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GLG Partners, Inc.
Form 13F-HR
February 17, 2009

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2008

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

Institutional Investment Manager Filing this Report:

Name: GLG Partners, Inc.
Address: 390 Park Avenue, 20th Floor
New York, NY 10022

13F File Number: 028-13068

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: Alejandro San Miguel
Title: General Counsel and Corporate Secretary
Phone: 212-224-7200

Signature, Place, and Date of Signing:

/s/ Alejandro San Miguel New York, NY February 09, 2009

* GLG INC. ACTS AS A SUB-ADVISOR TO GLG PARTNERS LP IN RESPECT OF CERTAIN SECURITIES LISTED IN THE INFORMATION TABLE.

** CERTAIN SECTION 13(F) SECURITIES HAVE BEEN OMITTED FROM THIS REPORT BECAUSE THOSE SECURITIES ARE PART OF THE LEHMAN BANKRUPTCY AND THEREFORE THE INSTITUTIONAL INVESTMENT MANAGER FILING THIS FORM 13F ("GLG") DOES NOT HAVE INVESTMENT DISCRETION OVER THOSE SECURITIES.

Report Type (Check only one.):

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

FORM 13F SUMMARY PAGE

Report Summary:

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Number of Other Included Managers: 2
 Form13F Information Table Entry Total: 331
 Form13F Information Table Value Total: \$1,949,660 (thousands)

List of Other Included Managers:

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

No.	13F File Number	Name
01	28-10979	GLG Partners LP
02	28-13070	GLG Inc.

NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE						INVSTMT DISCRETN MANA	OTH
			VALUE (x\$1000)	SHARES/ PRN	SH/ PRN	PUT/ CALL	AMT	PRN		
ABB LTD	SPONSORED ADR	000375204	6478	431572	SH				DEFINED	01
ABBOTT LABS	COM	002824100	9075	170042	SH				DEFINED	01
ACACIA RESH CORP	ACACIA TCH COM	003881307	427	140329	SH				DEFINED	01
ACCENTURE LTD BERMUDA	CL A	G1150G111	1469	44800	SH				DEFINED	01
ACE LTD	SHS	H0023R105	1923	36330	SH				DEFINED	01
AFFORDABLE RESIDENTIAL CMNTY	NOTE 7.500% 8/1	00828UAB9	13050	14500000	PRN				DEFINED	01
AFLAC INC	COM	001055102	2364	51571	SH				DEFINED	01
AIR PRODS & CHEMS INC	COM	009158106	3072	61112	SH				DEFINED	01
AKAMAI TECHNOLOGIES INC	COM	00971T101	2521	167059	SH				DEFINED	01
ALCOA INC	COM	013817101	282	25000	SH				DEFINED	01
ALCON INC	COM SHS	H01301102	52885	380000	SH				DEFINED	01
ALLEGHENY ENERGY INC	COM	017361106	3470	102481	SH				DEFINED	01
ALLERGAN INC	COM	018490102	1398	34685	SH				DEFINED	01
ALLERGAN INC	NOTE 1.500% 4/0	018490AL6	5555	5500000	PRN				DEFINED	01
ALLIANCE DATA SYSTEMS CORP	COM	018581108	867	18639	SH				DEFINED	01
ALLSTATE CORP	COM	020002101	1818	55490	SH				DEFINED	01
ALTRIA GROUP INC	COM	02209S103	8557	568170	SH				DEFINED	01
AMAZON COM INC	COM	023135106	960	18717	SH				DEFINED	01
AMDOCS LTD	ORD	G02602103	2103	115000	SH	CALL			DEFINED	01
AMDOCS LTD	ORD	G02602103	1097	60000	SH				DEFINED	01
AMERICAN ELEC PWR INC	COM	025537101	1231	37000	SH				DEFINED	01
AMERICAN TOWER CORP	CL A	029912201	4004	136556	SH				DEFINED	01
AMERICREDIT CORP	COM	03060R101	902	118100	SH	PUT			DEFINED	01
AMERICREDIT CORP	NOTE 2.125% 9/1	03060RAR2	4150	10000000	PRN				DEFINED	01
AMGEN INC	COM	031162100	25221	436730	SH				DEFINED	01
AMGEN INC	NOTE 0.375% 2/0	031162AQ3	10014	10500000	PRN				DEFINED	01
ANADARKO PETE CORP	COM	032511107	6526	169296	SH				DEFINED	01
APACHE CORP	COM	037411105	9477	127158	SH				DEFINED	01
APEX SILVER MINES LTD	NOTE 4.000% 9/1	03760XAD3	218	2500000	PRN				DEFINED	01
APEX SILVER MINES LTD	NOTE 2.875% 3/1	03760XAB7	544	6500000	PRN				DEFINED	01
APOLLO GROUP INC	CL A	037604105	9992	130415	SH				DEFINED	01
APPLE INC	COM	037833100	7892	92463	SH				DEFINED	01
APPLIED MATLS INC	COM	038222105	4233	417848	SH				DEFINED	01
ARCHER DANIELS MIDLAND CO	UNIT 99/99/9999	039483201	10759	290000	SH				DEFINED	01
ARVINMERITOR INC	NOTE 4.625% 3/0	043353AF8	2685	10000000	PRN				DEFINED	01
AT&T INC	COM	00206R102	29718	1042733	SH				DEFINED	01
AVIS BUDGET GROUP	COM	053774105	9098	320000	SH				DEFINED	01

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BALL CORP	COM	058498106	1563	37577	SH		DEFINED	01
BANK OF AMERICA CORPORATION	COM	060505104	309	21924	SH	PUT	DEFINED	01
BANK OF NEW YORK MELLON CORP	COM	064058100	6860	242157	SH		DEFINED	01
BARRICK GOLD CORP	COM	067901108	1434	39000	SH		DEFINED	01
BARRICK GOLD CORP	COM	067901108	7354	200000	SH	CALL	DEFINED	01
BAXTER INTL INC	COM	071813109	4559	85068	SH		DEFINED	01
BECTON DICKINSON & CO	COM	075887109	1783	26065	SH		DEFINED	01
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	3478	36	SH		DEFINED	01
BERRY PETE CO	CL A	085789105	756	100000	SH		DEFINED	01
BIOGEN IDEC INC	COM	09062X103	2447	51384	SH		DEFINED	01
BIOMIMETIC THERAPEUTICS INC	COM	09064X101	13476	1461560	SH		DEFINED	01
BLOCK H & R INC	COM	093671105	12163	535344	SH		DEFINED	01
BMC SOFTWARE INC	COM	055921100	873	32426	SH		DEFINED	01
BOEING CO	COM	097023105	2516	58965	SH		DEFINED	01
BOSTON PPTYS LTD PARTNERSHIP	NOTE 2.875% 2/1	10112RAK0	17917	22500000	PRN		DEFINED	01
BOSTON PRIVATE FINL HLDGS IN	NOTE 3.000% 7/1	101119AB1	473	500000	PRN		DEFINED	01
BOSTON PROPERTIES INC	COM	101121101	231	4200	SH		DEFINED	01
BOSTON SCIENTIFIC CORP	COM	101137107	1113	143824	SH		DEFINED	01
BRISTOL MYERS SQUIBB CO	COM	110122108	6056	260494	SH		DEFINED	01
BROADCOM CORP	CL A	111320107	4227	249066	SH		DEFINED	01
BURLINGTON NORTHN SANTA FE C	COM	12189T104	2610	34480	SH		DEFINED	01
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	877	15935	SH		DEFINED	01
CA INC	COM	12673P105	7045	380198	SH		DEFINED	01
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	898	53341	SH		DEFINED	01
CALPINE CORP	COM NEW	131347304	779	107000	SH		DEFINED	01
CAMERON INTERNATIONAL CORP	COM	13342B105	410	20000	SH		DEFINED	01
CAREER EDUCATION CORP	COM	141665109	12547	699365	SH		DEFINED	01
CAREER EDUCATION CORP	COM	141665109	2691	150000	SH	CALL	DEFINED	01
CATERPILLAR INC DEL	COM	149123101	4090	91568	SH		DEFINED	01
CELGENE CORP	COM	151020104	11935	215899	SH		DEFINED	01
CENTERPOINT ENERGY INC	COM	15189T107	5109	404840	SH		DEFINED	01
CHENIERE ENERGY INC	COM NEW	16411R208	35	10500	SH		DEFINED	01
CHENIERE ENERGY INC	NOTE 2.250% 8/0	16411RAE9	1500	10000000	PRN		DEFINED	01
CHESAPEAKE ENERGY CORP	COM	165167107	4278	264571	SH		DEFINED	01
CHEVRON CORP NEW	COM	166764100	35588	481114	SH		DEFINED	01
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	487	10500	SH		DEFINED	01
CHINA MED TECHNOLOGIES INC	NOTE 3.500%11/1	169483AB0	7080	10000000	PRN		DEFINED	01
CHUBB CORP	COM	171232101	1873	36734	SH		DEFINED	01
CISCO SYS INC	COM	17275R102	14910	914750	SH		DEFINED	01
CIT GROUP INC	COM	125581108	1135	250000	SH		DEFINED	01
CITIGROUP INC	COM	172967101	513	76500	SH	PUT	DEFINED	01
CITRIX SYS INC	COM	177376100	736	31229	SH		DEFINED	01
CMS ENERGY CORP	COM	125896100	4405	435716	SH		DEFINED	01
COACH INC	COM	189754104	2983	143638	SH		DEFINED	01
COCA COLA CO	COM	191216100	15397	340110	SH		DEFINED	01
COEUR D ALENE MINES CORP IDA	NOTE 3.250% 3/1	192108AR9	510	2000000	PRN		DEFINED	01
COEUR D ALENE MINES CORP IDA	NOTE 1.250% 1/1	192108AQ1	1519	5000000	PRN		DEFINED	01
COMCAST CORP NEW	CL A	20030N101	8281	490573	SH		DEFINED	01
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	2706	61063	SH		DEFINED	01
CONOCOPHILLIPS	COM	20825C104	4866	93939	SH		DEFINED	01
CONSOLIDATED EDISON INC	COM	209115104	1058	27166	SH		DEFINED	01
CORNING INC	COM	219350105	4224	443180	SH		DEFINED	01
COVIDIEN LTD	COM	G2552X108	7169	197829	SH		DEFINED	01
CROWN HOLDINGS INC	COM	228368106	2233	116320	SH		DEFINED	01
CSX CORP	COM	126408103	20714	637944	SH		DEFINED	01
CURAGEN CORP	COM	23126R101	560	132000	SH		DEFINED	01
CVS CAREMARK CORPORATION	COM	126650100	18114	630256	SH		DEFINED	01
DEERE & CO	COM	244199105	2211	57705	SH		DEFINED	01
DELL INC	COM	24702R101	4669	456000	SH		DEFINED	01
DENBURY RES INC	COM NEW	247916208	2184	200000	SH		DEFINED	01
DEVELOPERS DIVERSIFIED RLTY	NOTE 3.000% 3/1	251591AS2	2142	5000000	PRN		DEFINED	01
DEVON ENERGY CORP NEW	COM	25179M103	3480	52964	SH		DEFINED	01

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DEVRY INC DEL	COM	251893103	7898	137574	SH	DEFINED	01
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	589	10000	SH	DEFINED	01
DIRECTV GROUP INC	COM	25459L106	1485	64840	SH	DEFINED	01
DISCOVER FINL SVCS	COM	254709108	26220	2751283	SH	DEFINED	01
DISCOVERY COMMUNICATNS NEW	COM SER A	25470F104	147	10409	SH	DEFINED	01
DISCOVERY COMMUNICATNS NEW	COM SER C	25470F302	175	13049	SH	DEFINED	01
DISNEY WALT CO	COM DISNEY	254687106	1945	85741	SH	DEFINED	01
DOLAN MEDIA CO	COM	25659P402	2423	367683	SH	DEFINED	01
DOW CHEM CO	COM	260543103	423	28000	SH	DEFINED	01
DU PONT E I DE NEMOURS & CO	COM	263534109	2472	97727	SH	DEFINED	01
DUKE ENERGY CORP NEW	COM	26441C105	6290	419074	SH	DEFINED	01
E M C CORP MASS	NOTE 1.750%12/0	268648AM4	12139	13000000	PRN	DEFINED	01
E M C CORP MASS	COM	268648102	2160	206341	SH	DEFINED	01
EAGLE MATERIALS INC	COM	26969P108	1197	65010	SH	DEFINED	01
EDGE PETE CORP DEL	PFD CONV A	279862205	100	50000	SH	DEFINED	01
ELIXIR GAMING TECHNOLOGIES I	COM	28661G105	211	1625000	SH	DEFINED	01
ENDEAVOR INTL CORP INC	NOTE 6.000% 1/1	29257MAB6	2402	4000000	PRN	DEFINED	01
ENZON PHARMACEUTICALS INC	NOTE 4.000% 6/0	293904AE8	7143	10000000	PRN	DEFINED	01
EOG RES INC	COM	26875P101	2463	36996	SH	DEFINED	01
EQUINIX INC	COM NEW	29444U502	798	15000	SH	DEFINED	01
EQUITABLE RES INC	COM	294549100	2323	69246	SH	DEFINED	01
EQUITY RESIDENTIAL	SH BEN INT	29476L107	292	9800	SH	DEFINED	01
EXELON CORP	COM	30161N101	7111	127868	SH	DEFINED	01
EXPEDITORS INTL WASH INC	COM	302130109	655	19694	SH	DEFINED	01
EXXON MOBIL CORP	COM	30231G102	44024	551467	SH	DEFINED	01
FEDEX CORP	COM	31428X106	2878	44863	SH	DEFINED	01
FIRSTENERGY CORP	COM	337932107	2190	45075	SH	DEFINED	01
FORD MTR CO DEL	COM PAR \$0.01	345370860	771	336500	SH	PUT	DEFINED
FORD MTR CO DEL	NOTE 4.250%12/1	345370CF5	7881	30000000	PRN	DEFINED	01
FOSTER WHEELER LTD	SHS NEW	G36535139	5785	247446	SH	DEFINED	01
FPL GROUP INC	COM	302571104	1258	25000	SH	DEFINED	01
FREEMPORT-MCMORAN COPPER & GO	PFD CONV	35671D782	2679	58500	SH	DEFINED	01
FRESENIUS KABI PHARMACEUTHLD	RIGHT 06/30/2011	35802M115	140	400000	SH	DEFINED	01
GENENTECH INC	COM NEW	368710406	4472	53933	SH	DEFINED	01
GENERAL DYNAMICS CORP	COM	369550108	2279	39568	SH	DEFINED	01
GENERAL ELECTRIC CO	COM	369604103	18262	1127260	SH	DEFINED	01
GENERAL MLS INC	COM	370334104	2251	37048	SH	DEFINED	01
GENERAL MTRS CORP	DEB SR CV C 33	370442717	798	250000	SH	DEFINED	01
GENZYME CORP	COM	372917104	6464	97394	SH	DEFINED	01
GERDAU AMERISTEEL CORP	COM	37373P105	1061	175000	SH	DEFINED	01
GILEAD SCIENCES INC	COM	375558103	20352	397966	SH	DEFINED	01
GILEAD SCIENCES INC	NOTE 0.500% 5/0	375558AG8	4073	3000000	PRN	DEFINED	01
GLG PARTNERS INC	UNIT 12/28/2011	37929X206	214	98300	SH	DEFINED	01
GLOBAL CROSSING LTD	NOTE 5.000% 5/1	37932JAA1	5150	10000000	PRN	DEFINED	01
GOLDCORP INC NEW	COM	380956409	1230	39000	SH	DEFINED	01
GOLDEN POND HEALTHCARE INC	COM	38116J109	2437	337000	SH	DEFINED	01
GOLDEN POND HEALTHCARE INC	*W EXP 11/06/201	38116J117	14	450000	SH	DEFINED	01
GOLDMAN SACHS GROUP INC	COM	38141G104	14647	173563	SH	DEFINED	01
GOODRICH CORP	COM	382388106	6308	170395	SH	DEFINED	01
GOOGLE INC	CL A	38259P508	8604	27967	SH	DEFINED	01
GREY WOLF INC	FRNT 4/0	397888AF5	7920	8000000	PRN	DEFINED	01
HALLIBURTON CO	COM	406216101	1724	94842	SH	DEFINED	01
HARMONY GOLD MNG LTD	SPONSORED ADR	413216300	10970	1000000	SH	PUT	DEFINED
HCP INC	COM	40414L109	253	9100	SH	DEFINED	01
HECKMANN CORP	*W EXP 11/09/201	422680116	1000	869150	SH	DEFINED	01
HESS CORP	COM	42809H107	5344	99633	SH	DEFINED	01
HEWLETT PACKARD CO	COM	428236103	8499	234209	SH	DEFINED	01
HONEYWELL INTL INC	COM	438516106	2380	72493	SH	DEFINED	01
INCYTE CORP	COM	45337C102	758	200000	SH	DEFINED	01
INCYTE CORP	COM	45337C102	1213	320000	SH	CALL	DEFINED
INTEL CORP	COM	458140100	10382	708159	SH	DEFINED	01
INTEL CORP	COM	458140100	18208	1242000	SH	CALL	DEFINED

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INTEL CORP	SDCV 2.950%12/1	458140AD2	2144	2500000	PRN	DEFINED	01
INTERNATIONAL BUSINESS MACHS	COM	459200101	15601	185378	SH	DEFINED	01
INTERNATIONAL COAL GRP INC N	NOTE 9.000% 8/0	45928HAD8	3039	5500000	PRN	DEFINED	01
INTL PAPER CO	COM	460146103	153	13000	SH	DEFINED	01
INTREPID POTASH INC	COM	46121Y102	216	10400	SH	DEFINED	01
INTUIT	COM	461202103	815	34277	SH	DEFINED	01
IPC HLDGS LTD	ORD	G4933P101	1672	55917	SH	DEFINED	01
ISHARES INC	MSCI TAIWAN	464286731	271	35767	SH	DEFINED	01
ISHARES TR	DJ OIL&GAS EXP	464288851	1924	50000	SH	DEFINED	01
ISHARES TR	FTSE XNHUA IDX	464287184	1342	46116	SH	DEFINED	01
ISHARES TR	MSCI EMERG MKT	464287234	2886	115592	SH	DEFINED	01
JETBLUE AIRWAYS CORP	DBCV 5.500%10/1	477143AE1	8621	5000000	PRN	DEFINED	01
JOHNSON & JOHNSON	COM	478160104	39201	655208	SH	DEFINED	01
JPMORGAN & CHASE & CO	COM	46625H100	31531	1000043	SH	DEFINED	01
JUNIPER NETWORKS INC	COM	48203R104	4392	250852	SH	DEFINED	01
KELLOGG CO	COM	487836108	5319	121295	SH	DEFINED	01
KEYCORP NEW	COM	493267108	14373	1686924	SH	DEFINED	01
KINROSS GOLD CORP	COM NO PAR	496902404	1676	91000	SH	DEFINED	01
KOHL'S CORP	COM	500255104	8418	232535	SH	DEFINED	01
KROGER CO	COM	501044101	11557	437613	SH	DEFINED	01
LIBERTY ACQUISITION HLDGS CO	UNIT 99/99/9999	53015Y206	3270	388800	SH	DEFINED	01
LIBERTY MEDIA CORP	DEB 3.500% 1/1	530715AN1	7641	27000000	PRN	DEFINED	01
LIBERTY MEDIA CORP NEW	ENT COM SER A	53071M500	882	50471	SH	DEFINED	01
LILLY ELI & CO	COM	532457108	2182	54179	SH	DEFINED	01
LOCKHEED MARTIN CORP	COM	539830109	1142	13578	SH	DEFINED	01
MACYS INC	COM	55616P104	8800	850232	SH	DEFINED	01
MARATHON OIL CORP	COM	565849106	1368	50000	SH	DEFINED	01
MARTIN MARIETTA MATLS INC	COM	573284106	1456	15000	SH	DEFINED	01
MATTEL INC	COM	577081102	1062	66400	SH	DEFINED	01
MCGRAW HILL COS INC	COM	580645109	691	29800	SH	DEFINED	01
MEDTRONIC INC	COM	585055106	12597	400931	SH	DEFINED	01
MEDTRONIC INC	NOTE 1.625% 4/1	585055AM8	21780	24750000	PRN	DEFINED	01
MERCK & CO INC	COM	589331107	10573	347809	SH	DEFINED	01
METLIFE INC	COM	59156R108	2888	82858	SH	DEFINED	01
MICROSOFT CORP	COM	594918104	31508	1620758	SH	DEFINED	01
MICROVISION INC DEL	COM	594960106	488	156000	SH	DEFINED	01
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	242	13470	SH	DEFINED	01
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409109	5991	224543	SH	DEFINED	01
MOLSON COORS BREWING CO	CL B	60871R209	8884	181608	SH	DEFINED	01
MONSANTO CO NEW	COM	61166W101	4495	63890	SH	DEFINED	01
MURPHY OIL CORP	COM	626717102	887	20000	SH	DEFINED	01
MYLAN INC	PFD CONV	628530206	4653	7250	SH	DEFINED	01
NABORS INDS INC	NOTE 0.940% 5/1	629568AP1	19594	23750000	PRN	DEFINED	01
NATIONAL CITY CORP	NOTE 4.000% 2/0	635405AW3	5818	6500000	PRN	DEFINED	01
NEWFIELD EXPL CO	COM	651290108	494	25000	SH	DEFINED	01
NEWMONT MINING CORP	NOTE 1.250% 7/1	651639AJ5	6615	6000000	PRN	DEFINED	01
NEWMONT MINING CORP	COM	651639106	3704	91000	SH	DEFINED	01
NEWS CORP	CL A	65248E104	700	77000	SH	DEFINED	01
NII HLDGS INC	NOTE 3.125% 6/1	62913FAJ1	4800	8000000	PRN	DEFINED	01
NIKE INC	CL B	654106103	326	6400	SH	DEFINED	01
NOBLE ENERGY INC	COM	655044105	1201	24400	SH	DEFINED	01
NORFOLK SOUTHERN CORP	COM	655844108	1836	39016	SH	DEFINED	01
NOVA BIOSOURCE FUELS INC	NOTE 10.000% 9/3	65488WAC7	613	3500000	PRN	DEFINED	01
NPS PHARMACEUTICALS INC	COM	62936P103	19366	3118563	SH	DEFINED	01
NV ENERGY INC	COM	67073Y106	2165	218901	SH	DEFINED	01
OCCIDENTAL PETE CORP DEL	COM	674599105	6322	105378	SH	DEFINED	01
ODYSSEY MARINE EXPLORATION I	COM	676118102	9847	3058100	SH	DEFINED	01
OMNICARE INC	DBCV 3.250%12/1	681904AL2	3458	6000000	PRN	DEFINED	01
ORACLE CORP	COM	68389X105	22809	1286436	SH	DEFINED	01
ORMAT TECHNOLOGIES INC	COM	686688102	829	26000	SH	DEFINED	01
OSCIENT PHARMACEUTICALS CORP	COM NEW	68812R303	155	859539	SH	DEFINED	01
PACKAGING CORP AMER	COM	695156109	3720	276405	SH	DEFINED	01

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PEABODY ENERGY CORP	COM	704549104	776	34130	SH	DEFINED	01
PEPSI BOTTLING GROUP INC	COM	713409100	3356	149068	SH	DEFINED	01
PEPSICO INC	COM	713448108	8556	156222	SH	DEFINED	01
PETROHAWK ENERGY CORP	COM	716495106	1658	106058	SH	DEFINED	01
PFIZER INC	COM	717081103	32576	1839398	SH	DEFINED	01
PG&E CORP	COM	69331C108	2245	58000	SH	DEFINED	01
PHILIP MORRIS INTL INC	COM	718172109	4311	99086	SH	DEFINED	01
PIONEER NAT RES CO	COM	723787107	2168	40000	SH	DEFINED	01
PLAINS EXPL& PRODTN CO	COM	726505100	3595	154672	SH	DEFINED	01
PLUM CREEK TIMBER CO INC	COM	729251108	219	6300	SH	DEFINED	01
POTASH CORP SASK INC	COM	73755L107	11852	161868	SH	DEFINED	01
POTASH CORP SASK INC	COM	73755L107	10983	150000	SH	CALL	DEFINED 01
PPG INDS INC	COM	693506107	1091	25719	SH	DEFINED	01
PPL CORP	COM	69351T106	1043	34000	SH	DEFINED	01
PRAXAIR INC	COM	74005P104	594	10000	SH	DEFINED	01
PRECISION CASTPARTS CORP	COM	740189105	4495	75578	SH	DEFINED	01
PRICE T ROWE GROUP INC	COM	74144T108	361	10200	SH	DEFINED	01
PROCTER & GAMBLE CO	COM	742718109	22322	361078	SH	DEFINED	01
PROLOGIS	NOTE 1.875%11/1	743410AR3	4238	10000000	PRN	DEFINED	01
PROLOGIS	NOTE 2.250% 4/0	743410AQ5	9919	21500000	PRN	DEFINED	01
PUBLIC STORAGE	COM	74460D109	334	4200	SH	DEFINED	01
QUALCOMM INC	COM	747525103	6204	173159	SH	DEFINED	01
RELIANCE STEEL & ALUMINUM CO	COM	759509102	1755	88000	SH	DEFINED	01
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	1938	37590	SH	DEFINED	01
RESEARCH IN MOTION LTD	COM	760975102	8481	209000	SH	DEFINED	01
RF MICRODEVICES INC	NOTE 1.000% 4/1	749941AJ9	950	3000000	PRN	DEFINED	01
ROHM & HAAS CO	COM	775371107	247	4000	SH	DEFINED	01
SCHLUMBERGER LTD	COM	806857108	4464	105455	SH	DEFINED	01
SCHLUMBERGER LTD	DBCV 2.125% 6/0	806857AD0	6294	5000000	PRN	DEFINED	01
SCRIPPS NETWORKS INTERACT IN	CL A COM	811065101	548	24900	SH	DEFINED	01
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	31613	2525000	SH	DEFINED	01
SEMICONDUCTOR HLDRS TR	DEP RCPT	816636203	13208	750000	SH	DEFINED	01
SEPRACOR INC	NOTE 10/1	817315AW4	5828	6250000	PRN	DEFINED	01
SESI L L C	NOTE 1.500%12/1	78412FAH7	5034	7250000	PRN	DEFINED	01
SIMON PPTY GROUP INC NEW	COM	828806109	409	7700	SH	DEFINED	01
SINCLAIR BROADCAST GROUP INC	NOTE 3.000% 5/1	829226AW9	8613	16250000	PRN	DEFINED	01
SOLARFUN POWER HOLDINGS CO L	SPONSORED ADR	83415U108	544	108500	SH	DEFINED	01
SOUTHERN CO	COM	842587107	9604	259556	SH	DEFINED	01
SOUTHWESTERN ENERGY CO	COM	845467109	1358	46876	SH	DEFINED	01
SPDR GOLD TRUST	GOLD SHS	78463V107	9661	111665	SH	DEFINED	01
SPDR SERIES TRUST	S&P HOMEBUILD	78464A888	3787	316137	SH	DEFINED	01
SPDR SERIES TRUST	S&P METALS MNG	78464A755	971	35000	SH	DEFINED	01
SPDR SERIES TRUST	S&P RETAIL ETF	78464A714	17494	859016	SH	DEFINED	01
SPDR TR	UNIT SER 1	78462F103	12082	133888	SH	DEFINED	01
SPECTRA ENERGY CORP	COM	847560109	1295	82276	SH	DEFINED	01
SPX CORP	COM	784635104	10064	248189	SH	DEFINED	01
ST JUDE MED INC	COM	790849103	3629	110094	SH	DEFINED	01
STAPLES INC	COM	855030102	2436	135926	SH	DEFINED	01
STATE STR CORP	COM	857477103	17464	444045	SH	DEFINED	01
STEEL DYNAMICS INC	COM	858119100	14451	1292551	SH	DEFINED	01
STONELEIGH PARTNERS ACQUS CO	*W EXP 05/31/201	861923126	34	1120000	SH	DEFINED	01
STREAM GLOBAL SVCS INC	*W EXP 10/17/201	86323M118	45	300000	SH	DEFINED	01
SUNPOWER CORP	DBCV 0.750% 8/0	867652AB5	5237	7000000	PRN	DEFINED	01
SUNTECH PWR HLDGS CO LTD	NOTE 0.250% 2/1	86800CAC8	3569	5000000	PRN	DEFINED	01
SYMANTEC CORP	NOTE 0.750% 6/1	871503AD0	9400	10000000	PRN	DEFINED	01
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	948	120000	SH	DEFINED	01
TD AMERITRADE HLDG CORP	COM	87236Y108	1781	125000	SH	DEFINED	01
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	9280	218000	SH	CALL	DEFINED 01
TEXAS INSTRS INC	COM	882508104	4330	278996	SH	DEFINED	01
TIME WARNER CABLE INC	CL A	88732J108	220	10251	SH	DEFINED	01
TIME WARNER INC	COM	887317105	11841	1176990	SH	DEFINED	01
TM ENTMT & MEDIA INC	*W EXP 10/17/201	87260T116	13	425000	SH	DEFINED	01

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TRANSOCEAN INC NEW	SHS	G90073100	9777	206920	SH	DEFINED	01
TREX INC	NOTE 6.000% 7/0	89531PAA3	2020	2500000	PRN	DEFINED	01
TRIAN ACQUISITION I CORP	UNIT 99/99/9999	89582E207	4575	500000	SH	DEFINED	01
TRIAN ACQUISITION I CORP	*W EXP 01/23/201	89582E116	460	2000000	SH	DEFINED	01
TYCO INTL LTD BERMUDA	SHS	G9143X208	777	37500	SH	DEFINED	01
U S AIRWAYS GROUP INC	COM	90341W108	580	75000	SH	DEFINED	01
UAL CORP	COM NEW	902549807	246	80000	SH	DEFINED	01
UAL CORP	DBCV 5.000% 2/0	902549AE4	2933	6000000	PRN	DEFINED	01
ULTRA PETROLEUM CORP	COM	903914109	1950	56500	SH	DEFINED	01
UNION PAC CORP	COM	907818108	3839	80307	SH	DEFINED	01
UNITED RENTALS NORTH AMER IN	NOTE 1.875%10/1	911365AH7	3581	5000000	PRN	DEFINED	01
UNITED STATES OIL FUND LP	UNITS	91232N108	3310	100000	SH	CALL	DEFINED 01
UNITED TECHNOLOGIES CORP	COM	913017109	17793	331966	SH	DEFINED	01
UNITED THERAPEUTICS CORP DEL	COM	91307C102	11974	191426	SH	DEFINED	01
UNITEDHEALTH GROUP INC	COM	91324P102	5355	201314	SH	DEFINED	01
US BANCORP DEL	COM NEW	902973304	20383	814987	SH	DEFINED	01
USEC INC	NOTE 3.000%10/0	90333EAC2	5671	13000000	PRN	DEFINED	01
UTSTARCOM INC	COM	918076100	104	40000	SH	DEFINED	01
VALERO ENERGY CORP NEW	COM	91913Y100	1082	50000	SH	DEFINED	01
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	2315	88500	SH	DEFINED	01
VANTAGE DRILLING COMPANY	*W EXP 05/24/201	G93205121	55	550000	SH	DEFINED	01
VERIZON COMMUNICATIONS INC	COM	92343V104	31345	924624	SH	DEFINED	01
VIRGIN MEDIA INC	COM	92769L101	7811	1565390	SH	DEFINED	01
VISA INC	COM CL A	92826C839	2212	42174	SH	DEFINED	01
VORNADO RLTY TR	DBCV 2.850% 4/0	929042AC3	8768	11750000	PRN	DEFINED	01
VORNADO RLTY TR	SH BEN INT	929042109	296	4900	SH	DEFINED	01
VULCAN MATLS CO	COM	929160109	209	3000	SH	DEFINED	01
WACHOVIA CORP NEW	CONV7.5%PFD CL A	929903219	13739	18250	SH	DEFINED	01
WAL MART STORES INC	COM	931142103	35309	629845	SH	DEFINED	01
WEATHERFORD INTERNATIONAL LT	COM	G95089101	812	75000	SH	DEFINED	01
WEBMD CORP	NOTE 1.750% 6/1	94769MAE5	10426	12000000	PRN	DEFINED	01
WELLPOINT INC	COM	94973V107	6161	146235	SH	DEFINED	01
WELLS FARGO & CO NEW	COM	949746101	15546	527330	SH	DEFINED	01
WESCO INTL INC	NOTE 1.750%11/1	95082PAG0	5702	10250000	PRN	DEFINED	01
WESCO INTL INC	COM	95082P105	996	51810	SH	DEFINED	01
WESTAR ENERGY INC	COM	95709T100	2265	110412	SH	DEFINED	01
WHITING PETE CORP NEW	COM	966387102	1171	35000	SH	DEFINED	01
WILLBROS GROUP INC	COM	969199108	2307	272348	SH	DEFINED	01
WILLIAMS COS INC DEL	COM	969457100	1004	69338	SH	DEFINED	01
WINDSTREAM CORP	COM	97381W104	7392	803451	SH	DEFINED	01
WYETH	COM	983024100	6410	170900	SH	DEFINED	01
WYETH	COM	983024100	10308	274800	SH	CALL	DEFINED 01
XTO ENERGY INC	COM	98385X106	3717	105389	SH	DEFINED	01
YAHOO INC	COM	984332106	1592	130485	SH	DEFINED	01
ZBB ENERGY CORPORATION	COM	98876R204	2030	1503340	SH	DEFINED	01
ZIMMER HLDGS INC	COM	98956P102	425	10524	SH	DEFINED	01