SH    | DEFINED | 85 |
|                             |     |           | ----- |        | 615   | 23974   |    |
| CREDENCE SYS CORP           | COM | 225302108 | 1857  | 100000 | SH    | DEFINED | 85 |
|                             |     |           | ----- |        | 1857  | 100000  |    |
| CREE INC                    | COM | 225447101 | 4897  | 166230 | SH    | DEFINED | 1  |
|                             |     |           | 465   | 15800  | SH    | DEFINED | 15 |
|                             |     |           | 340   | 11530  | SH    | DEFINED | 12 |
|                             |     |           | 258   | 8750   | SH    | DEFINED | 10 |
|                             |     |           | 303   | 10300  | SH    | DEFINED | 17 |
|                             |     |           | 6599  | 224000 | SH    | DEFINED | 85 |
|                             |     |           | ----- |        | 12863 | 436610  |    |

| PAGE                 |                | 42 OF 155 |                 | 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 DCRETN | MA |  |  |  |
| CRYOLIFE INC         | COM            | 228903100 | 2250            | 75000  | SH                | DEFINED        | 85 |  |  |  |
|                      |                |           | -----           |  | 2250              | 75000          |    |  |  |  |
| CRYSTALLEX INTL CORP | COM            | 22942F101 | 10              | 5470   | SH                | DEFINED        | 15 |  |  |  |
|                      |                |           | 18              | 10000  | SH                | DEFINED        | 17 |  |  |  |
|                      |                |           | -----           |  | 27                | 15470          |    |  |  |  |
| CUBIC CORP           | COM            | 229669106 | 1053            | 20500  | SH                | DEFINED        | 85 |  |  |  |
|                      |                |           | -----           |  | 1053              | 20500          |    |  |  |  |
| CUMMINS INC          | COM            | 231021106 | 331             | 8600   | SH                | DEFINED        | 15 |  |  |  |
|                      |                |           | 0               | 10   | SH                | DEFINED        | 10 |  |  |  |
|                      |                |           | 4               | 100  | SH                | DEFINED        | 17 |  |  |  |
|                      |                |           | 123             | 3200   | SH                | DEFINED        | 85 |  |  |  |

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|                            |     |           | ----- | -----  |    |            |
|----------------------------|-----|-----------|-------|--------|----|------------|
|                            |     |           | 459   | 11910  |    |            |
| CURAGEN CORP               | COM | 23126R101 | 2237  | 100000 | SH | DEFINED 85 |
|                            |     |           | ----- | -----  |    |            |
|                            |     |           | 2237  | 100000 |    |            |
| CUTTER & BUCK INC          | COM | 232217109 | 1     | 300    | SH | DEFINED 1  |
|                            |     |           | 53    | 14000  | SH | DEFINED 85 |
|                            |     |           | ----- | -----  |    |            |
|                            |     |           | 54    | 14300  |    |            |
| CYMER INC                  | COM | 232572107 | 3     | 100    | SH | DEFINED 15 |
|                            |     |           | 3     | 100    | SH | DEFINED 17 |
|                            |     |           | 2673  | 100000 | SH | DEFINED 85 |
|                            |     |           | ----- | -----  |    |            |
|                            |     |           | 2678  | 100200 |    |            |
| CYPRESS SEMICONDUCTOR CORP | COM | 232806109 | 2990  | 150000 | SH | DEFINED 85 |
|                            |     |           | ----- | -----  |    |            |
|                            |     |           | 2990  | 150000 |    |            |
| DMC STRATEX NETWORKS INC   | COM | 23322L106 | 1945  | 250000 | SH | DEFINED 85 |
|                            |     |           | ----- | -----  |    |            |
|                            |     |           | 1945  | 250000 |    |            |

|       |                   |                |   | FORM 13F           |                    |            |              |                    |         |  |
|-------|-------------------|----------------|---|--------------------|--------------------|------------|--------------|--------------------|---------|--|
| PAGE  | 43 OF             | 155            | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |            |              |                    |         |  |
|       | NAME OF ISSUER    | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| ----- |                   |                |   |                    |                    |            |              |                    |         |  |
|       | DPL INC           | COM            | 233293109                                     | 3490               | 144930             | SH         |              | DEFINED            | 1       |  |
|       |                   |                |   | 109                | 4545               | SH         |              | DEFINED            | 15      |  |
|       |                   |                |   | 10                 | 405                | SH         |              | DEFINED            | 12      |  |
|       |                   |                |   | 174                | 7221               | SH         |              | DEFINED            | 5       |  |
|       |                   |                |   | 104                | 4337               | SH         |              | DEFINED            | 10      |  |
|       |                   |                |   | 93                 | 3848               | SH         |              | DEFINED            | 17      |  |
|       |                   |                |   | -----              | -----              |            |              |                    |         |  |
|       |                   |                |   | 3980               | 165286             |            |              |                    |         |  |
|       | D R HORTON INC    | COM            | 23331A109                                     | 3246               | 100000             | SH         |              | DEFINED            | 85      |  |
|       |                   |                |   | -----              | -----              |            |              |                    |         |  |
|       |                   |                |   | 3246               | 100000             |            |              |                    |         |  |
|       | DTE ENERGY CO     | COM            | 233331107                                     | 255                | 6071               | SH         |              | DEFINED            | 1       |  |
|       |                   |                |   | 271                | 6458               | SH         |              | DEFINED            | 15      |  |
|       |                   |                |   | 1711               | 40786              | SH         |              | DEFINED            | 17      |  |
|       |                   |                |   | 1095               | 26100              | SH         |              | DEFINED            | 85      |  |
|       |                   |                |   | -----              | -----              |            |              |                    |         |  |
|       |                   |                |   | 3331               | 79415              |            |              |                    |         |  |
|       | DAL-TILE INTL INC | COM            | 23426R108                                     | 1                  | 50                 | SH         |              | DEFINED            | 17      |  |
|       |                   |                |   | 2325               | 100000             | SH         |              | DEFINED            | 85      |  |

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|                  |     | -----     |        | ----- |    |         |    |
|------------------|-----|-----------|--------|-------|----|---------|----|
|                  |     | 2326      | 100050 |       |    |         |    |
| DANA CORP        | COM | 235811106 | 672    | 48388 | SH | DEFINED | 1  |
|                  |     |           | 214    | 15400 | SH | DEFINED | 15 |
|                  |     |           | 15     | 1050  | SH | DEFINED | 12 |
|                  |     |           | 101    | 7301  | SH | DEFINED | 17 |
|                  |     |           | 161    | 11632 | SH | DEFINED | 85 |
|                  |     | -----     | -----  |       |    |         |    |
|                  |     | 1163      | 83771  |       |    |         |    |
| DANAHER CORP DEL | COM | 235851102 | 2278   | 37770 | SH | DEFINED | 1  |
|                  |     |           | 2121   | 35175 | SH | DEFINED | 15 |
|                  |     |           | 235    | 3900  | SH | DEFINED | 12 |
|                  |     |           | 18     | 300   | SH | DEFINED | 10 |
|                  |     |           | 489    | 8112  | SH | DEFINED | 17 |
|                  |     |           | 1212   | 20100 | SH | DEFINED | 85 |
|                  |     | -----     | -----  |       |    |         |    |
|                  |     | 6354      | 105357 |       |    |         |    |

|                        |                |  |           | FORM 13F |         |         |         |         |    |
|------------------------|----------------|--|-----------|----------|---------|---------|---------|---------|----|
| PAGE 44 OF 155         |                | 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 |
| -----                  |                |  |           |          |         |         |         |         |    |
| DARDEN RESTAURANTS INC | COM            | 237194105                                      | 223       | 6300     | SH      | DEFINED | 1       |         |    |
|                        |                |  | 42        | 1173     | SH      | DEFINED | 17      |         |    |
|                        |                |  | 329       | 9300     | SH      | DEFINED | 85      |         |    |
|                        |                | -----  | -----     |          |         |         |         |         |    |
|                        |                | 594  | 16773     |          |         |         |         |         |    |
| DATUM INC              | COM            | 238208102                                      | 28        | 2000     | SH      | DEFINED | 1       |         |    |
|                        |                |  | 624       | 45000    | SH      | DEFINED | 85      |         |    |
|                        |                |  |           |          | -----   | -----   |         |         |    |
|                        |                | 651  | 47000     |          |         |         |         |         |    |
| DEERE & CO             | COM            | 244199105                                      | 1446      | 33123    | SH      | DEFINED | 1       |         |    |
|                        |                |  | 189       | 4328     | SH      | DEFINED | 15      |         |    |
|                        |                |  | 52        | 1200     | SH      | DEFINED | 12      |         |    |
|                        |                |  | 0         | 10       | SH      | DEFINED | 10      |         |    |
|                        |                |  | 367       | 8404     | SH      | DEFINED | 17      |         |    |
|                        |                |  | 795       | 18200    | SH      | DEFINED | 85      |         |    |
|                        |                | -----  | -----     |          |         |         |         |         |    |
|                        |                | 2849   | 65265     |          |         |         |         |         |    |
| DELL COMPUTER CORP     | COM            | 247025109                                      | 2931      | 107836   | SH      | DEFINED | 1       |         |    |
|                        |                |  | 340       | 12522    | SH      | DEFINED | 15      |         |    |
|                        |                |  | 230       | 8450     | SH      | DEFINED | 12      |         |    |
|                        |                |  | 91        | 3330     | SH      | DEFINED | 5       |         |    |
|                        |                |  | 273       | 10035    | SH      | DEFINED | 10      |         |    |
|                        |                |  | 2164      | 79630    | SH      | DEFINED | 17      |         |    |
|                        |                |  | 11927     | 438800   | SH      | DEFINED | 85      |         |    |
|                        |                | -----  | -----     |          |         |         |         |         |    |

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|                            |      |           | 17955 | 660603 |    |         |    |
|----------------------------|------|-----------|-------|--------|----|---------|----|
| DELPHI AUTOMOTIVE SYS CORP | COM  | 247126105 | 104   | 7584   | SH | DEFINED | 1  |
|                            |      |           | 203   | 14884  | SH | DEFINED | 15 |
|                            |      |           | 5     | 363    | SH | DEFINED | 5  |
|                            |      |           | 409   | 29944  | SH | DEFINED | 17 |
|                            |      |           | 1025  | 75009  | SH | DEFINED | 85 |
|                            |      |           | ----- | -----  |    |         |    |
|                            |      |           | 1746  | 127784 |    |         |    |
| DELPHI FINL GROUP INC      | CL A | 247131105 | 1665  | 50000  | SH | DEFINED | 85 |
|                            |      |           | ----- | -----  |    |         |    |
|                            |      |           | 1665  | 50000  |    |         |    |

|                         |                |           | FORM 13F                                      |                    |                 |              |                    |         |
|-------------------------|----------------|-----------|---|--------------------|-----------------|--------------|--------------------|---------|
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| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
| -----                   |                |           |   |                    |                 |              |                    |         |
| DELTA AIR LINES INC DEL | COM            | 247361108 | 53  | 1800               | SH              | DEFINED      | 15                 |         |
|                         |                |           | 6   | 200                | SH              | DEFINED      | 5                  |         |
|                         |                |           | 65  | 2205               | SH              | DEFINED      | 17                 |         |
|                         |                |           | 486   | 16600              | SH              | DEFINED      | 85                 |         |
|                         |                |           | -----   | -----              |                 |              |                    |         |
|                         |                |           | 609   | 20805              |                 |              |                    |         |
| DELUXE CORP             | COM            | 248019101 | 12  | 300                | SH              | DEFINED      | 15                 |         |
|                         |                |           | 1   | 35                 | SH              | DEFINED      | 10                 |         |
|                         |                |           | 2139  | 51441              | SH              | DEFINED      | 17                 |         |
|                         |                |           | 233   | 5600               | SH              | DEFINED      | 85                 |         |
|                         |                |           | -----   | -----              |                 |              |                    |         |
|                         |                |           | 2386  | 57376              |                 |              |                    |         |
| DEVON ENERGY CORP NEW   | COM            | 25179M103 | 3   | 90                 | SH              | DEFINED      | 1                  |         |
|                         |                |           | 4   | 110                | SH              | DEFINED      | 15                 |         |
|                         |                |           | 323   | 8347               | SH              | DEFINED      | 17                 |         |
|                         |                |           | 951   | 24600              | SH              | DEFINED      | 85                 |         |
|                         |                |           | -----   | -----              |                 |              |                    |         |
|                         |                |           | 1281  | 33147              |                 |              |                    |         |
| DEVRY INC DEL           | COM            | 251893103 | 13  | 450                | SH              | DEFINED      | 1                  |         |
|                         |                |           | 589   | 20700              | SH              | DEFINED      | 15                 |         |
|                         |                |           | -----   | -----              |                 |              |                    |         |
|                         |                |           | 602   | 21150              |                 |              |                    |         |
| DIAGNOSTIC PRODS CORP   | COM            | 252450101 | 4395  | 100000             | SH              | DEFINED      | 85                 |         |
|                         |                |           | -----   | -----              |                 |              |                    |         |
|                         |                |           | 4395  | 100000             |                 |              |                    |         |

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|                         |      |           |       |        |    |         |    |
|-------------------------|------|-----------|-------|--------|----|---------|----|
| DIAMONDCLUSTER INTL INC | CL A | 25278P106 | 1310  | 100000 | SH | DEFINED | 85 |
|                         |      |           | ----- | -----  |    |         |    |
|                         |      |           | 1310  | 100000 |    |         |    |
| DIEBOLD INC             | COM  | 253651103 | 679   | 16791  | SH | DEFINED | 1  |
|                         |      |           | 476   | 11774  | SH | DEFINED | 17 |
|                         |      |           | 607   | 15000  | SH | DEFINED | 85 |
|                         |      |           | ----- | -----  |    |         |    |
|                         |      |           | 1762  | 43565  |    |         |    |
| DIGENE CORP             | COM  | 253752109 | 1475  | 50000  | SH | DEFINED | 85 |
|                         |      |           | ----- | -----  |    |         |    |
|                         |      |           | 1475  | 50000  |    |         |    |

| PAGE                    |                | 46 OF 155 |                 | 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 |    |  |   |  |
| DIONEX CORP             | COM            | 254546104 | 2551            | 100000          | SH                | DEFINED         | 85 |  |   |  |
|                         |                |           | -----           | -----           |                   |                 |    |  |   |  |
|                         |                |           | 2551            | 100000          |                   |                 |    |  |   |  |
| DISNEY WALT CO          | COM DISNEY     | 254687106 | 12827           | 619062          | SH                | DEFINED         | 1  |  |   |  |
|                         |                |           | 3130            | 151067          | SH                | DEFINED         | 15 |  |   |  |
|                         |                |           | 522             | 25181           | SH                | DEFINED         | 12 |  |   |  |
|                         |                |           | 114             | 5482            | SH                | DEFINED         | 5  |  |   |  |
|                         |                |           | 50              | 2400            | SH                | DEFINED         | 10 |  |   |  |
|                         |                |           | 3382            | 163217          | SH                | DEFINED         | 17 |  |   |  |
|                         |                |           | 7046            | 340050          | SH                | DEFINED         | 85 |  |   |  |
|                         |                |           | -----           | -----           |                   |                 |    |  |   |  |
|                         |                |           | 27070           | 1306459         |                   |                 |    |  |   |  |
| DOCUMENTUM INC          | COM            | 256159104 | 22              | 1000            | SH                | DEFINED         | 1  |  |   |  |
|                         |                |           | 2715            | 125000          | SH                | DEFINED         | 85 |  |   |  |
|                         |                |           | -----           | -----           |                   |                 |    |  |   |  |
|                         |                |           | 2737            | 126000          |                   |                 |    |  |   |  |
| DOLLAR GEN CORP         | COM            | 256669102 | 1367            | 91772           | SH                | DEFINED         | 1  |  |   |  |
|                         |                |           | 57              | 3792            | SH                | DEFINED         | 15 |  |   |  |
|                         |                |           | 121             | 8130            | SH                | DEFINED         | 12 |  |   |  |
|                         |                |           | 5               | 325             | SH                | DEFINED         | 10 |  |   |  |
|                         |                |           | 1768            | 118633          | SH                | DEFINED         | 85 |  |   |  |
|                         |                |           | -----           | -----           |                   |                 |    |  |   |  |
|                         |                |           | 3318            | 222652          |                   |                 |    |  |   |  |
| DOMINION RES INC VA NEW | COM            | 25746U109 | 3909            | 65041           | SH                | DEFINED         | 1  |  |   |  |
|                         |                |           | 142             | 2368            | SH                | DEFINED         | 15 |  |   |  |
|                         |                |           | 10              | 164             | SH                | DEFINED         | 5  |  |   |  |
|                         |                |           | 7               | 115             | SH                | DEFINED         | 10 |  |   |  |
|                         |                |           | 1141            | 18990           | SH                | DEFINED         | 17 |  |   |  |
|                         |                |           | 3021            | 50267           | SH                | DEFINED         | 85 |  |   |  |

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|                         |     | 8230      | 136945 |       |    |            |
|-------------------------|-----|-----------|--------|-------|----|------------|
| DONNELLEY R R & SONS CO | COM | 257867101 | 956    | 32197 | SH | DEFINED 1  |
|                         |     |           | 30     | 1000  | SH | DEFINED 15 |
|                         |     |           | 137    | 4600  | SH | DEFINED 12 |
|                         |     |           | 132    | 4432  | SH | DEFINED 17 |
|                         |     |           | 270    | 9100  | SH | DEFINED 85 |
|                         |     |           | -----  | ----- |    |            |
|                         |     |           | 1524   | 51329 |    |            |

|      |           | FORM 13F                                      |                |           |                 |                 |                   |                 |      |
|------|-----------|---|----------------|-----------|-----------------|-----------------|-------------------|-----------------|------|
|      |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                |           |                 |                 |                   |                 |      |
| PAGE | 47 OF 155 | NAME OF ISSUER                                | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT DSCRETN | O MA |
|      |           | DOVER CORP                                    | COM            | 260003108 | 4735            | 127734          | SH                | DEFINED 1       |      |
|      |           |   |                |           | 778             | 21000           | SH                | DEFINED 15      |      |
|      |           |   |                |           | 2               | 45              | SH                | DEFINED 10      |      |
|      |           |   |                |           | 357             | 9635            | SH                | DEFINED 17      |      |
|      |           |   |                |           | 1414            | 38150           | SH                | DEFINED 85      |      |
|      |           |   |                |           | -----           | -----           |                   |                 |      |
|      |           |   |                |           | 7287            | 196564          |                   |                 |      |
|      |           | DOW CHEM CO                                   | COM            | 260543103 | 2199            | 65101           | SH                | DEFINED 1       |      |
|      |           |   |                |           | 413             | 12218           | SH                | DEFINED 15      |      |
|      |           |   |                |           | 30              | 900             | SH                | DEFINED 12      |      |
|      |           |   |                |           | 1919            | 56818           | SH                | DEFINED 17      |      |
|      |           |   |                |           | 4761            | 140954          | SH                | DEFINED 85      |      |
|      |           |   |                |           | -----           | -----           |                   |                 |      |
|      |           |   |                |           | 9323            | 275991          |                   |                 |      |
|      |           | DOW JONES & CO INC                            | COM            | 260561105 | 249             | 4555            | SH                | DEFINED 1       |      |
|      |           |   |                |           | 22              | 400             | SH                | DEFINED 17      |      |
|      |           |   |                |           | 367             | 6700            | SH                | DEFINED 85      |      |
|      |           |   |                |           | -----           | -----           |                   |                 |      |
|      |           |   |                |           | 638             | 11655           |                   |                 |      |
|      |           | DOWNEY FINL CORP                              | COM            | 261018105 | 4125            | 100000          | SH                | DEFINED 85      |      |
|      |           |   |                |           | -----           | -----           |                   |                 |      |
|      |           |   |                |           | 4125            | 100000          |                   |                 |      |
|      |           | DREYFUS STRATEGIC MUNS INC                    | COM            | 261932107 | 24              | 2395            | SH                | DEFINED 1       |      |
|      |           |   |                |           | 26              | 2554            | SH                | DEFINED 15      |      |
|      |           |   |                |           | 62              | 6163            | SH                | DEFINED 17      |      |
|      |           |   |                |           | -----           | -----           |                   |                 |      |
|      |           |   |                |           | 112             | 11112           |                   |                 |      |
|      |           | DREYFUS STRATEGIC MUN BD FD                   | COM            | 26202F107 | 125             | 14920           | SH                | DEFINED 1       |      |
|      |           |   |                |           | 23              | 2775            | SH                | DEFINED 17      |      |
|      |           |   |                |           | -----           | -----           |                   |                 |      |

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|                             |     |           |       |        |       |         |    |
|-----------------------------|-----|-----------|-------|--------|-------|---------|----|
|                             |     |           |       | 149    | 17695 |         |    |
| DU PONT E I DE NEMOURS & CO | COM | 263534109 | 19736 | 464260 | SH    | DEFINED | 1  |
|                             |     |           | 2349  | 55260  | SH    | DEFINED | 15 |
|                             |     |           | 72    | 1695   | SH    | DEFINED | 12 |
|                             |     |           | 4     | 100    | SH    | DEFINED | 5  |
|                             |     |           | 394   | 9265   | SH    | DEFINED | 10 |
|                             |     |           | 3251  | 76481  | SH    | DEFINED | 17 |
|                             |     |           | 6815  | 160320 | SH    | DEFINED | 85 |
|                             |     |           | ----- | -----  |       |         |    |
|                             |     |           | 32621 | 767381 |       |         |    |

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| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| DUFF & PHELPS UTILS INCOME INC | COM            | 264324104 | 158                | 14290              | SH                  | DEFINED            | 1       |
|                                |                |           | 75                 | 6792               | SH                  | DEFINED            | 15      |
|                                |                |           | 5                  | 414                | SH                  | DEFINED            | 5       |
|                                |                |           | 320                | 28915              | SH                  | DEFINED            | 17      |
|                                |                |           | -----              | -----              |                     |                    |         |
|                                |                |           | 558                | 50411              |                     |                    |         |
| DUKE ENERGY CORP               | COM            | 264399106 | 12247              | 311935             | SH                  | DEFINED            | 1       |
|                                |                |           | 1921               | 48928              | SH                  | DEFINED            | 15      |
|                                |                |           | 857                | 21838              | SH                  | DEFINED            | 12      |
|                                |                |           | 29                 | 736                | SH                  | DEFINED            | 5       |
|                                |                |           | 36                 | 917                | SH                  | DEFINED            | 10      |
|                                |                |           | 3824               | 97403              | SH                  | DEFINED            | 17      |
|                                |                |           | 5465               | 139212             | SH                  | DEFINED            | 85      |
|                                |                |           | -----              | -----              |                     |                    |         |
|                                |                |           | 24379              | 620969             |                     |                    |         |
| DUKE REALTY CORP               | COM NEW        | 264411505 | 179                | 7338               | SH                  | DEFINED            | 1       |
|                                |                |           | 5                  | 200                | SH                  | DEFINED            | 15      |
|                                |                |           | 7                  | 298                | SH                  | DEFINED            | 5       |
|                                |                |           | 97                 | 4000               | SH                  | DEFINED            | 17      |
|                                |                |           | -----              | -----              |                     |                    |         |
|                                |                |           | 288                | 11836              |                     |                    |         |
| DUN & BRADSTREET CORP DEL NEW  | COM            | 26483E100 | 207                | 5858               | SH                  | DEFINED            | 1       |
|                                |                |           | 158                | 4486               | SH                  | DEFINED            | 17      |
|                                |                |           | -----              | -----              |                     |                    |         |
|                                |                |           | 365                | 10344              |                     |                    |         |
| DYCOM INDS INC                 | COM            | 267475101 | 5                  | 300                | SH                  | DEFINED            | 1       |
|                                |                |           | 4                  | 250                | SH                  | DEFINED            | 17      |
|                                |                |           | 2924               | 175000             | SH                  | DEFINED            | 85      |
|                                |                |           | -----              | -----              |                     |                    |         |
|                                |                |           | 2933               | 175550             |                     |                    |         |



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|                |      |           |       |       |    |         |    |
|----------------|------|-----------|-------|-------|----|---------|----|
| DYNEGY INC NEW | CL A | 26816Q101 | 93    | 3653  | SH | DEFINED | 1  |
|                |      |           | 103   | 4024  | SH | DEFINED | 15 |
|                |      |           | 200   | 7861  | SH | DEFINED | 17 |
|                |      |           | 1260  | 49400 | SH | DEFINED | 85 |
|                |      |           | ----- | ----- |    |         |    |
|                |      |           | 1656  | 64938 |    |         |    |

|                       |                |   |                    | FORM 13F           |                     |                    |         |  |
|-----------------------|----------------|---|--------------------|--------------------|---------------------|--------------------|---------|--|
| PAGE                  | 49 OF 155      | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                     |                    |         |  |
| NAME OF ISSUER        | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| -----                 |                |   |                    |                    |                     |                    |         |  |
| E M C CORP MASS       | COM            | 268648102                                     | 23126              | 1720688            | SH                  | DEFINED            | 1       |  |
|                       |                |   | 530                | 39440              | SH                  | DEFINED            | 15      |  |
|                       |                |   | 2548               | 189603             | SH                  | DEFINED            | 12      |  |
|                       |                |   | 37                 | 2755               | SH                  | DEFINED            | 5       |  |
|                       |                |   | 203                | 15120              | SH                  | DEFINED            | 10      |  |
|                       |                |   | 2569               | 191179             | SH                  | DEFINED            | 17      |  |
|                       |                |   | 13423              | 998700             | SH                  | DEFINED            | 85      |  |
|                       |                |   | -----              | -----              |                     |                    |         |  |
|                       |                |   | 42437              | 3157485            |                     |                    |         |  |
| EOG RES INC           | COM            | 26875P101                                     | 1                  | 20                 | SH                  | DEFINED            | 10      |  |
|                       |                |   | 25                 | 629                | SH                  | DEFINED            | 17      |  |
|                       |                |   | 352                | 9000               | SH                  | DEFINED            | 85      |  |
|                       |                |   | -----              | -----              |                     |                    |         |  |
|                       |                |   | 377                | 9649               |                     |                    |         |  |
| EAST WEST BANCORP INC | COM            | 27579R104                                     | 1288               | 50000              | SH                  | DEFINED            | 85      |  |
|                       |                |   | -----              | -----              |                     |                    |         |  |
|                       |                |   | 1288               | 50000              |                     |                    |         |  |
| EASTMAN CHEM CO       | COM            | 277432100                                     | 15                 | 372                | SH                  | DEFINED            | 1       |  |
|                       |                |   | 8                  | 205                | SH                  | DEFINED            | 15      |  |
|                       |                |   | 39                 | 1000               | SH                  | DEFINED            | 12      |  |
|                       |                |   | 158                | 4041               | SH                  | DEFINED            | 17      |  |
|                       |                |   | 574                | 14700              | SH                  | DEFINED            | 85      |  |
|                       |                |   | -----              | -----              |                     |                    |         |  |
|                       |                |   | 793                | 20318              |                     |                    |         |  |
| EASTMAN KODAK CO      | COM            | 277461109                                     | 276                | 9387               | SH                  | DEFINED            | 1       |  |
|                       |                |   | 290                | 9853               | SH                  | DEFINED            | 15      |  |
|                       |                |   | 10                 | 332                | SH                  | DEFINED            | 12      |  |
|                       |                |   | 397                | 13500              | SH                  | DEFINED            | 17      |  |
|                       |                |   | 1189               | 40400              | SH                  | DEFINED            | 85      |  |
|                       |                |   | -----              | -----              |                     |                    |         |  |
|                       |                |   | 2162               | 73472              |                     |                    |         |  |
| EATON CORP            | COM            | 278058102                                     | 275                | 3700               | SH                  | DEFINED            | 1       |  |

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|                  |             |           |       |        |    |         |    |
|------------------|-------------|-----------|-------|--------|----|---------|----|
|                  |             |           | 179   | 2410   | SH | DEFINED | 17 |
|                  |             |           | 402   | 5400   | SH | DEFINED | 85 |
|                  |             |           | ----- | -----  |    |         |    |
|                  |             |           | 856   | 11510  |    |         |    |
| EATON VANCE CORP | COM NON VTG | 278265103 | 6     | 160    | SH | DEFINED | 12 |
|                  |             |           | 7110  | 200000 | SH | DEFINED | 85 |
|                  |             |           | ----- | -----  |    |         |    |
|                  |             |           | 7116  | 200160 |    |         |    |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O |
|----------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---|
| EBAY INC       | COM            | 278642103 | 70                 | 1050               | SH              | DEFINED         | 1       |   |
|                |                |           | 27                 | 400                | SH              | DEFINED         | 15      |   |
|                |                |           | 32                 | 475                | SH              | DEFINED         | 12      |   |
|                |                |           | 162                | 2420               | SH              | DEFINED         | 17      |   |
|                |                |           | 669                | 10000              | SH              | DEFINED         | 85      |   |
|                |                |           | -----              | -----              |                 |                 |         |   |
|                |                |           | 960                | 14345              |                 |                 |         |   |
| ECHELON CORP   | COM            | 27874N105 | 4                  | 250                | SH              | DEFINED         | 1       |   |
|                |                |           | 1770               | 125000             | SH              | DEFINED         | 85      |   |
|                |                |           | -----              | -----              |                 |                 |         |   |
|                |                |           | 1774               | 125250             |                 |                 |         |   |
| ECOLAB INC     | COM            | 278865100 | 9988               | 248155             | SH              | DEFINED         | 1       |   |
|                |                |           | 242                | 6000               | SH              | DEFINED         | 15      |   |
|                |                |           | 15                 | 370                | SH              | DEFINED         | 10      |   |
|                |                |           | 126                | 3130               | SH              | DEFINED         | 17      |   |
|                |                |           | 3166               | 78650              | SH              | DEFINED         | 85      |   |
|                |                |           | -----              | -----              |                 |                 |         |   |
|                |                |           | 13536              | 336305             |                 |                 |         |   |
| EDISON INTL    | COM            | 281020107 | 71                 | 4700               | SH              | DEFINED         | 1       |   |
|                |                |           | 30                 | 1956               | SH              | DEFINED         | 15      |   |
|                |                |           | 155                | 10251              | SH              | DEFINED         | 17      |   |
|                |                |           | 387                | 25600              | SH              | DEFINED         | 85      |   |
|                |                |           | -----              | -----              |                 |                 |         |   |
|                |                |           | 642                | 42507              |                 |                 |         |   |
| EDWARDS AG INC | COM            | 281760108 | 8093               | 183213             | SH              | DEFINED         | 1       |   |
|                |                |           | 2030               | 45961              | SH              | DEFINED         | 15      |   |
|                |                |           | 477                | 10800              | SH              | DEFINED         | 12      |   |
|                |                |           | 940                | 21280              | SH              | DEFINED         | 10      |   |
|                |                |           | 87                 | 1965               | SH              | DEFINED         | 17      |   |
|                |                |           | 19595              | 443625             | SH              | DEFINED         | 85      |   |

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|             |     |           |       |        |    |            |
|-------------|-----|-----------|-------|--------|----|------------|
|             |     |           | 31221 | 706844 |    |            |
| EFUNDS CORP | COM | 28224R101 | 2     | 165    | SH | DEFINED 15 |
|             |     |           | 434   | 31562  | SH | DEFINED 17 |
|             |     |           | 436   | 31727  |    |            |

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| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>PRN CALL | INVSTMT<br>DSCRETN | O<br>MA |
|-------------------------|----------------|-----------|--------------------|--------------------|-------------------------|--------------------|---------|
| 1838 BD-DEB TRADING FD  | COM            | 282520105 | 10                 | 500                | SH                      | DEFINED 1          |         |
|                         |                |           | 7                  | 349                | SH                      | DEFINED 17         |         |
|                         |                |           | 954                | 50000              | SH                      | DEFINED 85         |         |
|                         |                |           | 970                | 50849              |                         |                    |         |
| EL PASO CORP            | COM            | 28336L109 | 15421              | 345687             | SH                      | DEFINED 1          |         |
|                         |                |           | 1527               | 34219              | SH                      | DEFINED 15         |         |
|                         |                |           | 119                | 2675               | SH                      | DEFINED 12         |         |
|                         |                |           | 36                 | 800                | SH                      | DEFINED 5          |         |
|                         |                |           | 4                  | 100                | SH                      | DEFINED 10         |         |
|                         |                |           | 1527               | 34238              | SH                      | DEFINED 17         |         |
|                         |                |           | 17041              | 381995             | SH                      | DEFINED 85         |         |
|                         |                |           | 35675              | 799714             |                         |                    |         |
| ELAN PLC                | ADR            | 284131208 | 149                | 3314               | SH                      | DEFINED 1          |         |
|                         |                |           | 36                 | 800                | SH                      | DEFINED 12         |         |
|                         |                |           | 9                  | 200                | SH                      | DEFINED 5          |         |
|                         |                |           | 199                | 4411               | SH                      | DEFINED 17         |         |
|                         |                |           | 393                | 8725               |                         |                    |         |
| ELECTRO SCIENTIFIC INDS | COM            | 285229100 | 3751               | 125000             | SH                      | DEFINED 85         |         |
|                         |                |           | 3751               | 125000             |                         |                    |         |
| ELECTRONIC DATA SYS NEW | COM            | 285661104 | 500                | 7290               | SH                      | DEFINED 1          |         |
|                         |                |           | 161                | 2354               | SH                      | DEFINED 15         |         |
|                         |                |           | 14                 | 204                | SH                      | DEFINED 12         |         |

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|             |     |           |       |        |    |         |    |
|-------------|-----|-----------|-------|--------|----|---------|----|
|             |     |           | 7     | 104    | SH | DEFINED | 5  |
|             |     |           | 1094  | 15954  | SH | DEFINED | 17 |
|             |     |           | 5056  | 73750  | SH | DEFINED | 85 |
|             |     |           | ----- | -----  |    |         |    |
|             |     |           | 6831  | 99656  |    |         |    |
| EMCORE CORP | COM | 290846104 | 7     | 500    | SH | DEFINED | 17 |
|             |     |           | 1345  | 100000 | SH | DEFINED | 85 |
|             |     |           | ----- | -----  |    |         |    |
|             |     |           | 1352  | 100500 |    |         |    |

|                     |                | FORM 13F                                       |                    |                    |                     |                    |         |  |
|---------------------|----------------|--|--------------------|--------------------|---------------------|--------------------|---------|--|
| PAGE 52 OF 155      |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                     |                    |         |  |
| NAME OF ISSUER      | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| -----               |                |  |                    |                    |                     |                    |         |  |
| EMERSON ELEC CO     | COM            | 291011104                                      | 46380              | 812259             | SH                  | DEFINED            | 1       |  |
|                     |                |  | 3994               | 69952              | SH                  | DEFINED            | 15      |  |
|                     |                |  | 1264               | 22140              | SH                  | DEFINED            | 12      |  |
|                     |                |  | 160                | 2800               | SH                  | DEFINED            | 5       |  |
|                     |                |  | 505                | 8850               | SH                  | DEFINED            | 10      |  |
|                     |                |  | 4051               | 70947              | SH                  | DEFINED            | 17      |  |
|                     |                |  | 5624               | 98500              | SH                  | DEFINED            | 85      |  |
|                     |                |  | -----              | -----              |                     |                    |         |  |
|                     |                |  | 61979              | 1085448            |                     |                    |         |  |
| ENCOMPASS SVCS CORP | COM            | 29255U104                                      | 29                 | 10122              | SH                  | DEFINED            | 1       |  |
|                     |                |  | 60                 | 20763              | SH                  | DEFINED            | 17      |  |
|                     |                |  | -----              | -----              |                     |                    |         |  |
|                     |                |  | 90                 | 30885              |                     |                    |         |  |
| ENERGEN CORP        | COM            | 29265N108                                      | 17                 | 700                | SH                  | DEFINED            | 1       |  |
|                     |                |  | 2                  | 90                 | SH                  | DEFINED            | 10      |  |
|                     |                |  | 113                | 4600               | SH                  | DEFINED            | 17      |  |
|                     |                |  | 2583               | 104800             | SH                  | DEFINED            | 85      |  |
|                     |                |  | -----              | -----              |                     |                    |         |  |
|                     |                |  | 2716               | 110190             |                     |                    |         |  |
| ENGELHARD CORP      | COM            | 292845104                                      | 53                 | 1912               | SH                  | DEFINED            | 1       |  |
|                     |                |  | 278                | 10037              | SH                  | DEFINED            | 85      |  |
|                     |                |  | -----              | -----              |                     |                    |         |  |
|                     |                |  | 331                | 11949              |                     |                    |         |  |
| ENRON CORP          | COM            | 293561106                                      | 5                  | 8035               | SH                  | DEFINED            | 1       |  |
|                     |                |  | 4                  | 7344               | SH                  | DEFINED            | 15      |  |
|                     |                |  | 0                  | 300                | SH                  | DEFINED            | 12      |  |
|                     |                |  | 0                  | 37                 | SH                  | DEFINED            | 5       |  |
|                     |                |  | 1                  | 1600               | SH                  | DEFINED            | 10      |  |
|                     |                |  | -----              | -----              |                     |                    |         |  |

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|                               |     |           |      |        |    |         |    |
|-------------------------------|-----|-----------|------|--------|----|---------|----|
|                               |     |           | 67   | 110983 | SH | DEFINED | 17 |
|                               |     |           | 77   | 128299 |    |         |    |
| ENERGY CORP NEW               | COM | 29364G103 | 102  | 2613   | SH | DEFINED | 15 |
|                               |     |           | 218  | 5575   | SH | DEFINED | 17 |
|                               |     |           | 1295 | 33100  | SH | DEFINED | 85 |
|                               |     |           | 1615 | 41288  |    |         |    |
| ENTERPRISE PRODS PARTNERS L P | COM | 293792107 | 2353 | 50000  | SH | DEFINED | 85 |
|                               |     |           | 2353 | 50000  |    |         |    |

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| NAME OF ISSUER    | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | MA |
|-------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|----|
| ENTRUST INC       | COM            | 293848107 | 180                | 17700              | SH                  | DEFINED            | 1  |
|                   |                |           | 12                 | 1200               | SH                  | DEFINED            | 10 |
|                   |                |           | 16                 | 1600               | SH                  | DEFINED            | 17 |
|                   |                |           | 209                | 20500              |                     |                    |    |
| ENZON INC         | COM            | 293904108 | 2907               | 51660              | SH                  | DEFINED            | 1  |
|                   |                |           | 98                 | 1750               | SH                  | DEFINED            | 17 |
|                   |                |           | 7935               | 141000             | SH                  | DEFINED            | 85 |
|                   |                |           | 10941              | 194410             |                     |                    |    |
| EQUIFAX INC       | COM            | 294429105 | 449                | 18600              | SH                  | DEFINED            | 1  |
|                   |                |           | 87                 | 3600               | SH                  | DEFINED            | 15 |
|                   |                |           | 254                | 10500              | SH                  | DEFINED            | 12 |
|                   |                |           | 803                | 33255              | SH                  | DEFINED            | 17 |
|                   |                |           | 268                | 11100              | SH                  | DEFINED            | 85 |
|                   |                |           | 1861               | 77055              |                     |                    |    |
| EQUITABLE RES INC | COM            | 294549100 | 254                | 7450               | SH                  | DEFINED            | 1  |
|                   |                |           | 41                 | 1200               | SH                  | DEFINED            | 5  |
|                   |                |           | 295                | 8650               |                     |                    |    |
| EQUITY INCOME FD  | UT 1 EX SR-ATT | 294700703 | 542                | 4618               | SH                  | DEFINED            | 1  |
|                   |                |           | 542                | 4618               |                     |                    |    |

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|                                    |               |           |       |       |    |         |    |
|------------------------------------|---------------|-----------|-------|-------|----|---------|----|
| EQUITY OFFICE PROPERTIES TRUST COM |               | 294741103 | 12    | 390   | SH | DEFINED | 1  |
|                                    |               |           | 73    | 2425  | SH | DEFINED | 17 |
|                                    |               |           | 945   | 31400 | SH | DEFINED | 85 |
|                                    |               |           | ----- | ----- |    |         |    |
|                                    |               |           | 1029  | 34215 |    |         |    |
| EQUITY RESIDENTIAL PPTYS TR        | SH BEN INT    | 29476L107 | 23    | 800   | SH | DEFINED | 1  |
|                                    |               |           | 326   | 11342 | SH | DEFINED | 17 |
|                                    |               |           | 589   | 20500 | SH | DEFINED | 85 |
|                                    |               |           | ----- | ----- |    |         |    |
|                                    |               |           | 937   | 32642 |    |         |    |
| EQUITY RESIDENTIAL PPTYS TR        | PFD CV 1/10 G | 29476L859 | 886   | 35000 | SH | DEFINED | 85 |
|                                    |               |           | ----- | ----- |    |         |    |
|                                    |               |           | 886   | 35000 |    |         |    |

|                             |                | FORM 13F                                      |                    |                    |                 |                 |               |  |
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| PAGE 54 OF 155              |                | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |                 |               |  |
| NAME OF ISSUER              | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT<br>MA |  |
| EQUUS II INC                | COM            | 294766100                                     | 428                | 55000              | SH              | DEFINED         | 85            |  |
|                             |                |   | -----              | -----              |                 |                 |               |  |
|                             |                |   | 428                | 55000              |                 |                 |               |  |
| ERICSSON L M TEL CO         | ADR CL B SEK10 | 294821400                                     | 79                 | 15190              | SH              | DEFINED         | 1             |  |
|                             |                |   | 53                 | 10240              | SH              | DEFINED         | 12            |  |
|                             |                |   | 14                 | 2600               | SH              | DEFINED         | 10            |  |
|                             |                |   | 1520               | 291185             | SH              | DEFINED         | 17            |  |
|                             |                |   | -----              | -----              |                 |                 |               |  |
|                             |                |   | 1666               | 319215             |                 |                 |               |  |
| ESTERLINE TECHNOLOGIES CORP | COM            | 297425100                                     | 24                 | 1500               | SH              | DEFINED         | 1             |  |
|                             |                |   | 1601               | 100000             | SH              | DEFINED         | 85            |  |
|                             |                |   | -----              | -----              |                 |                 |               |  |
|                             |                |   | 1625               | 101500             |                 |                 |               |  |
| ETHYL CORP                  | COM            | 297659104                                     | 195                | 211700             | SH              | DEFINED         | 85            |  |
|                             |                |   | -----              | -----              |                 |                 |               |  |
|                             |                |   | 195                | 211700             |                 |                 |               |  |
| EXELON CORP                 | COM            | 30161N101                                     | 166                | 3471               | SH              | DEFINED         | 1             |  |
|                             |                |   | 432                | 9015               | SH              | DEFINED         | 15            |  |
|                             |                |   | 14                 | 300                | SH              | DEFINED         | 5             |  |
|                             |                |   | 10                 | 200                | SH              | DEFINED         | 10            |  |
|                             |                |   | 1822               | 38046              | SH              | DEFINED         | 17            |  |
|                             |                |   | 2670               | 55762              | SH              | DEFINED         | 85            |  |
|                             |                |   | -----              | -----              |                 |                 |               |  |
|                             |                |   | 5113               | 106794             |                 |                 |               |  |
| EXPRESS SCRIPTS INC         | COM            | 302182100                                     | 2338               | 50000              | SH              | DEFINED         | 85            |  |
|                             |                |   | -----              | -----              |                 |                 |               |  |
|                             |                |   | 2338               | 50000              |                 |                 |               |  |

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|                    |      |           |        |         |    |         |       |
|--------------------|------|-----------|--------|---------|----|---------|-------|
| EXXON MOBIL CORP   | COM  | 30231G102 | 215938 | 5494597 | SH | DEFINED | 1     |
|                    |      |           | 15341  | 390363  | SH | DEFINED | 15    |
|                    |      |           | 5995   | 152555  | SH | DEFINED | 12    |
|                    |      |           | 1154   | 29373   | SH | DEFINED | 5     |
|                    |      |           | 2886   | 73426   | SH | DEFINED | 10    |
|                    |      |           | 37194  | 946425  | SH | DEFINED | 17    |
|                    |      |           | 60879  | 1549090 | SH | DEFINED | 85    |
|                    |      |           | -----  | -----   |    |         |       |
|                    |      |           | 339388 | 8635829 |    |         |       |
| FBL FINL GROUP INC | CL A | 30239F106 | 1668   | 100000  | SH | DEFINED | 85    |
|                    |      |           |        |         |    | -----   | ----- |
|                    |      |           | 1668   | 100000  |    |         |       |

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| NAME OF ISSUER        | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|-----------------------|----------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|
| F M C CORP            | COM NEW        | 302491303 | 110                | 1850               | SH                  | DEFINED            | 17      |
|                       |                |           | 678                | 11400              | SH                  | DEFINED            | 85      |
|                       |                |           |                    | -----              | -----               |                    |         |
|                       |                |           | 788                | 13250              |                     |                    |         |
| FPL GROUP INC         | COM            | 302571104 | 489                | 8668               | SH                  | DEFINED            | 1       |
|                       |                |           | 380                | 6742               | SH                  | DEFINED            | 15      |
|                       |                |           | 56                 | 1000               | SH                  | DEFINED            | 10      |
|                       |                |           | 742                | 13158              | SH                  | DEFINED            | 17      |
|                       |                |           | 1461               | 25900              | SH                  | DEFINED            | 85      |
|                       |                |           | -----              | -----              |                     |                    |         |
|                       |                |           | 3128               | 55468              |                     |                    |         |
| FTI CONSULTING INC    | COM            | 302941109 | 492                | 15000              | SH                  | DEFINED            | 85      |
|                       |                |           |                    | -----              | -----               |                    |         |
|                       |                |           | 492                | 15000              |                     |                    |         |
| FACTSET RESH SYS INC  | COM            | 303075105 | 2621               | 75000              | SH                  | DEFINED            | 85      |
|                       |                |           |                    | -----              | -----               |                    |         |
|                       |                |           | 2621               | 75000              |                     |                    |         |
| FAMILY DLR STORES INC | COM            | 307000109 | 399                | 13300              | SH                  | DEFINED            | 85      |
|                       |                |           |                    | -----              | -----               |                    |         |
|                       |                |           | 399                | 13300              |                     |                    |         |
| FASTENAL CO           | COM            | 311900104 | 2340               | 35225              | SH                  | DEFINED            | 1       |
|                       |                |           | 369                | 5555               | SH                  | DEFINED            | 15      |
|                       |                |           | 23                 | 350                | SH                  | DEFINED            | 17      |
|                       |                |           | 8038               | 121000             | SH                  | DEFINED            | 85      |

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|                          |     | -----     |        | -----   |    |         |    |
|--------------------------|-----|-----------|--------|---------|----|---------|----|
| FEDERAL HOME LN MTG CORP | COM | 313400301 | 10770  | 162130  |    |         |    |
|                          |     |           | 78113  | 1194386 | SH | DEFINED | 1  |
|                          |     |           | 1549   | 23682   | SH | DEFINED | 15 |
|                          |     |           | 1962   | 29995   | SH | DEFINED | 12 |
|                          |     |           | 952    | 14560   | SH | DEFINED | 5  |
|                          |     |           | 871    | 13320   | SH | DEFINED | 10 |
|                          |     |           | 1161   | 17752   | SH | DEFINED | 17 |
|                          |     |           | 42319  | 647075  | SH | DEFINED | 85 |
|                          |     |           | -----  |         |    |         |    |
|                          |     |           | 126926 | 1940770 |    |         |    |

|                               |                 |           |   | FORM 13F           |                     |                    |    |    |  |
|-------------------------------|-----------------|-----------|---|--------------------|---------------------|--------------------|----|----|--|
| PAGE                          | 56 OF           | 155       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                     |                    |    |    |  |
| NAME OF ISSUER                | TITLE OF CLASS  | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O  | MA |  |
| -----                         |                 |           |   |                    |                     |                    |    |    |  |
| FEDERAL NATL MTG ASSN         | COM             | 313586109 | 30690   | 386037             | SH                  | DEFINED            | 1  |    |  |
|                               |                 |           | 3039  | 38231              | SH                  | DEFINED            | 15 |    |  |
|                               |                 |           | 789   | 9925               | SH                  | DEFINED            | 12 |    |  |
|                               |                 |           | 109   | 1375               | SH                  | DEFINED            | 5  |    |  |
|                               |                 |           | 939   | 11810              | SH                  | DEFINED            | 10 |    |  |
|                               |                 |           | 9354  | 117657             | SH                  | DEFINED            | 17 |    |  |
|                               |                 |           | 13618   | 171300             | SH                  | DEFINED            | 85 |    |  |
|                               |                 |           | -----   |                    |                     |                    |    |    |  |
|                               |                 |           | 58539   | 736335             |                     |                    |    |    |  |
| FEDERAL SIGNAL CORP           | COM             | 313855108 | 111   | 4966               | SH                  | DEFINED            | 1  |    |  |
|                               |                 |           | 45  | 2000               | SH                  | DEFINED            | 12 |    |  |
|                               |                 |           | 9   | 400                | SH                  | DEFINED            | 5  |    |  |
|                               |                 |           | 131   | 5861               | SH                  | DEFINED            | 17 |    |  |
|                               |                 |           | 3341  | 150000             | SH                  | DEFINED            | 85 |    |  |
|                               |                 |           | -----   |                    |                     |                    |    |    |  |
|                               |                 |           | 3635  | 163227             |                     |                    |    |    |  |
| FEDERATED DEPT STORES INC DEL | COM             | 31410H101 | 383   | 9364               | SH                  | DEFINED            | 1  |    |  |
|                               |                 |           | 211   | 5155               | SH                  | DEFINED            | 17 |    |  |
|                               |                 |           | 1260  | 30800              | SH                  | DEFINED            | 85 |    |  |
|                               |                 |           | -----   |                    |                     |                    |    |    |  |
|                               |                 |           | 1854  | 45319              |                     |                    |    |    |  |
| FEDEX CORP                    | COM             | 31428X106 | 2705  | 52144              | SH                  | DEFINED            | 1  |    |  |
|                               |                 |           | 389   | 7500               | SH                  | DEFINED            | 15 |    |  |
|                               |                 |           | 22  | 425                | SH                  | DEFINED            | 12 |    |  |
|                               |                 |           | 462   | 8905               | SH                  | DEFINED            | 17 |    |  |
|                               |                 |           | 2245  | 43270              | SH                  | DEFINED            | 85 |    |  |
|                               |                 |           | -----   |                    |                     |                    |    |    |  |
|                               |                 |           | 5823  | 112244             |                     |                    |    |    |  |
| FELCOR LODGING TR INC         | PFD CV A \$1.95 | 31430F200 | 204   | 10000              | SH                  | DEFINED            | 85 |    |  |
|                               |                 |           | -----   |                    |                     |                    |    |    |  |
|                               |                 |           | 204   | 10000              |                     |                    |    |    |  |



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|                        |     |           |       |       |    |         |    |
|------------------------|-----|-----------|-------|-------|----|---------|----|
| FIDELITY NATL FINL INC | COM | 316326107 | 2046  | 82500 | SH | DEFINED | 85 |
|                        |     |           | ----- | ----- |    |         |    |
|                        |     |           | 2046  | 82500 |    |         |    |

|                            |                | FORM 13F                                      |                    |                    |            |              |                    |         |
|----------------------------|----------------|---|--------------------|--------------------|------------|--------------|--------------------|---------|
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| NAME OF ISSUER             | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
| -----                      |                |   |                    |                    |            |              |                    |         |
| FIFTH THIRD BANCORP        | COM            | 316773100                                     | 1142730            | 18632474           | SH         |              | DEFINED            | 1       |
|                            |                |   | 175829             | 2866937            | SH         |              | DEFINED            | 15      |
|                            |                |   | 3816               | 62218              | SH         |              | DEFINED            | 12      |
|                            |                |   | 44518              | 725869             | SH         |              | DEFINED            | 5       |
|                            |                |   | 10086              | 164458             | SH         |              | DEFINED            | 10      |
|                            |                |   | 233725             | 3810939            | SH         |              | DEFINED            | 17      |
|                            |                |   | 4488               | 73174              | SH         |              | DEFINED            | 85      |
|                            |                |   | -----              | -----              |            |              |                    |         |
|                            |                |   | 1615191            | 26336069           |            |              |                    |         |
| FILENET CORP               | COM            | 316869106                                     | 3044               | 150000             | SH         |              | DEFINED            | 85      |
|                            |                |   | -----              | -----              |            |              |                    |         |
|                            |                |   | 3044               | 150000             |            |              |                    |         |
| FINANCIAL FED CORP         | COM            | 317492106                                     | 1563               | 50000              | SH         |              | DEFINED            | 85      |
|                            |                |   | -----              | -----              |            |              |                    |         |
|                            |                |   | 1563               | 50000              |            |              |                    |         |
| FIRST AMERN CORP CALIF     | COM            | 318522307                                     | 70                 | 3715               | SH         |              | DEFINED            | 1       |
|                            |                |   | 1406               | 75000              | SH         |              | DEFINED            | 85      |
|                            |                |   | -----              | -----              |            |              |                    |         |
|                            |                |   | 1475               | 78715              |            |              |                    |         |
| FIRST BANCORP IND INC NEW  | COM            | 31867T103                                     | 137                | 10500              | SH         |              | DEFINED            | 15      |
|                            |                |   | 5                  | 400                | SH         |              | DEFINED            | 5       |
|                            |                |   | -----              | -----              |            |              |                    |         |
|                            |                |   | 142                | 10900              |            |              |                    |         |
| FIRST BANCORP P R          | COM            | 318672102                                     | 2850               | 100000             | SH         |              | DEFINED            | 85      |
|                            |                |   | -----              | -----              |            |              |                    |         |
|                            |                |   | 2850               | 100000             |            |              |                    |         |
| FIRST COMWLTH FINL CORP PA | COM            | 319829107                                     | 1728               | 150000             | SH         |              | DEFINED            | 85      |
|                            |                |   | -----              | -----              |            |              |                    |         |
|                            |                |   | 1728               | 150000             |            |              |                    |         |
| FIRST DATA CORP            | COM            | 319963104                                     | 5858               | 74676              | SH         |              | DEFINED            | 1       |
|                            |                |   | 55                 | 700                | SH         |              | DEFINED            | 12      |
|                            |                |   | 166                | 2110               | SH         |              | DEFINED            | 10      |
|                            |                |   | 5721               | 72926              | SH         |              | DEFINED            | 17      |

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|       |        |    |         |    |
|-------|--------|----|---------|----|
| 4699  | 59900  | SH | DEFINED | 85 |
| ----- | -----  |    |         |    |
| 16499 | 210312 |    |         |    |

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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 |  |  |
| FIRST FINL BANCORP OH         | COM            | 320209109 | 324             | 18374           | SH                | DEFINED                                       | 1    |  |  |
|                               |                |           | -----           | -----           |                   |   |      |  |  |
|                               |                |           | 324             | 18374           |                   |   |      |  |  |
| FIRST INDUSTRIAL REALTY TRUST | COM            | 32054K103 | 47              | 1500            | SH                | DEFINED                                       | 1    |  |  |
|                               |                |           | 337             | 10825           | SH                | DEFINED                                       | 17   |  |  |
|                               |                |           | -----           | -----           |                   |   |      |  |  |
|                               |                |           | 383             | 12325           |                   |   |      |  |  |
| FIRST IND CORP                | COM            | 32054R108 | 1392            | 63516           | SH                | DEFINED                                       | 15   |  |  |
|                               |                |           | 62              | 2808            | SH                | DEFINED                                       | 17   |  |  |
|                               |                |           | -----           | -----           |                   |   |      |  |  |
|                               |                |           | 1453            | 66324           |                   |   |      |  |  |
| FIRST MIDWEST BANCORP DEL     | COM            | 320867104 | 1486            | 50922           | SH                | DEFINED                                       | 17   |  |  |
|                               |                |           | 3649            | 125000          | SH                | DEFINED                                       | 85   |  |  |
|                               |                |           | -----           | -----           |                   |   |      |  |  |
|                               |                |           | 5135            | 175922          |                   |   |      |  |  |
| FIRST REP BK SAN FRANCISCO    | COM            | 336158100 | 1208            | 50000           | SH                | DEFINED                                       | 85   |  |  |
|                               |                |           | -----           | -----           |                   |   |      |  |  |
|                               |                |           | 1208            | 50000           |                   |   |      |  |  |
| FIRST TENN NATL CORP          | COM            | 337162101 | 59889           | 1651664         | SH                | DEFINED                                       | 1    |  |  |
|                               |                |           | 2149            | 59265           | SH                | DEFINED                                       | 15   |  |  |
|                               |                |           | 887             | 24475           | SH                | DEFINED                                       | 12   |  |  |
|                               |                |           | 657             | 18120           | SH                | DEFINED                                       | 5    |  |  |
|                               |                |           | 109             | 3000            | SH                | DEFINED                                       | 10   |  |  |
|                               |                |           | 173             | 4770            | SH                | DEFINED                                       | 17   |  |  |
|                               |                |           | 26187           | 722200          | SH                | DEFINED                                       | 85   |  |  |
|                               |                |           | -----           | -----           |                   |   |      |  |  |
|                               |                |           | 90052           | 2483494         |                   |   |      |  |  |
| FISERV INC                    | COM            | 337738108 | 23436           | 553771          | SH                | DEFINED                                       | 1    |  |  |
|                               |                |           | 159             | 3756            | SH                | DEFINED                                       | 15   |  |  |
|                               |                |           | 135             | 3187            | SH                | DEFINED                                       | 10   |  |  |
|                               |                |           | 204             | 4809            | SH                | DEFINED                                       | 17   |  |  |
|                               |                |           | 13693           | 323550          | SH                | DEFINED                                       | 85   |  |  |
|                               |                |           | -----           | -----           |                   |   |      |  |  |
|                               |                |           | 37626           | 889073          |                   |   |      |  |  |
| FIRSTFED FINL CORP            | COM            | 337907109 | 2179            | 85000           | SH                | DEFINED                                       | 85   |  |  |
|                               |                |           | -----           | -----           |                   |   |      |  |  |

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2179 85000

|                         |                |           | FORM 13F                                       |                    |                 |                 |         |    |  |  |
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| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                             | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT |    |  |  |
| FIRSTMERIT CORP         | COM            | 337915102 | 271  | 10000              | SH              |                 | DEFINED | 1  |  |  |
|                         |                |           | 38   | 1402               | SH              |                 | DEFINED | 17 |  |  |
|                         |                |           | -----  | -----              |                 |                 |         |    |  |  |
|                         |                |           | 309  | 11402              |                 |                 |         |    |  |  |
| FIRSTENERGY CORP        | COM            | 337932107 | 420  | 12008              | SH              |                 | DEFINED | 1  |  |  |
|                         |                |           | 266  | 7594               | SH              |                 | DEFINED | 15 |  |  |
|                         |                |           | 14   | 407                | SH              |                 | DEFINED | 5  |  |  |
|                         |                |           | 501  | 14336              | SH              |                 | DEFINED | 17 |  |  |
|                         |                |           | 1438   | 41120              | SH              |                 | DEFINED | 85 |  |  |
|                         |                |           | -----  | -----              |                 |                 |         |    |  |  |
|                         |                |           | 2640   | 75465              |                 |                 |         |    |  |  |
| FLEETBOSTON FINL CORP   | COM            | 339030108 | 575  | 15749              | SH              |                 | DEFINED | 1  |  |  |
|                         |                |           | 7  | 200                | SH              |                 | DEFINED | 15 |  |  |
|                         |                |           | 37   | 1000               | SH              |                 | DEFINED | 12 |  |  |
|                         |                |           | 1  | 30                 | SH              |                 | DEFINED | 5  |  |  |
|                         |                |           | 18   | 500                | SH              |                 | DEFINED | 10 |  |  |
|                         |                |           | 937  | 25682              | SH              |                 | DEFINED | 17 |  |  |
|                         |                |           | 6128   | 167887             | SH              |                 | DEFINED | 85 |  |  |
|                         |                |           |  | -----              | -----           |                 |         |    |  |  |
|                         |                |           | 7703   | 211048             |                 |                 |         |    |  |  |
| FLORIDA EAST COAST INDS | CL A           | 340632108 | 926  | 40000              | SH              |                 | DEFINED | 85 |  |  |
|                         |                |           | -----  | -----              |                 |                 |         |    |  |  |
|                         |                |           | 926  | 40000              |                 |                 |         |    |  |  |
| FLORIDA EAST COAST INDS | CL B           | 340632207 | 1672   | 80000              | SH              |                 | DEFINED | 85 |  |  |
|                         |                |           | -----  | -----              |                 |                 |         |    |  |  |
|                         |                |           | 1672   | 80000              |                 |                 |         |    |  |  |
| FLUOR CORP NEW          | COM            | 343412102 | 8  | 220                | SH              |                 | DEFINED | 1  |  |  |
|                         |                |           | 54   | 1450               | SH              |                 | DEFINED | 17 |  |  |
|                         |                |           | 232  | 6200               | SH              |                 | DEFINED | 85 |  |  |
|                         |                |           | -----  | -----              |                 |                 |         |    |  |  |
|                         |                |           | 294  | 7870               |                 |                 |         |    |  |  |
| FLOW INTL CORP          | COM            | 343468104 | 557  | 45000              | SH              |                 | DEFINED | 85 |  |  |
|                         |                |           | -----  | -----              |                 |                 |         |    |  |  |
|                         |                |           | 557  | 45000              |                 |                 |         |    |  |  |

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| PAGE 60 OF 155     |                | FORM 13F                                       |                    |                    |            |              |                    |    |  |  |
|--------------------|----------------|--|--------------------|--------------------|------------|--------------|--------------------|----|--|--|
|                    |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |            |              |                    |    |  |  |
| NAME OF ISSUER     | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN |    |  |  |
| FORD MTR CO DEL    | COM PAR \$0.01 | 345370860                                      | 511                | 32538              | SH         |              | DEFINED            | 1  |  |  |
|                    |                |  | 941                | 59868              | SH         |              | DEFINED            | 15 |  |  |
|                    |                |  | 126                | 8000               | SH         |              | DEFINED            | 12 |  |  |
|                    |                |  | 16                 | 1014               | SH         |              | DEFINED            | 5  |  |  |
|                    |                |  | 28                 | 1800               | SH         |              | DEFINED            | 10 |  |  |
|                    |                |  | 2221               | 141311             | SH         |              | DEFINED            | 17 |  |  |
|                    |                |  | 4524               | 287803             | SH         |              | DEFINED            | 85 |  |  |
|                    |                |  | 8368               | 532334             |            |              |                    |    |  |  |
| FOREST LABS INC    | COM            | 345838106                                      | 9547               | 116499             | SH         |              | DEFINED            | 1  |  |  |
|                    |                |  | 31                 | 380                | SH         |              | DEFINED            | 15 |  |  |
|                    |                |  | 496                | 6054               | SH         |              | DEFINED            | 12 |  |  |
|                    |                |  | 533                | 6500               | SH         |              | DEFINED            | 5  |  |  |
|                    |                |  | 29                 | 350                | SH         |              | DEFINED            | 10 |  |  |
|                    |                |  | 1049               | 12795              | SH         |              | DEFINED            | 17 |  |  |
|                    |                |  | 14620              | 178400             | SH         |              | DEFINED            | 85 |  |  |
|                    |                |  | 26304              | 320978             |            |              |                    |    |  |  |
| FOREST OIL CORP    | COM PAR \$0.01 | 346091705                                      | 1411               | 50000              | SH         |              | DEFINED            | 85 |  |  |
|                    |                |  |                    |                    |            | 1411         | 50000              |    |  |  |
| FORTUNE BRANDS INC | COM            | 349631101                                      | 1153               | 29132              | SH         |              | DEFINED            | 1  |  |  |
|                    |                |  | 32                 | 804                | SH         |              | DEFINED            | 15 |  |  |
|                    |                |  | 158                | 4000               | SH         |              | DEFINED            | 12 |  |  |
|                    |                |  | 531                | 13405              | SH         |              | DEFINED            | 17 |  |  |
|                    |                |  | 2253               | 56900              | SH         |              | DEFINED            | 85 |  |  |
|                    |                |  | 4127               | 104241             |            |              |                    |    |  |  |
| 4 KIDS ENTMT INC   | COM            | 350865101                                      | 422                | 21073              | SH         |              | DEFINED            | 17 |  |  |
|                    |                |  |                    |                    |            | 422          | 21073              |    |  |  |
| FRANKLIN ELEC INC  | COM            | 353514102                                      | 1644               | 20052              | SH         |              | DEFINED            | 17 |  |  |
|                    |                |  |                    |                    |            | 1644         | 20052              |    |  |  |
| FRANKLIN RES INC   | COM            | 354613101                                      | 63                 | 1800               | SH         |              | DEFINED            | 1  |  |  |
|                    |                |  | 20                 | 555                | SH         |              | DEFINED            | 17 |  |  |
|                    |                |  | 723                | 20500              | SH         |              | DEFINED            | 85 |  |  |
|                    |                |  |                    |                    |            | 806          | 22855              |    |  |  |

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|                                 |                |           | FORM 13F                                      |                    |                 |                 |         |         |  |
|---------------------------------|----------------|-----------|---|--------------------|-----------------|-----------------|---------|---------|--|
| PAGE                            | 61 OF          | 155       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |                 |         |         |  |
| NAME OF ISSUER                  | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |  |
| -----                           |                |           |   |                    |                 |                 |         |         |  |
| FREEMPORT-MCMORAN COPPER & GOLD | CL B           | 35671D857 | 50  | 3760               | SH              |                 | DEFINED | 17      |  |
|                                 |                |           | 155   | 11600              | SH              |                 | DEFINED | 85      |  |
|                                 |                |           | 206   | 15360              |                 |                 |         |         |  |
| FRIEDMAN BILLINGS RAMSEY GROUP  | CL A           | 358433100 | 649   | 125000             | SH              |                 | DEFINED | 85      |  |
|                                 |                |           | 649   | 125000             |                 |                 |         |         |  |
| GATX CORP                       | COM            | 361448103 | 26735   | 822123             | SH              |                 | DEFINED | 1       |  |
|                                 |                |           | 1203  | 37000              | SH              |                 | DEFINED | 15      |  |
|                                 |                |           | 20  | 600                | SH              |                 | DEFINED | 10      |  |
|                                 |                |           | 116   | 3565               | SH              |                 | DEFINED | 17      |  |
|                                 |                |           | 7805  | 240000             | SH              |                 | DEFINED | 85      |  |
|                                 |                |           | 35879   | 1103288            |                 |                 |         |         |  |
| GABELLI EQUITY TR INC           | COM            | 362397101 | 42  | 3908               | SH              |                 | DEFINED | 1       |  |
|                                 |                |           | 76  | 7000               | SH              |                 | DEFINED | 15      |  |
|                                 |                |           | 24  | 2228               | SH              |                 | DEFINED | 12      |  |
|                                 |                |           | 19  | 1762               | SH              |                 | DEFINED | 10      |  |
|                                 |                |           | 97  | 9012               | SH              |                 | DEFINED | 17      |  |
|                                 |                |           | 258   | 23910              |                 |                 |         |         |  |
| GALLAGHER ARTHUR J & CO         | COM            | 363576109 | 172   | 5000               | SH              |                 | DEFINED | 17      |  |
|                                 |                |           | 8623  | 250000             | SH              |                 | DEFINED | 85      |  |
|                                 |                |           | 8795  | 255000             |                 |                 |         |         |  |
| GALLAHER GROUP PLC              | SPONSORED ADR  | 363595109 | 414   | 15354              | SH              |                 | DEFINED | 1       |  |
|                                 |                |           | 5   | 204                | SH              |                 | DEFINED | 15      |  |
|                                 |                |           | 119   | 4411               | SH              |                 | DEFINED | 17      |  |
|                                 |                |           | 538   | 19969              |                 |                 |         |         |  |
| GANNETT INC                     | COM            | 364730101 | 6357  | 94562              | SH              |                 | DEFINED | 1       |  |
|                                 |                |           | 1005  | 14950              | SH              |                 | DEFINED | 15      |  |
|                                 |                |           | 12  | 175                | SH              |                 | DEFINED | 12      |  |
|                                 |                |           | 81  | 1200               | SH              |                 | DEFINED | 5       |  |
|                                 |                |           | 40  | 600                | SH              |                 | DEFINED | 10      |  |
|                                 |                |           | 1693  | 25187              | SH              |                 | DEFINED | 17      |  |
|                                 |                |           | 2898  | 43100              | SH              |                 | DEFINED | 85      |  |
|                                 |                |           | 12086   | 179774             |                 |                 |         |         |  |

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|      |                       |                | FORM 13F                                      |                    |                    |                 |                 |         |         |
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| PAGE | 62 OF                 | 155            | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |                 |         |         |
|      | NAME OF ISSUER        | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |
|      | GAP INC DEL           | COM            | 364760108                                     | 419                | 30036              | SH              |                 | DEFINED | 1       |
|      |                       |                |   | 44                 | 3137               | SH              |                 | DEFINED | 15      |
|      |                       |                |   | 1                  | 90                 | SH              |                 | DEFINED | 5       |
|      |                       |                |   | 418                | 29962              | SH              |                 | DEFINED | 17      |
|      |                       |                |   | 1135               | 81437              | SH              |                 | DEFINED | 85      |
|      |                       |                |   | -----              |                    |                 |                 |         |         |
|      |                       |                |   | 2017               | 144662             |                 |                 |         |         |
|      | GATEWAY INC           | COM            | 367626108                                     | 23                 | 2900               | SH              |                 | DEFINED | 1       |
|      |                       |                |   | 47                 | 5900               | SH              |                 | DEFINED | 15      |
|      |                       |                |   | 1                  | 153                | SH              |                 | DEFINED | 17      |
|      |                       |                |   | 202                | 25100              | SH              |                 | DEFINED | 85      |
|      |                       |                |   | -----              |                    |                 |                 |         |         |
|      |                       |                |   | 274                | 34053              |                 |                 |         |         |
|      | GENCORP INC           | COM            | 368682100                                     | 6                  | 447                | SH              |                 | DEFINED | 1       |
|      |                       |                |   | 5                  | 360                | SH              |                 | DEFINED | 15      |
|      |                       |                |   | 858                | 60800              | SH              |                 | DEFINED | 85      |
|      |                       |                |   | -----              |                    |                 |                 |         |         |
|      |                       |                |   | 869                | 61607              |                 |                 |         |         |
|      | GENENTECH INC         | COM NEW        | 368710406                                     | 1280               | 23595              | SH              |                 | DEFINED | 1       |
|      |                       |                |   | 1914               | 35278              | SH              |                 | DEFINED | 15      |
|      |                       |                |   | 11                 | 199                | SH              |                 | DEFINED | 12      |
|      |                       |                |   | 22                 | 400                | SH              |                 | DEFINED | 10      |
|      |                       |                |   | 101                | 1860               | SH              |                 | DEFINED | 17      |
|      |                       |                |   | 678                | 12500              | SH              |                 | DEFINED | 85      |
|      |                       |                |   | -----              |                    |                 |                 |         |         |
|      |                       |                |   | 4005               | 73832              |                 |                 |         |         |
|      | GENERAL DYNAMICS CORP | COM            | 369550108                                     | 400                | 5020               | SH              |                 | DEFINED | 1       |
|      |                       |                |   | 70                 | 880                | SH              |                 | DEFINED | 15      |
|      |                       |                |   | 24                 | 300                | SH              |                 | DEFINED | 10      |
|      |                       |                |   | 126                | 1580               | SH              |                 | DEFINED | 17      |
|      |                       |                |   | 1226               | 15400              | SH              |                 | DEFINED | 85      |
|      |                       |                |   | -----              |                    |                 |                 |         |         |
|      |                       |                |   | 1846               | 23180              |                 |                 |         |         |

|      |                |                | FORM 13F                                      |                    |                    |                 |                 |         |         |
|------|----------------|----------------|---|--------------------|--------------------|-----------------|-----------------|---------|---------|
| PAGE | 63 OF          | 155            | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |                 |         |         |
|      | NAME OF ISSUER | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |

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|                   |          |           |        |          |    |         |    |
|-------------------|----------|-----------|--------|----------|----|---------|----|
| GENERAL ELEC CO   | COM      | 369604103 | 344568 | 8597007  | SH | DEFINED | 1  |
|                   |          |           | 26199  | 653657   | SH | DEFINED | 15 |
|                   |          |           | 12365  | 308499   | SH | DEFINED | 12 |
|                   |          |           | 2013   | 50222    | SH | DEFINED | 5  |
|                   |          |           | 4910   | 122510   | SH | DEFINED | 10 |
|                   |          |           | 67501  | 1684163  | SH | DEFINED | 17 |
|                   |          |           | 99739  | 2488500  | SH | DEFINED | 85 |
|                   |          |           | -----  | -----    |    |         |    |
|                   |          |           | 557295 | 13904558 |    |         |    |
| GENERAL MLS INC   | COM      | 370334104 | 2397   | 46086    | SH | DEFINED | 1  |
|                   |          |           | 370    | 7107     | SH | DEFINED | 15 |
|                   |          |           | 10     | 200      | SH | DEFINED | 10 |
|                   |          |           | 1012   | 19452    | SH | DEFINED | 17 |
|                   |          |           | 1971   | 37900    | SH | DEFINED | 85 |
|                   |          |           | -----  | -----    |    |         |    |
|                   |          |           | 5760   | 110745   |    |         |    |
| GENERAL MTRS CORP | COM      | 370442105 | 1190   | 24477    | SH | DEFINED | 1  |
|                   |          |           | 541    | 11129    | SH | DEFINED | 15 |
|                   |          |           | 48     | 996      | SH | DEFINED | 12 |
|                   |          |           | 25     | 520      | SH | DEFINED | 5  |
|                   |          |           | 2845   | 58540    | SH | DEFINED | 17 |
|                   |          |           | 4107   | 84500    | SH | DEFINED | 85 |
|                   |          |           | -----  | -----    |    |         |    |
|                   |          |           | 8756   | 180162   |    |         |    |
| GENERAL MTRS CORP | CL H NEW | 370442832 | 30     | 1966     | SH | DEFINED | 1  |
|                   |          |           | 64     | 4146     | SH | DEFINED | 15 |
|                   |          |           | 25     | 1617     | SH | DEFINED | 12 |
|                   |          |           | 1      | 78       | SH | DEFINED | 5  |
|                   |          |           | 294    | 19044    | SH | DEFINED | 17 |
|                   |          |           | -----  | -----    |    |         |    |
|                   |          |           | 415    | 26851    |    |         |    |
| GENESCO INC       | COM      | 371532102 | 4      | 200      | SH | DEFINED | 5  |
|                   |          |           | 1557   | 75000    | SH | DEFINED | 85 |
|                   |          |           | -----  | -----    |    |         |    |
|                   |          |           | 1561   | 75200    |    |         |    |
| GENTEX CORP       | COM      | 371901109 | 29     | 1075     | SH | DEFINED | 1  |
|                   |          |           | 45     | 1700     | SH | DEFINED | 12 |
|                   |          |           | 673    | 25183    | SH | DEFINED | 17 |
|                   |          |           | -----  | -----    |    |         |    |
|                   |          |           | 747    | 27958    |    |         |    |

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|------------------|----------------|-----------|-----------------|-----------------|------------------|--|----------|----|--|
| NAME OF ISSUER   | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT | SH/ CALL                                       | DISCRETN | MA |  |
| GENUINE PARTS CO | COM            | 372460105 | 39              | 1050            | SH               | DEFINED  | 15       |    |  |
|                  |                |           | 367             | 10000           | SH               | DEFINED  | 12       |    |  |

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|                     |                |           |       |        |    |         |    |
|---------------------|----------------|-----------|-------|--------|----|---------|----|
|                     |                |           | 3     | 90     | SH | DEFINED | 10 |
|                     |                |           | 2936  | 79989  | SH | DEFINED | 17 |
|                     |                |           | 1324  | 36075  | SH | DEFINED | 85 |
|                     |                |           | ----- | -----  |    |         |    |
|                     |                |           | 4668  | 127204 |    |         |    |
| GENUITY INC         | CL A           | 37248E103 | 311   | 197000 | SH | DEFINED | 85 |
|                     |                |           | ----- | -----  |    |         |    |
|                     |                |           | 311   | 197000 |    |         |    |
| GENZYME CORP        | COM GENL DIV   | 372917104 | 130   | 2180   | SH | DEFINED | 1  |
|                     |                |           | 36    | 604    | SH | DEFINED | 17 |
|                     |                |           | 958   | 16000  | SH | DEFINED | 85 |
|                     |                |           | ----- | -----  |    |         |    |
|                     |                |           | 1124  | 18784  |    |         |    |
| GEORGIA PAC CORP    | COM GA PAC GRP | 373298108 | 73    | 2627   | SH | DEFINED | 1  |
|                     |                |           | 36    | 1316   | SH | DEFINED | 15 |
|                     |                |           | 72    | 2600   | SH | DEFINED | 12 |
|                     |                |           | 1     | 25     | SH | DEFINED | 10 |
|                     |                |           | 427   | 15473  | SH | DEFINED | 17 |
|                     |                |           | 484   | 17545  | SH | DEFINED | 85 |
|                     |                |           | ----- | -----  |    |         |    |
|                     |                |           | 1093  | 39586  |    |         |    |
| GILLETTE CO         | COM            | 375766102 | 10745 | 321713 | SH | DEFINED | 1  |
|                     |                |           | 952   | 28496  | SH | DEFINED | 15 |
|                     |                |           | 159   | 4752   | SH | DEFINED | 12 |
|                     |                |           | 112   | 3354   | SH | DEFINED | 5  |
|                     |                |           | 100   | 3000   | SH | DEFINED | 10 |
|                     |                |           | 3194  | 95636  | SH | DEFINED | 17 |
|                     |                |           | 4972  | 148864 | SH | DEFINED | 85 |
|                     |                |           | ----- | -----  |    |         |    |
|                     |                |           | 20234 | 605815 |    |         |    |
| GLAXOSMITHKLINE PLC | SPONSORED ADR  | 37733W105 | 1870  | 37535  | SH | DEFINED | 1  |
|                     |                |           | 397   | 7962   | SH | DEFINED | 15 |
|                     |                |           | 6     | 113    | SH | DEFINED | 12 |
|                     |                |           | 28    | 555    | SH | DEFINED | 10 |
|                     |                |           | 396   | 7957   | SH | DEFINED | 17 |
|                     |                |           | ----- | -----  |    |         |    |
|                     |                |           | 2696  | 54122  |    |         |    |

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|-------------------------|----------------|-----------|-----------------|-----------------|---------------------------|--|-------|
| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT PRN CALL | DSCRETN  | MA    |
| -----                   | -----          | -----     | -----           | -----           | -----                     | -----  | ----- |
| GLENBOROUGH RLTY TR INC | PFD CV SER A%  | 37803P204 | 1540            | 73000           | SH                        | DEFINED  | 85    |
|                         |                |           | -----           | -----           |                           |  |       |
|                         |                |           | 1540            | 73000           |                           |  |       |



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|                           |     |           |       |       |      |         |    |
|---------------------------|-----|-----------|-------|-------|------|---------|----|
| GOLDEN WEST FINL CORP DEL | COM | 381317106 | 19    | 320   | SH   | DEFINED | 10 |
|                           |     |           | 300   | 5100  | SH   | DEFINED | 17 |
|                           |     |           | 724   | 12300 | SH   | DEFINED | 85 |
|                           |     |           | ----- |       | 1043 | 17720   |    |
| GOODRICH CORP             | COM | 382388106 | 61    | 2286  | SH   | DEFINED | 1  |
|                           |     |           | 5     | 200   | SH   | DEFINED | 17 |
|                           |     |           | 878   | 33000 | SH   | DEFINED | 85 |
|                           |     |           | ----- |       | 945  | 35486   |    |
| GOODYEAR TIRE & RUBR CO   | COM | 382550101 | 291   | 12238 | SH   | DEFINED | 1  |
|                           |     |           | 204   | 8570  | SH   | DEFINED | 15 |
|                           |     |           | 36    | 1500  | SH   | DEFINED | 12 |
|                           |     |           | 63    | 2657  | SH   | DEFINED | 17 |
|                           |     |           | 293   | 12300 | SH   | DEFINED | 85 |
| -----                     |     | 887       | 37265 |       |      |         |    |
| GRACO INC                 | COM | 384109104 | 2929  | 75000 | SH   | DEFINED | 85 |
|                           |     |           | ----- |       | 2929 | 75000   |    |
| GRAINGER W W INC          | COM | 384802104 | 504   | 10490 | SH   | DEFINED | 1  |
|                           |     |           | 24    | 500   | SH   | DEFINED | 5  |
|                           |     |           | 87    | 1803  | SH   | DEFINED | 17 |
|                           |     |           | 355   | 7400  | SH   | DEFINED | 85 |
|                           |     |           | ----- |       | 969  | 20193   |    |
| GRANITE CONSTR INC        | COM | 387328107 | 1806  | 75000 | SH   | DEFINED | 85 |
|                           |     |           | ----- |       | 1806 | 75000   |    |
| GREAT LAKES CHEM CORP     | COM | 390568103 | 416   | 17148 | SH   | DEFINED | 17 |
|                           |     |           | 95    | 3900  | SH   | DEFINED | 85 |
|                           |     |           | ----- |       | 511  | 21048   |    |

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|-------------------------|----------------|-----------|--|--------------------|-----------------|-----------------|---------|---|--|
| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                             | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O |  |
| -----                   |                |           |  |                    |                 |                 |         |   |  |
| GREAT PLAINS ENERGY INC | COM            | 391164100 | 75   | 2976               | SH              | DEFINED         | 1       |   |  |
|                         |                |           | 70   | 2770               | SH              | DEFINED         | 15      |   |  |
|                         |                |           | 40   | 1600               | SH              | DEFINED         | 10      |   |  |
|                         |                |           | 99   | 3940               | SH              | DEFINED         | 17      |   |  |

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|                              |     |           | ----- | -----   |    |            |
|------------------------------|-----|-----------|-------|---------|----|------------|
|                              |     |           | 284   | 11286   |    |            |
| GREATER BAY BANCORP          | COM | 391648102 | 4287  | 150000  | SH | DEFINED 85 |
|                              |     |           | ----- | -----   |    |            |
|                              |     |           | 4287  | 150000  |    |            |
| GUIDANT CORP                 | COM | 401698105 | 46272 | 929149  | SH | DEFINED 1  |
|                              |     |           | 722   | 14505   | SH | DEFINED 15 |
|                              |     |           | 1175  | 23600   | SH | DEFINED 12 |
|                              |     |           | 236   | 4748    | SH | DEFINED 5  |
|                              |     |           | 137   | 2750    | SH | DEFINED 10 |
|                              |     |           | 1379  | 27687   | SH | DEFINED 17 |
|                              |     |           | 27681 | 555850  | SH | DEFINED 85 |
|                              |     |           | ----- | -----   |    |            |
|                              |     |           | 77603 | 1558289 |    |            |
| GUILFORD PHARMACEUTICALS INC | COM | 401829106 | 24    | 2000    | SH | DEFINED 1  |
|                              |     |           | 1236  | 103000  | SH | DEFINED 85 |
|                              |     |           | ----- | -----   |    |            |
|                              |     |           | 1260  | 105000  |    |            |
| HCA INC                      | COM | 404119109 | 39    | 1000    | SH | DEFINED 1  |
|                              |     |           | 39    | 1000    | SH | DEFINED 15 |
|                              |     |           | 1     | 15      | SH | DEFINED 10 |
|                              |     |           | 480   | 12460   | SH | DEFINED 17 |
|                              |     |           | 3440  | 89249   | SH | DEFINED 85 |
|                              |     |           | ----- | -----   |    |            |
|                              |     |           | 3998  | 103724  |    |            |
| HAEMONETICS CORP             | COM | 405024100 | 3392  | 100000  | SH | DEFINED 85 |
|                              |     |           | ----- | -----   |    |            |
|                              |     |           | 3392  | 100000  |    |            |
| HALLIBURTON CO               | COM | 406216101 | 2278  | 173922  | SH | DEFINED 1  |
|                              |     |           | 208   | 15880   | SH | DEFINED 15 |
|                              |     |           | 4     | 300     | SH | DEFINED 5  |
|                              |     |           | 36    | 2755    | SH | DEFINED 10 |
|                              |     |           | 281   | 21433   | SH | DEFINED 17 |
|                              |     |           | 950   | 72500   | SH | DEFINED 85 |
|                              |     |           | ----- | -----   |    |            |
|                              |     |           | 3757  | 286790  |    |            |

|       |                             |                |   | FORM 13F           |                    |            |              |                    |         |
|-------|-----------------------------|----------------|---|--------------------|--------------------|------------|--------------|--------------------|---------|
| PAGE  | 67 OF                       | 155            | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |            |              |                    |         |
|       | NAME OF ISSUER              | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
| ----- |                             |                |   |                    |                    |            |              |                    |         |
|       | JOHN HANCOCK BK &THRIFT OPP | FD SH BEN INT  | 409735107                                     | 23                 | 2800               | SH         |              | DEFINED            | 1       |
|       |                             |                |   | 1683               | 203800             | SH         |              | DEFINED            | 85      |

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|                             |         | -----     |        | -----  |    |         |    |
|-----------------------------|---------|-----------|--------|--------|----|---------|----|
|                             |         | 1707      | 206600 |        |    |         |    |
| HANCOCK JOHN INCOME SECS TR | COM     | 410123103 | 10     | 700    | SH | DEFINED | 1  |
|                             |         |           | 157    | 10714  | SH | DEFINED | 17 |
|                             |         |           | -----  | -----  |    |         |    |
|                             |         |           | 167    | 11414  |    |         |    |
| HANCOCK JOHN FINL SVCS INC  | COM     | 41014S106 | 35     | 847    | SH | DEFINED | 1  |
|                             |         |           | 214    | 5191   | SH | DEFINED | 17 |
|                             |         |           | 1607   | 38900  | SH | DEFINED | 85 |
|                             |         |           | -----  | -----  |    |         |    |
|                             |         |           | 1856   | 44938  |    |         |    |
| HANDLEMAN CO DEL            | COM     | 410252100 | 9      | 600    | SH | DEFINED | 1  |
|                             |         |           | 10     | 700    | SH | DEFINED | 17 |
|                             |         |           | 1097   | 73900  | SH | DEFINED | 85 |
|                             |         |           | -----  | -----  |    |         |    |
|                             |         |           | 1117   | 75200  |    |         |    |
| HANOVER COMPRESSOR CO       | COM     | 410768105 | 2526   | 100000 | SH | DEFINED | 85 |
|                             |         |           | -----  | -----  |    |         |    |
|                             |         |           | 2526   | 100000 |    |         |    |
| HARKEN ENERGY CORP          | COM NEW | 412552309 | 0      | 300    | SH | DEFINED | 17 |
|                             |         |           | 406    | 330000 | SH | DEFINED | 85 |
|                             |         |           | -----  | -----  |    |         |    |
|                             |         |           | 406    | 330300 |    |         |    |
| HARLAND JOHN H CO           | COM     | 412693103 | 1390   | 62900  | SH | DEFINED | 85 |
|                             |         |           | -----  | -----  |    |         |    |
|                             |         |           | 1390   | 62900  |    |         |    |
| HARLEY DAVIDSON INC         | COM     | 412822108 | 17831  | 328321 | SH | DEFINED | 1  |
|                             |         |           | 972    | 17900  | SH | DEFINED | 15 |
|                             |         |           | 2771   | 51030  | SH | DEFINED | 12 |
|                             |         |           | 52     | 960    | SH | DEFINED | 5  |
|                             |         |           | 75     | 1385   | SH | DEFINED | 10 |
|                             |         |           | 3729   | 68666  | SH | DEFINED | 17 |
|                             |         |           | 16831  | 309900 | SH | DEFINED | 85 |
|                             |         |           | -----  | -----  |    |         |    |
|                             |         |           | 42262  | 778162 |    |         |    |

|      |                      |                |   | FORM 13F  |        |         |       |       |         |
|------|----------------------|----------------|---|-----------|--------|---------|-------|-------|---------|
| PAGE | 68 OF                | 155            | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |           | VALUE  | SHARES/ | SH/   | PUT/  | INVSTMT |
|      | NAME OF ISSUER       | TITLE OF CLASS | CUSIP   | (X\$1000) | PRN    | AMT     | PRN   | CALL  | DSCRETN |
|      | -----                | -----          | -----   | -----     | -----  | -----   | ----- | ----- | -----   |
|      | HARMAN INTL INDS INC | COM            | 413086109                                     | 4510      | 100000 | SH      |       |       | DEFINED |
|      |                      |                |   | -----     | -----  |         |       |       |         |
|      |                      |                |   | 4510      | 100000 |         |       |       |         |
|      | HARRAHS ENTMT INC    | COM            | 413619107                                     | 74        | 2000   | SH      |       |       | DEFINED |

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|                              |     |           |       |           |            |
|------------------------------|-----|-----------|-------|-----------|------------|
|                              |     |           | 13    | 350 SH    | DEFINED 17 |
|                              |     |           | 340   | 9200 SH   | DEFINED 85 |
|                              |     |           | ----- | -----     |            |
|                              |     |           | 427   | 11550     |            |
| HARRIS CORP DEL              | COM | 413875105 | 95    | 3100 SH   | DEFINED 1  |
|                              |     |           | 18    | 580 SH    | DEFINED 12 |
|                              |     |           | 49    | 1600 SH   | DEFINED 17 |
|                              |     |           | 1831  | 60000 SH  | DEFINED 85 |
|                              |     |           | ----- | -----     |            |
|                              |     |           | 1992  | 65280     |            |
| HARTFORD FINL SVCS GROUP INC | COM | 416515104 | 190   | 3018 SH   | DEFINED 1  |
|                              |     |           | 140   | 2226 SH   | DEFINED 15 |
|                              |     |           | 31    | 500 SH    | DEFINED 12 |
|                              |     |           | 545   | 8668 SH   | DEFINED 17 |
|                              |     |           | 2101  | 33445 SH  | DEFINED 85 |
|                              |     |           | ----- | -----     |            |
|                              |     |           | 3007  | 47857     |            |
| HARTMARX CORP                | COM | 417119104 | 0     | 225 SH    | DEFINED 17 |
|                              |     |           | 327   | 198200 SH | DEFINED 85 |
|                              |     |           | ----- | -----     |            |
|                              |     |           | 327   | 198425    |            |
| HASBRO INC                   | COM | 418056107 | 2     | 100 SH    | DEFINED 1  |
|                              |     |           | 15    | 900 SH    | DEFINED 12 |
|                              |     |           | 3     | 175 SH    | DEFINED 5  |
|                              |     |           | 24    | 1500 SH   | DEFINED 17 |
|                              |     |           | 217   | 13400 SH  | DEFINED 85 |
|                              |     |           | ----- | -----     |            |
|                              |     |           | 261   | 16075     |            |
| HEALTHSOUTH CORP             | COM | 421924101 | 375   | 25326 SH  | DEFINED 1  |
|                              |     |           | 30    | 2000 SH   | DEFINED 12 |
|                              |     |           | 5     | 340 SH    | DEFINED 5  |
|                              |     |           | 149   | 10050 SH  | DEFINED 17 |
|                              |     |           | 1079  | 72800 SH  | DEFINED 85 |
|                              |     |           | ----- | -----     |            |
|                              |     |           | 1638  | 110516    |            |

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| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT                                | SH/ PUT/ CALL | INVSTMT DSCRETN |  |  |  |  |
| HEALTH MGMT ASSOC INC NEW | CL A           | 421933102 | 37              | 2000 SH  |               | DEFINED 10      |  |  |  |  |
|                           |                |           | 21              | 1125 SH  |               | DEFINED 17      |  |  |  |  |

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|                          |     |           |       |         |    |         |    |
|--------------------------|-----|-----------|-------|---------|----|---------|----|
|                          |     |           | 346   | 18800   | SH | DEFINED | 85 |
|                          |     |           | ----- | -----   |    |         |    |
|                          |     |           | 403   | 21925   |    |         |    |
| HEALTH CARE REIT INC     | COM | 42217K106 | 442   | 18150   | SH | DEFINED | 1  |
|                          |     |           | 29    | 1182    | SH | DEFINED | 10 |
|                          |     |           | 55    | 2270    | SH | DEFINED | 17 |
|                          |     |           | ----- | -----   |    |         |    |
|                          |     |           | 526   | 21602   |    |         |    |
| HEINZ H J CO             | COM | 423074103 | 21495 | 522738  | SH | DEFINED | 1  |
|                          |     |           | 150   | 3650    | SH | DEFINED | 15 |
|                          |     |           | 25    | 600     | SH | DEFINED | 12 |
|                          |     |           | 16    | 400     | SH | DEFINED | 5  |
|                          |     |           | 1096  | 26649   | SH | DEFINED | 17 |
|                          |     |           | 2191  | 53291   | SH | DEFINED | 85 |
|                          |     |           | ----- | -----   |    |         |    |
|                          |     |           | 24973 | 607328  |    |         |    |
| HERSHEY FOODS CORP       | COM | 427866108 | 30192 | 445961  | SH | DEFINED | 1  |
|                          |     |           | 2163  | 31957   | SH | DEFINED | 15 |
|                          |     |           | 618   | 9125    | SH | DEFINED | 12 |
|                          |     |           | 2     | 35      | SH | DEFINED | 10 |
|                          |     |           | 4854  | 71692   | SH | DEFINED | 17 |
|                          |     |           | 718   | 10600   | SH | DEFINED | 85 |
|                          |     |           | ----- | -----   |    |         |    |
|                          |     |           | 38546 | 569370  |    |         |    |
| HEWLETT PACKARD CO       | COM | 428236103 | 10201 | 496642  | SH | DEFINED | 1  |
|                          |     |           | 2005  | 97614   | SH | DEFINED | 15 |
|                          |     |           | 330   | 16070   | SH | DEFINED | 12 |
|                          |     |           | 80    | 3900    | SH | DEFINED | 5  |
|                          |     |           | 244   | 11900   | SH | DEFINED | 10 |
|                          |     |           | 2472  | 120327  | SH | DEFINED | 17 |
|                          |     |           | 6464  | 314700  | SH | DEFINED | 85 |
|                          |     |           | ----- | -----   |    |         |    |
|                          |     |           | 21796 | 1061153 |    |         |    |
| HILB ROGAL & HAMILTON CO | COM | 431294107 | 168   | 3000    | SH | DEFINED | 17 |
|                          |     |           | 2803  | 50000   | SH | DEFINED | 85 |
|                          |     |           | ----- | -----   |    |         |    |
|                          |     |           | 2971  | 53000   |    |         |    |

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| NAME OF ISSUER       | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT | PRN CALL DSCRETN                               | MA |
| HILLENBRAND INDS INC | COM            | 431573104 | 24571           | 444569          | SH               | DEFINED  | 1  |
|                      |                |           | 33              | 600             | SH               | DEFINED  | 15 |
|                      |                |           | 22              | 400             | SH               | DEFINED  | 5  |

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|                      |                |           |        |         |    |         |    |
|----------------------|----------------|-----------|--------|---------|----|---------|----|
|                      |                |           | 46     | 825     | SH | DEFINED | 10 |
|                      |                |           | 174    | 3150    | SH | DEFINED | 17 |
|                      |                |           | -----  | -----   |    |         |    |
|                      |                |           | 24846  | 449544  |    |         |    |
| HILTON HOTELS CORP   | COM            | 432848109 | 3      | 311     | SH | DEFINED | 15 |
|                      |                |           | 71     | 6546    | SH | DEFINED | 17 |
|                      |                |           | 316    | 28900   | SH | DEFINED | 85 |
|                      |                |           | -----  | -----   |    |         |    |
|                      |                |           | 390    | 35757   |    |         |    |
| HOME DEPOT INC       | COM            | 437076102 | 132631 | 2600104 | SH | DEFINED | 1  |
|                      |                |           | 6591   | 129210  | SH | DEFINED | 15 |
|                      |                |           | 6744   | 132207  | SH | DEFINED | 12 |
|                      |                |           | 1495   | 29317   | SH | DEFINED | 5  |
|                      |                |           | 2728   | 53475   | SH | DEFINED | 10 |
|                      |                |           | 14875  | 291603  | SH | DEFINED | 17 |
|                      |                |           | 73854  | 1447843 | SH | DEFINED | 85 |
|                      |                |           | -----  | -----   |    |         |    |
|                      |                |           | 238919 | 4683759 |    |         |    |
| HON INDS INC         | COM            | 438092108 | 908    | 32850   | SH | DEFINED | 17 |
|                      |                |           | -----  | -----   |    |         |    |
|                      |                |           | 908    | 32850   |    |         |    |
| HONEYWELL INTL INC   | COM            | 438516106 | 2152   | 63627   | SH | DEFINED | 1  |
|                      |                |           | 239    | 7058    | SH | DEFINED | 15 |
|                      |                |           | 122    | 3600    | SH | DEFINED | 12 |
|                      |                |           | 111    | 3290    | SH | DEFINED | 10 |
|                      |                |           | 1500   | 44364   | SH | DEFINED | 17 |
|                      |                |           | 4803   | 142012  | SH | DEFINED | 85 |
|                      |                |           | -----  | -----   |    |         |    |
|                      |                |           | 8927   | 263951  |    |         |    |
| HOSPITALITY PPTYS TR | COM SH BEN INT | 44106M102 | 59     | 2000    | SH | DEFINED | 1  |
|                      |                |           | 28     | 938     | SH | DEFINED | 10 |
|                      |                |           | 119    | 4050    | SH | DEFINED | 17 |
|                      |                |           | -----  | -----   |    |         |    |
|                      |                |           | 206    | 6988    |    |         |    |

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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 |
| HOT TOPIC INC      | COM            | 441339108 | 1               | 30              | SH                | DEFINED  | 17   |
|                    |                |           | 1570            | 50000           | SH                | DEFINED  | 85   |
|                    |                |           | -----           | -----           |                   |  |      |
|                    |                |           | 1570            | 50030           |                   |  |      |
| HOUSEHOLD INTL INC | COM            | 441815107 | 5946            | 102618          | SH                | DEFINED  | 1    |
|                    |                |           | 1               | 15              | SH                | DEFINED  | 10   |

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|                           |      |           |       |        |    |         |    |
|---------------------------|------|-----------|-------|--------|----|---------|----|
|                           |      |           | 1749  | 30191  | SH | DEFINED | 17 |
|                           |      |           | 4067  | 70193  | SH | DEFINED | 85 |
|                           |      |           | ----- | -----  |    |         |    |
|                           |      |           | 11763 | 203017 |    |         |    |
| HUBBELL INC               | CL A | 443510102 | 497   | 17704  | SH | DEFINED | 1  |
|                           |      |           | 135   | 4800   | SH | DEFINED | 10 |
|                           |      |           | 17    | 600    | SH | DEFINED | 17 |
|                           |      |           | ----- | -----  |    |         |    |
|                           |      |           | 649   | 23104  |    |         |    |
| HUBBELL INC               | CL B | 443510201 | 1504  | 51184  | SH | DEFINED | 1  |
|                           |      |           | 23    | 780    | SH | DEFINED | 10 |
|                           |      |           | 31    | 1064   | SH | DEFINED | 17 |
|                           |      |           | ----- | -----  |    |         |    |
|                           |      |           | 1558  | 53028  |    |         |    |
| HUDSON UNITED BANCORP     | COM  | 444165104 | 5     | 157    | SH | DEFINED | 17 |
|                           |      |           | 2870  | 100000 | SH | DEFINED | 85 |
|                           |      |           | ----- | -----  |    |         |    |
|                           |      |           | 2875  | 100157 |    |         |    |
| HUMANA INC                | COM  | 444859102 | 145   | 12307  | SH | DEFINED | 1  |
|                           |      |           | 60    | 5060   | SH | DEFINED | 12 |
|                           |      |           | 448   | 38000  | SH | DEFINED | 85 |
|                           |      |           | ----- | -----  |    |         |    |
|                           |      |           | 653   | 55367  |    |         |    |
| HUNTINGTON BANCSHARES INC | COM  | 446150104 | 3025  | 175982 | SH | DEFINED | 1  |
|                           |      |           | 56    | 3234   | SH | DEFINED | 15 |
|                           |      |           | 2     | 101    | SH | DEFINED | 12 |
|                           |      |           | 27    | 1585   | SH | DEFINED | 5  |
|                           |      |           | 9     | 500    | SH | DEFINED | 10 |
|                           |      |           | 8417  | 489625 | SH | DEFINED | 17 |
|                           |      |           | 622   | 36161  | SH | DEFINED | 85 |
|                           |      |           | ----- | -----  |    |         |    |
|                           |      |           | 12157 | 707188 |    |         |    |

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|----------------------------|----------------|-----------|-----------------|-----------------|---------------------------|--|----|
| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT PRN CALL | DSCRETN  | MA |
| HYPERFEED TECHNOLOGIES INC | COM            | 44913S102 | 7               | 12000           | SH                        | DEFINED  | 17 |
|                            |                |           | -----           | -----           |                           |  |    |
|                            |                |           | 7               | 12000           |                           |  |    |

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|                              |     |           |       |        |    |         |    |
|------------------------------|-----|-----------|-------|--------|----|---------|----|
| HYPERION SOLUTIONS CORP      | COM | 44914M104 | 1490  | 75000  | SH | DEFINED | 85 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 1490  | 75000  |    |         |    |
| IDEC PHARMACEUTICALS CORP    | COM | 449370105 | 3085  | 44755  | SH | DEFINED | 1  |
|                              |     |           | 291   | 4220   | SH | DEFINED | 15 |
|                              |     |           | 124   | 1800   | SH | DEFINED | 17 |
|                              |     |           | 13166 | 191000 | SH | DEFINED | 85 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 16666 | 241775 |    |         |    |
| IMS HEALTH INC               | COM | 449934108 | 452   | 23164  | SH | DEFINED | 1  |
|                              |     |           | 406   | 20814  | SH | DEFINED | 17 |
|                              |     |           | 680   | 34830  | SH | DEFINED | 85 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 1538  | 78808  |    |         |    |
| ITT EDUCATIONAL SERVICES INC | COM | 45068B109 | 922   | 25000  | SH | DEFINED | 85 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 922   | 25000  |    |         |    |
| ITT INDS INC IND             | COM | 450911102 | 48    | 953    | SH | DEFINED | 1  |
|                              |     |           | 41    | 813    | SH | DEFINED | 15 |
|                              |     |           | 52    | 1027   | SH | DEFINED | 17 |
|                              |     |           | 343   | 6800   | SH | DEFINED | 85 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 484   | 9593   |    |         |    |
| IDEXX LABS INC               | COM | 45168D104 | 3849  | 135000 | SH | DEFINED | 85 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 3849  | 135000 |    |         |    |
| ILEX ONCOLOGY INC            | COM | 451923106 | 2704  | 100000 | SH | DEFINED | 85 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 2704  | 100000 |    |         |    |

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|-----------------------|-----|----------------|-------|-----------|-------|---|-------|---------|---------|-----|------|---------|---|
| NAME OF ISSUER        |     | TITLE OF CLASS | CUSIP | (X\$1000) | PRN   | AMT   | CALL  | DSCRETN | MA      |     |      |         |   |
| -----                 |     | -----          | ----- | -----     | ----- | -----   | ----- | -----   | -----   |     |      |         |   |
| ILLINOIS TOOL WKS INC | COM | 452308109      | 57432 | 848079    | SH    | DEFINED                                       | 1     |         |         |     |      |         |   |
|                       |     |                | 4128  | 60951     | SH    | DEFINED                                       | 15    |         |         |     |      |         |   |
|                       |     |                | 2456  | 36272     | SH    | DEFINED                                       | 12    |         |         |     |      |         |   |
|                       |     |                | 106   | 1565      | SH    | DEFINED                                       | 5     |         |         |     |      |         |   |
|                       |     |                | 1215  | 17945     | SH    | DEFINED                                       | 10    |         |         |     |      |         |   |
|                       |     |                | 2241  | 33086     | SH    | DEFINED                                       | 17    |         |         |     |      |         |   |
|                       |     |                | 30102 | 444500    | SH    | DEFINED                                       | 85    |         |         |     |      |         |   |
|                       |     |                | ----- | -----     |       |   |       |         |         |     |      |         |   |



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97679 1442398

|                              |        |                 |       |           |            |
|------------------------------|--------|-----------------|-------|-----------|------------|
| IMATION CORP                 | COM    | 45245A107       | 130   | 6032 SH   | DEFINED 1  |
|                              |        |                 | 2     | 100 SH    | DEFINED 15 |
|                              |        |                 | 34    | 1570 SH   | DEFINED 17 |
|                              |        |                 | 1526  | 70700 SH  | DEFINED 85 |
|                              |        |                 | ----- | -----     |            |
|                              |        |                 | 1692  | 78402     |            |
| IMCLONE SYS INC              | COM    | 45245W109       | 0     | 5 SH      | DEFINED 10 |
|                              |        |                 | 7     | 157 SH    | DEFINED 17 |
|                              |        |                 | 2323  | 50000 SH  | DEFINED 85 |
|                              |        |                 | ----- | -----     |            |
|                              |        |                 | 2331  | 50162     |            |
| IMAGISTICS INTERNATIONAL INC | COM    | 45247T104       | 345   | 27918 SH  | DEFINED 1  |
|                              |        |                 | 2     | 128 SH    | DEFINED 15 |
|                              |        |                 | 3     | 224 SH    | DEFINED 12 |
|                              |        |                 | 22    | 1780 SH   | DEFINED 10 |
|                              |        |                 | 13    | 1016 SH   | DEFINED 17 |
|                              |        |                 | 12    | 964 SH    | DEFINED 85 |
|                              |        |                 | ----- | -----     |            |
|                              |        |                 | 396   | 32030     |            |
| IMMUNEX CORP NEW             | COM    | 452528102       | 48    | 1727 SH   | DEFINED 1  |
|                              |        |                 | 223   | 8062 SH   | DEFINED 17 |
|                              |        |                 | 1147  | 41400 SH  | DEFINED 85 |
|                              |        |                 | ----- | -----     |            |
|                              |        |                 | 1418  | 51189     |            |
| IMPATH INC                   | COM    | 45255G101       | 1113  | 25000 SH  | DEFINED 85 |
|                              |        |                 | ----- | -----     |            |
|                              |        |                 | 1113  | 25000     |            |
| INCO LTD                     | DEB CV | 7.75% 453258AH8 | 22969 | 223000 SH | DEFINED 85 |
|                              |        |                 | ----- | -----     |            |
|                              |        |                 | 22969 | 223000    |            |

FORM 13F

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|---------------------|----------------|-----------|--|--------------------|-----------------|--------------|--------------------|---------|--|
| NAME OF ISSUER      | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                             | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| INCO LTD            | COM            | 453258402 | 119  | 7025 SH            | DEFINED 17      |              |                    |         |  |
|                     |                |           | 403  | 23800 SH           | DEFINED 85      |              |                    |         |  |
|                     |                |           | -----  | -----              |                 |              |                    |         |  |
|                     |                |           | 522  | 30825              |                 |              |                    |         |  |
| INCYTE GENOMICS INC | COM            | 45337C102 | 2430   | 125000 SH          | DEFINED 85      |              |                    |         |  |
|                     |                |           | -----  | -----              |                 |              |                    |         |  |
|                     |                |           | 2430   | 125000             |                 |              |                    |         |  |

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|                            |               |           |       |        |    |         |    |
|----------------------------|---------------|-----------|-------|--------|----|---------|----|
| INDEPENDENT BANK CORP MASS | COM           | 453836108 | 1075  | 50000  | SH | DEFINED | 85 |
|                            |               |           | ----- | -----  |    |         |    |
|                            |               |           | 1075  | 50000  |    |         |    |
| INDEPENDENT BANK CORP MICH | COM           | 453838104 | 18    | 632    | SH | DEFINED | 1  |
|                            |               |           | 400   | 14400  | SH | DEFINED | 17 |
|                            |               |           | ----- | -----  |    |         |    |
|                            |               |           | 418   | 15032  |    |         |    |
| INFOCUS CORP               | COM           | 45665B106 | 36    | 1650   | SH | DEFINED | 1  |
|                            |               |           | 3303  | 150000 | SH | DEFINED | 85 |
|                            |               |           | ----- | -----  |    |         |    |
|                            |               |           | 3339  | 151650 |    |         |    |
| INFOSPACE INC              | COM           | 45678T102 | 0     | 1      | SH | DEFINED | 15 |
|                            |               |           | 1     | 729    | SH | DEFINED | 17 |
|                            |               |           | 334   | 163000 | SH | DEFINED | 85 |
|                            |               |           | ----- | -----  |    |         |    |
|                            |               |           | 336   | 163730 |    |         |    |
| ING GROUP N V              | SPONSORED ADR | 456837103 | 224   | 8800   | SH | DEFINED | 1  |
|                            |               |           | ----- | -----  |    |         |    |
|                            |               |           | 224   | 8800   |    |         |    |
| INGERSOLL-RAND CO          | COM           | 456866102 | 248   | 5935   | SH | DEFINED | 1  |
|                            |               |           | 9     | 205    | SH | DEFINED | 15 |
|                            |               |           | 251   | 6000   | SH | DEFINED | 17 |
|                            |               |           | 1273  | 30450  | SH | DEFINED | 85 |
|                            |               |           | ----- | -----  |    |         |    |
|                            |               |           | 1781  | 42590  |    |         |    |
| INSIGHT ENTERPRISES INC    | COM           | 45765U103 | 12    | 505    | SH | DEFINED | 17 |
|                            |               |           | 2460  | 100000 | SH | DEFINED | 85 |
|                            |               |           | ----- | -----  |    |         |    |
|                            |               |           | 2472  | 100505 |    |         |    |

|                             |                | FORM 13F                                       |                 |             |         |           |                 |       |  |
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| NAME OF ISSUER              | TITLE OF CLASS | CUSIP  | VALUE (X\$1000) | SHARES/ PRN | SH/ AMT | PUT/ CALL | INVSTMT DSCRETN | O MA  |  |
|                             |                |  | -----           | -----       | -----   | -----     | -----           | ----- |  |
| INSITUFORM TECHNOLOGIES INC | CL A           | 457667103                                      | 1279            | 50000       | SH      | DEFINED   | 85              |       |  |
|                             |                |  | -----           | -----       |         |           |                 |       |  |
|                             |                |  | 1279            | 50000       |         |           |                 |       |  |
| INSTINET GROUP INC          | COM            | 457750107                                      | 1407            | 140000      | SH      | DEFINED   | 85              |       |  |
|                             |                |  | -----           | -----       |         |           |                 |       |  |

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|                                |     |           |        |         |    |         |    |
|--------------------------------|-----|-----------|--------|---------|----|---------|----|
|                                |     |           | 1407   | 140000  |    |         |    |
| INTEGRATED CIRCUIT SYS INC     | COM | 45811K208 | 2016   | 89245   | SH | DEFINED | 1  |
|                                |     |           | 8358   | 370000  | SH | DEFINED | 85 |
|                                |     |           | -----  | -----   |    |         |    |
|                                |     |           | 10374  | 459245  |    |         |    |
| INTEGRATED DEVICE TECHNOLOGY   | COM | 458118106 | 4627   | 174030  | SH | DEFINED | 1  |
|                                |     |           | 17     | 630     | SH | DEFINED | 17 |
|                                |     |           | 8509   | 320000  | SH | DEFINED | 85 |
|                                |     |           | -----  | -----   |    |         |    |
|                                |     |           | 13153  | 494660  |    |         |    |
| INTEGRA BK CORP                | COM | 45814P105 | 2327   | 111145  | SH | DEFINED | 15 |
|                                |     |           | -----  | -----   |    |         |    |
|                                |     |           | 2327   | 111145  |    |         |    |
| INTEL CORP                     | COM | 458140100 | 162342 | 5161914 | SH | DEFINED | 1  |
|                                |     |           | 7789   | 247657  | SH | DEFINED | 15 |
|                                |     |           | 7089   | 225402  | SH | DEFINED | 12 |
|                                |     |           | 2019   | 64211   | SH | DEFINED | 5  |
|                                |     |           | 2836   | 90165   | SH | DEFINED | 10 |
|                                |     |           | 22806  | 725147  | SH | DEFINED | 17 |
|                                |     |           | 81663  | 2596600 | SH | DEFINED | 85 |
|                                |     |           | -----  | -----   |    |         |    |
|                                |     |           | 286544 | 9111096 |    |         |    |
| INTERDIGITAL COMMUNICATIONS CP | COM | 45866A105 | 1455   | 150000  | SH | DEFINED | 85 |
|                                |     |           | -----  | -----   |    |         |    |
|                                |     |           | 1455   | 150000  |    |         |    |
| INTERMAGNETICS GEN CORP        | COM | 458771102 | 648    | 25000   | SH | DEFINED | 85 |
|                                |     |           | -----  | -----   |    |         |    |
|                                |     |           | 648    | 25000   |    |         |    |

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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    |  |  |
| -----                        | -----          | -----     | -----           | -----   | -----             | -----           | ----- | ----- |  |  |
| INTERNATIONAL BUSINESS MACHS | COM            | 459200101 | 102078          | 843900  | SH                | DEFINED         | 1     |       |  |  |
|                              |                |           | 6681            | 55236   | SH                | DEFINED         | 15    |       |  |  |
|                              |                |           | 3599            | 29751   | SH                | DEFINED         | 12    |       |  |  |
|                              |                |           | 349             | 2884  | SH                | DEFINED         | 5     |       |  |  |
|                              |                |           | 1821            | 15058   | SH                | DEFINED         | 10    |       |  |  |
|                              |                |           | 24752           | 204632  | SH                | DEFINED         | 17    |       |  |  |
|                              |                |           | 79936           | 660850  | SH                | DEFINED         | 85    |       |  |  |
|                              |                |           | -----           | -----   |                   |                 |       |       |  |  |

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|                                |     |           | 219217 | 1812311 |    |            |
|--------------------------------|-----|-----------|--------|---------|----|------------|
| INTERNATIONAL FLAVORS&FRAGRANC | COM | 459506101 | 448    | 15080   | SH | DEFINED 1  |
|                                |     |           | 125    | 4200    | SH | DEFINED 17 |
|                                |     |           | 217    | 7300    | SH | DEFINED 85 |
|                                |     |           | -----  | -----   |    |            |
|                                |     |           | 790    | 26580   |    |            |
| INTERNATIONAL GAME TECHNOLOGY  | COM | 459902102 | 14     | 200     | SH | DEFINED 1  |
|                                |     |           | 3      | 45      | SH | DEFINED 10 |
|                                |     |           | 14     | 211     | SH | DEFINED 17 |
|                                |     |           | 389    | 5700    | SH | DEFINED 85 |
|                                |     |           | -----  | -----   |    |            |
|                                |     |           | 420    | 6156    |    |            |
| INTERNATIONAL MULTIFOODS CORP  | COM | 460043102 | 1195   | 50000   | SH | DEFINED 85 |
|                                |     |           | -----  | -----   |    |            |
|                                |     |           | 1195   | 50000   |    |            |
| INTL PAPER CO                  | COM | 460146103 | 905    | 22417   | SH | DEFINED 1  |
|                                |     |           | 45     | 1127    | SH | DEFINED 15 |
|                                |     |           | 34     | 850     | SH | DEFINED 12 |
|                                |     |           | 8      | 200     | SH | DEFINED 10 |
|                                |     |           | 560    | 13869   | SH | DEFINED 17 |
|                                |     |           | 2802   | 69436   | SH | DEFINED 85 |
|                                |     |           | -----  | -----   |    |            |
|                                |     |           | 4354   | 107899  |    |            |
| INTERNATIONAL RECTIFIER CORP   | COM | 460254105 | 12     | 350     | SH | DEFINED 1  |
|                                |     |           | 4883   | 140000  | SH | DEFINED 85 |
|                                |     |           | -----  | -----   |    |            |
|                                |     |           | 4895   | 140350  |    |            |
| INTERNET SEC SYS INC           | COM | 46060X107 | 4008   | 125000  | SH | DEFINED 85 |
|                                |     |           | -----  | -----   |    |            |
|                                |     |           | 4008   | 125000  |    |            |

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| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN |    |  |
| INTERPUBLIC GROUP COS INC | COM            | 460690100 | 33658   | 1139388            | SH         |              | DEFINED            | 1  |  |
|                           |                |           | 277   | 9365               | SH         |              | DEFINED            | 15 |  |
|                           |                |           | 1153  | 39040              | SH         |              | DEFINED            | 12 |  |
|                           |                |           | 186   | 6300               | SH         |              | DEFINED            | 5  |  |
|                           |                |           | 632   | 21410              | SH         |              | DEFINED            | 10 |  |
|                           |                |           | 489   | 16553              | SH         |              | DEFINED            | 17 |  |
|                           |                |           | 1409  | 47700              | SH         |              | DEFINED            | 85 |  |
|                           |                |           | -----   | -----              |            |              |                    |    |  |
|                           |                |           | 37804   | 1279756            |            |              |                    |    |  |

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|                               |              |           |       |        |    |         |    |
|-------------------------------|--------------|-----------|-------|--------|----|---------|----|
| INTUIT                        | COM          | 461202103 | 91    | 2129   | SH | DEFINED | 1  |
|                               |              |           | 13    | 300    | SH | DEFINED | 17 |
|                               |              |           | 693   | 16200  | SH | DEFINED | 85 |
|                               |              |           | ----- | -----  |    |         |    |
|                               |              |           | 797   | 18629  |    |         |    |
| INVESTMENT TECHNOLOGY GRP NEW | COM          | 46145F105 | 7     | 187    | SH | DEFINED | 1  |
|                               |              |           | 5861  | 150000 | SH | DEFINED | 85 |
|                               |              |           | ----- | -----  |    |         |    |
|                               |              |           | 5868  | 150187 |    |         |    |
| INVITROGEN CORP               | COM          | 46185R100 | 387   | 6250   | SH | DEFINED | 17 |
|                               |              |           | 1548  | 25000  | SH | DEFINED | 85 |
|                               |              |           | ----- | -----  |    |         |    |
|                               |              |           | 1935  | 31250  |    |         |    |
| IOMEGA CORP                   | COM NEW      | 462030305 | 2     | 200    | SH | DEFINED | 15 |
|                               |              |           | 3     | 400    | SH | DEFINED | 10 |
|                               |              |           | 526   | 63000  | SH | DEFINED | 85 |
|                               |              |           | ----- | -----  |    |         |    |
|                               |              |           | 531   | 63600  |    |         |    |
| IONICS INC                    | COM          | 462218108 | 15    | 515    | SH | DEFINED | 1  |
|                               |              |           | 901   | 30000  | SH | DEFINED | 85 |
|                               |              |           | ----- | -----  |    |         |    |
|                               |              |           | 916   | 30515  |    |         |    |
| IRWIN FINL CORP               | COM          | 464119106 | 2237  | 131600 | SH | DEFINED | 85 |
|                               |              |           | ----- | -----  |    |         |    |
|                               |              |           | 2237  | 131600 |    |         |    |
| ISHARES TR                    | RUSSELL 2000 | 464287655 | 10    | 100    | SH | DEFINED | 1  |
|                               |              |           | 226   | 2350   | SH | DEFINED | 17 |
|                               |              |           | ----- | -----  |    |         |    |
|                               |              |           | 236   | 2450   |    |         |    |

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|                          |     |           |       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |         |         |       |         |       |
|                          |     |           |       | VALUE   | SHARES/ | SH/     | PUT/  | INVSTMT | O     |
| NAME OF ISSUER           |     |           |       | (X\$1000)                                     | PRN     | AMT     | CALL  | DSCRETN | MA    |
| -----                    |     |           |       | -----   | -----   | -----   | ----- | -----   | ----- |
| ISIS PHARMACEUTICALS INC | COM | 464330109 | 22    | 1000  | SH      | DEFINED | 17    |         |       |
|                          |     |           | 2219  | 100000  | SH      | DEFINED | 85    |         |       |
|                          |     |           | ----- | -----   |         |         |       |         |       |
|                          |     |           | 2241  | 101000  |         |         |       |         |       |
| JDS UNIPHASE CORP        | COM | 46612J101 | 731   | 84203   | SH      | DEFINED | 1     |         |       |
|                          |     |           | 35    | 4087  | SH      | DEFINED | 15    |         |       |
|                          |     |           | 13    | 1546  | SH      | DEFINED | 12    |         |       |
|                          |     |           | 286   | 33005   | SH      | DEFINED | 10    |         |       |
|                          |     |           | 144   | 16595   | SH      | DEFINED | 17    |         |       |
|                          |     |           | 1582  | 182300  | SH      | DEFINED | 85    |         |       |
|                          |     |           | ----- | -----   |         |         |       |         |       |

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|                           |     | 2793      |       | 321736 |         |         |            |
|---------------------------|-----|-----------|-------|--------|---------|---------|------------|
| JDA SOFTWARE GROUP INC    | COM | 46612K108 | 335   | 15000  | SH      | DEFINED | 85         |
|                           |     | -----     |       | -----  |         |         |            |
|                           |     |           |       | 335    | 15000   |         |            |
| J P MORGAN CHASE & CO     | COM | 46625H100 | 14053 | 386598 | SH      | DEFINED | 1          |
|                           |     |           |       | 600    | 16517   | SH      | DEFINED 15 |
|                           |     |           |       | 752    | 20689   | SH      | DEFINED 12 |
|                           |     |           |       | 6      | 157     | SH      | DEFINED 5  |
|                           |     |           |       | 15     | 400     | SH      | DEFINED 10 |
|                           |     |           |       | 5004   | 137664  | SH      | DEFINED 17 |
|                           |     |           |       | 11917  | 327854  | SH      | DEFINED 85 |
|                           |     | -----     |       | -----  |         |         |            |
|                           |     |           |       | 32347  | 889879  |         |            |
| JABIL CIRCUIT INC         | COM | 466313103 | 15111 | 665116 | SH      | DEFINED | 1          |
|                           |     |           |       | 387    | 17047   | SH      | DEFINED 15 |
|                           |     |           |       | 402    | 17696   | SH      | DEFINED 12 |
|                           |     |           |       | 91     | 4000    | SH      | DEFINED 5  |
|                           |     |           |       | 192    | 8450    | SH      | DEFINED 10 |
|                           |     |           |       | 151    | 6637    | SH      | DEFINED 17 |
|                           |     |           |       | 9845   | 433300  | SH      | DEFINED 85 |
|                           |     | -----     |       | -----  |         |         |            |
|                           |     |           |       | 26179  | 1152246 |         |            |
| JACK IN THE BOX INC       | COM | 466367109 | 2754  | 100000 | SH      | DEFINED | 85         |
|                           |     | -----     |       | -----  |         |         |            |
|                           |     |           |       | 2754   | 100000  |         |            |
| JACOBS ENGR GROUP INC DEL | COM | 469814107 | 248   | 3750   | SH      | DEFINED | 17         |
|                           |     |           |       | 3689   | 55900   | SH      | DEFINED 85 |
|                           |     | -----     |       | -----  |         |         |            |
|                           |     |           |       | 3937   | 59650   |         |            |

|                         |                |                |   | FORM 13F           |                    |                 |              |                    |         |
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| NAME OF ISSUER          |                | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
| -----                   |                | -----          | -----   | -----              | -----              | -----           | -----        | -----              | -----   |
| JACOBSON STORES INC     | SB DB CV 6.75% | 469834AC9      | 500   | 50000              | SH                 | DEFINED         | 17           |                    |         |
|                         |                |                |   | -----              |                    |                 |              |                    |         |
|                         |                |                |   | 500                | 50000              |                 |              |                    |         |
| JEFFERIES GROUP INC NEW | COM            | 472319102      | 3173  | 75000              | SH                 | DEFINED         | 85           |                    |         |
|                         |                |                |   | -----              |                    |                 |              |                    |         |
|                         |                |                |   | 3173               | 75000              |                 |              |                    |         |
| JEFFERSON PILOT CORP    | COM            | 475070108      | 34926   | 754836             | SH                 | DEFINED         | 1            |                    |         |

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|                         |     |           |        |         |    |         |    |
|-------------------------|-----|-----------|--------|---------|----|---------|----|
|                         |     |           | 932    | 20144   | SH | DEFINED | 17 |
|                         |     |           | 1040   | 22487   | SH | DEFINED | 85 |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 36899  | 797467  |    |         |    |
| JOHNSON & JOHNSON       | COM | 478160104 | 99388  | 1681688 | SH | DEFINED | 1  |
|                         |     |           | 9467   | 160193  | SH | DEFINED | 15 |
|                         |     |           | 2105   | 35623   | SH | DEFINED | 12 |
|                         |     |           | 496    | 8400    | SH | DEFINED | 5  |
|                         |     |           | 1251   | 21164   | SH | DEFINED | 10 |
|                         |     |           | 23105  | 390954  | SH | DEFINED | 17 |
|                         |     |           | 32885  | 556432  | SH | DEFINED | 85 |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 168698 | 2854454 |    |         |    |
| JOHNSON CTLS INC        | COM | 478366107 | 66     | 820     | SH | DEFINED | 1  |
|                         |     |           | 2046   | 25343   | SH | DEFINED | 17 |
|                         |     |           | 1427   | 17675   | SH | DEFINED | 85 |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 3540   | 43838   |    |         |    |
| JONES APPAREL GROUP INC | COM | 480074103 | 65     | 1945    | SH | DEFINED | 15 |
|                         |     |           | 17     | 500     | SH | DEFINED | 10 |
|                         |     |           | 312    | 9400    | SH | DEFINED | 85 |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 393    | 11845   |    |         |    |
| KLA-TENCOR CORP         | COM | 482480100 | 50     | 1000    | SH | DEFINED | 1  |
|                         |     |           | 5      | 100     | SH | DEFINED | 15 |
|                         |     |           | 124    | 2510    | SH | DEFINED | 17 |
|                         |     |           | 1016   | 20500   | SH | DEFINED | 85 |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 1195   | 24110   |    |         |    |

|                              |                | FORM 13F                                       |                 |                 |                   |                 |       |  |
|------------------------------|----------------|--|-----------------|-----------------|-------------------|-----------------|-------|--|
| PAGE 80 OF 155               |                | 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  |  |
|                              |                |  | -----           | -----           | -----             | -----           | ----- |  |
| K MART CORP                  | COM            | 482584109                                      | 20              | 3683            | SH                | DEFINED         | 1     |  |
|                              |                |  | 16              | 3000            | SH                | DEFINED         | 12    |  |
|                              |                |  | 41              | 7562            | SH                | DEFINED         | 17    |  |
|                              |                |  | 207             | 37900           | SH                | DEFINED         | 85    |  |
|                              |                |  | -----           | -----           |                   |                 |       |  |
|                              |                |  | 285             | 52145           |                   |                 |       |  |
| KANEB PIPE LINE PARTNERS L P | SR PREF UNIT   | 484169107                                      | 10              | 250             | SH                | DEFINED         | 1     |  |
|                              |                |  | 229             | 5600            | SH                | DEFINED         | 17    |  |
|                              |                |  | -----           | -----           |                   |                 |       |  |
|                              |                |  | 240             | 5850            |                   |                 |       |  |

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|                    |     |           |      |        |    |         |    |
|--------------------|-----|-----------|------|--------|----|---------|----|
| KANEB SERVICES LLC | COM | 484173109 | 717  | 36666  | SH | DEFINED | 85 |
|                    |     |           | 717  | 36666  |    |         |    |
| KB HOME            | COM | 48666K109 | 3145 | 78440  | SH | DEFINED | 85 |
|                    |     |           | 3145 | 78440  |    |         |    |
| KELLOGG CO         | COM | 487836108 | 1087 | 36128  | SH | DEFINED | 1  |
|                    |     |           | 247  | 8212   | SH | DEFINED | 15 |
|                    |     |           | 3085 | 102508 | SH | DEFINED | 17 |
|                    |     |           | 1911 | 63500  | SH | DEFINED | 85 |
|                    |     |           | 6331 | 210348 |    |         |    |
| KENSEY NASH CORP   | COM | 490057106 | 18   | 1000   | SH | DEFINED | 17 |
|                    |     |           | 1440 | 80000  | SH | DEFINED | 85 |
|                    |     |           | 1458 | 81000  |    |         |    |
| KERR MCGEE CORP    | COM | 492386107 | 20   | 361    | SH | DEFINED | 1  |
|                    |     |           | 20   | 369    | SH | DEFINED | 15 |
|                    |     |           | 178  | 3247   | SH | DEFINED | 17 |
|                    |     |           | 963  | 17573  | SH | DEFINED | 85 |
|                    |     |           | 1181 | 21550  |    |         |    |

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| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>PRN CALL | INVSTMT<br>DSCRETN | O<br>MA |
|----------------|----------------|-----------|--------------------|--------------------|-------------------------|--------------------|---------|
| KEYCORP NEW    | COM            | 493267108 | 4785               | 196580             | SH                      | DEFINED            | 1       |
|                |                |           | 19                 | 770                | SH                      | DEFINED            | 15      |
|                |                |           | 49                 | 2015               | SH                      | DEFINED            | 12      |
|                |                |           | 5                  | 200                | SH                      | DEFINED            | 5       |
|                |                |           | 157                | 6465               | SH                      | DEFINED            | 17      |
|                |                |           | 1348               | 55400              | SH                      | DEFINED            | 85      |
|                |                |           | 6363               | 261430             |                         |                    |         |
| KEYSPAN CORP   | COM            | 49337W100 | 3                  | 100                | SH                      | DEFINED            | 1       |
|                |                |           | 21                 | 600                | SH                      | DEFINED            | 15      |
|                |                |           | 14                 | 400                | SH                      | DEFINED            | 10      |
|                |                |           | 234                | 6759               | SH                      | DEFINED            | 17      |
|                |                |           | 1105               | 31900              | SH                      | DEFINED            | 85      |
|                |                |           | 1378               | 39759              |                         |                    |         |



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|                               |                |           |       |        |    |         |    |
|-------------------------------|----------------|-----------|-------|--------|----|---------|----|
| KIMBERLY CLARK CORP           | COM            | 494368103 | 9446  | 157959 | SH | DEFINED | 1  |
|                               |                |           | 3422  | 57232  | SH | DEFINED | 15 |
|                               |                |           | 80    | 1337   | SH | DEFINED | 12 |
|                               |                |           | 50    | 835    | SH | DEFINED | 5  |
|                               |                |           | 212   | 3540   | SH | DEFINED | 10 |
|                               |                |           | 2989  | 49982  | SH | DEFINED | 17 |
|                               |                |           | 6311  | 105540 | SH | DEFINED | 85 |
|                               |                |           | ----- | -----  |    |         |    |
|                               |                |           | 22510 | 376425 |    |         |    |
| KINDER MORGAN INC KANS        | COM            | 49455P101 | 42    | 750    | SH | DEFINED | 17 |
|                               |                |           | 496   | 8900   | SH | DEFINED | 85 |
|                               |                |           | ----- | -----  |    |         |    |
|                               |                |           | 537   | 9650   |    |         |    |
| KINDER MORGAN ENERGY PARTNERS | UT LTD PARTNER | 494550106 | 908   | 24000  | SH | DEFINED | 1  |
|                               |                |           | 79    | 2100   | SH | DEFINED | 17 |
|                               |                |           | ----- | -----  |    |         |    |
|                               |                |           | 987   | 26100  |    |         |    |
| KING PHARMACEUTICALS INC      | COM            | 495582108 | 781   | 18540  | SH | DEFINED | 1  |
|                               |                |           | 519   | 12316  | SH | DEFINED | 17 |
|                               |                |           | 2849  | 67633  | SH | DEFINED | 85 |
|                               |                |           | ----- | -----  |    |         |    |
|                               |                |           | 4149  | 98489  |    |         |    |

| PAGE   |       | 82 OF 155      |       | 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   | CALL | DSCRETN | MA      |     |      |         |   |
| KNIGHT RIDDER INC                            | COM   | 499040103      | 52    | 800       | SH  | DEFINED                                       | 1    |         |         |     |      |         |   |
|  |       |                | 370   | 5700      | SH  | DEFINED                                       | 85   |         |         |     |      |         |   |
|  |       |                | ----- | -----     |     |   |      |         |         |     |      |         |   |
|  |       |                | 422   | 6500      |     |   |      |         |         |     |      |         |   |
| KOHLS CORP                                   | COM   | 500255104      | 16468 | 233789    | SH  | DEFINED                                       | 1    |         |         |     |      |         |   |
|  |       |                | 347   | 4920      | SH  | DEFINED                                       | 15   |         |         |     |      |         |   |
|  |       |                | 296   | 4200      | SH  | DEFINED                                       | 12   |         |         |     |      |         |   |
|  |       |                | 79    | 1115      | SH  | DEFINED                                       | 5    |         |         |     |      |         |   |
|  |       |                | 57    | 810       | SH  | DEFINED                                       | 10   |         |         |     |      |         |   |
|  |       |                | 4188  | 59459     | SH  | DEFINED                                       | 17   |         |         |     |      |         |   |
|  |       |                | 21481 | 304950    | SH  | DEFINED                                       | 85   |         |         |     |      |         |   |
| -----  | ----- |                |       |           |     |   |      |         |         |     |      |         |   |
|  |       |                | 42915 | 609243    |     |   |      |         |         |     |      |         |   |
| KONINKLIJKE PHILIPS ELECTRS NV NY REG SH NEW |       | 500472303      | 391   | 13440     | SH  | DEFINED                                       | 1    |         |         |     |      |         |   |
|  |       |                | 114   | 3922      | SH  | DEFINED                                       | 17   |         |         |     |      |         |   |
|  |       |                | ----- | -----     |     |   |      |         |         |     |      |         |   |
|  |       |                | 505   | 17362     |     |   |      |         |         |     |      |         |   |
| KOPIN CORP                                   | COM   | 500600101      | 17    | 1200      | SH  | DEFINED                                       | 1    |         |         |     |      |         |   |
|  |       |                | 2100  | 150000    | SH  | DEFINED                                       | 85   |         |         |     |      |         |   |
|  |       |                | ----- | -----     |     |   |      |         |         |     |      |         |   |

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|                          |     |           |       |         |    |         |    |
|--------------------------|-----|-----------|-------|---------|----|---------|----|
|                          |     |           | 2117  | 151200  |    |         |    |
| KROGER CO                | COM | 501044101 | 13163 | 630726  | SH | DEFINED | 1  |
|                          |     |           | 1652  | 79158   | SH | DEFINED | 15 |
|                          |     |           | 2090  | 100142  | SH | DEFINED | 12 |
|                          |     |           | 1139  | 54592   | SH | DEFINED | 5  |
|                          |     |           | 706   | 33815   | SH | DEFINED | 10 |
|                          |     |           | 1125  | 53922   | SH | DEFINED | 17 |
|                          |     |           | 2669  | 127900  | SH | DEFINED | 85 |
|                          |     |           | ----- | -----   |    |         |    |
|                          |     |           | 22545 | 1080255 |    |         |    |
| KULICKE & SOFFA INDS INC | COM | 501242101 | 2573  | 150000  | SH | DEFINED | 85 |
|                          |     |           | ----- | -----   |    |         |    |
|                          |     |           | 2573  | 150000  |    |         |    |
| LSI LOGIC CORP           | COM | 502161102 | 9     | 600     | SH | DEFINED | 15 |
|                          |     |           | 125   | 7950    | SH | DEFINED | 17 |
|                          |     |           | 443   | 28100   | SH | DEFINED | 85 |
|                          |     |           | ----- | -----   |    |         |    |
|                          |     |           | 578   | 36650   |    |         |    |

|                              |                |           |  | FORM 13F        |               |                 |    |  |  |
|------------------------------|----------------|-----------|--|-----------------|---------------|-----------------|----|--|--|
| PAGE                         | 83 OF          | 155       | 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 | MA |  |  |
| LTX CORP                     | COM            | 502392103 | 2  | 100             | SH            | DEFINED         | 15 |  |  |
|                              |                |           | 3665   | 175000          | SH            | DEFINED         | 85 |  |  |
|                              |                |           | -----  | -----           |               |                 |    |  |  |
|                              |                |           | 3667   | 175100          |               |                 |    |  |  |
| L-3 COMMUNICATIONS HLDGS INC | COM            | 502424104 | 698  | 7755            | SH            | DEFINED         | 1  |  |  |
|                              |                |           | 3870   | 43000           | SH            | DEFINED         | 85 |  |  |
|                              |                |           | -----  | -----           |               |                 |    |  |  |
|                              |                |           | 4568   | 50755           |               |                 |    |  |  |
| LA Z BOY INC                 | COM            | 505336107 | 131  | 6000            | SH            | DEFINED         | 1  |  |  |
|                              |                |           | 7801   | 357509          | SH            | DEFINED         | 17 |  |  |
|                              |                |           | 2728   | 125000          | SH            | DEFINED         | 85 |  |  |
|                              |                |           | -----  | -----           |               |                 |    |  |  |
|                              |                |           | 10659  | 488509          |               |                 |    |  |  |
| LACLEDE GROUP INC            | COM            | 505597104 | 47   | 1980            | SH            | DEFINED         | 1  |  |  |
|                              |                |           | 10   | 400             | SH            | DEFINED         | 17 |  |  |
|                              |                |           | 956  | 40000           | SH            | DEFINED         | 85 |  |  |
|                              |                |           | -----  | -----           |               |                 |    |  |  |
|                              |                |           | 1013   | 42380           |               |                 |    |  |  |
| LAM RESEARCH CORP            | COM            | 512807108 | 19   | 800             | SH            | DEFINED         | 1  |  |  |
|                              |                |           | 2322   | 100000          | SH            | DEFINED         | 85 |  |  |
|                              |                |           | -----  | -----           |               |                 |    |  |  |
|                              |                |           | 2341   | 100800          |               |                 |    |  |  |

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|                        |     |           |       |        |    |         |    |
|------------------------|-----|-----------|-------|--------|----|---------|----|
| LAZARE KAPLAN INTL INC | COM | 521078105 | 1011  | 149500 | SH | DEFINED | 85 |
|                        |     |           | ----- | -----  |    |         |    |
|                        |     |           | 1011  | 149500 |    |         |    |
| LEAP WIRELESS INTL INC | COM | 521863100 | 1     | 25     | SH | DEFINED | 1  |
|                        |     |           | 43    | 2050   | SH | DEFINED | 10 |
|                        |     |           | 2     | 100    | SH | DEFINED | 17 |
|                        |     |           | 1049  | 50000  | SH | DEFINED | 85 |
|                        |     |           | ----- | -----  |    |         |    |
|                        |     |           | 1094  | 52175  |    |         |    |
| LEGGETT & PLATT INC    | COM | 524660107 | 592   | 25718  | SH | DEFINED | 1  |
|                        |     |           | 55    | 2384   | SH | DEFINED | 17 |
|                        |     |           | 354   | 15400  | SH | DEFINED | 85 |
|                        |     |           | ----- | -----  |    |         |    |
|                        |     |           | 1001  | 43502  |    |         |    |

|                            |                | FORM 13F                                      |                    |                    |                     |                    |       |       |       |
|----------------------------|----------------|---|--------------------|--------------------|---------------------|--------------------|-------|-------|-------|
| PAGE 84 OF 155             |                | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                     |                    |       |       |       |
| NAME OF ISSUER             | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN |       |       |       |
|                            |                |   | -----              | -----              | -----               | -----              | ----- | ----- | ----- |
| LEHMAN BROS HLDGS INC      | COM            | 524908100                                     | 811                | 12138              | SH                  | DEFINED            | 1     |       |       |
|                            |                |   | 111                | 1660               | SH                  | DEFINED            | 15    |       |       |
|                            |                |   | 6                  | 90                 | SH                  | DEFINED            | 12    |       |       |
|                            |                |   | 17                 | 250                | SH                  | DEFINED            | 10    |       |       |
|                            |                |   | 170                | 2540               | SH                  | DEFINED            | 17    |       |       |
|                            |                |   | 1276               | 19100              | SH                  | DEFINED            | 85    |       |       |
|                            |                |   | -----              | -----              |                     |                    |       |       |       |
|                            |                |   | 2390               | 35778              |                     |                    |       |       |       |
| LEITCH TECHNOLOGY CORP     | COM            | 52543H107                                     | 304                | 40741              | SH                  | DEFINED            | 5     |       |       |
|                            |                |   | -----              | -----              |                     |                    |       |       |       |
|                            |                |   | 304                | 40741              |                     |                    |       |       |       |
| LESCO INC OHIO             | COM            | 526872106                                     | 266                | 30885              | SH                  | DEFINED            | 85    |       |       |
|                            |                |   | -----              | -----              |                     |                    |       |       |       |
|                            |                |   | 266                | 30885              |                     |                    |       |       |       |
| LEXMARK INTL NEW           | CL A           | 529771107                                     | 60                 | 1010               | SH                  | DEFINED            | 1     |       |       |
|                            |                |   | 94                 | 1600               | SH                  | DEFINED            | 15    |       |       |
|                            |                |   | 68                 | 1150               | SH                  | DEFINED            | 12    |       |       |
|                            |                |   | 89                 | 1500               | SH                  | DEFINED            | 5     |       |       |
|                            |                |   | 106                | 1790               | SH                  | DEFINED            | 10    |       |       |
|                            |                |   | 189                | 3200               | SH                  | DEFINED            | 17    |       |       |
|                            |                |   | 2202               | 37325              | SH                  | DEFINED            | 85    |       |       |
|                            |                |   | -----              | -----              |                     |                    |       |       |       |
|                            |                |   | 2807               | 47575              |                     |                    |       |       |       |
| LIGAND PHARMACEUTICALS INC | CL B           | 53220K207                                     | 3133               | 175000             | SH                  | DEFINED            | 85    |       |       |
|                            |                |   | -----              | -----              |                     |                    |       |       |       |
|                            |                |   | 3133               | 175000             |                     |                    |       |       |       |

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|                 |     |           |       |        |    |         |    |
|-----------------|-----|-----------|-------|--------|----|---------|----|
| LIGHTBRIDGE INC | COM | 532226107 | 1215  | 100000 | SH | DEFINED | 85 |
|                 |     |           | ----- | -----  |    |         |    |
|                 |     |           | 1215  | 100000 |    |         |    |
| LILLY ELI & CO  | COM | 532457108 | 31178 | 396969 | SH | DEFINED | 1  |
|                 |     |           | 8906  | 113392 | SH | DEFINED | 15 |
|                 |     |           | 579   | 7378   | SH | DEFINED | 12 |
|                 |     |           | 462   | 5888   | SH | DEFINED | 5  |
|                 |     |           | 292   | 3720   | SH | DEFINED | 10 |
|                 |     |           | 8673  | 110422 | SH | DEFINED | 17 |
|                 |     |           | 13949 | 177600 | SH | DEFINED | 85 |
|                 |     |           | ----- | -----  |    |         |    |
|                 |     |           | 64039 | 815369 |    |         |    |

|                        |                | FORM 13F                                       |                 |                 |               |                 |       |  |
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| NAME OF ISSUER         | TITLE OF CLASS | CUSIP  | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ CALL | INVSTMT DSCRETN | O MA  |  |
|                        |                |  | -----           | -----           | -----         | -----           | ----- |  |
| LIMITED INC            | COM            | 532716107                                      | 379             | 25774           | SH            | DEFINED         | 1     |  |
|                        |                |  | 181             | 12282           | SH            | DEFINED         | 17    |  |
|                        |                |  | 1126            | 76506           | SH            | DEFINED         | 85    |  |
|                        |                |  | -----           | -----           |               |                 |       |  |
|                        |                |  | 1686            | 114562          |               |                 |       |  |
| LINCOLN ELEC HLDGS INC | COM            | 533900106                                      | 229             | 9390            | SH            | DEFINED         | 17    |  |
|                        |                |  | -----           | -----           |               |                 |       |  |
|                        |                |  | 229             | 9390            |               |                 |       |  |
| LINCOLN NATL CORP IND  | COM            | 534187109                                      | 1898            | 39078           | SH            | DEFINED         | 1     |  |
|                        |                |  | 105             | 2160            | SH            | DEFINED         | 15    |  |
|                        |                |  | 97              | 2000            | SH            | DEFINED         | 12    |  |
|                        |                |  | 3343            | 68829           | SH            | DEFINED         | 17    |  |
|                        |                |  | 1365            | 28100           | SH            | DEFINED         | 85    |  |
|                        |                |  | -----           | -----           |               |                 |       |  |
|                        |                |  | 6808            | 140167          |               |                 |       |  |
| LINEAR TECHNOLOGY CORP | COM            | 535678106                                      | 9               | 230             | SH            | DEFINED         | 1     |  |
|                        |                |  | 1493            | 38255           | SH            | DEFINED         | 17    |  |
|                        |                |  | 1944            | 49800           | SH            | DEFINED         | 85    |  |
|                        |                |  | -----           | -----           |               |                 |       |  |
|                        |                |  | 3447            | 88285           |               |                 |       |  |
| LINENS N THINGS INC    | COM            | 535679104                                      | 51              | 2000            | SH            | DEFINED         | 15    |  |
|                        |                |  | 3188            | 125000          | SH            | DEFINED         | 85    |  |
|                        |                |  | -----           | -----           |               |                 |       |  |
|                        |                |  | 3239            | 127000          |               |                 |       |  |
| LIZ CLAIBORNE INC      | COM            | 539320101                                      | 77              | 1550            | SH            | DEFINED         | 1     |  |
|                        |                |  | 14              | 280             | SH            | DEFINED         | 15    |  |
|                        |                |  | 132             | 2650            | SH            | DEFINED         | 17    |  |
|                        |                |  | 204             | 4100            | SH            | DEFINED         | 85    |  |

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|                      |     | -----     |       | -----  |    |         |    |
|----------------------|-----|-----------|-------|--------|----|---------|----|
|                      |     | 427       | 8580  |        |    |         |    |
| LOCKHEED MARTIN CORP | COM | 539830109 | 565   | 12100  | SH | DEFINED | 1  |
|                      |     |           | 7     | 146    | SH | DEFINED | 15 |
|                      |     |           | 22    | 464    | SH | DEFINED | 5  |
|                      |     |           | 1994  | 42732  | SH | DEFINED | 17 |
|                      |     |           | 2424  | 51938  | SH | DEFINED | 85 |
|                      |     |           | ----- |        |    |         |    |
|                      |     |           | 5011  | 107380 |    |         |    |

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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 |  |
| -----                      |                |           |                 |                 |                   |  |    |    |  |
| LOEWS CORP                 | COM            | 540424108 | 310             | 5600            | SH                | DEFINED  | 1  |    |  |
|                            |                |           | 515             | 9300            | SH                | DEFINED  | 17 |    |  |
|                            |                |           | 847             | 15300           | SH                | DEFINED  | 85 |    |  |
|                            |                |           | -----           |                 |                   |  |    |    |  |
|                            |                |           | 1672            | 30200           |                   |  |    |    |  |
| LONDON PAC GROUP LTD       | SPONSORED ADR  | 542073101 | 99              | 25000           | SH                | DEFINED  | 1  |    |  |
|                            |                |           | -----           |                 |                   |  |    |    |  |
|                            |                |           | 99              | 25000           |                   |  |    |    |  |
| LONE STAR TECHNOLOGIES INC | COM            | 542312103 | 1320            | 75000           | SH                | DEFINED  | 85 |    |  |
|                            |                |           | -----           |                 |                   |  |    |    |  |
|                            |                |           | 1320            | 75000           |                   |  |    |    |  |
| LOUISIANA PAC CORP         | COM            | 546347105 | 7               | 798             | SH                | DEFINED  | 1  |    |  |
|                            |                |           | 18              | 2152            | SH                | DEFINED  | 17 |    |  |
|                            |                |           | 67              | 7900            | SH                | DEFINED  | 85 |    |  |
|                            |                |           | -----           |                 |                   |  |    |    |  |
|                            |                |           | 92              | 10850           |                   |  |    |    |  |
| LOWES COS INC              | COM            | 548661107 | 94025           | 2025963         | SH                | DEFINED  | 1  |    |  |
|                            |                |           | 5210            | 112254          | SH                | DEFINED  | 15 |    |  |
|                            |                |           | 5488            | 118251          | SH                | DEFINED  | 12 |    |  |
|                            |                |           | 232             | 4995            | SH                | DEFINED  | 5  |    |  |
|                            |                |           | 2520            | 54300           | SH                | DEFINED  | 10 |    |  |
|                            |                |           | 2318            | 49952           | SH                | DEFINED  | 17 |    |  |
|                            |                |           | 62997           | 1357400         | SH                | DEFINED  | 85 |    |  |
|                            |                |           | -----           |                 |                   |  |    |    |  |
|                            |                |           | 172790          | 3723115         |                   |  |    |    |  |
| LUBRIZOL CORP              | COM            | 549271104 | 225             | 6400            | SH                | DEFINED  | 1  |    |  |
|                            |                |           | 33              | 950             | SH                | DEFINED  | 17 |    |  |
|                            |                |           | -----           |                 |                   |  |    |    |  |
|                            |                |           | 258             | 7350            |                   |  |    |    |  |
| LUCENT TECHNOLOGIES INC    | COM            | 549463107 | 1350            | 214250          | SH                | DEFINED  | 1  |    |  |
|                            |                |           | 409             | 64993           | SH                | DEFINED  | 15 |    |  |
|                            |                |           | 81              | 12890           | SH                | DEFINED  | 12 |    |  |

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|       |        |    |         |    |
|-------|--------|----|---------|----|
| 499   | 79243  | SH | DEFINED | 5  |
| 32    | 5062   | SH | DEFINED | 10 |
| 1179  | 187144 | SH | DEFINED | 17 |
| 2271  | 360537 | SH | DEFINED | 85 |
| ----- |        |    |         |    |
| 5822  | 924119 |    |         |    |

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|---------------------|----------------|--|--------------------|--------------------|---------------------|--------------------|----|--|--|
|                     |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                     |                    |    |  |  |
| NAME OF ISSUER      | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN |    |  |  |
| -----               |                |  |                    |                    |                     |                    |    |  |  |
| MAF BANCORP INC     | COM            | 55261R108                                      | 149                | 5063               | SH                  | DEFINED            | 17 |  |  |
|                     |                |  | 2950               | 100000             | SH                  | DEFINED            | 85 |  |  |
|                     |                |  | -----              |                    |                     |                    |    |  |  |
|                     |                |  | 3099               | 105063             |                     |                    |    |  |  |
| MBIA INC            | COM            | 55262C100                                      | 719                | 13410              | SH                  | DEFINED            | 1  |  |  |
|                     |                |  | 330                | 6150               | SH                  | DEFINED            | 15 |  |  |
|                     |                |  | 248                | 4625               | SH                  | DEFINED            | 17 |  |  |
|                     |                |  | 1121               | 20900              | SH                  | DEFINED            | 85 |  |  |
|                     |                |  | -----              |                    |                     |                    |    |  |  |
|                     |                |  | 2418               | 45085              |                     |                    |    |  |  |
| MBNA CORP           | COM            | 55262L100                                      | 801                | 22758              | SH                  | DEFINED            | 1  |  |  |
|                     |                |  | 40                 | 1135               | SH                  | DEFINED            | 15 |  |  |
|                     |                |  | 11                 | 300                | SH                  | DEFINED            | 5  |  |  |
|                     |                |  | 1739               | 49408              | SH                  | DEFINED            | 17 |  |  |
|                     |                |  | 4756               | 135105             | SH                  | DEFINED            | 85 |  |  |
| -----               |                |  |                    |                    |                     |                    |    |  |  |
|                     |                |  | 7346               | 208706             |                     |                    |    |  |  |
| MFS INTER INCOME TR | SH BEN INT     | 55273C107                                      | 29                 | 4340               | SH                  | DEFINED            | 1  |  |  |
|                     |                |  | 3                  | 500                | SH                  | DEFINED            | 17 |  |  |
|                     |                |  | 1268               | 189000             | SH                  | DEFINED            | 85 |  |  |
|                     |                |  | -----              |                    |                     |                    |    |  |  |
|                     |                |  | 1301               | 193840             |                     |                    |    |  |  |
| MFS MUN INCOME TR   | SH BEN INT     | 552738106                                      | 29                 | 3800               | SH                  | DEFINED            | 1  |  |  |
|                     |                |  | 34                 | 4500               | SH                  | DEFINED            | 12 |  |  |
|                     |                |  | 38                 | 5000               | SH                  | DEFINED            | 17 |  |  |
|                     |                |  | -----              |                    |                     |                    |    |  |  |
|                     |                |  | 101                | 13300              |                     |                    |    |  |  |
| MGIC INVT CORP WIS  | COM            | 552848103                                      | 546                | 8850               | SH                  | DEFINED            | 1  |  |  |
|                     |                |  | 25                 | 400                | SH                  | DEFINED            | 15 |  |  |
|                     |                |  | 105                | 1700               | SH                  | DEFINED            | 12 |  |  |
|                     |                |  | 382                | 6195               | SH                  | DEFINED            | 17 |  |  |
|                     |                |  | 1487               | 24100              | SH                  | DEFINED            | 85 |  |  |
| -----               |                |  |                    |                    |                     |                    |    |  |  |
|                     |                |  | 2546               | 41245              |                     |                    |    |  |  |
| MGI PHARMA INC      | COM            | 552880106                                      | 2                  | 100                | SH                  | DEFINED            | 1  |  |  |
|                     |                |  | 764                | 50000              | SH                  | DEFINED            | 85 |  |  |

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766 50100

FORM

13F

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BANCORP

NAME OF REPORTING MANAGER:FIFTH THIRD

| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |
|-------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| MFS GOVT MKTS INCOME TR | SH BEN INT     | 552939100 | 21                 | 3300               | SH              |                 | DEFINED | 1       |
|                         |                |           | 3                  | 500                | SH              |                 | DEFINED | 15      |
|                         |                |           | 16                 | 2500               | SH              |                 | DEFINED | 17      |
|                         |                |           | 1282               | 197600             | SH              |                 | DEFINED | 85      |
|                         |                |           | -----              | -----              |                 |                 |         |         |
|                         |                |           | 1323               | 203900             |                 |                 |         |         |
| MKS INSTRUMENT INC      | COM            | 55306N104 | 2027               | 75000              | SH              |                 | DEFINED | 85      |
|                         |                |           | -----              | -----              |                 |                 |         |         |
|                         |                |           | 2027               | 75000              |                 |                 |         |         |
| MSC SOFTWARE CORP       | COM            | 553531104 | 1950               | 125000             | SH              |                 | DEFINED | 85      |
|                         |                |           | -----              | -----              |                 |                 |         |         |
|                         |                |           | 1950               | 125000             |                 |                 |         |         |
| MACROVISION CORP        | COM            | 555904101 | 11                 | 300                | SH              |                 | DEFINED | 1       |
|                         |                |           | 969                | 27500              | H               |                 | DEFINED | 85      |
|                         |                |           | -----              | -----              |                 |                 |         |         |
|                         |                |           | 979                | 27800              |                 |                 |         |         |
| MALAYSIA FD INC         | COM            | 560905101 | 397                | 101200             | SH              |                 | DEFINED | 85      |
|                         |                |           | -----              | -----              |                 |                 |         |         |
|                         |                |           | 397                | 101200             |                 |                 |         |         |
| MANITOWOC INC           | COM            | 563571108 | 3110               | 100000             | SH              |                 | DEFINED | 85      |
|                         |                |           | -----              | -----              |                 |                 |         |         |
|                         |                |           | 3110               | 100000             |                 |                 |         |         |
| MANOR CARE INC NEW      | COM            | 564055101 | 102                | 4300               | SH              |                 | DEFINED | 1       |
|                         |                |           | 192                | 8100               | SH              |                 | DEFINED | 85      |
|                         |                |           | -----              | -----              |                 |                 |         |         |
|                         |                |           | 294                | 12400              |                 |                 |         |         |
| MANULIFE FINL CORP      | COM            | 56501R106 | 1028               | 39433              | SH              |                 | DEFINED | 1       |
|                         |                |           | 159                | 6104               | SH              |                 | DEFINED | 15      |
|                         |                |           | 153                | 5853               | SH              |                 | DEFINED | 5       |
|                         |                |           | 567                | 21765              | SH              |                 | DEFINED | 17      |
|                         |                |           | -----              | -----              |                 |                 |         |         |
|                         |                |           | 1906               | 73155              |                 |                 |         |         |

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|                          |                |           | FORM 13F                                      |                    |                 |                 |         |         |  |
|--------------------------|----------------|-----------|---|--------------------|-----------------|-----------------|---------|---------|--|
| PAGE                     | 89 OF          | 155       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |                 |         |         |  |
| NAME OF ISSUER           | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |  |
| MARSH & MCLENNAN COS INC | COM            | 571748102 | 116405  | 1083337            | SH              |                 | DEFINED | 1       |  |
|                          |                |           | 2435  | 22663              | SH              |                 | DEFINED | 15      |  |
|                          |                |           | 3856  | 35884              | SH              |                 | DEFINED | 12      |  |
|                          |                |           | 190   | 1770               | SH              |                 | DEFINED | 5       |  |
|                          |                |           | 565   | 5260               | SH              |                 | DEFINED | 10      |  |
|                          |                |           | 7959  | 74074              | SH              |                 | DEFINED | 17      |  |
|                          |                |           | 63863   | 594350             | SH              |                 | DEFINED | 85      |  |
|                          |                |           | -----   | -----              |                 |                 |         |         |  |
|                          |                |           | 195273  | 1817338            |                 |                 |         |         |  |
| MARSHALL & ILSLEY CORP   | COM            | 571834100 | 63  | 1000               | SH              |                 | DEFINED | 1       |  |
|                          |                |           | 177   | 2800               | SH              |                 | DEFINED | 15      |  |
|                          |                |           | 6   | 100                | SH              |                 | DEFINED | 10      |  |
|                          |                |           | 407   | 6439               | SH              |                 | DEFINED | 17      |  |
|                          |                |           | -----   | -----              |                 |                 |         |         |  |
|                          |                |           | 654   | 10339              |                 |                 |         |         |  |
| MARRIOTT INTL INC NEW    | CL A           | 571903202 | 98  | 2400               | SH              |                 | DEFINED | 1       |  |
|                          |                |           | 80  | 1975               | SH              |                 | DEFINED | 15      |  |
|                          |                |           | 323   | 7954               | SH              |                 | DEFINED | 17      |  |
|                          |                |           | 1577  | 38800              | SH              |                 | DEFINED | 85      |  |
|                          |                |           | -----   | -----              |                 |                 |         |         |  |
|                          |                |           | 2078  | 51129              |                 |                 |         |         |  |
| MASCO CORP               | COM            | 574599106 | 76  | 3100               | SH              |                 | DEFINED | 1       |  |
|                          |                |           | 600   | 24475              | SH              |                 | DEFINED | 17      |  |
|                          |                |           | 875   | 35700              | SH              |                 | DEFINED | 85      |  |
|                          |                |           | -----   | -----              |                 |                 |         |         |  |
|                          |                |           | 1550  | 63275              |                 |                 |         |         |  |
| MASTEC INC               | COM            | 576323109 | 695   | 100000             | SH              |                 | DEFINED | 85      |  |
|                          |                |           |   |                    |                 | -----           | -----   |         |  |
|                          |                |           | 695   | 100000             |                 |                 |         |         |  |
| MATTEL INC               | COM            | 577081102 | 55  | 3185               | SH              |                 | DEFINED | 1       |  |
|                          |                |           | 41  | 2396               | SH              |                 | DEFINED | 15      |  |
|                          |                |           | 9   | 500                | SH              |                 | DEFINED | 12      |  |
|                          |                |           | 3   | 200                | SH              |                 | DEFINED | 5       |  |
|                          |                |           | 206   | 11951              | SH              |                 | DEFINED | 17      |  |
|                          |                |           | -----   | -----              |                 |                 |         |         |  |
|                          |                |           | 952   | 55347              | SH              |                 | DEFINED | 85      |  |
|                          |                |           | -----   | -----              |                 |                 |         |         |  |
|                          |                |           | 1266  | 73579              |                 |                 |         |         |  |

|                |                |       | FORM 13F                                      |                    |                 |                 |         |         |  |
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| PAGE           | 90 OF          | 155   | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |                 |         |         |  |
| NAME OF ISSUER | TITLE OF CLASS | CUSIP | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |  |



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| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | (X\$1000) | PRN    | AMT | PRN CALL | DSCRETN | MA |
|----------------------------|----------------|-----------|-----------|--------|-----|----------|---------|----|
| MAXIM INTEGRATED PRODS INC | COM            | 57772K101 | 22731     | 432887 | SH  |          | DEFINED | 1  |
|                            |                |           | 963       | 18330  | SH  |          | DEFINED | 15 |
|                            |                |           | 2084      | 39695  | SH  |          | DEFINED | 12 |
|                            |                |           | 48        | 910    | SH  |          | DEFINED | 5  |
|                            |                |           | 26        | 500    | SH  |          | DEFINED | 10 |
|                            |                |           | 762       | 14515  | SH  |          | DEFINED | 17 |
|                            |                |           | 21608     | 411500 | SH  |          | DEFINED | 85 |
|                            |                |           | 48222     | 918337 |     |          |         |    |
| MAY DEPT STORES CO         | COM            | 577778103 | 1111      | 30042  | SH  |          | DEFINED | 1  |
|                            |                |           | 38        | 1032   | SH  |          | DEFINED | 15 |
|                            |                |           | 342       | 9245   | SH  |          | DEFINED | 17 |
|                            |                |           | 1638      | 44300  | SH  |          | DEFINED | 85 |
|                            |                |           | 3129      | 84619  |     |          |         |    |
| MAXIMUS INC                | COM            | 577933104 | 3155      | 75000  | SH  |          | DEFINED | 85 |
|                            |                |           |           |        |     | 3155     | 75000   |    |
| MAYTAG CORP                | COM            | 578592107 | 382       | 12300  | SH  |          | DEFINED | 1  |
|                            |                |           | 6         | 200    | SH  |          | DEFINED | 15 |
|                            |                |           | 56        | 1815   | SH  |          | DEFINED | 17 |
|                            |                |           | 186       | 6000   | SH  |          | DEFINED | 85 |
|                            |                |           | 630       | 20315  |     |          |         |    |
| MCCORMICK & CO INC         | COM NON VTG    | 579780206 | 100       | 2394   | SH  |          | DEFINED | 1  |
|                            |                |           | 126       | 3000   | SH  |          | DEFINED | 15 |
|                            |                |           | 2         | 46     | SH  |          | DEFINED | 17 |
|                            |                |           |           |        |     | 228      | 5440    |    |
| MCDONALDS CORP             | COM            | 580135101 | 13219     | 499396 | SH  |          | DEFINED | 1  |
|                            |                |           | 1449      | 54740  | SH  |          | DEFINED | 15 |
|                            |                |           | 673       | 25408  | SH  |          | DEFINED | 12 |
|                            |                |           | 75        | 2850   | SH  |          | DEFINED | 10 |
|                            |                |           | 2997      | 113209 | SH  |          | DEFINED | 17 |
|                            |                |           | 5614      | 212100 | SH  |          | DEFINED | 85 |
|                            |                |           | 24027     | 907703 |     |          |         |    |

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|---------------------|----------------|-----------|-----------------|-----------------|-------------------|--|---------|----|--|
| NAME OF ISSUER      | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT  | DSCRETN | MA |  |
| MCGRAW HILL COS INC | COM            | 580645109 | 3071            | 50363           | SH                |  | DEFINED | 1  |  |
|                     |                |           | 506             | 8297            | SH                |  | DEFINED | 15 |  |
|                     |                |           | 788             | 12915           | SH                |  | DEFINED | 17 |  |
|                     |                |           | 1793            | 29400           | SH                |  | DEFINED | 85 |  |

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|                             |          |           |       |         |    |            |
|-----------------------------|----------|-----------|-------|---------|----|------------|
|                             |          |           | 6157  | 100975  |    |            |
| MCKESSON CORP               | COM      | 58155Q103 | 192   | 5125    | SH | DEFINED 1  |
|                             |          |           | 9     | 236     | SH | DEFINED 15 |
|                             |          |           | 75    | 2000    | SH | DEFINED 12 |
|                             |          |           | 400   | 10694   | SH | DEFINED 17 |
|                             |          |           | 1396  | 37327   | SH | DEFINED 85 |
|                             |          |           | 2071  | 55382   |    |            |
| MCLEODUSA INC               | CL A     | 582266102 | 815   | 2203000 | SH | DEFINED 17 |
|                             |          |           | 815   | 2203000 |    |            |
| MEAD CORP                   | COM      | 582834107 | 1233  | 39924   | SH | DEFINED 1  |
|                             |          |           | 25    | 800     | SH | DEFINED 12 |
|                             |          |           | 218   | 7065    | SH | DEFINED 17 |
|                             |          |           | 238   | 7700    | SH | DEFINED 85 |
|                             |          |           | 1714  | 55489   |    |            |
| MEDIA 100 INC               | COM      | 58440W105 | 266   | 178781  | SH | DEFINED 85 |
|                             |          |           | 266   | 178781  |    |            |
| MEDICIS PHARMACEUTICAL CORP | CL A NEW | 584690309 | 194   | 3000    | SH | DEFINED 17 |
|                             |          |           | 8074  | 125000  | SH | DEFINED 85 |
|                             |          |           | 8268  | 128000  |    |            |
| MEDIMMUNE INC               | COM      | 584699102 | 16902 | 364657  | SH | DEFINED 1  |
|                             |          |           | 1926  | 41554   | SH | DEFINED 15 |
|                             |          |           | 1059  | 22855   | SH | DEFINED 12 |
|                             |          |           | 84    | 1805    | SH | DEFINED 5  |
|                             |          |           | 42    | 903     | SH | DEFINED 10 |
|                             |          |           | 136   | 2930    | SH | DEFINED 17 |
|                             |          |           | 15199 | 327925  | SH | DEFINED 85 |
|                             |          |           | 35348 | 762629  |    |            |

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|----------------|-----|----------------|-------|-----------|-----|--|-----|-------|---------|-----|------|---------|---|
| NAME OF ISSUER |     | TITLE OF CLASS | CUSIP | (X\$1000) | PRN | AMT  | PRN | CALL  | DSCRETN | MA  |      |         |   |
| MEDTRONIC INC  | COM | 585055106      | 62514 | 1220740   | SH  | DEFINED 1                                      |     |       |         |     |      |         |   |
|                |     |                | 7741  | 151170    | SH  | DEFINED 15                                     |     |       |         |     |      |         |   |
|                |     |                | 5063  | 98863     | SH  | DEFINED 12                                     |     |       |         |     |      |         |   |
|                |     |                | 2370  | 46275     | SH  | DEFINED 5                                      |     |       |         |     |      |         |   |
|                |     |                | 407   | 7950      | SH  | DEFINED 10                                     |     |       |         |     |      |         |   |
|                |     |                | 7533  | 147107    | SH  | DEFINED 17                                     |     |       |         |     |      |         |   |
|                |     |                | 32252 | 629800    | SH  | DEFINED 85                                     |     |       |         |     |      |         |   |

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|                            |     | 117881    |        | 2301905 |    |         |    |
|----------------------------|-----|-----------|--------|---------|----|---------|----|
| MELLON FINL CORP           | COM | 58551A108 | 78991  | 2099710 | SH | DEFINED | 1  |
|                            |     |           | 908    | 24137   | SH | DEFINED | 15 |
|                            |     |           | 5310   | 141146  | SH | DEFINED | 12 |
|                            |     |           | 148    | 3945    | SH | DEFINED | 5  |
|                            |     |           | 824    | 21900   | SH | DEFINED | 10 |
|                            |     |           | 4690   | 124672  | SH | DEFINED | 17 |
|                            |     |           | 53097  | 1411400 | SH | DEFINED | 85 |
|                            |     |           | -----  | -----   |    |         |    |
|                            |     |           | 143968 | 3826910 |    |         |    |
| MERCANTILE BANKSHARES CORP | COM | 587405101 | 8316   | 193218  | SH | DEFINED | 1  |
|                            |     |           | 71     | 1650    | SH | DEFINED | 17 |
|                            |     |           | -----  | -----   |    |         |    |
|                            |     |           | 8387   | 194868  |    |         |    |
| MERCK & CO INC             | COM | 589331107 | 136228 | 2316804 | SH | DEFINED | 1  |
|                            |     |           | 9340   | 158840  | SH | DEFINED | 15 |
|                            |     |           | 4245   | 72196   | SH | DEFINED | 12 |
|                            |     |           | 329    | 5595    | SH | DEFINED | 5  |
|                            |     |           | 1885   | 32056   | SH | DEFINED | 10 |
|                            |     |           | 19029  | 323630  | SH | DEFINED | 17 |
|                            |     |           | 24775  | 421350  | SH | DEFINED | 85 |
|                            |     |           | -----  | -----   |    |         |    |
|                            |     |           | 195832 | 3330471 |    |         |    |
| MERCURY AIR GROUP INC      | COM | 589354109 | 675    | 135000  | SH | DEFINED | 85 |
|                            |     |           | -----  | -----   |    |         |    |
|                            |     |           | 675    | 135000  |    |         |    |
| MERCURY COMPUTER SYS       | COM | 589378108 | 2073   | 53000   | SH | DEFINED | 85 |
|                            |     |           | -----  | -----   |    |         |    |
|                            |     |           | 2073   | 53000   |    |         |    |

|                                |                |                |  | FORM 13F  |       |         |      |         |         |
|--------------------------------|----------------|----------------|--|-----------|-------|---------|------|---------|---------|
| PAGE                           | 93 OF          | 155            | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |           | VALUE | SHARES/ | SH/  | PUT/    | INVSTMT |
|                                | NAME OF ISSUER | TITLE OF CLASS | CUSIP  | (X\$1000) | PRN   | AMT     | CALL | DSCRETN | MA      |
| -----                          |                |                |  |           |       |         |      |         |         |
| MERCURY INTERACTIVE CORP       | COM            | 589405109      | 7  | 200       | SH    | DEFINED | 1    |         |         |
|                                |                |                | 34   | 1000      | SH    | DEFINED | 17   |         |         |
|                                |                |                | 1916   | 56400     | SH    | DEFINED | 85   |         |         |
|                                |                |                | -----  | -----     |       |         |      |         |         |
|                                |                |                | 1957   | 57600     |       |         |      |         |         |
| MEREDITH CORP                  | COM            | 589433101      | 128  | 3600      | SH    | DEFINED | 1    |         |         |
|                                |                |                | 29   | 800       | SH    | DEFINED | 17   |         |         |
|                                |                |                | 139  | 3900      | SH    | DEFINED | 85   |         |         |
|                                |                |                | -----  | -----     |       |         |      |         |         |
|                                |                |                | 296  | 8300      |       |         |      |         |         |
| MERITAGE HOSPITALITY GROUP INC | COM            | 59000K101      | 243  | 60100     | SH    | DEFINED | 17   |         |         |
|                                |                |                | -----  | -----     |       |         |      |         |         |
|                                |                |                | 243  | 60100     |       |         |      |         |         |

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|                        |      |           |       |        |    |         |       |
|------------------------|------|-----------|-------|--------|----|---------|-------|
| MERRILL LYNCH & CO INC | COM  | 590188108 | 204   | 3910   | SH | DEFINED | 1     |
|                        |      |           | 63    | 1200   | SH | DEFINED | 15    |
|                        |      |           | 9     | 180    | SH | DEFINED | 12    |
|                        |      |           | 1     | 20     | SH | DEFINED | 10    |
|                        |      |           | 1288  | 24707  | SH | DEFINED | 17    |
|                        |      |           | 7047  | 135200 | SH | DEFINED | 85    |
|                        |      |           | ----- | -----  |    |         |       |
|                        |      |           | 8611  | 165217 |    |         |       |
| METHODE ELECTRS INC    | CL A | 591520200 | 18    | 2200   | SH | DEFINED | 17    |
|                        |      |           | 1200  | 150000 | SH | DEFINED | 85    |
|                        |      |           |       |        |    | -----   | ----- |
|                        |      |           | 1218  | 152200 |    |         |       |
| METLIFE INC            | COM  | 59156R108 | 160   | 5066   | SH | DEFINED | 1     |
|                        |      |           | 135   | 4269   | SH | DEFINED | 15    |
|                        |      |           | 3     | 84     | SH | DEFINED | 12    |
|                        |      |           | 12    | 364    | SH | DEFINED | 5     |
|                        |      |           | 642   | 20280  | SH | DEFINED | 17    |
|                        |      |           | 3149  | 99400  | SH | DEFINED | 85    |
|                        |      |           | ----- | -----  |    |         |       |
|                        |      |           | 4101  | 129463 |    |         |       |
| METRIS COS INC         | COM  | 591598107 | 3857  | 150000 | SH | DEFINED | 85    |
|                        |      |           | ----- | -----  |    |         |       |
|                        |      |           | 3857  | 150000 |    |         |       |

| PAGE                     |         | 94 OF 155      |         | 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   | CALL  | DSCRETN | MA      |     |      |         |   |
| -----                    |         |                |         |           |     |   |       |         |         |     |      |         |   |
| MICHAELS STORES INC      | COM     | 594087108      | 7       | 200       | SH  | DEFINED                                       | 17    |         |         |     |      |         |   |
|                          |         |                | 4943    | 150000    | SH  | DEFINED                                       | 85    |         |         |     |      |         |   |
|                          |         |                |         |           |     | -----   | ----- |         |         |     |      |         |   |
|                          |         |                | 4949    | 150200    |     |   |       |         |         |     |      |         |   |
| MICROS SYS INC           | COM     | 594901100      | 5       | 205       | SH  | DEFINED                                       | 17    |         |         |     |      |         |   |
|                          |         |                | 1506    | 60000     | SH  | DEFINED                                       | 85    |         |         |     |      |         |   |
|                          |         |                |         |           |     | -----   | ----- |         |         |     |      |         |   |
|                          |         |                | 1511    | 60205     |     |   |       |         |         |     |      |         |   |
| MICROSOFT CORP           | COM     | 594918104      | 170438  | 2572649   | SH  | DEFINED                                       | 1     |         |         |     |      |         |   |
|                          |         |                | 11139   | 168141    | SH  | DEFINED                                       | 15    |         |         |     |      |         |   |
|                          |         |                | 7587    | 114523    | SH  | DEFINED                                       | 12    |         |         |     |      |         |   |
|                          |         |                | 390     | 5890      | SH  | DEFINED                                       | 5     |         |         |     |      |         |   |
|                          |         |                | 2296    | 34650     | SH  | DEFINED                                       | 10    |         |         |     |      |         |   |
|                          |         |                | 25118   | 379140    | SH  | DEFINED                                       | 17    |         |         |     |      |         |   |
| 113924                   | 1719600 | SH             | DEFINED | 85        |     |   |       |         |         |     |      |         |   |
|                          |         |                | -----   | -----     |     |   |       |         |         |     |      |         |   |
|                          |         |                | 330892  | 4994593   |     |   |       |         |         |     |      |         |   |
| MICROCHIP TECHNOLOGY INC | COM     | 595017104      | 8327    | 214939    | SH  | DEFINED                                       | 1     |         |         |     |      |         |   |
|                          |         |                | 17      | 450       | SH  | DEFINED                                       | 15    |         |         |     |      |         |   |

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|                           |     |           |       |        |    |         |    |
|---------------------------|-----|-----------|-------|--------|----|---------|----|
|                           |     |           | 521   | 13437  | SH | DEFINED | 12 |
|                           |     |           | 49    | 1275   | SH | DEFINED | 10 |
|                           |     |           | 18305 | 472500 | SH | DEFINED | 85 |
|                           |     |           | ----- | -----  |    |         |    |
|                           |     |           | 27219 | 702601 |    |         |    |
| MICROMUSE INC             | COM | 595094103 | 27    | 1800   | SH | DEFINED | 5  |
|                           |     |           | 1500  | 100000 | SH | DEFINED | 85 |
|                           |     |           | ----- | -----  |    |         |    |
|                           |     |           | 1527  | 101800 |    |         |    |
| MICRON TECHNOLOGY INC     | COM | 595112103 | 155   | 5005   | SH | DEFINED | 1  |
|                           |     |           | 389   | 12540  | SH | DEFINED | 17 |
|                           |     |           | 2697  | 87000  | SH | DEFINED | 85 |
|                           |     |           | ----- | -----  |    |         |    |
|                           |     |           | 3241  | 104545 |    |         |    |
| MID ATLANTIC MED SVCS INC | COM | 59523C107 | 4540  | 200000 | SH | DEFINED | 85 |
|                           |     |           | ----- | -----  |    |         |    |
|                           |     |           | 4540  | 200000 |    |         |    |

| PAGE                   |                | 95 OF 155 |                 | FORM 13F        |                  | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |    |
|------------------------|----------------|-----------|-----------------|-----------------|------------------|--|----|
| NAME OF ISSUER         | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT | DSCRETN  | MA |
| MIDCAP SPDR TR         | UNIT SER 1     | 595635103 | 32              | 350             | SH               | DEFINED  | 1  |
|                        |                |           | 130             | 1400            | SH               | DEFINED  | 5  |
|                        |                |           | 842             | 9075            | SH               | DEFINED  | 17 |
|                        |                |           | -----           | -----           |                  |  |    |
|                        |                |           | 1005            | 10825           |                  |  |    |
| MILACRON INC           | COM            | 598709103 | 395             | 25000           | SH               | DEFINED  | 1  |
|                        |                |           | 17              | 1100            | SH               | DEFINED  | 17 |
|                        |                |           | -----           | -----           |                  |  |    |
|                        |                |           | 413             | 26100           |                  |  |    |
| MILLER HERMAN INC      | COM            | 600544100 | 25              | 1040            | SH               | DEFINED  | 15 |
|                        |                |           | 531             | 22456           | SH               | DEFINED  | 17 |
|                        |                |           | -----           | -----           |                  |  |    |
|                        |                |           | 556             | 23496           |                  |  |    |
| MILLIPORE CORP         | COM            | 601073109 | 2               | 35              | SH               | DEFINED  | 15 |
|                        |                |           | 1               | 15              | SH               | DEFINED  | 10 |
|                        |                |           | 9               | 150             | SH               | DEFINED  | 17 |
|                        |                |           | 225             | 3700            | SH               | DEFINED  | 85 |
|                        |                |           | -----           | -----           |                  |  |    |
|                        |                |           | 237             | 3900            |                  |  |    |
| MINNESOTA MNG & MFG CO | COM            | 604059105 | 26640           | 225361          | SH               | DEFINED  | 1  |
|                        |                |           | 5837            | 49376           | SH               | DEFINED  | 15 |
|                        |                |           | 177             | 1500            | SH               | DEFINED  | 12 |
|                        |                |           | 98              | 830             | SH               | DEFINED  | 10 |
|                        |                |           | 4887            | 41343           | SH               | DEFINED  | 17 |

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|             |     |           |       |        |    |         |    |
|-------------|-----|-----------|-------|--------|----|---------|----|
|             |     |           | 6691  | 56600  | SH | DEFINED | 85 |
|             |     |           | ----- | -----  |    |         |    |
|             |     |           | 44330 | 375010 |    |         |    |
| MIRANT CORP | COM | 604675108 | 255   | 15893  | SH | DEFINED | 1  |
|             |     |           | 89    | 5561   | SH | DEFINED | 15 |
|             |     |           | 464   | 28986  | SH | DEFINED | 17 |
|             |     |           | 766   | 47785  | SH | DEFINED | 85 |
|             |     |           | ----- | -----  |    |         |    |
|             |     |           | 1574  | 98225  |    |         |    |
| MOLEX INC   | COM | 608554101 | 608   | 19649  | SH | DEFINED | 1  |
|             |     |           | 19    | 625    | SH | DEFINED | 12 |
|             |     |           | 142   | 4595   | SH | DEFINED | 10 |
|             |     |           | 12    | 396    | SH | DEFINED | 17 |
|             |     |           | 470   | 15175  | SH | DEFINED | 85 |
|             |     |           | ----- | -----  |    |         |    |
|             |     |           | 1252  | 40440  |    |         |    |

|       |                               |                |   | FORM 13F           |                    |                 |              |                    |         |
|-------|-------------------------------|----------------|---|--------------------|--------------------|-----------------|--------------|--------------------|---------|
| PAGE  | 96 OF                         | 155            | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |              |                    |         |
|       | NAME OF ISSUER                | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
| ----- |                               |                |   |                    |                    |                 |              |                    |         |
|       | MONTANA POWER CO              | COM            | 612085100                                     | 39                 | 6744               | SH              |              | DEFINED            | 1       |
|       |                               |                |   | 8                  | 1368               | SH              |              | DEFINED            | 15      |
|       |                               |                |   | 18                 | 3200               | SH              |              | DEFINED            | 17      |
|       |                               |                |   | 920                | 160000             | SH              |              | DEFINED            | 85      |
|       |                               |                |   | -----              | -----              |                 |              |                    |         |
|       |                               |                |   | 985                | 171312             |                 |              |                    |         |
|       | MONY GROUP INC                | COM            | 615337102                                     | 113                | 3283               | SH              |              | DEFINED            | 1       |
|       |                               |                |   | 115                | 3321               | SH              |              | DEFINED            | 17      |
|       |                               |                |   | -----              | -----              |                 |              |                    |         |
|       |                               |                |   | 228                | 6604               |                 |              |                    |         |
|       | MOODYS CORP                   | COM            | 615369105                                     | 680                | 17067              | SH              |              | DEFINED            | 1       |
|       |                               |                |   | 358                | 8973               | SH              |              | DEFINED            | 17      |
|       |                               |                |   | 489                | 12265              | SH              |              | DEFINED            | 85      |
|       |                               |                |   | -----              | -----              |                 |              |                    |         |
|       |                               |                |   | 1527               | 38305              |                 |              |                    |         |
|       | MORGAN STANLEY DEAN WITTER&CO | COM NEW        | 617446448                                     | 1476               | 26386              | SH              |              | DEFINED            | 1       |
|       |                               |                |   | 733                | 13096              | SH              |              | DEFINED            | 15      |
|       |                               |                |   | 56                 | 1000               | SH              |              | DEFINED            | 12      |
|       |                               |                |   | 96                 | 1718               | SH              |              | DEFINED            | 5       |
|       |                               |                |   | 24971              | 446396             | SH              |              | DEFINED            | 17      |
|       |                               |                |   | 10149              | 181432             | SH              |              | DEFINED            | 85      |
|       |                               |                |   | -----              | -----              |                 |              |                    |         |
|       |                               |                |   | 37481              | 670028             |                 |              |                    |         |
|       | MORGAN STANLEY DEAN WITTER    | MUN PREM INCOM | 61745P429                                     | 84                 | 9470               | SH              |              | DEFINED            | 1       |
|       |                               |                |   | 86                 | 9600               | SH              |              | DEFINED            | 10      |
|       |                               |                |   | 5                  | 560                | SH              |              | DEFINED            | 17      |
|       |                               |                |   | -----              | -----              |                 |              |                    |         |

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|                            |                |           |       |       |       |         |    |
|----------------------------|----------------|-----------|-------|-------|-------|---------|----|
|                            |                |           |       | 175   | 19630 |         |    |
| MORGAN STANLEY DEAN WITTER | MUN INC OPP II | 61745P445 | 110   | 13450 | SH    | DEFINED | 1  |
|                            |                |           | 57    | 7000  | SH    | DEFINED | 17 |
|                            |                |           | ----- | ----- |       |         |    |
|                            |                |           | 167   | 20450 |       |         |    |

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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 | O MA |  |
| MOTOROLA INC               | COM            | 620076109 | 3093   | 205951          | SH                        | DEFINED | 1    |  |
|                            |                |           | 774  | 51549           | SH                        | DEFINED | 15   |  |
|                            |                |           | 90   | 5968            | SH                        | DEFINED | 12   |  |
|                            |                |           | 384  | 25540           | SH                        | DEFINED | 5    |  |
|                            |                |           | 172  | 11450           | SH                        | DEFINED | 10   |  |
|                            |                |           | 3313   | 220593          | SH                        | DEFINED | 17   |  |
|                            |                |           | 5025   | 334580          | SH                        | DEFINED | 85   |  |
|                            |                |           | -----  | -----           |                           |         |      |  |
|                            |                |           | 12852  | 855631          |                           |         |      |  |
| MOVADO GROUP INC           | COM            | 624580106 | 338  | 17600           | SH                        | DEFINED | 85   |  |
|                            |                |           | -----  | -----           |                           |         |      |  |
|                            |                |           | 338  | 17600           |                           |         |      |  |
| MUELLER INDS INC           | COM            | 624756102 | 18   | 552             | SH                        | DEFINED | 1    |  |
|                            |                |           | 2700   | 81200           | SH                        | DEFINED | 85   |  |
|                            |                |           | -----  | -----           |                           |         |      |  |
|                            |                |           | 2718   | 81752           |                           |         |      |  |
| MUNIYIELD MICH INSD FD INC | COM            | 62630J106 | 271  | 19728           | SH                        | DEFINED | 1    |  |
|                            |                |           | 135  | 9809            | SH                        | DEFINED | 17   |  |
|                            |                |           | -----  | -----           |                           |         |      |  |
|                            |                |           | 406  | 29537           |                           |         |      |  |
| MUNIYIELD MICH FD INC      | COM            | 626300107 | 300  | 22862           | SH                        | DEFINED | 1    |  |
|                            |                |           | 200  | 15267           | SH                        | DEFINED | 17   |  |
|                            |                |           | -----  | -----           |                           |         |      |  |
|                            |                |           | 500  | 38129           |                           |         |      |  |
| MUNIYIELD QUALITY FD INC   | COM            | 626302103 | 105  | 7650            | SH                        | DEFINED | 15   |  |
|                            |                |           | 105  | 7668            | SH                        | DEFINED | 17   |  |
|                            |                |           | -----  | -----           |                           |         |      |  |
|                            |                |           | 209  | 15318           |                           |         |      |  |
| MYLAN LABS INC             | COM            | 628530107 | 502  | 13390           | SH                        | DEFINED | 1    |  |
|                            |                |           | 38   | 1000            | SH                        | DEFINED | 15   |  |
|                            |                |           | 49   | 1300            | SH                        | DEFINED | 12   |  |
|                            |                |           | 30   | 800             | SH                        | DEFINED | 17   |  |
|                            |                |           | -----  | -----           |                           |         |      |  |
|                            |                |           | 618  | 16490           |                           |         |      |  |
| NCO GROUP INC              | COM            | 628858102 | 9  | 375             | SH                        | DEFINED | 1    |  |
|                            |                |           | 1947   | 85000           | SH                        | DEFINED | 85   |  |

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|                             |                |           | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                 |                 |         |    |  |  |
| NAME OF ISSUER              | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                             | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | MA |  |  |
| NCR CORP NEW                | COM            | 62886E108 | 150  | 4069               | SH              |                 | DEFINED | 1  |  |  |
|                             |                |           | 8  | 213                | SH              |                 | DEFINED | 15 |  |  |
|                             |                |           | 79   | 2132               | SH              |                 | DEFINED | 17 |  |  |
|                             |                |           | 276  | 7500               | SH              |                 | DEFINED | 85 |  |  |
|                             |                |           | 513  | 13914              |                 |                 |         |    |  |  |
| NL INDS INC                 | COM NEW        | 629156407 | 1145   | 75000              | SH              |                 | DEFINED | 85 |  |  |
|                             |                |           | 1145   | 75000              |                 |                 |         |    |  |  |
| NABORS INDS INC             | COM            | 629568106 | 12   | 350                | SH              |                 | DEFINED | 1  |  |  |
|                             |                |           | 1  | 30                 | SH              |                 | DEFINED | 10 |  |  |
|                             |                |           | 24   | 700                | SH              |                 | DEFINED | 17 |  |  |
|                             |                |           | 391  | 11400              | SH              |                 | DEFINED | 85 |  |  |
|                             |                |           | 428  | 12480              |                 |                 |         |    |  |  |
| NANOGEN INC                 | COM            | 630075109 | 289  | 50000              | SH              |                 | DEFINED | 85 |  |  |
|                             |                |           | 289  | 50000              |                 |                 |         |    |  |  |
| NASDAQ 100 TR               | UNIT SER 1     | 631100104 | 274  | 7051               | SH              |                 | DEFINED | 1  |  |  |
|                             |                |           | 18   | 456                | SH              |                 | DEFINED | 12 |  |  |
|                             |                |           | 19   | 480                | SH              |                 | DEFINED | 10 |  |  |
|                             |                |           | 1061   | 27256              | SH              |                 | DEFINED | 17 |  |  |
|                             |                |           | 1371   | 35243              |                 |                 |         |    |  |  |
| NATIONAL CITY CORP          | COM            | 635405103 | 16079  | 549899             | SH              |                 | DEFINED | 1  |  |  |
|                             |                |           | 1048   | 35840              | SH              |                 | DEFINED | 15 |  |  |
|                             |                |           | 12   | 400                | SH              |                 | DEFINED | 12 |  |  |
|                             |                |           | 6  | 200                | SH              |                 | DEFINED | 10 |  |  |
|                             |                |           | 3220   | 110106             | SH              |                 | DEFINED | 17 |  |  |
|                             |                |           | 2348   | 80300              | SH              |                 | DEFINED | 85 |  |  |
|                             |                |           | 22712  | 776745             |                 |                 |         |    |  |  |
| NATIONAL COMMERCE FINL CORP | COM            | 63545P104 | 58289  | 2303918            | SH              |                 | DEFINED | 1  |  |  |
|                             |                |           | 1641   | 64870              | SH              |                 | DEFINED | 15 |  |  |
|                             |                |           | 4446   | 175725             | SH              |                 | DEFINED | 12 |  |  |
|                             |                |           | 301  | 11900              | SH              |                 | DEFINED | 10 |  |  |
|                             |                |           | 1837   | 72596              | SH              |                 | DEFINED | 17 |  |  |
|                             |                |           | 15233  | 602100             | SH              |                 | DEFINED | 85 |  |  |
|                             |                |           | 81747  | 3231109            |                 |                 |         |    |  |  |



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|                             |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                     |                    |    |  |  |
| NAME OF ISSUER              | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN |    |  |  |
| NATIONAL FUEL GAS CO N J    | COM            | 636180101                                      | 359                | 14518              | SH                  | DEFINED            | 1  |  |  |
|                             |                |  | 37                 | 1500               | SH                  | DEFINED            | 5  |  |  |
|                             |                |  | 76                 | 3080               | SH                  | DEFINED            | 17 |  |  |
|                             |                |  | 472                | 19098              |                     |                    |    |  |  |
| NATIONAL SEMICONDUCTOR CORP | COM            | 637640103                                      | 55                 | 1800               | SH                  | DEFINED            | 1  |  |  |
|                             |                |  | 4                  | 120                | SH                  | DEFINED            | 17 |  |  |
|                             |                |  | 416                | 13500              | SH                  | DEFINED            | 85 |  |  |
|                             |                |  | 475                | 15420              |                     |                    |    |  |  |
| NEIMAN MARCUS GROUP INC     | CL A           | 640204202                                      | 1491               | 48000              | SH                  | DEFINED            | 85 |  |  |
|                             |                |  | 1491               | 48000              |                     |                    |    |  |  |
| NEOGEN CORP                 | COM            | 640491106                                      | 185                | 10200              | SH                  | DEFINED            | 17 |  |  |
|                             |                |  | 185                | 10200              |                     |                    |    |  |  |
| NETWORK APPLIANCE INC       | COM            | 64120L104                                      | 123                | 5640               | SH                  | DEFINED            | 1  |  |  |
|                             |                |  | 9                  | 400                | SH                  | DEFINED            | 15 |  |  |
|                             |                |  | 5                  | 250                | SH                  | DEFINED            | 17 |  |  |
|                             |                |  | 1861               | 85100              | SH                  | DEFINED            | 85 |  |  |
|                             |                |  | 1999               | 91390              |                     |                    |    |  |  |
| NEW JERSEY RES              | COM            | 646025106                                      | 23                 | 501                | SH                  | DEFINED            | 10 |  |  |
|                             |                |  | 1872               | 40000              | SH                  | DEFINED            | 85 |  |  |
|                             |                |  | 1895               | 40501              |                     |                    |    |  |  |
| NEW YORK TIMES CO           | CL A           | 650111107                                      | 20                 | 455                | SH                  | DEFINED            | 1  |  |  |
|                             |                |  | 232                | 5365               | SH                  | DEFINED            | 17 |  |  |
|                             |                |  | 892                | 20625              | SH                  | DEFINED            | 85 |  |  |
|                             |                |  | 1144               | 26445              |                     |                    |    |  |  |
| NEWELL RUBBERMAID INC       | COM            | 651229106                                      | 943                | 34190              | SH                  | DEFINED            | 1  |  |  |
|                             |                |  | 258                | 9341               | SH                  | DEFINED            | 15 |  |  |
|                             |                |  | 28                 | 1000               | SH                  | DEFINED            | 12 |  |  |
|                             |                |  | 22                 | 800                | SH                  | DEFINED            | 5  |  |  |
|                             |                |  | 8940               | 324277             | SH                  | DEFINED            | 17 |  |  |
|                             |                |  | 570                | 20680              | SH                  | DEFINED            | 85 |  |  |
|                             |                |  | 10760              | 390288             |                     |                    |    |  |  |

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|                           |                |           | FORM 13F                                      |                    |                 |              |                    |         |  |
|---------------------------|----------------|-----------|---|--------------------|-----------------|--------------|--------------------|---------|--|
| PAGE 100 OF 155           |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |              |                    |         |  |
| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| NEWFIELD EXPL CO          | COM            | 651290108 | 2663  | 75000              | SH              |              | DEFINED            | 85      |  |
|                           |                |           | 2663  | 75000              |                 |              |                    |         |  |
| NEWMONT MINING CORP       | COM            | 651639106 | 137   | 7187               | SH              |              | DEFINED            | 1       |  |
|                           |                |           | 2   | 119                | SH              |              | DEFINED            | 15      |  |
|                           |                |           | 158   | 8250               | SH              |              | DEFINED            | 17      |  |
|                           |                |           | 491   | 25715              | SH              |              | DEFINED            | 85      |  |
|                           |                |           | 789   | 41271              |                 |              |                    |         |  |
| NEXTEL COMMUNICATIONS INC | CL A           | 65332V103 | 108   | 9897               | SH              |              | DEFINED            | 1       |  |
|                           |                |           | 11  | 1000               | SH              |              | DEFINED            | 10      |  |
|                           |                |           | 74  | 6760               | SH              |              | DEFINED            | 17      |  |
|                           |                |           | 651   | 59400              | SH              |              | DEFINED            | 85      |  |
|                           |                |           | 845   | 77057              |                 |              |                    |         |  |
| NIAGARA MOHAWK HLDGS INC  | COM            | 653520106 | 53  | 2995               | SH              |              | DEFINED            | 17      |  |
|                           |                |           | 223   | 12600              | SH              |              | DEFINED            | 85      |  |
|                           |                |           | 277   | 15595              |                 |              |                    |         |  |
| NICOR INC                 | COM            | 654086107 | 242   | 5800               | SH              |              | DEFINED            | 1       |  |
|                           |                |           | 5   | 112                | SH              |              | DEFINED            | 15      |  |
|                           |                |           | 456   | 10943              | SH              |              | DEFINED            | 17      |  |
|                           |                |           | 150   | 3600               | SH              |              | DEFINED            | 85      |  |
|                           |                |           | 852   | 20455              |                 |              |                    |         |  |
| NIKE INC                  | CL B           | 654106103 | 15  | 266                | SH              |              | DEFINED            | 1       |  |
|                           |                |           | 6   | 115                | SH              |              | DEFINED            | 15      |  |
|                           |                |           | 791   | 14070              | SH              |              | DEFINED            | 17      |  |
|                           |                |           | 2385  | 42400              | SH              |              | DEFINED            | 85      |  |
|                           |                |           | 3197  | 56851              |                 |              |                    |         |  |
| 99 CENTS ONLY STORES      | COM            | 65440K106 | 2295  | 60000              | SH              |              | DEFINED            | 85      |  |
|                           |                |           | 2295  | 60000              |                 |              |                    |         |  |

|                 |                |       | FORM 13F                                      |                    |                 |              |                    |         |  |
|-----------------|----------------|-------|---|--------------------|-----------------|--------------|--------------------|---------|--|
| PAGE 101 OF 155 |                |       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |              |                    |         |  |
| NAME OF ISSUER  | TITLE OF CLASS | CUSIP | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |

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|                          |               |           |       |         |    |         |       |
|--------------------------|---------------|-----------|-------|---------|----|---------|-------|
| NISOURCE INC             | COM           | 65473P105 | 41680 | 1807441 | SH | DEFINED | 1     |
|                          |               |           | 4187  | 181583  | SH | DEFINED | 15    |
|                          |               |           | 1273  | 55186   | SH | DEFINED | 12    |
|                          |               |           | 10    | 415     | SH | DEFINED | 5     |
|                          |               |           | 7587  | 329030  | SH | DEFINED | 17    |
|                          |               |           | 4280  | 185619  | SH | DEFINED | 85    |
|                          |               |           | ----- | -----   |    |         |       |
|                          |               |           | 59017 | 2559274 |    |         |       |
| NOKIA CORP               | SPONSORED ADR | 654902204 | 17483 | 712700  | SH | DEFINED | 1     |
|                          |               |           | 2685  | 109440  | SH | DEFINED | 15    |
|                          |               |           | 1845  | 75212   | SH | DEFINED | 12    |
|                          |               |           | 635   | 25897   | SH | DEFINED | 5     |
|                          |               |           | 173   | 7060    | SH | DEFINED | 10    |
|                          |               |           | 2485  | 101289  | SH | DEFINED | 17    |
|                          |               |           | 8708  | 355000  | SH | DEFINED | 85    |
|                          |               |           |       |         |    | -----   | ----- |
|                          |               |           | 34013 | 1386598 |    |         |       |
| NOBLE DRILLING CORP      | COM           | 655042109 | 61    | 1800    | SH | DEFINED | 17    |
|                          |               |           | 354   | 10400   | SH | DEFINED | 85    |
|                          |               |           |       |         |    | -----   | ----- |
|                          |               |           | 415   | 12200   |    |         |       |
| NORDSTROM INC            | COM           | 655664100 | 30    | 1500    | SH | DEFINED | 1     |
|                          |               |           | 210   | 10400   | SH | DEFINED | 85    |
|                          |               |           |       |         |    | -----   | ----- |
|                          |               |           | 241   | 11900   |    |         |       |
| NORFOLK SOUTHERN CORP    | COM           | 655844108 | 1472  | 80299   | SH | DEFINED | 1     |
|                          |               |           | 139   | 7584    | SH | DEFINED | 15    |
|                          |               |           | 630   | 34358   | SH | DEFINED | 17    |
|                          |               |           | 548   | 29900   | SH | DEFINED | 85    |
|                          |               |           |       |         |    | -----   | ----- |
|                          |               |           | 2789  | 152141  |    |         |       |
| NORTEL NETWORKS CORP NEW | COM           | 656568102 | 846   | 113455  | SH | DEFINED | 1     |
|                          |               |           | 107   | 14369   | SH | DEFINED | 15    |
|                          |               |           | 5     | 610     | SH | DEFINED | 12    |
|                          |               |           | 5     | 700     | SH | DEFINED | 5     |
|                          |               |           | 47    | 6300    | SH | DEFINED | 10    |
|                          |               |           | 644   | 86293   | SH | DEFINED | 17    |
|                          |               |           | 3679  | 493200  | SH | DEFINED | 85    |
|                          |               |           |       |         |    | -----   | ----- |
|                          |               |           | 5333  | 714927  |    |         |       |

| PAGE                 |  | 102 OF 155 |  | 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    |
| -----                |  |            |  | -----  | -----     | -----     | -----   | -----    | -----   | ----- |
| NORTH CTRY FINL CORP |  |            |  | COM  | 658788104 | 292       | 39486   | SH       | DEFINED | 17    |
|                      |  |            |  |  |           |           | -----   | -----    |         |       |
|                      |  |            |  |  |           |           | 292     | 39486    |         |       |

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|                              |                |           |       |         |    |         |    |
|------------------------------|----------------|-----------|-------|---------|----|---------|----|
| NORTH FORK BANCORPORATION NY | COM            | 659424105 | 53513 | 1672815 | SH | DEFINED | 1  |
|                              |                |           | 257   | 8025    | SH | DEFINED | 15 |
|                              |                |           | 1417  | 44285   | SH | DEFINED | 12 |
|                              |                |           | 785   | 24550   | SH | DEFINED | 10 |
|                              |                |           | 22    | 680     | SH | DEFINED | 17 |
|                              |                |           | 16229 | 507325  | SH | DEFINED | 85 |
|                              |                |           | ----- | -----   |    |         |    |
|                              |                |           | 72223 | 2257680 |    |         |    |
| NORTHERN BORDER PARTNERS L P | UNIT LTD PARTN | 664785102 | 4     | 100     | SH | DEFINED | 10 |
|                              |                |           | 673   | 17250   | SH | DEFINED | 17 |
|                              |                |           | ----- | -----   |    |         |    |
|                              |                |           | 677   | 17350   |    |         |    |
| NORTHERN TR CORP             | COM            | 665859104 | 2264  | 37592   | SH | DEFINED | 1  |
|                              |                |           | 2126  | 35298   | SH | DEFINED | 15 |
|                              |                |           | 190   | 3150    | SH | DEFINED | 10 |
|                              |                |           | 8508  | 141286  | SH | DEFINED | 17 |
|                              |                |           | 2082  | 34575   | SH | DEFINED | 85 |
|                              |                |           | ----- | -----   |    |         |    |
|                              |                |           | 15170 | 251901  |    |         |    |
| NORTHROP GRUMMAN CORP        | COM            | 666807102 | 151   | 1498    | SH | DEFINED | 17 |
|                              |                |           | 857   | 8500    | SH | DEFINED | 85 |
|                              |                |           | ----- | -----   |    |         |    |
|                              |                |           | 1008  | 9998    |    |         |    |
| NORTHWEST PIPE CO            | COM            | 667746101 | 818   | 50000   | SH | DEFINED | 85 |
|                              |                |           | ----- | -----   |    |         |    |
|                              |                |           | 818   | 50000   |    |         |    |
| NORTHWESTERN CORP            | COM            | 668074107 | 86    | 4088    | SH | DEFINED | 17 |
|                              |                |           | 1053  | 50000   | SH | DEFINED | 85 |
|                              |                |           | ----- | -----   |    |         |    |
|                              |                |           | 1139  | 54088   |    |         |    |
| NOVELL INC                   | COM            | 670006105 | 33    | 7200    | SH | DEFINED | 1  |
|                              |                |           | 2     | 400     | SH | DEFINED | 17 |
|                              |                |           | 1401  | 305200  | SH | DEFINED | 85 |
|                              |                |           | ----- | -----   |    |         |    |
|                              |                |           | 1436  | 312800  |    |         |    |

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 | MA |  |  |
| NOVELLUS SYS INC | COM            | 670008101 | 6  | 150             | SH                | DEFINED         | 1  |  |  |
|                  |                |           | 2  | 40              | SH                | DEFINED         | 15 |  |  |
|                  |                |           | 0  | 10              | SH                | DEFINED         | 10 |  |  |
|                  |                |           | 101  | 2570            | SH                | DEFINED         | 17 |  |  |
|                  |                |           | 1030   | 26100           | SH                | DEFINED         | 85 |  |  |
|                  |                |           | -----  | -----           |                   |                 |    |  |  |
|                  |                |           | 1139   | 28870           |                   |                 |    |  |  |

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|                                |     |           |       |          |            |
|--------------------------------|-----|-----------|-------|----------|------------|
| NOVEN PHARMACEUTICALS INC      | COM | 670009109 | 2     | 100 SH   | DEFINED 17 |
|                                |     |           | 1331  | 75000 SH | DEFINED 85 |
|                                |     |           | ----- | -----    |            |
|                                |     |           | 1333  | 75100    |            |
| NSTAR                          | COM | 67019E107 | 65    | 1443 SH  | DEFINED 1  |
|                                |     |           | 10    | 220 SH   | DEFINED 5  |
|                                |     |           | 179   | 4000 SH  | DEFINED 17 |
|                                |     |           | ----- | -----    |            |
|                                |     |           | 254   | 5663     |            |
| NUCOR CORP                     | COM | 670346105 | 2     | 45 SH    | DEFINED 10 |
|                                |     |           | 762   | 14383 SH | DEFINED 17 |
|                                |     |           | 753   | 14225 SH | DEFINED 85 |
|                                |     |           | ----- | -----    |            |
|                                |     |           | 1517  | 28653    |            |
| NUVEEN INVT QUALITY MUN FD INC | COM | 67062E103 | 41    | 2860 SH  | DEFINED 1  |
|                                |     |           | 4     | 300 SH   | DEFINED 15 |
|                                |     |           | 100   | 7076 SH  | DEFINED 17 |
|                                |     |           | ----- | -----    |            |
|                                |     |           | 145   | 10236    |            |
| NUVEEN PREM INCOME MUN FD      | COM | 67062T100 | 28    | 2065 SH  | DEFINED 1  |
|                                |     |           | 267   | 19500 SH | DEFINED 17 |
|                                |     |           | ----- | -----    |            |
|                                |     |           | 295   | 21565    |            |
| NUVEEN MUN MKT OPPORTUNITY FD  | COM | 67062W103 | 117   | 8322 SH  | DEFINED 1  |
|                                |     |           | 28    | 2000 SH  | DEFINED 15 |
|                                |     |           | 14    | 1000 SH  | DEFINED 17 |
|                                |     |           | ----- | -----    |            |
|                                |     |           | 159   | 11322    |            |
| NUVEEN PREM INCOME MUN FD 2    | COM | 67063W102 | 98    | 7000 SH  | DEFINED 10 |
|                                |     |           | 55    | 3950 SH  | DEFINED 17 |
|                                |     |           | ----- | -----    |            |
|                                |     |           | 153   | 10950    |            |

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|-----------------|----------------|---|--------------------|--------------------|-----------------|--------------|-------------------|----|---|
|                 |                | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |              |                   |    |   |
| NAME OF ISSUER  | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVTMT<br>DSCRETN | MA | O |
| -----           |                |   |                    |                    |                 |              |                   |    |   |
| NVIDIA CORP     | COM            | 67066G104                                     | 1605               | 23995              | SH              |              | DEFINED           | 1  |   |
|                 |                |   | 23                 | 350                | SH              |              | DEFINED           | 10 |   |
|                 |                |   | 159                | 2380               | SH              |              | DEFINED           | 17 |   |
|                 |                |   | 4997               | 74700              | SH              |              | DEFINED           | 85 |   |
|                 |                |   | -----              | -----              |                 |              |                   |    |   |
|                 |                |   | 6785               | 101425             |                 |              |                   |    |   |
| OM GROUP INC    | COM            | 670872100                                     | 2780               | 41995              | SH              |              | DEFINED           | 1  |   |
|                 |                |   | 40                 | 600                | SH              |              | DEFINED           | 15 |   |
|                 |                |   | 119                | 1800               | SH              |              | DEFINED           | 17 |   |

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|                                    |     |           |       |        |    |         |    |
|------------------------------------|-----|-----------|-------|--------|----|---------|----|
|                                    |     |           | 10061 | 152000 | SH | DEFINED | 85 |
|                                    |     |           | ----- | -----  |    |         |    |
|                                    |     |           | 12999 | 196395 |    |         |    |
| NUVEEN MUN VALUE FD INC            | COM | 670928100 | 140   | 15149  | SH | DEFINED | 1  |
|                                    |     |           | 205   | 22260  | SH | DEFINED | 15 |
|                                    |     |           | 74    | 8015   | SH | DEFINED | 17 |
|                                    |     |           | ----- | -----  |    |         |    |
|                                    |     |           | 418   | 45424  |    |         |    |
| NUVEEN MICH QUALITY INCOME MUN COM |     | 670979103 | 208   | 13640  | SH | DEFINED | 1  |
|                                    |     |           | 1405  | 91951  | SH | DEFINED | 17 |
|                                    |     |           | ----- | -----  |    |         |    |
|                                    |     |           | 1613  | 105591 |    |         |    |
| NUVEEN OHIO QUALITY INCOME MUN COM |     | 670980101 | 611   | 35950  | SH | DEFINED | 1  |
|                                    |     |           | ----- | -----  |    |         |    |
|                                    |     |           | 611   | 35950  |    |         |    |
| NUVEEN INSD MUN OPPORTUNITY FD COM |     | 670984103 | 63    | 4350   | SH | DEFINED | 1  |
|                                    |     |           | 64    | 4400   | SH | DEFINED | 15 |
|                                    |     |           | 122   | 8425   | SH | DEFINED | 17 |
|                                    |     |           | ----- | -----  |    |         |    |
|                                    |     |           | 250   | 17175  |    |         |    |
| NUVEEN MICH PREM INCOME MUN FD COM |     | 67101Q109 | 640   | 44661  | SH | DEFINED | 17 |
|                                    |     |           | ----- | -----  |    |         |    |
|                                    |     |           | 640   | 44661  |    |         |    |
| OCCIDENTAL PETE CORP DEL           | COM | 674599105 | 34    | 1279   | SH | DEFINED | 1  |
|                                    |     |           | 119   | 4490   | SH | DEFINED | 15 |
|                                    |     |           | 340   | 12827  | SH | DEFINED | 17 |
|                                    |     |           | 764   | 28800  | SH | DEFINED | 85 |
|                                    |     |           | ----- | -----  |    |         |    |
|                                    |     |           | 1257  | 47396  |    |         |    |

|                      |                | 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 | MA    |  |
|                      |                |  | -----           | -----           | -----             | -----          | ----- |  |
| OCEANEERING INTL INC | COM            | 675232102                                      | 1659            | 75000           | SH                | DEFINED        | 85    |  |
|                      |                |  | -----           | -----           |                   |                |       |  |
|                      |                |  | 1659            | 75000           |                   |                |       |  |
| OFFICE DEPOT INC     | COM            | 676220106                                      | 13              | 700             | SH                | DEFINED        | 5     |  |
|                      |                |  | 9               | 500             | SH                | DEFINED        | 10    |  |
|                      |                |  | 194             | 10450           | SH                | DEFINED        | 17    |  |
|                      |                |  | 428             | 23100           | SH                | DEFINED        | 85    |  |
|                      |                |  | -----           | -----           |                   |                |       |  |
|                      |                |  | 644             | 34750           |                   |                |       |  |
| OGLEBAY NORTON CO    | COM            | 677007106                                      | 5               | 344             | SH                | DEFINED        | 17    |  |
|                      |                |  | 310             | 20000           | SH                | DEFINED        | 85    |  |
|                      |                |  | -----           | -----           |                   |                |       |  |

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|                            |             |           |       |        |    |            |
|----------------------------|-------------|-----------|-------|--------|----|------------|
|                            |             |           | 315   | 20344  |    |            |
| OHIO CAS CORP              | COM         | 677240103 | 654   | 40732  | SH | DEFINED 1  |
|                            |             |           | 57    | 3569   | SH | DEFINED 5  |
|                            |             |           | ----- | -----  |    |            |
|                            |             |           | 711   | 44301  |    |            |
| OLD NATL BANCORP IND       | COM         | 680033107 | 4575  | 181185 | SH | DEFINED 15 |
|                            |             |           | ----- | -----  |    |            |
|                            |             |           | 4575  | 181185 |    |            |
| OLD SECOND BANCORP INC ILL | COM         | 680277100 | 1727  | 43808  | SH | DEFINED 17 |
|                            |             |           | ----- | -----  |    |            |
|                            |             |           | 1727  | 43808  |    |            |
| OLIN CORP                  | COM PAR \$1 | 680665205 | 10    | 597    | SH | DEFINED 1  |
|                            |             |           | 22    | 1368   | SH | DEFINED 17 |
|                            |             |           | 1211  | 75000  | SH | DEFINED 85 |
|                            |             |           | ----- | -----  |    |            |
|                            |             |           | 1242  | 76965  |    |            |
| OLYMPIC STEEL INC          | COM         | 68162K106 | 538   | 211000 | SH | DEFINED 85 |
|                            |             |           | ----- | -----  |    |            |
|                            |             |           | 538   | 211000 |    |            |

|                          |                | FORM 13F                                       |                    |                    |                 |                 |            |   |  |
|--------------------------|----------------|--|--------------------|--------------------|-----------------|-----------------|------------|---|--|
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| NAME OF ISSUER           | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT    | O |  |
| -----                    |                |  | -----              |                    |                 | -----           |            |   |  |
| OMNICOM GROUP INC        | COM            | 681919106                                      | 33404              | 373854             | SH              |                 | DEFINED 1  |   |  |
|                          |                |  | 838                | 9375               | SH              |                 | DEFINED 15 |   |  |
|                          |                |  | 4453               | 49842              | SH              |                 | DEFINED 12 |   |  |
|                          |                |  | 95                 | 1060               | SH              |                 | DEFINED 5  |   |  |
|                          |                |  | 536                | 6000               | SH              |                 | DEFINED 10 |   |  |
|                          |                |  | 4220               | 47231              | SH              |                 | DEFINED 17 |   |  |
|                          |                |  | 8113               | 90800              | SH              |                 | DEFINED 85 |   |  |
|                          |                |  | -----              | -----              |                 |                 |            |   |  |
|                          |                |  | 51659              | 578162             |                 |                 |            |   |  |
| ONYX PHARMACEUTICALS INC | COM            | 683399109                                      | 56                 | 11000              | SH              |                 | DEFINED 17 |   |  |
|                          |                |  | 384                | 75000              | SH              |                 | DEFINED 85 |   |  |
|                          |                |  | -----              | -----              |                 |                 |            |   |  |
|                          |                |  | 440                | 86000              |                 |                 |            |   |  |
| ORACLE CORP              | COM            | 68389X105                                      | 67548              | 4891230            | SH              |                 | DEFINED 1  |   |  |
|                          |                |  | 3025               | 219023             | SH              |                 | DEFINED 15 |   |  |
|                          |                |  | 1870               | 135403             | SH              |                 | DEFINED 12 |   |  |
|                          |                |  | 1683               | 121893             | SH              |                 | DEFINED 5  |   |  |
|                          |                |  | 1239               | 89725              | SH              |                 | DEFINED 10 |   |  |
|                          |                |  | 6796               | 492103             | SH              |                 | DEFINED 17 |   |  |
|                          |                |  | 35683              | 2583848            | SH              |                 | DEFINED 85 |   |  |
|                          |                |  | -----              | -----              |                 |                 |            |   |  |
|                          |                |  | 117844             | 8533225            |                 |                 |            |   |  |

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|                           |      |           |      |        |    |         |    |
|---------------------------|------|-----------|------|--------|----|---------|----|
| ORGANIC INC               | COM  | 68617E101 | 4    | 12000  | SH | DEFINED | 17 |
|                           |      |           | 4    | 12000  |    |         |    |
| ORTHOLOGIC CORP           | COM  | 68750J107 | 489  | 100000 | SH | DEFINED | 85 |
|                           |      |           | 489  | 100000 |    |         |    |
| ORTHODONTIC CTRS AMER INC | COM  | 68750P103 | 515  | 16900  | SH | DEFINED | 17 |
|                           |      |           | 4575 | 150000 | SH | DEFINED | 85 |
|                           |      |           | 5090 | 166900 |    |         |    |
| OSHKOSH B GOSH INC        | CL A | 688222207 | 235  | 5600   | SH | DEFINED | 17 |
|                           |      |           | 235  | 5600   |    |         |    |
| OSTEOTECH INC             | COM  | 688582105 | 400  | 72000  | SH | DEFINED | 85 |
|                           |      |           | 400  | 72000  |    |         |    |

|                                |                | FORM 13F                                      |                 |                 |                   |                 |    |  |  |
|--------------------------------|----------------|---|-----------------|-----------------|-------------------|-----------------|----|--|--|
| PAGE 107 OF 155                |                | 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 |    |  |  |
| OVERLAND DATA INC              | COM            | 690213103                                     | 894             | 109000          | SH                | DEFINED         | 85 |  |  |
|                                |                |   | 894             | 109000          |                   |                 |    |  |  |
| OVERSEAS SHIPHOLDING GROUP INC | COM            | 690368105                                     | 3               | 136             | SH                | DEFINED         | 1  |  |  |
|                                |                |   | 1688            | 75000           | SH                | DEFINED         | 85 |  |  |
|                                |                |   | 1691            | 75136           |                   |                 |    |  |  |
| OWENS CORNING                  | COM            | 69073F103                                     | 127             | 67000           | SH                | DEFINED         | 1  |  |  |
|                                |                |   | 2               | 1000            | SH                | DEFINED         | 17 |  |  |
|                                |                |   | 129             | 68000           |                   |                 |    |  |  |
| OWENS & MINOR INC NEW          | COM            | 690732102                                     | 2313            | 125000          | SH                | DEFINED         | 85 |  |  |
|                                |                |   | 2313            | 125000          |                   |                 |    |  |  |
| PG&E CORP                      | COM            | 69331C108                                     | 80              | 4183            | SH                | DEFINED         | 1  |  |  |
|                                |                |   | 101             | 5260            | SH                | DEFINED         | 17 |  |  |
|                                |                |   | 579             | 30100           | SH                | DEFINED         | 85 |  |  |
|                                |                |   | 761             | 39543           |                   |                 |    |  |  |
| PMC-SIERRA INC                 | COM            | 69344F106                                     | 6656            | 313088          | SH                | DEFINED         | 1  |  |  |
|                                |                |   | 22              | 1030            | SH                | DEFINED         | 15 |  |  |
|                                |                |   | 2               | 100             | SH                | DEFINED         | 12 |  |  |
|                                |                |   | 10              | 490             | SH                | DEFINED         | 5  |  |  |
|                                |                |   | 28              | 1300            | SH                | DEFINED         | 10 |  |  |



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|                         |     |           |       |        |    |         |    |
|-------------------------|-----|-----------|-------|--------|----|---------|----|
|                         |     |           | 58    | 2705   | SH | DEFINED | 17 |
|                         |     |           | 7268  | 341850 | SH | DEFINED | 85 |
|                         |     |           | ----- | -----  |    |         |    |
|                         |     |           | 14044 | 660563 |    |         |    |
| PNC FINL SVCS GROUP INC | COM | 693475105 | 7715  | 137272 | SH | DEFINED | 1  |
|                         |     |           | 282   | 5012   | SH | DEFINED | 15 |
|                         |     |           | 25    | 442    | SH | DEFINED | 12 |
|                         |     |           | 140   | 2486   | SH | DEFINED | 5  |
|                         |     |           | 645   | 11468  | SH | DEFINED | 17 |
|                         |     |           | 2377  | 42300  | SH | DEFINED | 85 |
|                         |     |           | ----- | -----  |    |         |    |
|                         |     |           | 11183 | 198980 |    |         |    |

|                 |                | FORM 13F                                       |                    |                    |                 |                 |               |  |
|-----------------|----------------|--|--------------------|--------------------|-----------------|-----------------|---------------|--|
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| NAME OF ISSUER  | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT<br>MA |  |
| PPG INDS INC    | COM            | 693506107                                      | 7654               | 147984             | SH              | DEFINED         | 1             |  |
|                 |                |  | 259                | 5004               | SH              | DEFINED         | 15            |  |
|                 |                |  | 72                 | 1400               | SH              | DEFINED         | 12            |  |
|                 |                |  | 1                  | 15                 | SH              | DEFINED         | 10            |  |
|                 |                |  | 702                | 13574              | SH              | DEFINED         | 17            |  |
|                 |                |  | 678                | 13100              | SH              | DEFINED         | 85            |  |
|                 |                |  | -----              | -----              |                 |                 |               |  |
|                 |                |  | 9365               | 181077             |                 |                 |               |  |
| PPL CORP        | COM            | 69351T106                                      | 70                 | 2014               | SH              | DEFINED         | 1             |  |
|                 |                |  | 108                | 3100               | SH              | DEFINED         | 15            |  |
|                 |                |  | 67                 | 1915               | SH              | DEFINED         | 17            |  |
|                 |                |  | 739                | 21200              | SH              | DEFINED         | 85            |  |
|                 |                |  | -----              | -----              |                 |                 |               |  |
|                 |                |  | 984                | 28229              |                 |                 |               |  |
| PACCAR INC      | COM            | 693718108                                      | 59                 | 900                | SH              | DEFINED         | 1             |  |
|                 |                |  | 16                 | 250                | SH              | DEFINED         | 15            |  |
|                 |                |  | 5                  | 70                 | SH              | DEFINED         | 17            |  |
|                 |                |  | 390                | 5950               | SH              | DEFINED         | 85            |  |
|                 |                |  | -----              | -----              |                 |                 |               |  |
|                 |                |  | 470                | 7170               |                 |                 |               |  |
| PACTIV CORP     | COM            | 695257105                                      | 28                 | 1591               | SH              | DEFINED         | 1             |  |
|                 |                |  | 256                | 14424              | SH              | DEFINED         | 17            |  |
|                 |                |  | 777                | 43800              | SH              | DEFINED         | 85            |  |
|                 |                |  | -----              | -----              |                 |                 |               |  |
|                 |                |  | 1062               | 59815              |                 |                 |               |  |
| PALL CORP       | COM            | 696429307                                      | 573                | 23801              | SH              | DEFINED         | 1             |  |
|                 |                |  | 71                 | 2950               | SH              | DEFINED         | 15            |  |
|                 |                |  | 36                 | 1500               | SH              | DEFINED         | 12            |  |
|                 |                |  | 14                 | 569                | SH              | DEFINED         | 17            |  |
|                 |                |  | 1432               | 59499              | SH              | DEFINED         | 85            |  |
|                 |                |  | -----              | -----              |                 |                 |               |  |

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|          |     |           |       |       |    |         |    |
|----------|-----|-----------|-------|-------|----|---------|----|
| PALM INC | COM | 696642107 | 64    | 16619 | SH | DEFINED | 1  |
|          |     |           | 1     | 248   | SH | DEFINED | 12 |
|          |     |           | 2     | 390   | SH | DEFINED | 5  |
|          |     |           | 14    | 3543  | SH | DEFINED | 17 |
|          |     |           | 171   | 44018 | SH | DEFINED | 85 |
|          |     |           | ----- | ----- |    |         |    |
|          |     |           | 251   | 64818 |    |         |    |

FORM 13F

|      |                            |                |  |                    |                    |                     |                    |
|------|----------------------------|----------------|--|--------------------|--------------------|---------------------|--------------------|
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|      | NAME OF ISSUER             | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN |
|      | -----                      | -----          | -----  | -----              | -----              | -----               | -----              |
|      | PARAMETRIC TECHNOLOGY CORP | COM            | 699173100                                      | 11                 | 1415               | SH                  | DEFINED 1          |
|      |                            |                |  | 97                 | 12375              | SH                  | DEFINED 17         |
|      |                            |                |  | 374                | 47926              | SH                  | DEFINED 85         |
|      |                            |                |  | -----              | -----              |                     |                    |
|      |                            |                |  | 482                | 61716              |                     |                    |
|      | PARK ELECTROCHEMICAL CORP  | COM            | 700416209                                      | 1980               | 75000              | SH                  | DEFINED 85         |
|      |                            |                |  | -----              | -----              |                     |                    |
|      |                            |                |  | 1980               | 75000              |                     |                    |
|      | PARK NATL CORP             | COM            | 700658107                                      | 2022               | 21798              | SH                  | DEFINED 1          |
|      |                            |                |  | -----              | -----              |                     |                    |
|      |                            |                |  | 2022               | 21798              |                     |                    |
|      | PARKER DRILLING CO         | COM            | 701081101                                      | 50                 | 13600              | SH                  | DEFINED 17         |
|      |                            |                |  | -----              | -----              |                     |                    |
|      |                            |                |  | 50                 | 13600              |                     |                    |
|      | PARKER HANNIFIN CORP       | COM            | 701094104                                      | 166                | 3611               | SH                  | DEFINED 1          |
|      |                            |                |  | 23                 | 500                | SH                  | DEFINED 10         |
|      |                            |                |  | 132                | 2885               | SH                  | DEFINED 17         |
|      |                            |                |  | 419                | 9125               | SH                  | DEFINED 85         |
|      |                            |                |  | -----              | -----              |                     |                    |
|      |                            |                |  | 740                | 16121              |                     |                    |
|      | PATINA OIL & GAS CORP      | COM            | 703224105                                      | 495                | 18000              | SH                  | DEFINED 85         |
|      |                            |                |  | -----              | -----              |                     |                    |
|      |                            |                |  | 495                | 18000              |                     |                    |
|      | PATTERSON DENTAL CO        | COM            | 703412106                                      | 2047               | 50000              | SH                  | DEFINED 85         |
|      |                            |                |  | -----              | -----              |                     |                    |
|      |                            |                |  | 2047               | 50000              |                     |                    |
|      | PAXAR CORP                 | COM            | 704227107                                      | 92                 | 6493               | SH                  | DEFINED 17         |
|      |                            |                |  | 1420               | 100000             | SH                  | DEFINED 85         |
|      |                            |                |  | -----              | -----              |                     |                    |
|      |                            |                |  | 1512               | 106493             |                     |                    |
|      | PAYCHEX INC                | COM            | 704326107                                      | 27788              | 797346             | SH                  | DEFINED 1          |
|      |                            |                |  | 35                 | 1000               | SH                  | DEFINED 12         |

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|       |        |    |         |    |
|-------|--------|----|---------|----|
| 78    | 2250   | SH | DEFINED | 10 |
| 172   | 4924   | SH | DEFINED | 17 |
| 4463  | 128050 | SH | DEFINED | 85 |
| ----- |        |    |         |    |
| 32535 | 933570 |    |         |    |

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|                          |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                     |                    |       |  |  |
| NAME OF ISSUER           | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN |       |  |  |
| -----                    |                |  |                    |                    |                     |                    |       |  |  |
| PEABODY ENERGY CORP      | COM            | 704549104                                      | 4                  | 150                | SH                  | DEFINED            | 12    |  |  |
|                          |                |  | 1410               | 50000              | SH                  | DEFINED            | 85    |  |  |
|                          |                |  | -----              |                    |                     |                    |       |  |  |
|                          |                |  | 1414               | 50150              |                     |                    |       |  |  |
| PENNEY J C INC           | COM            | 708160106                                      | 137                | 5080               | SH                  | DEFINED            | 1     |  |  |
|                          |                |  | 0                  | 8                  | SH                  | DEFINED            | 15    |  |  |
|                          |                |  | 5                  | 200                | SH                  | DEFINED            | 5     |  |  |
|                          |                |  | 285                | 10613              | SH                  | DEFINED            | 17    |  |  |
|                          |                |  | 549                | 20400              | SH                  | DEFINED            | 85    |  |  |
| -----                    |                |  | 976                | 36301              |                     |                    |       |  |  |
| PEOPLES BANCORP INC      | COM            | 709789101                                      | 588                | 32026              | SH                  | DEFINED            | 1     |  |  |
|                          |                |  | -----              |                    |                     | 588                | 32026 |  |  |
| PEOPLES ENERGY CORP      | COM            | 711030106                                      | 110                | 2913               | SH                  | DEFINED            | 1     |  |  |
|                          |                |  | 20                 | 533                | SH                  | DEFINED            | 15    |  |  |
|                          |                |  | 13                 | 343                | SH                  | DEFINED            | 5     |  |  |
|                          |                |  | 447                | 11783              | SH                  | DEFINED            | 17    |  |  |
|                          |                |  | 102                | 2700               | SH                  | DEFINED            | 85    |  |  |
| -----                    |                |  | 693                | 18272              |                     |                    |       |  |  |
| PEOPLESOFT INC           | COM            | 712713106                                      | 60                 | 1485               | SH                  | DEFINED            | 1     |  |  |
|                          |                |  | 4                  | 100                | SH                  | DEFINED            | 15    |  |  |
|                          |                |  | 98                 | 2430               | SH                  | DEFINED            | 17    |  |  |
|                          |                |  | 1278               | 31800              | SH                  | DEFINED            | 85    |  |  |
| -----                    |                |  | 1440               | 35815              |                     |                    |       |  |  |
| PEPSI BOTTLING GROUP INC | COM            | 713409100                                      | 526                | 22400              | SH                  | DEFINED            | 85    |  |  |
|                          |                |  | -----              |                    |                     | 526                | 22400 |  |  |
| PEPSICO INC              | COM            | 713448108                                      | 38264              | 785877             | SH                  | DEFINED            | 1     |  |  |
|                          |                |  | 6354               | 130504             | SH                  | DEFINED            | 15    |  |  |
|                          |                |  | 1088               | 22353              | SH                  | DEFINED            | 12    |  |  |
|                          |                |  | 63                 | 1300               | SH                  | DEFINED            | 5     |  |  |
|                          |                |  | 117                | 2407               | SH                  | DEFINED            | 10    |  |  |
|                          |                |  | 7581               | 155689             | SH                  | DEFINED            | 17    |  |  |
| -----                    |                |  | 13560              | 278490             | SH                  | DEFINED            | 85    |  |  |

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|                            |                |           | FORM 13F                                       |                    |            |              |                    |         |  |
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| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                             | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| PERCEPTRON INC             | COM            | 71361F100 | 25   | 19000              | SH         |              | DEFINED            | 1       |  |
|                            |                |           | 100  | 76000              | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 125  | 95000              |            |              |                    |         |  |
| PEREGRINE SYSTEMS INC      | COM            | 71366Q101 | 10   | 665                | SH         |              | DEFINED            | 17      |  |
|                            |                |           | 1112   | 75000              | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 1122   | 75665              |            |              |                    |         |  |
| PERICOM SEMICONDUCTOR CORP | COM            | 713831105 | 1  | 100                | SH         |              | DEFINED            | 17      |  |
|                            |                |           | 1088   | 75000              | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 1089   | 75100              |            |              |                    |         |  |
| PERKINELMER INC            | COM            | 714046109 | 886  | 25286              | SH         |              | DEFINED            | 1       |  |
|                            |                |           | 14   | 400                | SH         |              | DEFINED            | 15      |  |
|                            |                |           | 46   | 1300               | SH         |              | DEFINED            | 12      |  |
|                            |                |           | 164  | 4676               | SH         |              | DEFINED            | 17      |  |
|                            |                |           | 9511   | 271600             | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 10620  | 303262             |            |              |                    |         |  |
| PFIZER INC                 | COM            | 717081103 | 180843   | 4538091            | SH         |              | DEFINED            | 1       |  |
|                            |                |           | 8529   | 214015             | SH         |              | DEFINED            | 15      |  |
|                            |                |           | 6642   | 166665             | SH         |              | DEFINED            | 12      |  |
|                            |                |           | 1784   | 44780              | SH         |              | DEFINED            | 5       |  |
|                            |                |           | 2254   | 56556              | SH         |              | DEFINED            | 10      |  |
|                            |                |           | 34119  | 856192             | SH         |              | DEFINED            | 17      |  |
|                            |                |           | 65054  | 1632475            | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 299225   | 7508774            |            |              |                    |         |  |
| PHARMACOEPIA INC           | COM            | 71713B104 | 1389   | 100000             | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 1389   | 100000             |            |              |                    |         |  |
| PHARMACIA CORP             | COM            | 71713U102 | 4891   | 114683             | SH         |              | DEFINED            | 1       |  |
|                            |                |           | 461  | 10799              | SH         |              | DEFINED            | 15      |  |
|                            |                |           | 5  | 119                | SH         |              | DEFINED            | 12      |  |
|                            |                |           | 22   | 510                | SH         |              | DEFINED            | 10      |  |
|                            |                |           | 101911   | 2389464            | SH         |              | DEFINED            | 17      |  |
|                            |                |           | 8697   | 203912             | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 115986   | 2719487            |            |              |                    |         |  |

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|                             |                |           | FORM 13F                                       |                    |            |              |                   |         |  |
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| NAME OF ISSUER              | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                             | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | O<br>MA |  |
| PHELPS DODGE CORP           | COM            | 717265102 | 9  | 280                | SH         |              | DEFINED           | 1       |  |
|                             |                |           | 32   | 1000               | SH         |              | DEFINED           | 12      |  |
|                             |                |           | 43   | 1320               | SH         |              | DEFINED           | 17      |  |
|                             |                |           | 198  | 6117               | SH         |              | DEFINED           | 85      |  |
|                             |                |           | -----  | -----              |            |              |                   |         |  |
|                             |                |           | 282  | 8717               |            |              |                   |         |  |
| PHILADELPHIA CONS HLDG CORP | COM            | 717528103 | 58   | 1543               | SH         |              | DEFINED           | 17      |  |
|                             |                |           | 1886   | 50000              | SH         |              | DEFINED           | 85      |  |
|                             |                |           | -----  | -----              |            |              |                   |         |  |
|                             |                |           | 1944   | 51543              |            |              |                   |         |  |
| PHILIP MORRIS COS INC       | COM            | 718154107 | 9586   | 209078             | SH         |              | DEFINED           | 1       |  |
|                             |                |           | 309  | 6750               | SH         |              | DEFINED           | 15      |  |
|                             |                |           | 112  | 2445               | SH         |              | DEFINED           | 12      |  |
|                             |                |           | 226  | 4925               | SH         |              | DEFINED           | 5       |  |
|                             |                |           | 5910   | 128901             | SH         |              | DEFINED           | 17      |  |
|                             |                |           | 15502  | 338100             | SH         |              | DEFINED           | 85      |  |
| -----                       | -----          |           |  |                    |            |              |                   |         |  |
|                             |                |           | 31646  | 690199             |            |              |                   |         |  |
| PHILLIPS PETE CO            | COM            | 718507106 | 807  | 13386              | SH         |              | DEFINED           | 1       |  |
|                             |                |           | 0  | 5                  | SH         |              | DEFINED           | 10      |  |
|                             |                |           | 512  | 8499               | SH         |              | DEFINED           | 17      |  |
|                             |                |           | 4670   | 77500              | SH         |              | DEFINED           | 85      |  |
|                             |                |           | -----  | -----              |            |              |                   |         |  |
|                             |                |           | 5989   | 99390              |            |              |                   |         |  |
| PHILLIPS VAN HEUSEN CORP    | COM            | 718592108 | 545  | 50000              | SH         |              | DEFINED           | 85      |  |
|                             |                |           | -----  | -----              |            |              |                   |         |  |
|                             |                |           | 545  | 50000              |            |              |                   |         |  |
| PHOTON DYNAMICS INC         | COM            | 719364101 | 2739   | 60000              | SH         |              | DEFINED           | 85      |  |
|                             |                |           | -----  | -----              |            |              |                   |         |  |
|                             |                |           | 2739   | 60000              |            |              |                   |         |  |
| PHOTRONICS INC              | COM            | 719405102 | 2195   | 70000              | SH         |              | DEFINED           | 85      |  |
|                             |                |           | -----  | -----              |            |              |                   |         |  |
|                             |                |           | 2195   | 70000              |            |              |                   |         |  |
| PIER 1 IMPORTS INC          | COM            | 720279108 | 10   | 600                | SH         |              | DEFINED           | 17      |  |
|                             |                |           | 1907   | 110000             | SH         |              | DEFINED           | 85      |  |
|                             |                |           | -----  | -----              |            |              |                   |         |  |
|                             |                |           | 1918   | 110600             |            |              |                   |         |  |

FORM 13F

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| PAGE | 113 OF                 | 155            | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |                 |         |         |
|------|------------------------|----------------|---|--------------------|--------------------|-----------------|-----------------|---------|---------|
|      | NAME OF ISSUER         | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |
|      | PINNACLE WEST CAP CORP | COM            | 723484101                                     | 4                  | 100                | SH              |                 | DEFINED | 1       |
|      |                        |                |   | 62                 | 1485               | SH              |                 | DEFINED | 15      |
|      |                        |                |   | 2                  | 50                 | SH              |                 | DEFINED | 17      |
|      |                        |                |   | 276                | 6600               | SH              |                 | DEFINED | 85      |
|      |                        |                |   | -----              | -----              |                 |                 |         |         |
|      |                        |                |   | 345                | 8235               |                 |                 |         |         |
|      | PIONEER INTREST SHS    | COM            | 723703104                                     | 32                 | 2808               | SH              |                 | DEFINED | 1       |
|      |                        |                |   | 2                  | 200                | SH              |                 | DEFINED | 17      |
|      |                        |                |   | 1012               | 88800              | SH              |                 | DEFINED | 85      |
|      |                        |                |   | -----              | -----              |                 |                 |         |         |
|      |                        |                |   | 1047               | 91808              |                 |                 |         |         |
|      | PITNEY BOWES INC       | COM            | 724479100                                     | 16407              | 436232             | SH              |                 | DEFINED | 1       |
|      |                        |                |   | 53                 | 1410               | SH              |                 | DEFINED | 15      |
|      |                        |                |   | 327                | 8700               | SH              |                 | DEFINED | 12      |
|      |                        |                |   | 45                 | 1200               | SH              |                 | DEFINED | 5       |
|      |                        |                |   | 818                | 21760              | SH              |                 | DEFINED | 10      |
|      |                        |                |   | 507                | 13487              | SH              |                 | DEFINED | 17      |
|      |                        |                |   | 1382               | 36750              | SH              |                 | DEFINED | 85      |
|      |                        |                |   | -----              | -----              |                 |                 |         |         |
|      |                        |                |   | 19540              | 519539             |                 |                 |         |         |
|      | PIXELWORKS INC         | COM            | 72581M107                                     | 1606               | 100000             | SH              |                 | DEFINED | 85      |
|      |                        |                |   | -----              | -----              |                 |                 |         |         |
|      |                        |                |   | 1606               | 100000             |                 |                 |         |         |
|      | PLACER DOME INC        | COM            | 725906101                                     | 2                  | 200                | SH              |                 | DEFINED | 12      |
|      |                        |                |   | 28                 | 2540               | SH              |                 | DEFINED | 17      |
|      |                        |                |   | 280                | 25700              | SH              |                 | DEFINED | 85      |
|      |                        |                |   | -----              | -----              |                 |                 |         |         |
|      |                        |                |   | 310                | 28440              |                 |                 |         |         |
|      | PLANTRONICS INC NEW    | COM            | 727493108                                     | 6                  | 225                | SH              |                 | DEFINED | 1       |
|      |                        |                |   | 3846               | 150000             | SH              |                 | DEFINED | 85      |
|      |                        |                |   | -----              | -----              |                 |                 |         |         |
|      |                        |                |   | 3852               | 150225             |                 |                 |         |         |
|      | PLEXUS CORP            | COM            | 729132100                                     | 4648               | 175000             | SH              |                 | DEFINED | 85      |
|      |                        |                |   | -----              | -----              |                 |                 |         |         |
|      |                        |                |   | 4648               | 175000             |                 |                 |         |         |

| PAGE | 114 OF                   | 155            | FORM 13F<br>NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |                 |         |         |
|------|--------------------------|----------------|---|--------------------|--------------------|-----------------|-----------------|---------|---------|
|      | NAME OF ISSUER           | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |
|      | PLUM CREEK TIMBER CO INC | COM            | 729251108   | 205                | 7235               | SH              |                 | DEFINED | 1       |
|      |                          |                |   | 9                  | 300                | SH              |                 | DEFINED | 5       |
|      |                          |                |   | 437                | 15417              | SH              |                 | DEFINED | 17      |

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|                           |         |           |       |         |    |         |    |
|---------------------------|---------|-----------|-------|---------|----|---------|----|
|                           |         |           | 851   | 30000   | SH | DEFINED | 85 |
|                           |         |           | ----- | -----   |    |         |    |
|                           |         |           | 1501  | 52952   |    |         |    |
| POLARIS INDS INC          | COM     | 731068102 | 55    | 960     | SH | DEFINED | 17 |
|                           |         |           | 2888  | 50000   | SH | DEFINED | 85 |
|                           |         |           | ----- | -----   |    |         |    |
|                           |         |           | 2943  | 50960   |    |         |    |
| POLYONE CORP              | COM     | 73179P106 | 69    | 7000    | SH | DEFINED | 1  |
|                           |         |           | 539   | 55000   | SH | DEFINED | 85 |
|                           |         |           | ----- | -----   |    |         |    |
|                           |         |           | 608   | 62000   |    |         |    |
| PRAXAIR INC               | COM     | 74005P104 | 4437  | 80301   | SH | DEFINED | 1  |
|                           |         |           | 1185  | 21443   | SH | DEFINED | 15 |
|                           |         |           | 44    | 800     | SH | DEFINED | 5  |
|                           |         |           | 91    | 1650    | SH | DEFINED | 10 |
|                           |         |           | 627   | 11350   | SH | DEFINED | 17 |
|                           |         |           | 1238  | 22400   | SH | DEFINED | 85 |
|                           |         |           | ----- | -----   |    |         |    |
|                           |         |           | 7621  | 137944  |    |         |    |
| PRICE COMMUNICATIONS CORP | COM NEW | 741437305 | 2864  | 150000  | SH | DEFINED | 85 |
|                           |         |           | ----- | -----   |    |         |    |
|                           |         |           | 2864  | 150000  |    |         |    |
| PRICE LEGACY CORP         | COM     | 74144P106 | 585   | 185000  | SH | DEFINED | 85 |
|                           |         |           | ----- | -----   |    |         |    |
|                           |         |           | 585   | 185000  |    |         |    |
| PRICE T ROWE GROUP INC    | COM     | 74144T108 | 18506 | 532858  | SH | DEFINED | 1  |
|                           |         |           | 2032  | 58500   | SH | DEFINED | 15 |
|                           |         |           | 180   | 5175    | SH | DEFINED | 12 |
|                           |         |           | 50    | 1450    | SH | DEFINED | 10 |
|                           |         |           | 364   | 10470   | SH | DEFINED | 17 |
|                           |         |           | 13706 | 394650  | SH | DEFINED | 85 |
|                           |         |           | ----- | -----   |    |         |    |
|                           |         |           | 34838 | 1003103 |    |         |    |
| PRIME HOSPITALITY CORP    | COM     | 741917108 | 1105  | 100000  | SH | DEFINED | 85 |
|                           |         |           | ----- | -----   |    |         |    |
|                           |         |           | 1105  | 100000  |    |         |    |

|                          |                | FORM 13F                                       |                 |                 |                  |                  |                  |                  |                  |
|--------------------------|----------------|--|-----------------|-----------------|------------------|------------------|------------------|------------------|------------------|
| PAGE 115 OF 155          |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                 |                 |                  |                  |                  |                  |                  |
| NAME OF ISSUER           | TITLE OF CLASS | CUSIP  | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT | SH/ PUT/ DSCRETN | SH/ PUT/ DSCRETN | SH/ PUT/ DSCRETN | SH/ PUT/ DSCRETN |
|                          |                |  | -----           | -----           | -----            | -----            | -----            | -----            | -----            |
| PRIORITY HEALTHCARE CORP | CL B           | 74264T102                                      | 3               | 80              | SH               | DEFINED          | 17               |                  |                  |
|                          |                |  | 4399            | 125000          | SH               | DEFINED          | 85               |                  |                  |
|                          |                |  | -----           | -----           |                  |                  |                  |                  |                  |
|                          |                |  | 4402            | 125080          |                  |                  |                  |                  |                  |
| PROCTER & GAMBLE CO      | COM            | 742718109                                      | 748145          | 9454635         | SH               | DEFINED          | 1                |                  |                  |

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|                          |     |           |        |          |    |         |    |
|--------------------------|-----|-----------|--------|----------|----|---------|----|
|                          |     |           | 6669   | 84274    | SH | DEFINED | 15 |
|                          |     |           | 4127   | 52158    | SH | DEFINED | 12 |
|                          |     |           | 5301   | 66989    | SH | DEFINED | 5  |
|                          |     |           | 5201   | 65728    | SH | DEFINED | 10 |
|                          |     |           | 9053   | 114412   | SH | DEFINED | 17 |
|                          |     |           | 15747  | 199000   | SH | DEFINED | 85 |
|                          |     |           | -----  | -----    |    |         |    |
|                          |     |           | 794243 | 10037196 |    |         |    |
| PROGRESS ENERGY INC      | COM | 743263105 | 461    | 10227    | SH | DEFINED | 1  |
|                          |     |           | 63     | 1400     | SH | DEFINED | 5  |
|                          |     |           | 12     | 270      | SH | DEFINED | 10 |
|                          |     |           | 866    | 19227    | SH | DEFINED | 17 |
|                          |     |           | 722    | 16037    | SH | DEFINED | 85 |
|                          |     |           | -----  | -----    |    |         |    |
|                          |     |           | 2124   | 47161    |    |         |    |
| PROGRESS SOFTWARE CORP   | COM | 743312100 | 2160   | 125000   | SH | DEFINED | 85 |
|                          |     |           | -----  | -----    |    |         |    |
|                          |     |           | 2160   | 125000   |    |         |    |
| PROGRESSIVE CORP OHIO    | COM | 743315103 | 381    | 2550     | SH | DEFINED | 1  |
|                          |     |           | 836    | 5600     | SH | DEFINED | 85 |
|                          |     |           | -----  | -----    |    |         |    |
|                          |     |           | 1217   | 8150     |    |         |    |
| PROQUEST COMPANY         | COM | 74346P102 | 1356   | 40000    | SH | DEFINED | 85 |
|                          |     |           | -----  | -----    |    |         |    |
|                          |     |           | 1356   | 40000    |    |         |    |
| PROVIDENT FINL GROUP INC | COM | 743866105 | 2049   | 77979    | SH | DEFINED | 1  |
|                          |     |           | 49     | 1853     | SH | DEFINED | 17 |
|                          |     |           | -----  | -----    |    |         |    |
|                          |     |           | 2098   | 79832    |    |         |    |
| PROVINCE HEALTHCARE CO   | COM | 743977100 | 5401   | 175000   | SH | DEFINED | 85 |
|                          |     |           | -----  | -----    |    |         |    |
|                          |     |           | 5401   | 175000   |    |         |    |

|                     |                | FORM 13F                                      |                    |                    |            |              |                    |         |       |
|---------------------|----------------|---|--------------------|--------------------|------------|--------------|--------------------|---------|-------|
| PAGE 116 OF 155     |                | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |            |              |                    |         |       |
| NAME OF ISSUER      | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |       |
| -----               |                |   | -----              |                    |            |              |                    |         | ----- |
| PROVIDIAN FINL CORP | COM            | 74406A102                                     | 34                 | 9577               | SH         |              | DEFINED            | 1       |       |
|                     |                |   | 113                | 31756              | SH         |              | DEFINED            | 15      |       |
|                     |                |   | 1                  | 360                | SH         |              | DEFINED            | 10      |       |
|                     |                |   | 84                 | 23600              | SH         |              | DEFINED            | 17      |       |
|                     |                |   | 79                 | 22200              | SH         |              | DEFINED            | 85      |       |
|                     |                |   | -----              | -----              |            |              |                    |         |       |
|                     |                |   | 311                | 87493              |            |              |                    |         |       |
| PROXIM INC          | COM            | 744284100                                     | 992                | 100000             | SH         |              | DEFINED            | 85      |       |
|                     |                |   | -----              | -----              |            |              |                    |         |       |
|                     |                |   | 992                | 100000             |            |              |                    |         |       |



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|                               |                |           |       |        |    |         |    |
|-------------------------------|----------------|-----------|-------|--------|----|---------|----|
| PUBLIC SVC ENTERPRISE GROUP   | COM            | 744573106 | 92    | 2172   | SH | DEFINED | 1  |
|                               |                |           | 41    | 983    | SH | DEFINED | 15 |
|                               |                |           | 483   | 11438  | SH | DEFINED | 17 |
|                               |                |           | 1228  | 29100  | SH | DEFINED | 85 |
|                               |                |           | ----- | -----  |    |         |    |
|                               |                |           | 1843  | 43693  |    |         |    |
| PUBLIC STORAGE INC            | COM A DP1/1000 | 74460D729 | 408   | 15000  | SH | DEFINED | 85 |
|                               |                |           | ----- | -----  |    |         |    |
|                               |                |           | 408   | 15000  |    |         |    |
| PURCHASEPRO COM               | COM            | 746144104 | 315   | 260146 | SH | DEFINED | 12 |
|                               |                |           | 41    | 33500  | SH | DEFINED | 17 |
|                               |                |           | ----- | -----  |    |         |    |
|                               |                |           | 355   | 293646 |    |         |    |
| PUTNAM MASTER INCOME TR       | SH BEN INT     | 74683K104 | 13    | 2000   | SH | DEFINED | 17 |
|                               |                |           | 427   | 67000  | SH | DEFINED | 85 |
|                               |                |           | ----- | -----  |    |         |    |
|                               |                |           | 440   | 69000  |    |         |    |
| PUTNAM PREMIER INCOME TR      | SH BEN INT     | 746853100 | 47    | 7859   | SH | DEFINED | 1  |
|                               |                |           | 2     | 400    | SH | DEFINED | 15 |
|                               |                |           | 18    | 3000   | SH | DEFINED | 10 |
|                               |                |           | 43    | 7140   | SH | DEFINED | 17 |
|                               |                |           | 853   | 141900 | SH | DEFINED | 85 |
|                               |                |           | ----- | -----  |    |         |    |
|                               |                |           | 963   | 160299 |    |         |    |
| PUTNAM MASTER INTER INCOME TR | SH BEN INT     | 746909100 | 15    | 2481   | SH | DEFINED | 1  |
|                               |                |           | 1     | 200    | SH | DEFINED | 17 |
|                               |                |           | 733   | 122200 | SH | DEFINED | 85 |
|                               |                |           | ----- | -----  |    |         |    |
|                               |                |           | 749   | 124881 |    |         |    |

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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 | PUT/ CALL | DSCRETN | MA    |
|                 |                |  | -----           | -----           | -----            | -----     | -----   | ----- |
| QLT INC         | COM            | 746927102                                      | 2668            | 105000          | SH               |           | DEFINED | 85    |
|                 |                |  | -----           | -----           |                  |           |         |       |
|                 |                |  | 2668            | 105000          |                  |           |         |       |
| QLOGIC CORP     | COM            | 747277101                                      | 10338           | 232265          | SH               |           | DEFINED | 1     |
|                 |                |  | 67              | 1500            | SH               |           | DEFINED | 15    |
|                 |                |  | 394             | 8855            | SH               |           | DEFINED | 12    |
|                 |                |  | 9               | 200             | SH               |           | DEFINED | 5     |
|                 |                |  | 263             | 5900            | SH               |           | DEFINED | 10    |
|                 |                |  | 249             | 5585            | SH               |           | DEFINED | 17    |
|                 |                |  | 12311           | 276600          | SH               |           | DEFINED | 85    |
|                 |                |  | -----           | -----           |                  |           |         |       |
|                 |                |  | 23631           | 530905          |                  |           |         |       |

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|                       |     |           |       |        |    |         |    |
|-----------------------|-----|-----------|-------|--------|----|---------|----|
| QUALCOMM INC          | COM | 747525103 | 2892  | 57275  | SH | DEFINED | 1  |
|                       |     |           | 119   | 2351   | SH | DEFINED | 15 |
|                       |     |           | 475   | 9405   | SH | DEFINED | 12 |
|                       |     |           | 591   | 11700  | SH | DEFINED | 5  |
|                       |     |           | 1080  | 21391  | SH | DEFINED | 17 |
|                       |     |           | 7136  | 141300 | SH | DEFINED | 85 |
|                       |     |           | ----- | -----  |    |         |    |
|                       |     |           | 12293 | 243422 |    |         |    |
| QUALITY DINING INC    | COM | 74756P105 | 33    | 15000  | SH | DEFINED | 17 |
|                       |     |           | ----- | -----  |    |         |    |
|                       |     |           | 33    | 15000  |    |         |    |
| QUEST DIAGNOSTICS INC | COM | 74834L100 | 22    | 300    | SH | DEFINED | 1  |
|                       |     |           | 36    | 500    | SH | DEFINED | 15 |
|                       |     |           | 36    | 500    | SH | DEFINED | 17 |
|                       |     |           | 3586  | 50000  | SH | DEFINED | 85 |
|                       |     |           | ----- | -----  |    |         |    |
|                       |     |           | 3679  | 51300  |    |         |    |
| QUESTAR CORP          | COM | 748356102 | 5393  | 215291 | SH | DEFINED | 1  |
|                       |     |           | 506   | 20200  | SH | DEFINED | 15 |
|                       |     |           | 1694  | 67618  | SH | DEFINED | 12 |
|                       |     |           | 65    | 2600   | SH | DEFINED | 5  |
|                       |     |           | 8     | 300    | SH | DEFINED | 17 |
|                       |     |           | ----- | -----  |    |         |    |
|                       |     |           | 7666  | 306009 |    |         |    |
| QUIKSILVER INC        | COM | 74838C106 | 860   | 50000  | SH | DEFINED | 85 |
|                       |     |           | ----- | -----  |    |         |    |
|                       |     |           | 860   | 50000  |    |         |    |

| PAGE 118 OF 155               |                | FORM 13F                                      |                 |                 |                  |         |         |       |
|-------------------------------|----------------|---|-----------------|-----------------|------------------|---------|---------|-------|
|                               |                | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                 |                 |                  |         |         |       |
| NAME OF ISSUER                | TITLE OF CLASS | CUSIP   | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT | CALL    | DSCRETN | MA    |
|                               |                |   | -----           | -----           | -----            | -----   | -----   | ----- |
| QWEST COMMUNICATIONS INTL INC | COM            | 749121109                                     | 854             | 60412           | SH               | DEFINED | 1       |       |
|                               |                |   | 361             | 25551           | SH               | DEFINED | 15      |       |
|                               |                |   | 27              | 1914            | SH               | DEFINED | 12      |       |
|                               |                |   | 8               | 544             | SH               | DEFINED | 5       |       |
|                               |                |   | 1320            | 93415           | SH               | DEFINED | 17      |       |
|                               |                |   | 3428            | 242572          | SH               | DEFINED | 85      |       |
|                               |                |   | -----           | -----           |                  |         |         |       |
|                               |                |   | 5997            | 424408          |                  |         |         |       |
| RLI CORP                      | COM            | 749607107                                     | 1125            | 25000           | SH               | DEFINED | 85      |       |
|                               |                |   | -----           | -----           |                  |         |         |       |
|                               |                |   | 1125            | 25000           |                  |         |         |       |
| RPM INC OHIO                  | COM            | 749685103                                     | 754             | 52166           | SH               | DEFINED | 1       |       |
|                               |                |   | 12              | 835             | SH               | DEFINED | 17      |       |
|                               |                |   | -----           | -----           |                  |         |         |       |
|                               |                |   | 766             | 53001           |                  |         |         |       |

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|                          |     |           |       |        |    |         |    |
|--------------------------|-----|-----------|-------|--------|----|---------|----|
| RSA SEC INC              | COM | 749719100 | 2183  | 125000 | SH | DEFINED | 85 |
|                          |     |           | ----- | -----  |    |         |    |
|                          |     |           | 2183  | 125000 |    |         |    |
| RADIOSHACK CORP          | COM | 750438103 | 2684  | 89185  | SH | DEFINED | 1  |
|                          |     |           | 120   | 4000   | SH | DEFINED | 15 |
|                          |     |           | 17    | 580    | SH | DEFINED | 12 |
|                          |     |           | 1696  | 56350  | SH | DEFINED | 5  |
|                          |     |           | 652   | 21658  | SH | DEFINED | 17 |
|                          |     |           | 3271  | 108656 | SH | DEFINED | 85 |
|                          |     |           | ----- | -----  |    |         |    |
|                          |     |           | 8441  | 280429 |    |         |    |
| RADISYS CORP             | COM | 750459109 | 983   | 50000  | SH | DEFINED | 85 |
|                          |     |           | ----- | -----  |    |         |    |
|                          |     |           | 983   | 50000  |    |         |    |
| RAINBOW TECHNOLOGIES INC | COM | 750862104 | 740   | 100000 | SH | DEFINED | 85 |
|                          |     |           | ----- | -----  |    |         |    |
|                          |     |           | 740   | 100000 |    |         |    |
| RALCORP HLDGS INC NEW    | COM | 751028101 | 8     | 333    | SH | DEFINED | 1  |
|                          |     |           | 10    | 431    | SH | DEFINED | 17 |
|                          |     |           | 1589  | 70000  | SH | DEFINED | 85 |
|                          |     |           | ----- | -----  |    |         |    |
|                          |     |           | 1606  | 70764  |    |         |    |

|                             |         |           |   | FORM 13F |                    |                    |                     |                    |         |
|-----------------------------|---------|-----------|---|----------|--------------------|--------------------|---------------------|--------------------|---------|
| PAGE                        | 119 OF  | 155       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |          |                    |                    |                     |                    |         |
| NAME OF ISSUER              |         |           | TITLE OF CLASS                                | CUSIP    | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
| -----                       |         |           | -----   | -----    | -----              | -----              | -----               | -----              | -----   |
| RAWLINGS SPORTING GOODS INC | COM     | 754459105 |   | 23       | 7500               | SH                 | DEFINED             | 1                  |         |
|                             |         |           |   | 303      | 101000             | SH                 | DEFINED             | 85                 |         |
|                             |         |           |   | -----    | -----              |                    |                     |                    |         |
|                             |         |           |   | 326      | 108500             |                    |                     |                    |         |
| RAYOVAC CORP                | COM     | 755081106 |   | 880      | 50000              | SH                 | DEFINED             | 85                 |         |
|                             |         |           |   | -----    | -----              |                    |                     |                    |         |
|                             |         |           |   | 880      | 50000              |                    |                     |                    |         |
| RAYTHEON CO                 | COM NEW | 755111507 |   | 325      | 10008              | SH                 | DEFINED             | 1                  |         |
|                             |         |           |   | 150      | 4611               | SH                 | DEFINED             | 15                 |         |
|                             |         |           |   | 169      | 5200               | SH                 | DEFINED             | 12                 |         |
|                             |         |           |   | 2        | 47                 | SH                 | DEFINED             | 5                  |         |
|                             |         |           |   | 1239     | 38170              | SH                 | DEFINED             | 17                 |         |
|                             |         |           |   | 896      | 27600              | SH                 | DEFINED             | 85                 |         |
|                             |         |           |   | -----    | -----              |                    |                     |                    |         |
|                             |         |           |   | 2781     | 85636              |                    |                     |                    |         |
| REGIONS FINL CORP           | COM     | 758940100 |   | 3576     | 119425             | SH                 | DEFINED             | 1                  |         |
|                             |         |           |   | 455      | 15200              | SH                 | DEFINED             | 15                 |         |
|                             |         |           |   | 24       | 800                | SH                 | DEFINED             | 10                 |         |
|                             |         |           |   | 27       | 900                | SH                 | DEFINED             | 17                 |         |
|                             |         |           |   | 530      | 17700              | SH                 | DEFINED             | 85                 |         |

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|                      |     | -----     |        | -----  |    |         |    |
|----------------------|-----|-----------|--------|--------|----|---------|----|
|                      |     | 4612      | 154025 |        |    |         |    |
| REHABCARE GROUP INC  | COM | 759148109 | 15     | 500    | SH | DEFINED | 10 |
|                      |     |           | 2220   | 75000  | SH | DEFINED | 85 |
|                      |     |           | -----  | -----  |    |         |    |
|                      |     |           | 2235   | 75500  |    |         |    |
| RELIANT ENERGY INC   | COM | 75952J108 | 199    | 7515   | SH | DEFINED | 1  |
|                      |     |           | 119    | 4506   | SH | DEFINED | 15 |
|                      |     |           | 10     | 383    | SH | DEFINED | 12 |
|                      |     |           | 615    | 23173  | SH | DEFINED | 17 |
|                      |     |           | 1589   | 59919  | SH | DEFINED | 85 |
|                      |     |           | -----  | -----  |    |         |    |
|                      |     |           | 2533   | 95496  |    |         |    |
| REPUBLIC BANCORP INC | COM | 760282103 | 444    | 32024  | SH | DEFINED | 17 |
|                      |     |           | 2770   | 200000 | SH | DEFINED | 85 |
|                      |     |           | -----  | -----  |    |         |    |
|                      |     |           | 3214   | 232024 |    |         |    |

|                        |                |           |   | FORM 13F           |                         |                    |       |       |       |
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| PAGE                   | 120 OF         | 155       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                         |                    |       |       |       |
| NAME OF ISSUER         | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PUT/<br>PRN CALL | INVSTMT<br>DSCRETN |       |       |       |
| -----                  |                | -----     | -----   | -----              | -----                   | -----              | ----- | ----- | ----- |
| RESPIRONICS INC        | COM            | 761230101 | 4330  | 125000             | SH                      | DEFINED            | 85    |       |       |
|                        |                |           | -----   | -----              |                         |                    |       |       |       |
|                        |                |           | 4330  | 125000             |                         |                    |       |       |       |
| RETEK INC              | COM            | 76128Q109 | 2240  | 75000              | SH                      | DEFINED            | 85    |       |       |
|                        |                |           | -----   | -----              |                         |                    |       |       |       |
|                        |                |           | 2240  | 75000              |                         |                    |       |       |       |
| REUTERS GROUP PLC      | SPONSORED ADR  | 76132M102 | 73  | 1221               | SH                      | DEFINED            | 1     |       |       |
|                        |                |           | 146   | 2435               | SH                      | DEFINED            | 17    |       |       |
|                        |                |           | -----   | -----              |                         |                    |       |       |       |
|                        |                |           | 219   | 3656               |                         |                    |       |       |       |
| REYNOLDS & REYNOLDS CO | CL A           | 761695105 | 2133  | 87952              | SH                      | DEFINED            | 1     |       |       |
|                        |                |           | 11  | 460                | SH                      | DEFINED            | 15    |       |       |
|                        |                |           | 104   | 4300               | SH                      | DEFINED            | 17    |       |       |
|                        |                |           | -----   | -----              |                         |                    |       |       |       |
|                        |                |           | 2248  | 92712              |                         |                    |       |       |       |
| RITE AID CORP          | COM            | 767754104 | 128   | 25300              | SH                      | DEFINED            | 1     |       |       |
|                        |                |           | 10  | 2000               | SH                      | DEFINED            | 12    |       |       |
|                        |                |           | 1   | 130                | SH                      | DEFINED            | 10    |       |       |
|                        |                |           | 53  | 10500              | SH                      | DEFINED            | 17    |       |       |
|                        |                |           | -----   | -----              |                         |                    |       |       |       |
|                        |                |           | 192   | 37930              |                         |                    |       |       |       |
| ROBERT HALF INTL INC   | COM            | 770323103 | 363   | 13600              | SH                      | DEFINED            | 85    |       |       |
|                        |                |           | -----   | -----              |                         |                    |       |       |       |
|                        |                |           | 363   | 13600              |                         |                    |       |       |       |

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|                        |     |           |       |       |    |         |    |
|------------------------|-----|-----------|-------|-------|----|---------|----|
| ROCKWELL INTL CORP NEW | COM | 773903109 | 317   | 17757 | SH | DEFINED | 1  |
|                        |     |           | 65    | 3628  | SH | DEFINED | 5  |
|                        |     |           | 667   | 37328 | SH | DEFINED | 17 |
|                        |     |           | 580   | 32450 | SH | DEFINED | 85 |
|                        |     |           | ----- | ----- |    |         |    |
|                        |     |           | 1628  | 91163 |    |         |    |
| ROCKWELL COLLINS INC   | COM | 774341101 | 348   | 17857 | SH | DEFINED | 1  |
|                        |     |           | 61    | 3128  | SH | DEFINED | 5  |
|                        |     |           | 638   | 32695 | SH | DEFINED | 17 |
|                        |     |           | 277   | 14200 | SH | DEFINED | 85 |
|                        |     |           | ----- | ----- |    |         |    |
|                        |     |           | 1324  | 67880 |    |         |    |

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|-------------------------|----------------|--|--------------------|--------------------|---------------------|--------------------|---------|--|
| PAGE 121 OF 155         |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                     |                    |         |  |
| NAME OF ISSUER          | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
|                         |                |  | -----              | -----              | -----               | -----              | -----   |  |
| ROCKY SHOES & BOOTS INC | COM            | 774830103                                      | 715                | 124000             | SH                  | DEFINED            | 85      |  |
|                         |                |  | -----              | -----              |                     |                    |         |  |
|                         |                |  | 715                | 124000             |                     |                    |         |  |
| ROHM & HAAS CO          | COM            | 775371107                                      | 319                | 9203               | SH                  | DEFINED            | 1       |  |
|                         |                |  | 16                 | 450                | SH                  | DEFINED            | 15      |  |
|                         |                |  | 37                 | 1081               | SH                  | DEFINED            | 12      |  |
|                         |                |  | 66                 | 1909               | SH                  | DEFINED            | 17      |  |
|                         |                |  | -----              | -----              |                     |                    |         |  |
|                         |                |  | 591                | 17077              | SH                  | DEFINED            | 85      |  |
|                         |                |  | -----              | -----              |                     |                    |         |  |
|                         |                |  | 1029               | 29720              |                     |                    |         |  |
| ROPER INDS INC NEW      | COM            | 776696106                                      | 6188               | 125000             | SH                  | DEFINED            | 85      |  |
|                         |                |  | -----              | -----              |                     |                    |         |  |
|                         |                |  | 6188               | 125000             |                     |                    |         |  |
| ROSLYN BANCORP INC      | COM            | 778162107                                      | 3938               | 225000             | SH                  | DEFINED            | 85      |  |
|                         |                |  | -----              | -----              |                     |                    |         |  |
|                         |                |  | 3938               | 225000             |                     |                    |         |  |
| ROYAL APPLIANCE MFG CO  | COM            | 780076105                                      | 26                 | 5200               | SH                  | DEFINED            | 1       |  |
|                         |                |  | 50                 | 10000              | SH                  | DEFINED            | 85      |  |
|                         |                |  | -----              | -----              |                     |                    |         |  |
|                         |                |  | 76                 | 15200              |                     |                    |         |  |
| ROYAL DUTCH PETE CO     | NY REG GLD1.25 | 780257804                                      | 13695              | 279371             | SH                  | DEFINED            | 1       |  |
|                         |                |  | 984                | 20081              | SH                  | DEFINED            | 15      |  |
|                         |                |  | 473                | 9645               | SH                  | DEFINED            | 12      |  |
|                         |                |  | 10                 | 200                | SH                  | DEFINED            | 5       |  |
|                         |                |  | 151                | 3074               | SH                  | DEFINED            | 10      |  |
|                         |                |  | 5397               | 110095             | SH                  | DEFINED            | 17      |  |
|                         |                |  | -----              | -----              |                     |                    |         |  |
|                         |                |  | 16054              | 327500             | SH                  | DEFINED            | 85      |  |
|                         |                |  | -----              | -----              |                     |                    |         |  |
|                         |                |  | 36763              | 749966             |                     |                    |         |  |

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|                  |     |           |       |        |    |         |    |
|------------------|-----|-----------|-------|--------|----|---------|----|
| RUBY TUESDAY INC | COM | 781182100 | 388   | 18812  | SH | DEFINED | 1  |
|                  |     |           | 2785  | 135000 | SH | DEFINED | 85 |
|                  |     |           | ----- | -----  |    |         |    |
|                  |     |           | 3173  | 153812 |    |         |    |
| RUDDICK CORP     | COM | 781258108 | 1199  | 75000  | SH | DEFINED | 85 |
|                  |     |           | ----- | -----  |    |         |    |
|                  |     |           | 1199  | 75000  |    |         |    |

| PAGE 122 OF 155             |                | FORM 13F                                       |                    |                    |                     |                    |    |  |  |
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|                             |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                     |                    |    |  |  |
| NAME OF ISSUER              | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN |    |  |  |
| RURBAN FINL CORP            | COM            | 78176P108                                      | 104                | 7581               | SH                  | DEFINED            | 1  |  |  |
|                             |                |  | 147                | 10748              | SH                  | DEFINED            | 15 |  |  |
|                             |                |  | -----              | -----              |                     |                    |    |  |  |
|                             |                |  | 251                | 18329              |                     |                    |    |  |  |
| RUSS BERRIE & CO            | COM            | 782233100                                      | 1050               | 35000              | SH                  | DEFINED            | 85 |  |  |
|                             |                |  | -----              | -----              |                     |                    |    |  |  |
|                             |                |  | 1050               | 35000              |                     |                    |    |  |  |
| RYLAND GROUP INC            | COM            | 783764103                                      | 2196               | 30000              | SH                  | DEFINED            | 85 |  |  |
|                             |                |  | -----              | -----              |                     |                    |    |  |  |
|                             |                |  | 2196               | 30000              |                     |                    |    |  |  |
| S&P 500 PROTECTED EQUITY FD | COM            | 78379P103                                      | 168                | 20000              | SH                  | DEFINED            | 12 |  |  |
|                             |                |  | -----              | -----              |                     |                    |    |  |  |
|                             |                |  | 168                | 20000              |                     |                    |    |  |  |
| SBC COMMUNICATIONS INC      | COM            | 78387G103                                      | 30933              | 789705             | SH                  | DEFINED            | 1  |  |  |
|                             |                |  | 9309               | 237645             | SH                  | DEFINED            | 15 |  |  |
|                             |                |  | 764                | 19512              | SH                  | DEFINED            | 12 |  |  |
|                             |                |  | 431                | 11002              | SH                  | DEFINED            | 5  |  |  |
|                             |                |  | 507                | 12937              | SH                  | DEFINED            | 10 |  |  |
|                             |                |  | 21942              | 560174             | SH                  | DEFINED            | 17 |  |  |
|                             |                |  | 22154              | 565596             | SH                  | DEFINED            | 85 |  |  |
|                             |                |  | -----              | -----              |                     |                    |    |  |  |
|                             |                |  | 86040              | 2196571            |                     |                    |    |  |  |
| SBA COMMUNICATIONS CORP     | COM            | 78388J106                                      | 1641               | 126000             | SH                  | DEFINED            | 85 |  |  |
|                             |                |  | -----              | -----              |                     |                    |    |  |  |
|                             |                |  | 1641               | 126000             |                     |                    |    |  |  |
| SEI INVESTMENTS CO          | COM            | 784117103                                      | 54                 | 1200               | SH                  | DEFINED            | 1  |  |  |
|                             |                |  | 37                 | 810                | SH                  | DEFINED            | 10 |  |  |
|                             |                |  | 392                | 8690               | SH                  | DEFINED            | 17 |  |  |
|                             |                |  | -----              | -----              |                     |                    |    |  |  |
|                             |                |  | 483                | 10700              |                     |                    |    |  |  |
| SPDR TR                     | UNIT SER 1     | 78462F103                                      | 1676               | 14664              | SH                  | DEFINED            | 1  |  |  |
|                             |                |  | 10                 | 85                 | SH                  | DEFINED            | 12 |  |  |
|                             |                |  | 9065               | 79308              | SH                  | DEFINED            | 17 |  |  |

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10751 94057

|                           |                |           | FORM 13F                                      |                    |                 |                 |         |         |  |
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| PAGE 123 OF 155           |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |                 |         |         |  |
| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |  |
| -----                     |                |           |   |                    |                 |                 |         |         |  |
| SPX CORP                  | COM            | 784635104 | 1   | 5                  | SH              |                 | DEFINED | 5       |  |
|                           |                |           | 789   | 5762               | SH              |                 | DEFINED | 17      |  |
|                           |                |           | 790   | 5767               |                 |                 |         |         |  |
| SWS GROUP INC             | COM            | 78503N107 | 1400  | 55000              | SH              |                 | DEFINED | 85      |  |
|                           |                |           | 1400  | 55000              |                 |                 |         |         |  |
|                           |                |           |   |                    |                 |                 |         |         |  |
| SABRE HLDGS CORP          | CL A           | 785905100 | 18  | 433                | SH              |                 | DEFINED | 1       |  |
|                           |                |           | 7   | 161                | SH              |                 | DEFINED | 15      |  |
|                           |                |           | 439   | 10365              | SH              |                 | DEFINED | 85      |  |
|                           |                |           | 464   | 10959              |                 |                 |         |         |  |
| SAFECO CORP               | COM            | 786429100 | 22  | 700                | SH              |                 | DEFINED | 15      |  |
|                           |                |           | 40  | 1300               | SH              |                 | DEFINED | 17      |  |
|                           |                |           | 308   | 9900               | SH              |                 | DEFINED | 85      |  |
|                           |                |           | 371   | 11900              |                 |                 |         |         |  |
| SAFEGUARD SCIENTIFICS INC | COM            | 786449108 | 1   | 200                | SH              |                 | DEFINED | 17      |  |
|                           |                |           | 840   | 240000             | SH              |                 | DEFINED | 85      |  |
|                           |                |           | 841   | 240200             |                 |                 |         |         |  |
| SAFEWAY INC               | COM NEW        | 786514208 | 200   | 4800               | SH              |                 | DEFINED | 1       |  |
|                           |                |           | 799   | 19130              | SH              |                 | DEFINED | 17      |  |
|                           |                |           | 3251  | 77875              | SH              |                 | DEFINED | 85      |  |
|                           |                |           | 4250  | 101805             |                 |                 |         |         |  |
| ST JUDE MED INC           | COM            | 790849103 | 8   | 100                | SH              |                 | DEFINED | 15      |  |
|                           |                |           | 520   | 6700               | SH              |                 | DEFINED | 85      |  |
|                           |                |           | 528   | 6800               |                 |                 |         |         |  |
| ST PAUL COS INC           | COM            | 792860108 | 184   | 4182               | SH              |                 | DEFINED | 1       |  |
|                           |                |           | 33  | 760                | SH              |                 | DEFINED | 17      |  |
|                           |                |           | 731   | 16634              | SH              |                 | DEFINED | 85      |  |
|                           |                |           | 949   | 21576              |                 |                 |         |         |  |
| SAKS INC                  | COM            | 79377W108 | 1214  | 130000             | SH              |                 | DEFINED | 85      |  |
|                           |                |           | 1214  | 130000             |                 |                 |         |         |  |

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|      |        |     | FORM 13F                                      |                |           |                    |                    |                     |                    |         |
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|      |        |     | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                |           |                    |                    |                     |                    |         |
| PAGE | 124 OF | 155 | NAME OF ISSUER                                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|      |        |     | SANDISK CORP                                  | COM            | 80004C101 | 1                  | 100                | SH                  | DEFINED            | 15      |
|      |        |     |   |                |           | 4                  | 285                | SH                  | DEFINED            | 12      |
|      |        |     |   |                |           | 29                 | 2000               | SH                  | DEFINED            | 17      |
|      |        |     |   |                |           | 1008               | 70000              | SH                  | DEFINED            | 85      |
|      |        |     |   |                |           | -----              | -----              |                     |                    |         |
|      |        |     |   |                |           | 1042               | 72385              |                     |                    |         |
|      |        |     | SANMINA SCI CORP                              | COM            | 800907107 | 13                 | 650                | SH                  | DEFINED            | 1       |
|      |        |     |   |                |           | 135                | 6781               | SH                  | DEFINED            | 17      |
|      |        |     |   |                |           | 1137               | 57160              | SH                  | DEFINED            | 85      |
|      |        |     |   |                |           | -----              | -----              |                     |                    |         |
|      |        |     |   |                |           | 1285               | 64591              |                     |                    |         |
|      |        |     | SARA LEE CORP                                 | COM            | 803111103 | 14279              | 642330             | SH                  | DEFINED            | 1       |
|      |        |     |   |                |           | 33                 | 1500               | SH                  | DEFINED            | 15      |
|      |        |     |   |                |           | 481                | 21650              | SH                  | DEFINED            | 12      |
|      |        |     |   |                |           | 44                 | 2000               | SH                  | DEFINED            | 5       |
|      |        |     |   |                |           | 262                | 11800              | SH                  | DEFINED            | 10      |
|      |        |     |   |                |           | 5912               | 265948             | SH                  | DEFINED            | 17      |
|      |        |     |   |                |           | 2221               | 99892              | SH                  | DEFINED            | 85      |
|      |        |     |   |                |           | -----              | -----              |                     |                    |         |
|      |        |     |   |                |           | 23233              | 1045120            |                     |                    |         |
|      |        |     | SATYAM INFOWAY LTD                            | SPONSORED ADR  | 804099109 | 64                 | 42000              | SH                  | DEFINED            | 1       |
|      |        |     |   |                |           | -----              | -----              |                     |                    |         |
|      |        |     |   |                |           | 64                 | 42000              |                     |                    |         |
|      |        |     | SAUCONY INC                                   | CL A           | 804120103 | 213                | 41200              | SH                  | DEFINED            | 85      |
|      |        |     |   |                |           | -----              | -----              |                     |                    |         |
|      |        |     |   |                |           | 213                | 41200              |                     |                    |         |
|      |        |     | SCHERING PLOUGH CORP                          | COM            | 806605101 | 31397              | 876753             | SH                  | DEFINED            | 1       |
|      |        |     |   |                |           | 533                | 14876              | SH                  | DEFINED            | 15      |
|      |        |     |   |                |           | 1180               | 32950              | SH                  | DEFINED            | 12      |
|      |        |     |   |                |           | 587                | 16400              | SH                  | DEFINED            | 5       |
|      |        |     |   |                |           | 1493               | 41700              | SH                  | DEFINED            | 10      |
|      |        |     |   |                |           | 2230               | 62266              | SH                  | DEFINED            | 17      |
|      |        |     |   |                |           | 8147               | 227500             | SH                  | DEFINED            | 85      |
|      |        |     |   |                |           | -----              | -----              |                     |                    |         |
|      |        |     |   |                |           | 45566              | 1272445            |                     |                    |         |

|      |        |     | FORM 13F                                      |                |       |                    |                    |                     |                    |         |
|------|--------|-----|---|----------------|-------|--------------------|--------------------|---------------------|--------------------|---------|
|      |        |     | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                |       |                    |                    |                     |                    |         |
| PAGE | 125 OF | 155 | NAME OF ISSUER                                | TITLE OF CLASS | CUSIP | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |



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| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | (X\$1000) | PRN     | AMT   | PRN | CALL | DSCRETN | MA |
|-------------------------|----------------|-----------|-----------|---------|-------|-----|------|---------|----|
| SCHLUMBERGER LTD        | COM            | 806857108 | 35244     | 641375  | SH    |     |      | DEFINED | 1  |
|                         |                |           | 1042      | 18965   | SH    |     |      | DEFINED | 15 |
|                         |                |           | 1443      | 26259   | SH    |     |      | DEFINED | 12 |
|                         |                |           | 48        | 870     | SH    |     |      | DEFINED | 5  |
|                         |                |           | 230       | 4180    | SH    |     |      | DEFINED | 10 |
|                         |                |           | 4841      | 88090   | SH    |     |      | DEFINED | 17 |
|                         |                |           | 22771     | 414400  | SH    |     |      | DEFINED | 85 |
|                         |                |           | 65618     | 1194139 |       |     |      |         |    |
| SCHULMAN A INC          | COM            | 808194104 | 751       | 55000   | SH    |     |      | DEFINED | 17 |
|                         |                |           |           | 751     | 55000 |     |      |         |    |
| SCHWAB CHARLES CORP NEW | COM            | 808513105 | 18867     | 1219603 | SH    |     |      | DEFINED | 1  |
|                         |                |           | 459       | 29665   | SH    |     |      | DEFINED | 15 |
|                         |                |           | 357       | 23045   | SH    |     |      | DEFINED | 12 |
|                         |                |           | 24        | 1545    | SH    |     |      | DEFINED | 5  |
|                         |                |           | 324       | 20925   | SH    |     |      | DEFINED | 10 |
|                         |                |           | 621       | 40144   | SH    |     |      | DEFINED | 17 |
|                         |                |           | 11497     | 743175  | SH    |     |      | DEFINED | 85 |
|                         |                |           | 32148     | 2078102 |       |     |      |         |    |
| SCIENTIFIC ATLANTA INC  | COM            | 808655104 | 35        | 1475    | SH    |     |      | DEFINED | 1  |
|                         |                |           | 299       | 12500   | SH    |     |      | DEFINED | 17 |
|                         |                |           | 780       | 32600   | SH    |     |      | DEFINED | 85 |
|                         |                |           | 1115      | 46575   |       |     |      |         |    |
| SCOTTS CO               | CL A           | 810186106 | 2142      | 45000   | SH    |     |      | DEFINED | 85 |
|                         |                |           |           | 2142    | 45000 |     |      |         |    |
| SCRIPPS E W CO OHIO     | CL A           | 811054204 | 1855      | 28100   | SH    |     |      | DEFINED | 1  |
|                         |                |           |           | 1855    | 28100 |     |      |         |    |
| SCUDDER INTER GOVT TR   | SH BEN INT     | 811163104 | 592       | 85000   | SH    |     |      | DEFINED | 85 |
|                         |                |           |           | 592     | 85000 |     |      |         |    |

FORM 13F

| PAGE 126 OF 155       |                | 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 |
| SCUDDER MUN INCOME TR | COM SH BEN INT | 81118R604                                      | 104             | 9333        | SH    |         |           | DEFINED | 1       |    |
|                       |                |  | 5               | 421         | SH    |         |           | DEFINED | 15      |    |
|                       |                |  | 183             | 16447       | SH    |         |           | DEFINED | 17      |    |
|                       |                |  |                 | 291         | 26201 |         |           |         |         |    |

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|                            |      |           |       |        |    |         |    |
|----------------------------|------|-----------|-------|--------|----|---------|----|
| SEA CONTAINERS LTD         | CL A | 811371707 | 10    | 700    | SH | DEFINED | 17 |
|                            |      |           | 1048  | 76600  | SH | DEFINED | 85 |
|                            |      |           | ----- | -----  |    |         |    |
|                            |      |           | 1057  | 77300  |    |         |    |
| SEACOR SMIT INC            | COM  | 811904101 | 3480  | 75000  | SH | DEFINED | 85 |
|                            |      |           | ----- | -----  |    |         |    |
|                            |      |           | 3480  | 75000  |    |         |    |
| SEALED AIR CORP NEW        | COM  | 81211K100 | 33    | 800    | SH | DEFINED | 1  |
|                            |      |           | 1     | 27     | SH | DEFINED | 15 |
|                            |      |           | 266   | 6516   | SH | DEFINED | 85 |
|                            |      |           | ----- | -----  |    |         |    |
|                            |      |           | 300   | 7343   |    |         |    |
| SEARS ROEBUCK & CO         | COM  | 812387108 | 565   | 11862  | SH | DEFINED | 1  |
|                            |      |           | 224   | 4711   | SH | DEFINED | 15 |
|                            |      |           | 13    | 272    | SH | DEFINED | 5  |
|                            |      |           | 13237 | 277849 | SH | DEFINED | 17 |
|                            |      |           | 2362  | 49575  | SH | DEFINED | 85 |
|                            |      |           | ----- | -----  |    |         |    |
|                            |      |           | 16401 | 344269 |    |         |    |
| SEMPRA ENERGY              | COM  | 816851109 | 80    | 3250   | SH | DEFINED | 1  |
|                            |      |           | 13    | 520    | SH | DEFINED | 15 |
|                            |      |           | 60    | 2453   | SH | DEFINED | 17 |
|                            |      |           | 393   | 16025  | SH | DEFINED | 85 |
|                            |      |           | ----- | -----  |    |         |    |
|                            |      |           | 546   | 22248  |    |         |    |
| SENSIENT TECHNOLOGIES CORP | COM  | 81725T100 | 728   | 34972  | SH | DEFINED | 1  |
|                            |      |           | 176   | 8472   | SH | DEFINED | 17 |
|                            |      |           | ----- | -----  |    |         |    |
|                            |      |           | 904   | 43444  |    |         |    |
| SERVICEMASTER CO           | COM  | 81760N109 | 512   | 37125  | SH | DEFINED | 1  |
|                            |      |           | 6     | 450    | SH | DEFINED | 15 |
|                            |      |           | 158   | 11465  | SH | DEFINED | 17 |
|                            |      |           | ----- | -----  |    |         |    |
|                            |      |           | 677   | 49040  |    |         |    |

|                           |                | FORM 13F                                       |                |                 |                   |                |      |       |
|---------------------------|----------------|--|----------------|-----------------|-------------------|----------------|------|-------|
| PAGE 127 OF 155           |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                |                 |                   |                |      |       |
| NAME OF ISSUER            | TITLE OF CLASS | CUSIP  | VALUE (\$1000) | SHARES/ PRN AMT | SH/ PUT/ PRN CALL | INVSTMT DCRETN | O MA |       |
| -----                     |                |  | -----          |                 |                   |                |      | ----- |
| SHAW GROUP INC            | COM            | 820280105                                      | 1              | 50              | SH                | DEFINED        | 17   |       |
|                           |                |  | 1175           | 50000           | SH                | DEFINED        | 85   |       |
|                           |                |  | -----          | -----           |                   |                |      |       |
|                           |                |  | 1176           | 50050           |                   |                |      |       |
| SHELL TRANS & TRADING PLC | NEW YRK SH NEW | 822703609                                      | 97             | 2330            | SH                | DEFINED        | 1    |       |
|                           |                |  | 54             | 1300            | SH                | DEFINED        | 15   |       |
|                           |                |  | 2              | 45              | SH                | DEFINED        | 10   |       |

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|                          |                |           |       |         |    |         |    |
|--------------------------|----------------|-----------|-------|---------|----|---------|----|
|                          |                |           | 142   | 3415    | SH | DEFINED | 17 |
|                          |                |           | ----- | -----   |    |         |    |
|                          |                |           | 294   | 7090    |    |         |    |
| SHERWIN WILLIAMS CO      | COM            | 824348106 | 932   | 33890   | SH | DEFINED | 1  |
|                          |                |           | 28    | 1000    | SH | DEFINED | 12 |
|                          |                |           | 3     | 95      | SH | DEFINED | 10 |
|                          |                |           | 69    | 2511    | SH | DEFINED | 17 |
|                          |                |           | 336   | 12200   | SH | DEFINED | 85 |
|                          |                |           | ----- | -----   |    |         |    |
|                          |                |           | 1367  | 49696   |    |         |    |
| SIEBEL SYS INC           | COM            | 826170102 | 19910 | 711587  | SH | DEFINED | 1  |
|                          |                |           | 410   | 14665   | SH | DEFINED | 15 |
|                          |                |           | 709   | 25332   | SH | DEFINED | 12 |
|                          |                |           | 35    | 1240    | SH | DEFINED | 5  |
|                          |                |           | 193   | 6900    | SH | DEFINED | 10 |
|                          |                |           | 1061  | 37905   | SH | DEFINED | 17 |
|                          |                |           | 16203 | 579100  | SH | DEFINED | 85 |
|                          |                |           | ----- | -----   |    |         |    |
|                          |                |           | 38521 | 1376729 |    |         |    |
| SIGMA ALDRICH CORP       | COM            | 826552101 | 95    | 2400    | SH | DEFINED | 1  |
|                          |                |           | 95    | 2400    | SH | DEFINED | 15 |
|                          |                |           | 43    | 1100    | SH | DEFINED | 12 |
|                          |                |           | 10    | 250     | SH | DEFINED | 10 |
|                          |                |           | 211   | 5345    | SH | DEFINED | 17 |
|                          |                |           | 623   | 15800   | SH | DEFINED | 85 |
|                          |                |           | ----- | -----   |    |         |    |
|                          |                |           | 1076  | 27295   |    |         |    |
| SILICON VY BANCSHARES    | COM            | 827064106 | 4793  | 179300  | SH | DEFINED | 85 |
|                          |                |           | ----- | -----   |    |         |    |
|                          |                |           | 4793  | 179300  |    |         |    |
| SIMON PPTY GROUP INC NEW | PFD CV B 6.50% | 828806406 | 1173  | 14000   | SH | DEFINED | 85 |
|                          |                |           | ----- | -----   |    |         |    |
|                          |                |           | 1173  | 14000   |    |         |    |

|                    |                | FORM 13F                                      |                    |                    |            |              |                     |         |
|--------------------|----------------|---|--------------------|--------------------|------------|--------------|---------------------|---------|
| PAGE 128 OF 155    |                | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |            |              |                     |         |
| NAME OF ISSUER     | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DISCRETN | O<br>MA |
|                    |                |   | -----              | -----              | -----      | -----        | -----               | -----   |
| SINGAPORE FD INC   | COM            | 82929L109                                     | 282                | 54800              | SH         |              | DEFINED             | 85      |
|                    |                |   | -----              | -----              |            |              |                     |         |
|                    |                |   | 282                | 54800              |            |              |                     |         |
| SKY FINL GROUP INC | COM            | 83080P103                                     | 838                | 41205              | SH         |              | DEFINED             | 1       |
|                    |                |   | 9                  | 452                | SH         |              | DEFINED             | 15      |
|                    |                |   | 8                  | 409                | SH         |              | DEFINED             | 17      |
|                    |                |   | -----              | -----              |            |              |                     |         |
|                    |                |   | 856                | 42066              |            |              |                     |         |
| SMUCKER J M CO     | COM            | 832696306                                     | 1041               | 29410              | SH         |              | DEFINED             | 1       |

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|                      |     |           |       |        |    |         |    |
|----------------------|-----|-----------|-------|--------|----|---------|----|
|                      |     |           | 71    | 2000   | SH | DEFINED | 15 |
|                      |     |           | ----- | -----  |    |         |    |
|                      |     |           | 1111  | 31410  |    |         |    |
| SNAP ON INC          | COM | 833034101 | 421   | 12500  | SH | DEFINED | 1  |
|                      |     |           | 4     | 115    | SH | DEFINED | 15 |
|                      |     |           | 151   | 4500   | SH | DEFINED | 17 |
|                      |     |           | 1163  | 34550  | SH | DEFINED | 85 |
|                      |     |           | ----- | -----  |    |         |    |
|                      |     |           | 1739  | 51665  |    |         |    |
| SOLETRON CORP        | COM | 834182107 | 90    | 8005   | SH | DEFINED | 1  |
|                      |     |           | 1     | 70     | SH | DEFINED | 5  |
|                      |     |           | 1114  | 98721  | SH | DEFINED | 17 |
|                      |     |           | 1108  | 98250  | SH | DEFINED | 85 |
|                      |     |           | ----- | -----  |    |         |    |
|                      |     |           | 2313  | 205046 |    |         |    |
| SOLUTIA INC          | COM | 834376105 | 124   | 8868   | SH | DEFINED | 1  |
|                      |     |           | 80    | 5738   | SH | DEFINED | 17 |
|                      |     |           | ----- | -----  |    |         |    |
|                      |     |           | 205   | 14606  |    |         |    |
| SONOCO PRODS CO      | COM | 835495102 | 452   | 17010  | SH | DEFINED | 1  |
|                      |     |           | 10    | 375    | SH | DEFINED | 17 |
|                      |     |           | ----- | -----  |    |         |    |
|                      |     |           | 462   | 17385  |    |         |    |
| SOUTH FINL GROUP INC | COM | 837841105 | 1120  | 63073  | SH | DEFINED | 1  |
|                      |     |           | ----- | -----  |    |         |    |
|                      |     |           | 1120  | 63073  |    |         |    |

| PAGE 129 OF 155 |                | 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 DCRETN | MA |  |  |
| SOUTHERN CO     | COM            | 842587107                                      | 832             | 32811           | SH                | DEFINED        | 1  |  |  |
|                 |                |  | 894             | 35279           | SH                | DEFINED        | 15 |  |  |
|                 |                |  | 13              | 503             | SH                | DEFINED        | 5  |  |  |
|                 |                |  | 5               | 200             | SH                | DEFINED        | 10 |  |  |
|                 |                |  | 1823            | 71914           | SH                | DEFINED        | 17 |  |  |
|                 |                |  | 2570            | 101400          | SH                | DEFINED        | 85 |  |  |
|                 |                |  | -----           | -----           |                   |                |    |  |  |
|                 |                |  | 6137            | 242107          |                   |                |    |  |  |
| SOUTHTRUST CORP | COM            | 844730101                                      | 50928           | 2064358         | SH                | DEFINED        | 1  |  |  |
|                 |                |  | 1868            | 75700           | SH                | DEFINED        | 15 |  |  |
|                 |                |  | 786             | 31842           | SH                | DEFINED        | 12 |  |  |
|                 |                |  | 25              | 1030            | SH                | DEFINED        | 5  |  |  |
|                 |                |  | 972             | 39410           | SH                | DEFINED        | 10 |  |  |
|                 |                |  | 347             | 14075           | SH                | DEFINED        | 17 |  |  |
|                 |                |  | 27665           | 1121400         | SH                | DEFINED        | 85 |  |  |
|                 |                |  | -----           | -----           |                   |                |    |  |  |

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82591 3347815

|                              |     |           |       |        |    |         |    |
|------------------------------|-----|-----------|-------|--------|----|---------|----|
| SOUTHWEST AIRLS CO           | COM | 844741108 | 50    | 2725   | SH | DEFINED | 1  |
|                              |     |           | 4     | 200    | SH | DEFINED | 15 |
|                              |     |           | 148   | 8000   | SH | DEFINED | 12 |
|                              |     |           | 1185  | 64133  | SH | DEFINED | 17 |
|                              |     |           | 1854  | 100305 | SH | DEFINED | 85 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 3241  | 175363 |    |         |    |
| SOUTHWEST BANCORPORATION TEX | COM | 84476R109 | 2270  | 75000  | SH | DEFINED | 85 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 2270  | 75000  |    |         |    |
| SOUTHWESTERN ENERGY CO       | COM | 845467109 | 177   | 17000  | SH | DEFINED | 85 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 177   | 17000  |    |         |    |
| SPACELABS MED INC            | COM | 846247104 | 1033  | 85000  | SH | DEFINED | 85 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 1033  | 85000  |    |         |    |
| SPARTAN STORES INC           | COM | 846822104 | 24    | 1998   | SH | DEFINED | 1  |
|                              |     |           | 1109  | 92744  | SH | DEFINED | 17 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 1133  | 94742  |    |         |    |

| PAGE 130 OF 155 |                | FORM 13F                                       |                 |                 |                           |         |       |       |  |
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|                 |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                 |                 |                           |         |       |       |  |
| NAME OF ISSUER  | TITLE OF CLASS | CUSIP  | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT PRN CALL | DSCRETN |       | MA    |  |
|                 |                |  | -----           | -----           | -----                     | -----   | ----- | ----- |  |
| SPARTECH CORP   | COM NEW        | 847220209                                      | 3               | 125             | SH                        | DEFINED | 1     |       |  |
|                 |                |  | 1028            | 50000           | SH                        | DEFINED | 85    |       |  |
|                 |                |  | -----           | -----           |                           |         |       |       |  |
|                 |                |  | 1030            | 50125           |                           |         |       |       |  |
| SPHERION CORP   | COM            | 848420105                                      | 130             | 13270           | SH                        | DEFINED | 17    |       |  |
|                 |                |  | -----           | -----           |                           |         |       |       |  |
|                 |                |  | 130             | 13270           |                           |         |       |       |  |
| SPRINT CORP     | COM FON GROUP  | 852061100                                      | 6626            | 329966          | SH                        | DEFINED | 1     |       |  |
|                 |                |  | 105             | 5215            | SH                        | DEFINED | 15    |       |  |
|                 |                |  | 248             | 12336           | SH                        | DEFINED | 12    |       |  |
|                 |                |  | 1008            | 50177           | SH                        | DEFINED | 17    |       |  |
|                 |                |  | 2345            | 116800          | SH                        | DEFINED | 85    |       |  |
|                 |                |  | -----           | -----           |                           |         |       |       |  |
|                 |                |  | 10331           | 514494          |                           |         |       |       |  |
| SPRINT CORP     | PCS COM SER 1  | 852061506                                      | 1755            | 71894           | SH                        | DEFINED | 1     |       |  |
|                 |                |  | 79              | 3240            | SH                        | DEFINED | 15    |       |  |
|                 |                |  | 32              | 1300            | SH                        | DEFINED | 12    |       |  |
|                 |                |  | 178             | 7300            | SH                        | DEFINED | 10    |       |  |
|                 |                |  | 881             | 36111           | SH                        | DEFINED | 17    |       |  |
|                 |                |  | 3383            | 138600          | SH                        | DEFINED | 85    |       |  |

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|                         |     |           | ----- | -----   |    |            |
|-------------------------|-----|-----------|-------|---------|----|------------|
|                         |     |           | 6309  | 258445  |    |            |
| STANCORP FINL GROUP INC | COM | 852891100 | 4725  | 100000  | SH | DEFINED 85 |
|                         |     |           | ----- | -----   |    |            |
|                         |     |           | 4725  | 100000  |    |            |
| STANDARD REGISTER CO    | COM | 853887107 | 95767 | 5168224 | SH | DEFINED 1  |
|                         |     |           | 27    | 1464    | SH | DEFINED 17 |
|                         |     |           | ----- | -----   |    |            |
|                         |     |           | 95794 | 5169688 |    |            |
| STANLEY WKS             | COM | 854616109 | 38    | 816     | SH | DEFINED 17 |
|                         |     |           | 307   | 6600    | SH | DEFINED 85 |
|                         |     |           | ----- | -----   |    |            |
|                         |     |           | 345   | 7416    |    |            |
| STAPLES INC             | COM | 855030102 | 22    | 1171    | SH | DEFINED 1  |
|                         |     |           | 20    | 1050    | SH | DEFINED 15 |
|                         |     |           | 357   | 19100   | SH | DEFINED 17 |
|                         |     |           | 1374  | 73500   | SH | DEFINED 85 |
|                         |     |           | ----- | -----   |    |            |
|                         |     |           | 1773  | 94821   |    |            |

|   |                |           |   | FORM 13F           |                 |              |                    |       |       |
|---|----------------|-----------|---|--------------------|-----------------|--------------|--------------------|-------|-------|
| PAGE                                      | 131 OF         | 155       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |              |                    |       |       |
| NAME OF ISSUER                            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN |       |       |
| -----                                     | -----          | -----     | -----   | -----              | -----           | -----        | -----              | ----- | ----- |
| STARBUCKS CORP                            | COM            | 855244109 | 27  | 1400               | SH              |              | DEFINED            | 1     |       |
|   |                |           | 19  | 1000               | SH              |              | DEFINED            | 15    |       |
|   |                |           | 793   | 41650              | SH              |              | DEFINED            | 17    |       |
|   |                |           | 773   | 40600              | SH              |              | DEFINED            | 85    |       |
|   |                |           | -----   | -----              |                 |              |                    |       |       |
|   |                |           | 1613  | 84650              |                 |              |                    |       |       |
| STARWOOD HOTELS&RESORTS WRLDWD PAIRED CTF |                | 85590A203 | 20  | 658                | SH              |              | DEFINED            | 1     |       |
|   |                |           | 14  | 463                | SH              |              | DEFINED            | 17    |       |
|   |                |           | 982   | 32900              | SH              |              | DEFINED            | 85    |       |
|   |                |           | -----   | -----              |                 |              |                    |       |       |
|   |                |           | 1016  | 34021              |                 |              |                    |       |       |
| STATE STR CORP                            | COM            | 857477103 | 3519  | 67343              | SH              |              | DEFINED            | 1     |       |
|   |                |           | 220   | 4216               | SH              |              | DEFINED            | 15    |       |
|   |                |           | 146   | 2800               | SH              |              | DEFINED            | 12    |       |
|   |                |           | 105   | 2000               | SH              |              | DEFINED            | 10    |       |
|   |                |           | 1810  | 34640              | SH              |              | DEFINED            | 17    |       |
|   |                |           | 2816  | 53900              | SH              |              | DEFINED            | 85    |       |
|   |                |           | -----   | -----              |                 |              |                    |       |       |
|   |                |           | 8616  | 164899             |                 |              |                    |       |       |
| STATEN IS BANCORP INC                     | COM            | 857550107 | 4078  | 250000             | SH              |              | DEFINED            | 85    |       |
|   |                |           | -----   | -----              |                 |              |                    |       |       |
|   |                |           | 4078  | 250000             |                 |              |                    |       |       |

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|                         |      |           |      |        |    |         |    |
|-------------------------|------|-----------|------|--------|----|---------|----|
| STATION CASINOS INC     | COM  | 857689103 | 839  | 75000  | SH | DEFINED | 85 |
|                         |      |           | 839  | 75000  |    |         |    |
| STEELCASE INC           | CL A | 858155203 | 7    | 500    | SH | DEFINED | 1  |
|                         |      |           | 7135 | 484686 | SH | DEFINED | 17 |
|                         |      |           | 7142 | 485186 |    |         |    |
| STERLING BANCSHARES INC | COM  | 858907108 | 1565 | 125000 | SH | DEFINED | 85 |
|                         |      |           | 1565 | 125000 |    |         |    |
| STERIS CORP             | COM  | 859152100 | 37   | 2000   | SH | DEFINED | 1  |
|                         |      |           | 11   | 600    | SH | DEFINED | 15 |
|                         |      |           | 37   | 2000   | SH | DEFINED | 17 |
|                         |      |           | 2284 | 125000 | SH | DEFINED | 85 |
|                         |      |           | 2368 | 129600 |    |         |    |

|                              |                | FORM 13F                                      |                 |                 |                   |                 |      |  |  |
|------------------------------|----------------|---|-----------------|-----------------|-------------------|-----------------|------|--|--|
| PAGE 132 OF 155              |                | 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 |  |  |
| STEWART & STEVENSON SVCS INC | COM            | 860342104                                     | 484             | 25734           | SH                | DEFINED         | 1    |  |  |
|                              |                |   | 1035            | 55000           | SH                | DEFINED         | 85   |  |  |
|                              |                |   | 1519            | 80734           |                   |                 |      |  |  |
| STILWELL FINL INC            | COM            | 860831106                                     | 7416            | 272453          | SH                | DEFINED         | 1    |  |  |
|                              |                |   | 119             | 4380            | SH                | DEFINED         | 15   |  |  |
|                              |                |   | 44              | 1620            | SH                | DEFINED         | 17   |  |  |
|                              |                |   | 12178           | 447400          | SH                | DEFINED         | 85   |  |  |
|                              |                |   | 19758           | 725853          |                   |                 |      |  |  |
| STMICROELECTRONICS N V       | NY REGISTRY    | 861012102                                     | 13              | 400             | SH                | DEFINED         | 1    |  |  |
|                              |                |   | 190             | 6000            | SH                | DEFINED         | 5    |  |  |
|                              |                |   | 203             | 6400            |                   |                 |      |  |  |
| STONE ENERGY CORP            | COM            | 861642106                                     | 2963            | 75000           | SH                | DEFINED         | 85   |  |  |
|                              |                |   | 2963            | 75000           |                   |                 |      |  |  |
| STORA ENSO CORP              | SPON ADR REP R | 86210M106                                     | 8               | 671             | SH                | DEFINED         | 1    |  |  |
|                              |                |   | 414             | 33777           | SH                | DEFINED         | 17   |  |  |
|                              |                |   | 422             | 34448           |                   |                 |      |  |  |
| STRATEGIC DISTR INC          | COM NEW        | 862701307                                     | 507             | 83080           | SH                | DEFINED         | 85   |  |  |
|                              |                |   | 507             | 83080           |                   |                 |      |  |  |

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|                            |     |           |       |        |    |         |    |
|----------------------------|-----|-----------|-------|--------|----|---------|----|
| STRATEGIC GLOBAL INCOME FD | COM | 862719101 | 12    | 1070   | SH | DEFINED | 17 |
|                            |     |           | 852   | 77000  | SH | DEFINED | 85 |
|                            |     |           | ----- | -----  |    |         |    |
|                            |     |           | 864   | 78070  |    |         |    |
| STRATOS LIGHTWAVE INC      | COM | 863100103 | 22    | 3626   | SH | DEFINED | 17 |
|                            |     |           | 1538  | 250000 | SH | DEFINED | 85 |
|                            |     |           | ----- | -----  |    |         |    |
|                            |     |           | 1560  | 253626 |    |         |    |

|                            |                | FORM 13F                                      |                    |                    |                         |                    |    |  |  |
|----------------------------|----------------|---|--------------------|--------------------|-------------------------|--------------------|----|--|--|
| PAGE 133 OF 155            |                | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                         |                    |    |  |  |
| NAME OF ISSUER             | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>PRN CALL | INVSTMT<br>DSCRETN |    |  |  |
| STRYKER CORP               | COM            | 863667101                                     | 158                | 2700               | SH                      | DEFINED            | 1  |  |  |
|                            |                |   | 117                | 2000               | SH                      | DEFINED            | 15 |  |  |
|                            |                |   | 70                 | 1200               | SH                      | DEFINED            | 5  |  |  |
|                            |                |   | 6156               | 105469             | SH                      | DEFINED            | 17 |  |  |
|                            |                |   | 1243               | 21300              | SH                      | DEFINED            | 85 |  |  |
|                            |                |   | -----              | -----              |                         |                    |    |  |  |
|                            |                |   | 7744               | 132669             |                         |                    |    |  |  |
| SUN LIFE FINL SVCS CDA INC | COM            | 866796105                                     | 927                | 42937              | SH                      | DEFINED            | 1  |  |  |
|                            |                |   | 123                | 5679               | SH                      | DEFINED            | 15 |  |  |
|                            |                |   | 265                | 12252              | SH                      | DEFINED            | 17 |  |  |
|                            |                |   |                    | -----              | -----                   |                    |    |  |  |
|                            |                |   | 1315               | 60868              |                         |                    |    |  |  |
| SUN MICROSYSTEMS INC       | COM            | 866810104                                     | 13409              | 1090181            | SH                      | DEFINED            | 1  |  |  |
|                            |                |   | 885                | 71964              | SH                      | DEFINED            | 15 |  |  |
|                            |                |   | 1418               | 115304             | SH                      | DEFINED            | 12 |  |  |
|                            |                |   | 47                 | 3810               | SH                      | DEFINED            | 5  |  |  |
|                            |                |   | 961                | 78090              | SH                      | DEFINED            | 10 |  |  |
|                            |                |   | 5414               | 440179             | SH                      | DEFINED            | 17 |  |  |
|                            |                |   | 9020               | 733350             | SH                      | DEFINED            | 85 |  |  |
|                            | -----          | -----   |                    |                    |                         |                    |    |  |  |
|                            |                |   | 31154              | 2532878            |                         |                    |    |  |  |
| SUNGARD DATA SYS INC       | COM            | 867363103                                     | 3921               | 135543             | SH                      | DEFINED            | 1  |  |  |
|                            |                |   | 543                | 18775              | SH                      | DEFINED            | 15 |  |  |
|                            |                |   | 80                 | 2750               | SH                      | DEFINED            | 12 |  |  |
|                            |                |   | 133                | 4600               | SH                      | DEFINED            | 10 |  |  |
|                            |                |   | 373                | 12900              | SH                      | DEFINED            | 17 |  |  |
|                            |                |   | 8899               | 307600             | SH                      | DEFINED            | 85 |  |  |
|                            | -----          | -----   |                    |                    |                         |                    |    |  |  |
|                            |                |   | 13949              | 482168             |                         |                    |    |  |  |
| SUNOCO INC                 | COM            | 86764P109                                     | 20                 | 525                | SH                      | DEFINED            | 1  |  |  |
|                            |                |   | 88                 | 2349               | SH                      | DEFINED            | 15 |  |  |
|                            |                |   | 201                | 5387               | SH                      | DEFINED            | 17 |  |  |
|                            |                |   | 914                | 24474              | SH                      | DEFINED            | 85 |  |  |
|                            |                |   |                    | -----              | -----                   |                    |    |  |  |
|                            |                |   | 1222               | 32735              |                         |                    |    |  |  |



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|                         |                |           | FORM 13F                                      |                    |            |              |                    |    |  |
|-------------------------|----------------|-----------|---|--------------------|------------|--------------|--------------------|----|--|
| PAGE 134 OF 155         |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |            |              |                    |    |  |
| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN |    |  |
| SUNTRUST BKS INC        | COM            | 867914103 | 1590  | 25354              | SH         |              | DEFINED            | 1  |  |
|                         |                |           | 263   | 4200               | SH         |              | DEFINED            | 15 |  |
|                         |                |           | 63  | 1000               | SH         |              | DEFINED            | 12 |  |
|                         |                |           | 13  | 205                | SH         |              | DEFINED            | 10 |  |
|                         |                |           | 459   | 7318               | SH         |              | DEFINED            | 17 |  |
|                         |                |           | 2238  | 35700              | SH         |              | DEFINED            | 85 |  |
|                         |                |           | -----   | -----              |            |              |                    |    |  |
|                         |                |           | 4626  | 73777              |            |              |                    |    |  |
| SUPERGEN INC            | COM            | 868059106 | 1790  | 125000             | SH         |              | DEFINED            | 85 |  |
|                         |                |           | -----   | -----              |            |              |                    |    |  |
|                         |                |           | 1790  | 125000             |            |              |                    |    |  |
| SUPERIOR INDS INTL INC  | COM            | 868168105 | 217   | 5384               | SH         |              | DEFINED            | 15 |  |
|                         |                |           | -----   | -----              |            |              |                    |    |  |
|                         |                |           | 217   | 5384               |            |              |                    |    |  |
| SUPERVALU INC           | COM            | 868536103 | 432   | 19544              | SH         |              | DEFINED            | 1  |  |
|                         |                |           | 2   | 95                 | SH         |              | DEFINED            | 15 |  |
|                         |                |           | 18  | 830                | SH         |              | DEFINED            | 12 |  |
|                         |                |           | 492   | 22225              | SH         |              | DEFINED            | 17 |  |
|                         |                |           | 916   | 41400              | SH         |              | DEFINED            | 85 |  |
|                         |                |           | -----   | -----              |            |              |                    |    |  |
|                         |                |           | 1860  | 84094              |            |              |                    |    |  |
| SURMODICS INC           | COM            | 868873100 | 741   | 20330              | SH         |              | DEFINED            | 1  |  |
|                         |                |           | 1969  | 54000              | SH         |              | DEFINED            | 85 |  |
|                         |                |           | -----   | -----              |            |              |                    |    |  |
|                         |                |           | 2710  | 74330              |            |              |                    |    |  |
| SWIFT ENERGY CO         | COM            | 870738101 | 1515  | 75000              | SH         |              | DEFINED            | 85 |  |
|                         |                |           | -----   | -----              |            |              |                    |    |  |
|                         |                |           | 1515  | 75000              |            |              |                    |    |  |
| SYBASE INC              | COM            | 871130100 | 110   | 7000               | SH         |              | DEFINED            | 1  |  |
|                         |                |           | 2364  | 150000             | SH         |              | DEFINED            | 85 |  |
|                         |                |           | -----   | -----              |            |              |                    |    |  |
|                         |                |           | 2474  | 157000             |            |              |                    |    |  |
| SYMBOL TECHNOLOGIES INC | COM            | 871508107 | 46  | 2925               | SH         |              | DEFINED            | 1  |  |
|                         |                |           | 18  | 1147               | SH         |              | DEFINED            | 17 |  |
|                         |                |           | 279   | 17550              | SH         |              | DEFINED            | 85 |  |
|                         |                |           | -----   | -----              |            |              |                    |    |  |
|                         |                |           |   |                    |            | 343          | 21622              |    |  |

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|       |        |     | FORM 13F                                      |                |           |                    |                    |                 |                 |         |    |
|-------|--------|-----|---|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|----|
|       |        |     | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                |           |                    |                    |                 |                 |         |    |
| PAGE  | 135 OF | 155 | NAME OF ISSUER                                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O  |
| ----- |        |     |   |                |           |                    |                    |                 |                 |         |    |
|       |        |     | SYMYX TECHNOLOGIES                            | COM            | 87155S108 | 1593               | 75000              | SH              |                 | DEFINED | 85 |
|       |        |     |   |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |   |                |           | 1593               | 75000              |                 |                 |         |    |
|       |        |     | SYNAGRO TECHNOLOGIES INC                      | COM NEW        | 871562203 | 1033               | 471701             | SH              |                 | DEFINED | 17 |
|       |        |     |   |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |   |                |           | 1033               | 471701             |                 |                 |         |    |
|       |        |     | SYNOVUS FINL CORP                             | COM            | 87161C105 | 29874              | 1192556            | SH              |                 | DEFINED | 1  |
|       |        |     |   |                |           | 5                  | 200                | SH              |                 | DEFINED | 10 |
|       |        |     |   |                |           | 564                | 22500              | SH              |                 | DEFINED | 85 |
|       |        |     |   |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |   |                |           | 30442              | 1215256            |                 |                 |         |    |
|       |        |     | SYSCO CORP                                    | COM            | 871829107 | 30960              | 1180780            | SH              |                 | DEFINED | 1  |
|       |        |     |   |                |           | 839                | 31995              | SH              |                 | DEFINED | 15 |
|       |        |     |   |                |           | 1770               | 67521              | SH              |                 | DEFINED | 12 |
|       |        |     |   |                |           | 94                 | 3600               | SH              |                 | DEFINED | 10 |
|       |        |     |   |                |           | 1962               | 74834              | SH              |                 | DEFINED | 17 |
|       |        |     |   |                |           | 4743               | 180900             | SH              |                 | DEFINED | 85 |
|       |        |     |   |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |   |                |           | 40369              | 1539630            |                 |                 |         |    |
|       |        |     | TCF FINL CORP                                 | COM            | 872275102 | 19                 | 394                | SH              |                 | DEFINED | 1  |
|       |        |     |   |                |           | 8                  | 175                | SH              |                 | DEFINED | 10 |
|       |        |     |   |                |           | 228                | 4750               | SH              |                 | DEFINED | 17 |
|       |        |     |   |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |   |                |           | 255                | 5319               |                 |                 |         |    |
|       |        |     | TECO ENERGY INC                               | COM            | 872375100 | 543                | 20695              | SH              |                 | DEFINED | 1  |
|       |        |     |   |                |           | 118                | 4500               | SH              |                 | DEFINED | 15 |
|       |        |     |   |                |           | 52                 | 2000               | SH              |                 | DEFINED | 5  |
|       |        |     |   |                |           | 55                 | 2100               | SH              |                 | DEFINED | 10 |
|       |        |     |   |                |           | 179                | 6805               | SH              |                 | DEFINED | 17 |
|       |        |     |   |                |           | 1378               | 52500              | SH              |                 | DEFINED | 85 |
|       |        |     |   |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |   |                |           | 2325               | 88600              |                 |                 |         |    |
|       |        |     | TEPPCO PARTNERS L P                           | UT LTD PARTNER | 872384102 | 234                | 7800               | SH              |                 | DEFINED | 17 |
|       |        |     |   |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |   |                |           | 234                | 7800               |                 |                 |         |    |

|       |        |     | FORM 13F                                      |                |       |                    |                    |                 |                 |         |   |
|-------|--------|-----|---|----------------|-------|--------------------|--------------------|-----------------|-----------------|---------|---|
|       |        |     | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                |       |                    |                    |                 |                 |         |   |
| PAGE  | 136 OF | 155 | NAME OF ISSUER                                | TITLE OF CLASS | CUSIP | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O |
| ----- |        |     |   |                |       |                    |                    |                 |                 |         |   |

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|                               |     |           |        |         |    |         |      |
|-------------------------------|-----|-----------|--------|---------|----|---------|------|
| TJX COS INC NEW               | COM | 872540109 | 1      | 20      | SH | DEFINED | 10   |
|                               |     |           | 13     | 330     | SH | DEFINED | 17   |
|                               |     |           | 853    | 21400   | SH | DEFINED | 85   |
|                               |     |           | -----  | -----   |    |         |      |
|                               |     |           | 867    | 21750   |    |         |      |
| TRW INC                       | COM | 872649108 | 125    | 3367    | SH | DEFINED | 1    |
|                               |     |           | 353    | 9531    | SH | DEFINED | 17   |
|                               |     |           | 594    | 16050   | SH | DEFINED | 85   |
|                               |     |           | -----  | -----   |    |         |      |
|                               |     |           | 1072   | 28948   |    |         |      |
| TMP WORLDWIDE INC             | COM | 872941109 | 6      | 150     | SH | DEFINED | 1    |
|                               |     |           | 356    | 8300    | SH | DEFINED | 85   |
|                               |     |           | -----  | -----   |    |         |      |
|                               |     |           |        |         |    | 363     | 8450 |
| TXU CORP                      | COM | 873168108 | 272    | 5764    | SH | DEFINED | 1    |
|                               |     |           | 202    | 4287    | SH | DEFINED | 15   |
|                               |     |           | 5      | 100     | SH | DEFINED | 5    |
|                               |     |           | 1      | 15      | SH | DEFINED | 10   |
|                               |     |           | 841    | 17829   | SH | DEFINED | 17   |
|                               |     |           | 2403   | 50970   | SH | DEFINED | 85   |
|                               |     |           | -----  | -----   |    |         |      |
|                               |     |           | 3723   | 78965   |    |         |      |
| TAKE-TWO INTERACTIVE SOFTWARE | COM | 874054109 | 2021   | 125000  | SH | DEFINED | 85   |
|                               |     |           | -----  | -----   |    |         |      |
|                               |     |           | 2021   | 125000  |    |         |      |
| TALBOTS INC                   | COM | 874161102 | 2719   | 75000   | SH | DEFINED | 85   |
|                               |     |           | -----  | -----   |    |         |      |
|                               |     |           | 2719   | 75000   |    |         |      |
| TARGET CORP                   | COM | 87612E106 | 63759  | 1553191 | SH | DEFINED | 1    |
|                               |     |           | 6641   | 161780  | SH | DEFINED | 15   |
|                               |     |           | 2385   | 58090   | SH | DEFINED | 12   |
|                               |     |           | 261    | 6349    | SH | DEFINED | 5    |
|                               |     |           | 461    | 11225   | SH | DEFINED | 10   |
|                               |     |           | 5134   | 125068  | SH | DEFINED | 17   |
|                               |     |           | 51822  | 1262400 | SH | DEFINED | 85   |
|                               |     |           | -----  | -----   |    |         |      |
|                               |     |           | 130461 | 3178103 |    |         |      |

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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    |  |
| -----           | -----          | -----  | -----           | -----           | -----             | -----           | ----- | ----- |  |
| TECHNITROL INC  | COM            | 878555101                                      | 3453            | 125000          | SH                | DEFINED         | 85    |       |  |
|                 |                |  | -----           | -----           |                   |                 |       |       |  |
|                 |                |  | 3453            | 125000          |                   |                 |       |       |  |
| TEKTRONIX INC   | COM            | 879131100                                      | 50              | 1955            | SH                | DEFINED         | 17    |       |  |
|                 |                |  | 5558            | 215600          | SH                | DEFINED         | 85    |       |  |

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|   |               |           | 5609  | 217555  |    |            |
|---|---------------|-----------|-------|---------|----|------------|
| TELEFLEX INC                              | COM           | 879369106 | 2913  | 61575   | SH | DEFINED 1  |
|   |               |           | 563   | 11900   | SH | DEFINED 15 |
|   |               |           | 104   | 2200    | SH | DEFINED 5  |
|   |               |           | 387   | 8180    | SH | DEFINED 17 |
|   |               |           | 3967  | 83855   |    |            |
| TELEFONICA S A                            | SPONSORED ADR | 879382208 | 108   | 2685    | SH | DEFINED 1  |
|   |               |           | 247   | 6160    | SH | DEFINED 17 |
|   |               |           | 355   | 8845    |    |            |
| TELLABS INC                               | COM           | 879664100 | 19781 | 1322249 | SH | DEFINED 1  |
|   |               |           | 56    | 3735    | SH | DEFINED 15 |
|   |               |           | 433   | 28955   | SH | DEFINED 12 |
|   |               |           | 152   | 10190   | SH | DEFINED 5  |
|   |               |           | 88    | 5850    | SH | DEFINED 10 |
|   |               |           | 684   | 45698   | SH | DEFINED 17 |
|   |               |           | 18133 | 1212075 | SH | DEFINED 85 |
|   |               |           | 39326 | 2628752 |    |            |
| TEMPLE INLAND INC                         | COM           | 879868107 | 204   | 3600    | SH | DEFINED 1  |
|   |               |           | 8     | 142     | SH | DEFINED 15 |
|   |               |           | 40    | 700     | SH | DEFINED 5  |
|   |               |           | 1     | 20      | SH | DEFINED 10 |
|   |               |           | 9     | 150     | SH | DEFINED 17 |
|   |               |           | 221   | 3900    | SH | DEFINED 85 |
|   |               |           | 483   | 8512    |    |            |
| TEMPLETON GLOBAL GOVT INCOM FD SH BEN INT |               | 879929107 | 857   | 142400  | SH | DEFINED 85 |
|   |               |           | 857   | 142400  |    |            |

FORM 13F

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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       |
|--------------------------------|----------------|-----------|-----------------|-----------------|-----------------------------------|------------|
| TEMPLETON CHINA WORLD FD INC   | COM            | 88018X102 | 308             | 39200           | SH                                | DEFINED 85 |
|                                |                |           | 308             | 39200           |                                   |            |
| TEMPLETON GLOBAL INCOME FD INC | COM            | 880198106 | 10              | 1500            | SH                                | DEFINED 1  |
|                                |                |           | 7               | 1072            | SH                                | DEFINED 17 |
|                                |                |           | 478             | 75000           | SH                                | DEFINED 85 |
|                                |                |           | 494             | 77572           |                                   |            |
| TENET HEALTHCARE CORP          | COM            | 88033G100 | 45              | 773             | SH                                | DEFINED 1  |

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|                    |     |           |        |         |    |         |    |
|--------------------|-----|-----------|--------|---------|----|---------|----|
|                    |     |           | 132    | 2250    | SH | DEFINED | 15 |
|                    |     |           | 1      | 20      | SH | DEFINED | 10 |
|                    |     |           | 447    | 7620    | SH | DEFINED | 17 |
|                    |     |           | 2572   | 43800   | SH | DEFINED | 85 |
|                    |     |           | -----  | -----   |    |         |    |
|                    |     |           | 3198   | 54463   |    |         |    |
| TERADYNE INC       | COM | 880770102 | 59     | 1950    | SH | DEFINED | 1  |
|                    |     |           | 2      | 55      | SH | DEFINED | 15 |
|                    |     |           | 416    | 13790   | SH | DEFINED | 17 |
|                    |     |           | 407    | 13500   | SH | DEFINED | 85 |
|                    |     |           | -----  | -----   |    |         |    |
|                    |     |           | 883    | 29295   |    |         |    |
| TESORO PETE CORP   | COM | 881609101 | 656    | 50000   | SH | DEFINED | 85 |
|                    |     |           | -----  | -----   |    |         |    |
|                    |     |           | 656    | 50000   |    |         |    |
| TETRA TECH INC NEW | COM | 88162G103 | 535    | 26875   | SH | DEFINED | 17 |
|                    |     |           | -----  | -----   |    |         |    |
|                    |     |           | 535    | 26875   |    |         |    |
| TEXAS INDS INC     | COM | 882491103 | 1476   | 40000   | SH | DEFINED | 85 |
|                    |     |           | -----  | -----   |    |         |    |
|                    |     |           | 1476   | 40000   |    |         |    |
| TEXAS INSTRS INC   | COM | 882508104 | 58734  | 2097634 | SH | DEFINED | 1  |
|                    |     |           | 2844   | 101565  | SH | DEFINED | 15 |
|                    |     |           | 2316   | 82704   | SH | DEFINED | 12 |
|                    |     |           | 967    | 34535   | SH | DEFINED | 5  |
|                    |     |           | 663    | 23675   | SH | DEFINED | 10 |
|                    |     |           | 3866   | 138063  | SH | DEFINED | 17 |
|                    |     |           | 47590  | 1699625 | SH | DEFINED | 85 |
|                    |     |           | -----  | -----   |    |         |    |
|                    |     |           | 116978 | 4177801 |    |         |    |

|                           |                | FORM 13F                                       |                    |                    |                 |                 |                 |       |
|---------------------------|----------------|--|--------------------|--------------------|-----------------|-----------------|-----------------|-------|
| PAGE 139 OF 155           |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                 |                 |                 |       |
| NAME OF ISSUER            | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT<br>O MA |       |
| -----                     |                |  | -----              |                    |                 |                 |                 | ----- |
| TEXAS REGL BANCSHARES INC | CL A VTG       | 882673106                                      | 2839               | 75000              | SH              | DEFINED         | 85              |       |
|                           |                |  | -----              | -----              |                 |                 |                 |       |
|                           |                |  | 2839               | 75000              |                 |                 |                 |       |
| TEXTRON INC               | COM            | 883203101                                      | 2515               | 60649              | SH              | DEFINED         | 1               |       |
|                           |                |  | 34                 | 810                | SH              | DEFINED         | 15              |       |
|                           |                |  | 155                | 3750               | SH              | DEFINED         | 12              |       |
|                           |                |  | 90                 | 2160               | SH              | DEFINED         | 10              |       |
|                           |                |  | 362                | 8732               | SH              | DEFINED         | 17              |       |
|                           |                |  | 962                | 23200              | SH              | DEFINED         | 85              |       |
|                           |                |  | -----              | -----              |                 |                 |                 |       |
|                           |                |  | 4117               | 99301              |                 |                 |                 |       |
| THERMA-WAVE INC           | COM            | 88343A108                                      | 746                | 50000              | SH              | DEFINED         | 85              |       |

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|                             |     |           |      |           |         |    |
|-----------------------------|-----|-----------|------|-----------|---------|----|
|                             |     |           | 746  | 50000     |         |    |
| THERMO ELECTRON CORP        | COM | 883556102 | 1    | 45 SH     | DEFINED | 1  |
|                             |     |           | 19   | 783 SH    | DEFINED | 17 |
|                             |     |           | 336  | 14100 SH  | DEFINED | 85 |
|                             |     |           | 356  | 14928     |         |    |
| THIRD WAVE TECHNOLOGIES INC | COM | 88428W108 | 1036 | 140950 SH | DEFINED | 1  |
|                             |     |           | 2720 | 370000 SH | DEFINED | 85 |
|                             |     |           | 3755 | 510950    |         |    |
| THOMAS & BETTS CORP         | COM | 884315102 | 81   | 3808 SH   | DEFINED | 1  |
|                             |     |           | 17   | 815 SH    | DEFINED | 12 |
|                             |     |           | 23   | 1075 SH   | DEFINED | 17 |
|                             |     |           | 93   | 4400 SH   | DEFINED | 85 |
|                             |     |           | 214  | 10098     |         |    |
| 3COM CORP                   | COM | 885535104 | 3    | 500 SH    | DEFINED | 1  |
|                             |     |           | 44   | 6925 SH   | DEFINED | 17 |
|                             |     |           | 1442 | 226000 SH | DEFINED | 85 |
|                             |     |           | 1489 | 233425    |         |    |
| TIFFANY & CO NEW            | COM | 886547108 | 6    | 184 SH    | DEFINED | 1  |
|                             |     |           | 123  | 3900 SH   | DEFINED | 17 |
|                             |     |           | 658  | 20900 SH  | DEFINED | 85 |
|                             |     |           | 786  | 24984     |         |    |

|                   |                | FORM 13F                                       |                 |                 |                  |      |         |    |  |
|-------------------|----------------|--|-----------------|-----------------|------------------|------|---------|----|--|
| PAGE 140 OF 155   |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                 |                 |                  |      |         |    |  |
| NAME OF ISSUER    | TITLE OF CLASS | CUSIP  | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT | CALL | DSCRETN | MA |  |
| TIMBERLAND CO     | CL A           | 887100105                                      | 18              | 475 SH          | DEFINED          | 1    |         |    |  |
|                   |                |  | 2966            | 80000 SH        | DEFINED          | 85   |         |    |  |
|                   |                |  | 2984            | 80475           |                  |      |         |    |  |
| TIPPERARY CORP    | COM PAR \$0.02 | 888002300                                      | 19              | 12000 SH        | DEFINED          | 17   |         |    |  |
|                   |                |  | 19              | 12000           |                  |      |         |    |  |
| TITAN CORP        | COM            | 888266103                                      | 4990            | 200000 SH       | DEFINED          | 85   |         |    |  |
|                   |                |  | 4990            | 200000          |                  |      |         |    |  |
| TOLL BROTHERS INC | COM            | 889478103                                      | 14              | 320 SH          | DEFINED          | 1    |         |    |  |
|                   |                |  | 3293            | 75000 SH        | DEFINED          | 85   |         |    |  |
|                   |                |  | 3307            | 75320           |                  |      |         |    |  |

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|                             |     |           |                |                              |                                       |
|-----------------------------|-----|-----------|----------------|------------------------------|---------------------------------------|
| TORCHMARK CORP              | COM | 891027104 | 217<br>1018    | 5505 SH<br>25875 SH          | DEFINED 17<br>DEFINED 85              |
|                             |     |           | -----          | -----                        |                                       |
|                             |     |           | 1234           | 31380                        |                                       |
| TORO CO                     | COM | 891092108 | 34<br>2709     | 750 SH<br>60200 SH           | DEFINED 17<br>DEFINED 85              |
|                             |     |           | -----          | -----                        |                                       |
|                             |     |           | 2743           | 60950                        |                                       |
| TOWER AUTOMOTIVE INC        | COM | 891707101 | 1<br>1218      | 100 SH<br>134841 SH          | DEFINED 10<br>DEFINED 17              |
|                             |     |           | -----          | -----                        |                                       |
|                             |     |           | 1219           | 134941                       |                                       |
| TOYS R US INC               | COM | 892335100 | 17<br>9<br>318 | 820 SH<br>430 SH<br>15350 SH | DEFINED 1<br>DEFINED 15<br>DEFINED 85 |
|                             |     |           | -----          | -----                        |                                       |
|                             |     |           | 344            | 16600                        |                                       |
| TRANSKARYOTIC THERAPIES INC | COM | 893735100 | 2140           | 50000 SH                     | DEFINED 85                            |
|                             |     |           | -----          | -----                        |                                       |
|                             |     |           | 2140           | 50000                        |                                       |
| TRIAD GTY INC               | COM | 895925105 | 1451           | 40000 SH                     | DEFINED 85                            |
|                             |     |           | -----          | -----                        |                                       |
|                             |     |           | 1451           | 40000                        |                                       |

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| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)           | SHARES/<br>PRN AMT                                 | SH/<br>PUT/<br>PRN CALL   | INVSTMT<br>DSCRETN | O<br>MA |
|---------------------------|----------------|-----------|------------------------------|--|---|--------------------|---------|
| -----                     | -----          | -----     | -----                        | -----  | -----   | -----              | -----   |
| TRIARC COS INC            | CL A           | 895927101 | 1215                         | 50000 SH   | DEFINED 85  |                    |         |
|                           |                |           | -----                        | -----  |   |                    |         |
|                           |                |           | 1215                         | 50000  |   |                    |         |
| TRICON GLOBAL RESTAURANTS | COM            | 895953107 | 343<br>7<br>10<br>144<br>561 | 6962 SH<br>133 SH<br>205 SH<br>2925 SH<br>11410 SH | DEFINED 1<br>DEFINED 15<br>DEFINED 12<br>DEFINED 17<br>DEFINED 85 |                    |         |
|                           |                |           | -----                        | -----  |   |                    |         |
|                           |                |           | 1064                         | 21635  |   |                    |         |
| TRIBUNE CO NEW            | COM            | 896047107 | 828<br>364<br>1540           | 22120 SH<br>9715 SH<br>41150 SH                    | DEFINED 1<br>DEFINED 17<br>DEFINED 85                             |                    |         |
|                           |                |           | -----                        | -----  |   |                    |         |
|                           |                |           | 2732                         | 72985  |   |                    |         |
| TRIGON HEALTHCARE INC     | COM            | 89618L100 | 4167                         | 60000 SH   | DEFINED 85  |                    |         |

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|                   |      | -----     |        | -----   |    |         |    |
|-------------------|------|-----------|--------|---------|----|---------|----|
|                   |      | 4167      | 60000  |         |    |         |    |
| TUPPERWARE CORP   | COM  | 899896104 | 127    | 6600    | SH | DEFINED | 1  |
|                   |      |           | 79     | 4114    | SH | DEFINED | 17 |
|                   |      |           | 87     | 4500    | SH | DEFINED | 85 |
|                   |      |           | -----  | -----   |    |         |    |
|                   |      |           | 293    | 15214   |    |         |    |
| TYCO INTL LTD NEW | COM  | 902124106 | 111646 | 1895511 | SH | DEFINED | 1  |
|                   |      |           | 6286   | 106724  | SH | DEFINED | 15 |
|                   |      |           | 5667   | 96207   | SH | DEFINED | 12 |
|                   |      |           | 314    | 5330    | SH | DEFINED | 5  |
|                   |      |           | 1449   | 24595   | SH | DEFINED | 10 |
|                   |      |           | 20733  | 352001  | SH | DEFINED | 17 |
|                   |      |           | 84680  | 1437689 | SH | DEFINED | 85 |
|                   |      |           | -----  | -----   |    |         |    |
|                   |      |           | 230774 | 3918057 |    |         |    |
| TYSON FOODS INC   | CL A | 902494103 | 21     | 1800    | SH | DEFINED | 1  |
|                   |      |           | 17     | 1440    | SH | DEFINED | 15 |
|                   |      |           | 103    | 8900    | SH | DEFINED | 17 |
|                   |      |           | -----  | -----   |    |         |    |
|                   |      |           | 140    | 12140   |    |         |    |

|                    |                |  |           | FORM 13F |         |      |         |         |    |
|--------------------|----------------|--|-----------|----------|---------|------|---------|---------|----|
| PAGE 142 OF 155    |                | 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 |
| -----              |                |  |           |          |         |      |         |         |    |
| UGI CORP NEW       | COM            | 902681105                                      | 1664      | 55100    | SH      |      | DEFINED | 85      |    |
|                    |                |  | -----     | -----    |         |      |         |         |    |
|                    |                |  | 1664      | 55100    |         |      |         |         |    |
| UIL HLDG CORP      | COM            | 902748102                                      | 10        | 200      | SH      |      | DEFINED | 17      |    |
|                    |                |  | 1185      | 23100    | SH      |      | DEFINED | 85      |    |
|                    |                |  | -----     | -----    |         |      |         |         |    |
|                    |                |  | 1195      | 23300    |         |      |         |         |    |
| USX MARATHON GROUP | COM NEW        | 902905827                                      | 194       | 6455     | SH      |      | DEFINED | 1       |    |
|                    |                |  | 167       | 5570     | SH      |      | DEFINED | 15      |    |
|                    |                |  | 325       | 10831    | SH      |      | DEFINED | 17      |    |
|                    |                |  | 1517      | 50575    | SH      |      | DEFINED | 85      |    |
|                    |                |  | -----     | -----    |         |      |         |         |    |
|                    |                |  | 2203      | 73431    |         |      |         |         |    |
| UST INC            | COM            | 902911106                                      | 70        | 2000     | SH      |      | DEFINED | 1       |    |
|                    |                |  | 17        | 482      | SH      |      | DEFINED | 15      |    |
|                    |                |  | 5         | 144      | SH      |      | DEFINED | 5       |    |
|                    |                |  | 492       | 14066    | SH      |      | DEFINED | 17      |    |
|                    |                |  | 716       | 20450    | SH      |      | DEFINED | 85      |    |
|                    |                |  | -----     | -----    |         |      |         |         |    |
|                    |                |  | 1300      | 37142    |         |      |         |         |    |
| US BANCORP DEL     | COM NEW        | 902973304                                      | 54032     | 2581558  | SH      |      | DEFINED | 1       |    |



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|                 |            |           |       |         |    |         |    |
|-----------------|------------|-----------|-------|---------|----|---------|----|
|                 |            |           | 774   | 36962   | SH | DEFINED | 15 |
|                 |            |           | 561   | 26824   | SH | DEFINED | 12 |
|                 |            |           | 1644  | 78540   | SH | DEFINED | 5  |
|                 |            |           | 44    | 2124    | SH | DEFINED | 10 |
|                 |            |           | 8550  | 408520  | SH | DEFINED | 17 |
|                 |            |           | 7572  | 361777  | SH | DEFINED | 85 |
|                 |            |           | ----- | -----   |    |         |    |
|                 |            |           | 73178 | 3496305 |    |         |    |
| USEC INC        | COM        | 90333E108 | 1002  | 140000  | SH | DEFINED | 17 |
|                 |            |           | ----- | -----   |    |         |    |
|                 |            |           | 1002  | 140000  |    |         |    |
| US ONCOLOGY INC | COM        | 90338W103 | 528   | 70000   | SH | DEFINED | 85 |
|                 |            |           | ----- | -----   |    |         |    |
|                 |            |           | 528   | 70000   |    |         |    |
| ULTRAK INC      | COM NO PAR | 903898401 | 199   | 136300  | SH | DEFINED | 85 |
|                 |            |           | ----- | -----   |    |         |    |
|                 |            |           | 199   | 136300  |    |         |    |

|                     |                | FORM 13F                                       |                    |                    |                 |              |                    |         |
|---------------------|----------------|--|--------------------|--------------------|-----------------|--------------|--------------------|---------|
| PAGE 143 OF 155     |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                 |              |                    |         |
| NAME OF ISSUER      | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
| -----               | -----          | -----  | -----              | -----              | -----           | -----        | -----              | -----   |
| USA ED INC          | COM            | 90390U102                                      | 725                | 8630               | SH              |              | DEFINED            | 1       |
|                     |                |  | 24                 | 280                | SH              |              | DEFINED            | 15      |
|                     |                |  | 63                 | 745                | SH              |              | DEFINED            | 17      |
|                     |                |  | 1487               | 17700              | SH              |              | DEFINED            | 85      |
|                     |                |  | -----              | -----              |                 |              |                    |         |
|                     |                |  | 2298               | 27355              |                 |              |                    |         |
| UNILEVER N V        | N Y SHS NEW    | 904784709                                      | 13                 | 230                | SH              |              | DEFINED            | 15      |
|                     |                |  | 15                 | 258                | SH              |              | DEFINED            | 12      |
|                     |                |  | 622                | 10791              | SH              |              | DEFINED            | 17      |
|                     |                |  | 5062               | 87865              | SH              |              | DEFINED            | 85      |
|                     |                |  | -----              | -----              |                 |              |                    |         |
|                     |                |  | 5712               | 99144              |                 |              |                    |         |
| UNION PAC CORP      | COM            | 907818108                                      | 706                | 12394              | SH              |              | DEFINED            | 1       |
|                     |                |  | 279                | 4900               | SH              |              | DEFINED            | 15      |
|                     |                |  | 114                | 2000               | SH              |              | DEFINED            | 12      |
|                     |                |  | 11                 | 200                | SH              |              | DEFINED            | 10      |
|                     |                |  | 711                | 12465              | SH              |              | DEFINED            | 17      |
|                     |                |  | 3028               | 53125              | SH              |              | DEFINED            | 85      |
|                     |                |  | -----              | -----              |                 |              |                    |         |
|                     |                |  | 4850               | 85084              |                 |              |                    |         |
| UNION PLANTERS CORP | COM            | 908068109                                      | 144                | 3200               | SH              |              | DEFINED            | 15      |
|                     |                |  | 219                | 4845               | SH              |              | DEFINED            | 17      |
|                     |                |  | 785                | 17400              | SH              |              | DEFINED            | 85      |
|                     |                |  | -----              | -----              |                 |              |                    |         |
|                     |                |  | 1148               | 25445              |                 |              |                    |         |

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|                       |     |           |       |       |       |         |    |  |
|-----------------------|-----|-----------|-------|-------|-------|---------|----|--|
| UNISOURCE ENERGY CORP | COM | 909205106 | 1     | 60    | SH    | DEFINED | 15 |  |
|                       |     |           | 4     | 200   | SH    | DEFINED | 17 |  |
|                       |     |           | 910   | 50000 | SH    | DEFINED | 85 |  |
|                       |     |           | ----- |       |       |         |    |  |
|                       |     |           | 914   | 50260 |       |         |    |  |
| UNISYS CORP           | COM | 909214108 | 163   | 13024 | SH    | DEFINED | 17 |  |
|                       |     |           | 557   | 44400 | SH    | DEFINED | 85 |  |
|                       |     |           | ----- |       |       |         |    |  |
|                       |     |           |       | 720   | 57424 |         |    |  |

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|-------------------------------|----------------|--|--------------------|--------------------|-------------------------|-------------------|-------|-------|-------|
|                               |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                         |                   |       |       |       |
| NAME OF ISSUER                | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>PRN CALL | INVTMT<br>DSCRETN |       |       |       |
| -----                         |                | -----  | -----              | -----              | -----                   | -----             | ----- | ----- | ----- |
| UNITED PARCEL SERVICE INC     | CL B           | 911312106                                      | 390                | 7160               | SH                      | DEFINED           | 1     |       |       |
|                               |                |  | 11                 | 200                | SH                      | DEFINED           | 15    |       |       |
|                               |                |  | 85                 | 1565               | SH                      | DEFINED           | 12    |       |       |
|                               |                |  | 1532               | 28118              | SH                      | DEFINED           | 5     |       |       |
|                               |                |  | 1                  | 25                 | SH                      | DEFINED           | 10    |       |       |
|                               |                |  | 1410               | 25863              | SH                      | DEFINED           | 17    |       |       |
|                               |                |  | -----              |                    |                         |                   |       |       |       |
|                               |                |  | 3430               | 62931              |                         |                   |       |       |       |
| US AIRWAYS GROUP INC          | COM            | 911905107                                      | 1                  | 105                | SH                      | DEFINED           | 1     |       |       |
|                               |                |  | 76                 | 12000              | SH                      | DEFINED           | 5     |       |       |
|                               |                |  | 33                 | 5200               | SH                      | DEFINED           | 85    |       |       |
|                               |                |  | -----              |                    |                         |                   |       |       |       |
|                               |                |  | 110                | 17305              |                         |                   |       |       |       |
| UNITED TECHNOLOGIES CORP      | COM            | 913017109                                      | 9463               | 146421             | SH                      | DEFINED           | 1     |       |       |
|                               |                |  | 758                | 11727              | SH                      | DEFINED           | 15    |       |       |
|                               |                |  | 79                 | 1220               | SH                      | DEFINED           | 12    |       |       |
|                               |                |  | 15                 | 238                | SH                      | DEFINED           | 10    |       |       |
|                               |                |  | 6188               | 95751              | SH                      | DEFINED           | 17    |       |       |
|                               |                |  | 5158               | 79809              | SH                      | DEFINED           | 85    |       |       |
|                               |                |  | -----              |                    |                         |                   |       |       |       |
|                               |                |  | 21662              | 335166             |                         |                   |       |       |       |
| UNITEDHEALTH GROUP INC        | COM            | 91324P102                                      | 30                 | 430                | SH                      | DEFINED           | 1     |       |       |
|                               |                |  | 169                | 2395               | SH                      | DEFINED           | 17    |       |       |
|                               |                |  | 2399               | 33900              | SH                      | DEFINED           | 85    |       |       |
|                               |                |  | -----              |                    |                         |                   |       |       |       |
|                               |                |  | 2599               | 36725              |                         |                   |       |       |       |
| UNIVERSAL ACCESS GLOBAL HLDGS | COM            | 91336M105                                      | 48                 | 10300              | SH                      | DEFINED           | 17    |       |       |
|                               |                |  | -----              |                    |                         |                   |       |       |       |
|                               |                |  | 48                 | 10300              |                         |                   |       |       |       |
| UNIVISION COMMUNICATIONS INC  | CL A           | 914906102                                      | 8                  | 200                | SH                      | DEFINED           | 15    |       |       |
|                               |                |  | 655                | 16200              | SH                      | DEFINED           | 85    |       |       |
|                               |                |  | -----              |                    |                         |                   |       |       |       |
|                               |                |  | 664                | 16400              |                         |                   |       |       |       |

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|             |     |           |       |       |    |         |    |
|-------------|-----|-----------|-------|-------|----|---------|----|
| UNOCAL CORP | COM | 915289102 | 40    | 1102  | SH | DEFINED | 1  |
|             |     |           | 97    | 2684  | SH | DEFINED | 15 |
|             |     |           | 467   | 12953 | SH | DEFINED | 17 |
|             |     |           | 1657  | 45925 | SH | DEFINED | 85 |
|             |     |           | ----- | ----- |    |         |    |
|             |     |           | 2260  | 62664 |    |         |    |

|                               |                | FORM 13F                                      |                    |                    |                     |                    |         |  |
|-------------------------------|----------------|---|--------------------|--------------------|---------------------|--------------------|---------|--|
| PAGE 145 OF 155               |                | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                     |                    |         |  |
| NAME OF ISSUER                | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| -----                         |                |   |                    |                    |                     |                    |         |  |
| UNUMPROVIDENT CORP            | COM            | 91529Y106                                     | 53                 | 2000               | SH                  | DEFINED            | 15      |  |
|                               |                |   | 22                 | 812                | SH                  | DEFINED            | 17      |  |
|                               |                |   | 498                | 18784              | SH                  | DEFINED            | 85      |  |
|                               |                |   | -----              | -----              |                     |                    |         |  |
|                               |                |   | 573                | 21596              |                     |                    |         |  |
| UTILICORP UTD INC             | COM            | 918005109                                     | 339                | 13449              | SH                  | DEFINED            | 1       |  |
|                               |                |   | 5                  | 200                | SH                  | DEFINED            | 10      |  |
|                               |                |   | 83                 | 3293               | SH                  | DEFINED            | 17      |  |
|                               |                |   | -----              | -----              |                     |                    |         |  |
|                               |                |   | 426                | 16942              |                     |                    |         |  |
| V F CORP                      | COM            | 918204108                                     | 20                 | 500                | SH                  | DEFINED            | 1       |  |
|                               |                |   | 14                 | 350                | SH                  | DEFINED            | 15      |  |
|                               |                |   | 86                 | 2200               | SH                  | DEFINED            | 12      |  |
|                               |                |   | 524                | 13440              | SH                  | DEFINED            | 17      |  |
|                               |                |   | 659                | 16900              | SH                  | DEFINED            | 85      |  |
|                               |                |   | -----              | -----              |                     |                    |         |  |
|                               |                |   | 1303               | 33390              |                     |                    |         |  |
| VAIL RESORTS INC              | COM            | 91879Q109                                     | 1330               | 75000              | SH                  | DEFINED            | 85      |  |
|                               |                |   | -----              | -----              |                     |                    |         |  |
|                               |                |   | 1330               | 75000              |                     |                    |         |  |
| VALUEVISION INTL INC          | CL A           | 92047K107                                     | 1                  | 40                 | SH                  | DEFINED            | 1       |  |
|                               |                |   | 1469               | 75000              | SH                  | DEFINED            | 85      |  |
|                               |                |   | -----              | -----              |                     |                    |         |  |
|                               |                |   | 1470               | 75040              |                     |                    |         |  |
| VAN KAMPEN TR INVT GRADE MUNS | COM            | 920929106                                     | 44                 | 3000               | SH                  | DEFINED            | 1       |  |
|                               |                |   | 208                | 14300              | SH                  | DEFINED            | 15      |  |
|                               |                |   | 85                 | 5827               | SH                  | DEFINED            | 17      |  |
|                               |                |   | -----              | -----              |                     |                    |         |  |
|                               |                |   | 337                | 23127              |                     |                    |         |  |
| VAN KAMPEN MUN OPPORTUNITY II | COM            | 920944105                                     | 65                 | 5000               | SH                  | DEFINED            | 1       |  |
|                               |                |   | 151                | 11700              | SH                  | DEFINED            | 17      |  |
|                               |                |   | -----              | -----              |                     |                    |         |  |
|                               |                |   | 216                | 16700              |                     |                    |         |  |
| VAN KAMPEN BD FD              | COM            | 920955101                                     | 12                 | 600                | SH                  | DEFINED            | 1       |  |
|                               |                |   | 12                 | 600                | SH                  | DEFINED            | 17      |  |
|                               |                |   | 1249               | 64800              | SH                  | DEFINED            | 85      |  |

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1272 66000

|       |        |     | FORM 13F                                       |                |           |                    |                    |                 |                 |         |    |
|-------|--------|-----|--|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|----|
|       |        |     | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                |           |                    |                    |                 |                 |         |    |
| PAGE  | 146 OF | 155 | NAME OF ISSUER                                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O  |
| ----- |        |     |  |                |           |                    |                    |                 |                 |         |    |
|       |        |     | VARCO INTL INC DEL                             | COM            | 922122106 | 3769               | 251570             | SH              |                 | DEFINED | 1  |
|       |        |     |  |                |           | 9                  | 600                | SH              |                 | DEFINED | 17 |
|       |        |     |  |                |           | 8930               | 596150             | SH              |                 | DEFINED | 85 |
|       |        |     |  |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |  |                |           | 12708              | 848320             |                 |                 |         |    |
|       |        |     | VECTREN CORP                                   | COM            | 92240G101 | 2037               | 84943              | SH              |                 | DEFINED | 1  |
|       |        |     |  |                |           | 17239              | 718898             | SH              |                 | DEFINED | 15 |
|       |        |     |  |                |           | 315                | 13124              | SH              |                 | DEFINED | 17 |
|       |        |     |  |                |           | 2398               | 100000             | SH              |                 | DEFINED | 85 |
|       |        |     |  |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |  |                |           | 21989              | 916965             |                 |                 |         |    |
|       |        |     | VERITY INC                                     | COM            | 92343C106 | 3038               | 150000             | SH              |                 | DEFINED | 85 |
|       |        |     |  |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |  |                |           | 3038               | 150000             |                 |                 |         |    |
|       |        |     | VERISIGN INC                                   | COM            | 92343E102 | 4800               | 126175             | SH              |                 | DEFINED | 1  |
|       |        |     |  |                |           | 23                 | 614                | SH              |                 | DEFINED | 15 |
|       |        |     |  |                |           | 40                 | 1060               | SH              |                 | DEFINED | 5  |
|       |        |     |  |                |           | 88                 | 2325               | SH              |                 | DEFINED | 17 |
|       |        |     |  |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |  |                |           | 4952               | 130174             |                 |                 |         |    |
|       |        |     | VERITAS DGC INC                                | COM            | 92343P107 | 1850               | 100000             | SH              |                 | DEFINED | 85 |
|       |        |     |  |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |  |                |           | 1850               | 100000             |                 |                 |         |    |
|       |        |     | VERIZON COMMUNICATIONS                         | COM            | 92343V104 | 21043              | 443375             | SH              |                 | DEFINED | 1  |
|       |        |     |  |                |           | 4721               | 99479              | SH              |                 | DEFINED | 15 |
|       |        |     |  |                |           | 873                | 18388              | SH              |                 | DEFINED | 12 |
|       |        |     |  |                |           | 316                | 6655               | SH              |                 | DEFINED | 5  |
|       |        |     |  |                |           | 313                | 6604               | SH              |                 | DEFINED | 10 |
|       |        |     |  |                |           | 14739              | 310552             | SH              |                 | DEFINED | 17 |
|       |        |     |  |                |           | 21147              | 445578             | SH              |                 | DEFINED | 85 |
|       |        |     |  |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |  |                |           | 63152              | 1330631            |                 |                 |         |    |
|       |        |     | VERITAS SOFTWARE CO                            | COM            | 923436109 | 68                 | 1519               | SH              |                 | DEFINED | 1  |
|       |        |     |  |                |           | 5                  | 102                | SH              |                 | DEFINED | 15 |
|       |        |     |  |                |           | 628                | 14015              | SH              |                 | DEFINED | 17 |
|       |        |     |  |                |           | 1914               | 42700              | SH              |                 | DEFINED | 85 |
|       |        |     |  |                |           | -----              | -----              |                 |                 |         |    |
|       |        |     |  |                |           | 2615               | 58336              |                 |                 |         |    |

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|                            |                |           | FORM 13F                                      |                    |            |              |                    |         |  |
|----------------------------|----------------|-----------|---|--------------------|------------|--------------|--------------------|---------|--|
| PAGE 147 OF 155            |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |            |              |                    |         |  |
| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| VIASAT INC                 | COM            | 92552V100 | 1170  | 75000              | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 1170  | 75000              |            |              |                    |         |  |
| VIACOM INC                 | CL B           | 925524308 | 630   | 14259              | SH         |              | DEFINED            | 1       |  |
|                            |                |           | 76  | 1720               | SH         |              | DEFINED            | 15      |  |
|                            |                |           | 5   | 108                | SH         |              | DEFINED            | 12      |  |
|                            |                |           | 10  | 227                | SH         |              | DEFINED            | 10      |  |
|                            |                |           | 2968  | 67220              | SH         |              | DEFINED            | 17      |  |
|                            |                |           | 11805   | 267376             | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 15493   | 350910             |            |              |                    |         |  |
| VICINITY CORP              | COM            | 925653107 | 5   | 2500               | SH         |              | DEFINED            | 17      |  |
|                            |                |           | 380   | 210000             | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 385   | 212500             |            |              |                    |         |  |
| VINTAGE PETE INC           | COM            | 927460105 | 2529  | 175000             | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 2529  | 175000             |            |              |                    |         |  |
| VISHAY INTERTECHNOLOGY INC | COM            | 928298108 | 68  | 3495               | SH         |              | DEFINED            | 1       |  |
|                            |                |           | 32  | 1661               | SH         |              | DEFINED            | 17      |  |
|                            |                |           | 585   | 30000              | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 686   | 35156              |            |              |                    |         |  |
| VISTEON CORP               | COM            | 92839U107 | 47  | 3138               | SH         |              | DEFINED            | 1       |  |
|                            |                |           | 64  | 4225               | SH         |              | DEFINED            | 15      |  |
|                            |                |           | 0   | 31                 | SH         |              | DEFINED            | 5       |  |
|                            |                |           | 71  | 4722               | SH         |              | DEFINED            | 17      |  |
|                            |                |           | 151   | 10062              | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 334   | 22178              |            |              |                    |         |  |
| VISX INC DEL               | COM            | 92844S105 | 1988  | 150000             | SH         |              | DEFINED            | 85      |  |
|                            |                |           | 1988  | 150000             |            |              |                    |         |  |

|                 |                |       | FORM 13F                                      |                    |            |              |                    |         |  |
|-----------------|----------------|-------|---|--------------------|------------|--------------|--------------------|---------|--|
| PAGE 148 OF 155 |                |       | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |            |              |                    |         |  |
| NAME OF ISSUER  | TITLE OF CLASS | CUSIP | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |

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|                            |               |           |       |        |        |         |         |    |
|----------------------------|---------------|-----------|-------|--------|--------|---------|---------|----|
| VITESSE SEMICONDUCTOR CORP | COM           | 928497106 | 1423  | 114515 | SH     | DEFINED | 1       |    |
|                            |               |           |       | 1      | 100    | SH      | DEFINED | 15 |
|                            |               |           |       | 27     | 2200   | SH      | DEFINED | 5  |
|                            |               |           |       | 6      | 500    | SH      | DEFINED | 10 |
|                            |               |           |       | 54     | 4340   | SH      | DEFINED | 17 |
|                            |               |           |       | 1507   | 121200 | SH      | DEFINED | 85 |
|                            |               |           | ----- | -----  |        |         |         |    |
|                            |               |           | 3019  | 242855 |        |         |         |    |
| VIVENDI UNIVERSAL          | SPON ADR NEW  | 92851S204 | 191   | 3548   | SH     | DEFINED | 1       |    |
|                            |               |           |       | 108    | 2000   | SH      | DEFINED | 12 |
|                            |               |           |       |        |        | -----   | -----   |    |
|                            |               |           | 298   | 5548   |        |         |         |    |
| VODAFONE GROUP PLC NEW     | SPONSORED ADR | 92857W100 | 3522  | 137160 | SH     | DEFINED | 1       |    |
|                            |               |           |       | 304    | 11830  | SH      | DEFINED | 15 |
|                            |               |           |       | 18     | 720    | SH      | DEFINED | 5  |
|                            |               |           |       | 39     | 1500   | SH      | DEFINED | 10 |
|                            |               |           |       | 2307   | 89851  | SH      | DEFINED | 17 |
|                            |               |           |       |        |        | -----   | -----   |    |
|                            |               |           | 6190  | 241061 |        |         |         |    |
| VULCAN MATLS CO            | COM           | 929160109 | 206   | 4300   | SH     | DEFINED | 17      |    |
|                            |               |           |       | 374    | 7800   | SH      | DEFINED | 85 |
|                            |               |           |       |        |        | -----   | -----   |    |
|                            |               |           | 580   | 12100  |        |         |         |    |
| WPS RESOURCES CORP         | COM           | 92931B106 | 88    | 2400   | SH     | DEFINED | 1       |    |
|                            |               |           |       | 23     | 640    | SH      | DEFINED | 15 |
|                            |               |           |       | 178    | 4872   | SH      | DEFINED | 17 |
|                            |               |           |       | 1097   | 30000  | SH      | DEFINED | 85 |
|                            |               |           |       |        |        | -----   | -----   |    |
|                            |               |           | 1386  | 37912  |        |         |         |    |
| WACHOVIA CORP 2ND NEW      | COM           | 929903102 | 5531  | 176358 | SH     | DEFINED | 1       |    |
|                            |               |           |       | 22     | 700    | SH      | DEFINED | 15 |
|                            |               |           |       | 110    | 3500   | SH      | DEFINED | 12 |
|                            |               |           |       | 17     | 552    | SH      | DEFINED | 5  |
|                            |               |           |       | 374    | 11924  | SH      | DEFINED | 10 |
|                            |               |           |       | 1014   | 32332  | SH      | DEFINED | 17 |
|                            |               |           |       | 6346   | 202370 | SH      | DEFINED | 85 |
|                            |               |           |       |        |        | -----   | -----   |    |
|                            |               |           | 13414 | 427736 |        |         |         |    |

| FORM 13F                                       |        |     |                     |                |           |                    |                    |                 |                 |               |
|--|--------|-----|---------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------------|
| NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |        |     |                     |                |           |                    |                    |                 |                 |               |
| PAGE   | 149 OF | 155 | NAME OF ISSUER      | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT<br>MA |
| -----  |        |     |                     |                |           |                    |                    |                 |                 |               |
|  |        |     | WAL MART STORES INC | COM            | 931142103 | 99788              | 1733937            | SH              | DEFINED         | 1             |
|  |        |     |                     |                |           | 6057               | 105245             | SH              | DEFINED         | 15            |
|  |        |     |                     |                |           | 3602               | 62594              | SH              | DEFINED         | 12            |
|  |        |     |                     |                |           | 719                | 12490              | SH              | DEFINED         | 5             |
|  |        |     |                     |                |           | 2200               | 38230              | SH              | DEFINED         | 10            |

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|                    |     |           |        |         |    |         |    |
|--------------------|-----|-----------|--------|---------|----|---------|----|
|                    |     |           | 19709  | 342466  | SH | DEFINED | 17 |
|                    |     |           | 77418  | 1345225 | SH | DEFINED | 85 |
|                    |     |           | -----  | -----   |    |         |    |
|                    |     |           | 209493 | 3640187 |    |         |    |
| WALGREEN CO        | COM | 931422109 | 27944  | 830180  | SH | DEFINED | 1  |
|                    |     |           | 370    | 10995   | SH | DEFINED | 15 |
|                    |     |           | 275    | 8159    | SH | DEFINED | 12 |
|                    |     |           | 103    | 3065    | SH | DEFINED | 5  |
|                    |     |           | 77     | 2300    | SH | DEFINED | 10 |
|                    |     |           | 12328  | 366264  | SH | DEFINED | 17 |
|                    |     |           | 5285   | 157000  | SH | DEFINED | 85 |
|                    |     |           | -----  | -----   |    |         |    |
|                    |     |           | 46382  | 1377963 |    |         |    |
| WASHINGTON MUT INC | COM | 939322103 | 36969  | 1130536 | SH | DEFINED | 1  |
|                    |     |           | 21     | 650     | SH | DEFINED | 15 |
|                    |     |           | 6      | 175     | SH | DEFINED | 10 |
|                    |     |           | 1357   | 41506   | SH | DEFINED | 17 |
|                    |     |           | 4527   | 138453  | SH | DEFINED | 85 |
|                    |     |           | -----  | -----   |    |         |    |
|                    |     |           | 42880  | 1311320 |    |         |    |
| WASTE MGMT INC DEL | COM | 94106L109 | 3      | 91      | SH | DEFINED | 1  |
|                    |     |           | 18     | 576     | SH | DEFINED | 10 |
|                    |     |           | 514    | 16098   | SH | DEFINED | 17 |
|                    |     |           | 2612   | 81842   | SH | DEFINED | 85 |
|                    |     |           | -----  | -----   |    |         |    |
|                    |     |           | 3147   | 98607   |    |         |    |
| WATERS CORP        | COM | 941848103 | 7034   | 181514  | SH | DEFINED | 1  |
|                    |     |           | 1902   | 49080   | SH | DEFINED | 15 |
|                    |     |           | 1498   | 38670   | SH | DEFINED | 12 |
|                    |     |           | 519    | 13400   | SH | DEFINED | 5  |
|                    |     |           | 33     | 850     | SH | DEFINED | 10 |
|                    |     |           | 3744   | 96611   | SH | DEFINED | 17 |
|                    |     |           | 16748  | 432200  | SH | DEFINED | 85 |
|                    |     |           | -----  | -----   |    |         |    |
|                    |     |           | 31478  | 812325  |    |         |    |

|       |                            |                |   | FORM 13F           |                    |                 |              |                    |         |
|-------|----------------------------|----------------|---|--------------------|--------------------|-----------------|--------------|--------------------|---------|
| PAGE  | 150 OF                     | 155            | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |              |                    |         |
|       | NAME OF ISSUER             | TITLE OF CLASS | CUSIP   | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
| ----- |                            |                |   |                    |                    |                 |              |                    |         |
|       | WATSON PHARMACEUTICALS INC | COM            | 942683103                                     | 17                 | 530                | SH              |              | DEFINED            | 1       |
|       |                            |                |   | 40                 | 1274               | SH              |              | DEFINED            | 17      |
|       |                            |                |   | 257                | 8200               | SH              |              | DEFINED            | 85      |
|       |                            |                |   | -----              | -----              |                 |              |                    |         |
|       |                            |                |   | 314                | 10004              |                 |              |                    |         |
|       | WAUSAU-MOSINEE PAPER CORP  | COM            | 943315101                                     | 182                | 15000              | SH              |              | DEFINED            | 17      |
|       |                            |                |   | -----              | -----              |                 |              |                    |         |
|       |                            |                |   | 182                | 15000              |                 |              |                    |         |

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|                              |     |           |        |         |    |         |    |
|------------------------------|-----|-----------|--------|---------|----|---------|----|
| WELLMAN INC                  | COM | 949702104 | 17     | 1116    | SH | DEFINED | 17 |
|                              |     |           | 775    | 50000   | SH | DEFINED | 85 |
|                              |     |           | 792    | 51116   |    |         |    |
| WELLPOINT HEALTH NETWORK NEW | COM | 94973H108 | 47     | 400     | SH | DEFINED | 1  |
|                              |     |           | 247    | 2116    | SH | DEFINED | 17 |
|                              |     |           | 1285   | 11000   | SH | DEFINED | 85 |
|                              |     |           | 1579   | 13516   |    |         |    |
| WELLS FARGO & CO NEW         | COM | 949746101 | 121698 | 2799580 | SH | DEFINED | 1  |
|                              |     |           | 3538   | 81389   | SH | DEFINED | 15 |
|                              |     |           | 5076   | 116770  | SH | DEFINED | 12 |
|                              |     |           | 2027   | 46620   | SH | DEFINED | 5  |
|                              |     |           | 1086   | 24980   | SH | DEFINED | 10 |
|                              |     |           | 5853   | 134650  | SH | DEFINED | 17 |
|                              |     |           | 38517  | 886050  | SH | DEFINED | 85 |
|                              |     |           | 177794 | 4090039 |    |         |    |
| WENDYS INTL INC              | COM | 950590109 | 66     | 2275    | SH | DEFINED | 1  |
|                              |     |           | 3      | 101     | SH | DEFINED | 15 |
|                              |     |           | 108    | 3716    | SH | DEFINED | 17 |
|                              |     |           | 260    | 8900    | SH | DEFINED | 85 |
|                              |     |           | 437    | 14992   |    |         |    |
| WEST PHARMACEUTICAL SVSC INC | COM | 955306105 | 646    | 24300   | SH | DEFINED | 85 |
|                              |     |           | 646    | 24300   |    |         |    |
| WESTCORP INC                 | COM | 957907108 | 934    | 50000   | SH | DEFINED | 85 |
|                              |     |           | 934    | 50000   |    |         |    |

|      |                       | FORM 13F       |  |                    |                    |                     |                    |         |
|------|-----------------------|----------------|--|--------------------|--------------------|---------------------|--------------------|---------|
| PAGE | 151 OF                | 155            | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                     |                    |         |
|      | NAME OF ISSUER        | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|      | WESTERN RES INC       | COM            | 959425109                                      | 218                | 12674              | SH                  | DEFINED            | 1       |
|      |                       |                |  | 2                  | 130                | SH                  | DEFINED            | 15      |
|      |                       |                |  | 12                 | 700                | SH                  | DEFINED            | 17      |
|      |                       |                |  | 232                | 13504              |                     |                    |         |
|      | WESTERN WIRELESS CORP | CL A           | 95988E204                                      | 17                 | 600                | SH                  | DEFINED            | 17      |
|      |                       |                |  | 1978               | 70000              | SH                  | DEFINED            | 85      |
|      |                       |                |  | 1994               | 70600              |                     |                    |         |
|      | WESTVACO CORP         | COM            | 961548104                                      | 711                | 24975              | SH                  | DEFINED            | 1       |
|      |                       |                |  | 19                 | 675                | SH                  | DEFINED            | 17      |



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|                               |      |           |       |       |    |         |    |
|-------------------------------|------|-----------|-------|-------|----|---------|----|
|                               |      |           | 220   | 7750  | SH | DEFINED | 85 |
|                               |      |           | ----- | ----- |    |         |    |
|                               |      |           | 950   | 33400 |    |         |    |
| WEYERHAEUSER CO               | COM  | 962166104 | 179   | 3315  | SH | DEFINED | 1  |
|                               |      |           | 108   | 2000  | SH | DEFINED | 12 |
|                               |      |           | 257   | 4745  | SH | DEFINED | 17 |
|                               |      |           | 1724  | 31875 | SH | DEFINED | 85 |
|                               |      |           | ----- | ----- |    |         |    |
|                               |      |           | 2268  | 41935 |    |         |    |
| WHIRLPOOL CORP                | COM  | 963320106 | 321   | 4375  | SH | DEFINED | 1  |
|                               |      |           | 606   | 8260  | SH | DEFINED | 15 |
|                               |      |           | 37    | 500   | SH | DEFINED | 12 |
|                               |      |           | 4517  | 61597 | SH | DEFINED | 17 |
|                               |      |           | 719   | 9800  | SH | DEFINED | 85 |
|                               |      |           | ----- | ----- |    |         |    |
|                               |      |           | 6199  | 84532 |    |         |    |
| WILLAMETTE INDS INC           | COM  | 969133107 | 443   | 8500  | SH | DEFINED | 85 |
|                               |      |           | ----- | ----- |    |         |    |
|                               |      |           | 443   | 8500  |    |         |    |
| WILLIAMS COMMUNICATIONS GROUP | CL A | 969455104 | 12    | 5029  | SH | DEFINED | 1  |
|                               |      |           | 20    | 8603  | SH | DEFINED | 15 |
|                               |      |           | 5     | 2000  | SH | DEFINED | 12 |
|                               |      |           | 12    | 4917  | SH | DEFINED | 17 |
|                               |      |           | ----- | ----- |    |         |    |
|                               |      |           | 48    | 20549 |    |         |    |

FORM 13F

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| NAME OF ISSUER         | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>PRN CALL | INVSTMT<br>DSCRETN | O<br>MA |
|------------------------|----------------|-----------|--------------------|--------------------|-------------------------|--------------------|---------|
| WILLIAMS COS INC DEL   | COM            | 969457100 | 169                | 6620               | SH                      | DEFINED            | 1       |
|                        |                |           | 38                 | 1500               | SH                      | DEFINED            | 15      |
|                        |                |           | 525                | 20562              | SH                      | DEFINED            | 17      |
|                        |                |           | 1811               | 70950              | SH                      | DEFINED            | 85      |
|                        |                |           | -----              | -----              |                         |                    |         |
|                        |                |           | 2543               | 99632              |                         |                    |         |
| WILMINGTON TRUST CORP  | COM            | 971807102 | 601                | 9500               | SH                      | DEFINED            | 1       |
|                        |                |           | 32                 | 500                | SH                      | DEFINED            | 15      |
|                        |                |           | 44                 | 700                | SH                      | DEFINED            | 17      |
|                        |                |           | -----              | -----              |                         |                    |         |
|                        |                |           | 677                | 10700              |                         |                    |         |
| WIND RIVER SYSTEMS INC | COM            | 973149107 | 1112               | 62115              | SH                      | DEFINED            | 1       |
|                        |                |           | 319                | 17800              | SH                      | DEFINED            | 15      |
|                        |                |           | 10                 | 550                | SH                      | DEFINED            | 17      |
|                        |                |           | 6861               | 383100             | SH                      | DEFINED            | 85      |
|                        |                |           | -----              | -----              |                         |                    |         |
|                        |                |           | 8302               | 463565             |                         |                    |         |

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|                          |     |           |                  |                       |                |                                       |
|--------------------------|-----|-----------|------------------|-----------------------|----------------|---------------------------------------|
| WINN DIXIE STORES INC    | COM | 974280109 | 19<br>155        | 1332<br>10900         | SH<br>SH       | DEFINED 15<br>DEFINED 85              |
|                          |     |           | -----            | -----                 |                |                                       |
|                          |     |           | 174              | 12232                 |                |                                       |
| WISCONSIN ENERGY CORP    | COM | 976657106 | 302<br>11<br>324 | 13370<br>500<br>14340 | SH<br>SH<br>SH | DEFINED 1<br>DEFINED 10<br>DEFINED 17 |
|                          |     |           | -----            | -----                 |                |                                       |
|                          |     |           | 636              | 28210                 |                |                                       |
| WOLVERINE WORLD WIDE INC | COM | 978097103 | 320<br>2258      | 21276<br>150000       | SH<br>SH       | DEFINED 17<br>DEFINED 85              |
|                          |     |           | -----            | -----                 |                |                                       |
|                          |     |           | 2578             | 171276                |                |                                       |
| WOODHEAD INDS INC        | COM | 979438108 | 518              | 32589                 | SH             | DEFINED 1                             |
|                          |     |           | -----            | -----                 |                |                                       |
|                          |     |           | 518              | 32589                 |                |                                       |

FORM 13F

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| NAME OF ISSUER       | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                | SHARES/<br>PRN AMT  | SH/<br>PUT/<br>PRN CALL                | INVSTMT<br>DSCRETN   | O<br>MA |
|----------------------|----------------|-----------|---|---|--|--|---------|
| WORLDCOM INC GA NEW  | WRLDCOM GP COM | 98157D106 | 7098<br>600<br>464<br>1665<br>539<br>2538<br>7279 | 504105<br>42633<br>32956<br>118286<br>38260<br>180269<br>516998 | SH<br>SH<br>SH<br>SH<br>SH<br>SH<br>SH | DEFINED 1<br>DEFINED 15<br>DEFINED 12<br>DEFINED 5<br>DEFINED 10<br>DEFINED 17<br>DEFINED 85 |         |
|                      |                |           | -----   | -----   |  |  |         |
|                      |                |           | 20184   | 1433507   |  |  |         |
| WORLDCOM INC GA NEW  | MCI GROUP COM  | 98157D304 | 99<br>14<br>1<br>0<br>5<br>40<br>508              | 7814<br>1067<br>103<br>20<br>357<br>3175<br>40000               | SH<br>SH<br>SH<br>SH<br>SH<br>SH<br>SH | DEFINED 1<br>DEFINED 15<br>DEFINED 12<br>DEFINED 5<br>DEFINED 10<br>DEFINED 17<br>DEFINED 85 |         |
|                      |                |           | -----   | -----   |  |  |         |
|                      |                |           | 667   | 52536   |  |  |         |
| WORTHINGTON INDS INC | COM            | 981811102 | 532<br>14<br>2<br>7<br>93                         | 37446<br>958<br>160<br>500<br>6525                              | SH<br>SH<br>SH<br>SH<br>SH             | DEFINED 1<br>DEFINED 12<br>DEFINED 10<br>DEFINED 17<br>DEFINED 85                            |         |
|                      |                |           | -----   | -----   |  |  |         |
|                      |                |           | 647   | 45589   |  |  |         |
| WRIGLEY WM JR CO     | COM            | 982526105 | 758<br>262  | 14746<br>5100   | SH<br>SH                               | DEFINED 1<br>DEFINED 15  |         |

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|                  |      |           |       |        |    |         |    |
|------------------|------|-----------|-------|--------|----|---------|----|
|                  |      |           | 1774  | 34528  | SH | DEFINED | 17 |
|                  |      |           | 1248  | 24300  | SH | DEFINED | 85 |
|                  |      |           | ----- | -----  |    |         |    |
|                  |      |           | 4041  | 78674  |    |         |    |
| WYNDHAM INTL INC | CL A | 983101106 | 15    | 27000  | SH | DEFINED | 17 |
|                  |      |           | 190   | 340000 | SH | DEFINED | 85 |
|                  |      |           | ----- | -----  |    |         |    |
|                  |      |           | 206   | 367000 |    |         |    |
| XTO ENERGY CORP  | COM  | 98385X106 | 26    | 1500   | SH | DEFINED | 1  |
|                  |      |           | 4375  | 250000 | SH | DEFINED | 85 |
|                  |      |           | ----- | -----  |    |         |    |
|                  |      |           | 4401  | 251500 |    |         |    |

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|-----------------|----------------|--|--------------------|--------------------|---------------------|-------------------|---------|--|
|                 |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                     |                   |         |  |
| NAME OF ISSUER  | TITLE OF CLASS | CUSIP  | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVTMT<br>DSCRETN | O<br>MA |  |
| X-RITE INC      | COM            | 983857103                                      | 196                | 23075              | SH                  | DEFINED           | 17      |  |
|                 |                |  | -----              | -----              |                     |                   |         |  |
|                 |                |  | 196                | 23075              |                     |                   |         |  |
| XCEL ENERGY INC | COM            | 98389B100                                      | 309                | 11148              | SH                  | DEFINED           | 1       |  |
|                 |                |  | 157                | 5652               | SH                  | DEFINED           | 15      |  |
|                 |                |  | 949                | 34222              | SH                  | DEFINED           | 17      |  |
|                 |                |  | 1629               | 58735              | SH                  | DEFINED           | 85      |  |
|                 |                |  | -----              | -----              |                     |                   |         |  |
|                 |                |  | 3045               | 109757             |                     |                   |         |  |
| XILINX INC      | COM            | 983919101                                      | 31                 | 805                | SH                  | DEFINED           | 1       |  |
|                 |                |  | 23                 | 600                | SH                  | DEFINED           | 15      |  |
|                 |                |  | 8                  | 200                | SH                  | DEFINED           | 12      |  |
|                 |                |  | 498                | 12755              | SH                  | DEFINED           | 17      |  |
|                 |                |  | 3077               | 78795              | SH                  | DEFINED           | 85      |  |
|                 |                |  | -----              | -----              |                     |                   |         |  |
|                 |                |  | 3638               | 93155              |                     |                   |         |  |
| XEROX CORP      | COM            | 984121103                                      | 158                | 15118              | SH                  | DEFINED           | 1       |  |
|                 |                |  | 2                  | 200                | SH                  | DEFINED           | 15      |  |
|                 |                |  | 20                 | 1900               | SH                  | DEFINED           | 12      |  |
|                 |                |  | 80                 | 7630               | SH                  | DEFINED           | 17      |  |
|                 |                |  | 562                | 53934              | SH                  | DEFINED           | 85      |  |
|                 |                |  | -----              | -----              |                     |                   |         |  |
|                 |                |  | 821                | 78782              |                     |                   |         |  |
| YAHOO INC       | COM            | 984332106                                      | 106                | 5987               | SH                  | DEFINED           | 1       |  |
|                 |                |  | 14                 | 800                | SH                  | DEFINED           | 15      |  |
|                 |                |  | 9                  | 520                | SH                  | DEFINED           | 12      |  |
|                 |                |  | 18                 | 1000               | SH                  | DEFINED           | 5       |  |
|                 |                |  | 48                 | 2683               | SH                  | DEFINED           | 17      |  |
|                 |                |  | 781                | 44000              | SH                  | DEFINED           | 85      |  |
|                 |                |  | -----              | -----              |                     |                   |         |  |
|                 |                |  | 976                | 54990              |                     |                   |         |  |

