

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2004-02-12** | Period of Report: **2003-12-31**
SEC Accession No. **0000832746-04-000029**

([HTML Version](#) on [secdatabase.com](#))

FILER

TIMESQUARE CAPITAL MANAGEMENT INC

CIK: **832746**

Type: **13F-HR** | Act: **34** | File No.: **028-02293** | Film No.: **04592116**

Mailing Address

*280 TRUNBULL ST
H16C
HARTFORD CT 06103*

Business Address

*4 TIMES SQUARE
NEW YORK NY 10004
8605344284*

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, 2003

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: TimesSquare Capital Management, Inc.
Address: Four Times Square, 25th Floor
New York, New York 10036

Form 13F File Number: 28-2293

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: Timothy F. Roberts
Title: Vice President and Compliance Officer
Phone: 860-534-7311

Signature, Place, and Date of Signing:

/s/ Timothy F. Roberts

[Signature]

Hartford, CT

[City, State]

February 12, 2004

[Date]

Report Type (Check only one):

- [] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
[] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
[X] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

Form 13F File Numbr 028-01190

Name: Frank Russell Company

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 890

Form 13F Information Table Value Total: \$8,220,279 (thousands)

List of Other Included Managers:

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

No.	13F File Number	Name
1	28-1157	CIGNA Corporation

<TABLE>
<CAPTION>

FORM 13F INFORMATION TABLE

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHRS OR PRN AMT	SH/PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE VOTING AUTHORITY	SHARED	NONE
COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4		COLUMN 5		COLUMN 6	COLUMN 7	COLUMN 8		
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
A.G. EDWARDS	COM	281760108	286	7,900	SH		DEFINED	1	7,900		
ABBOTT LABORATORIES	COM	002824100	30,631	657,318	SH		DEFINED	1	657,318		
ABERCROMBIE & FITCH CO CL	CL A	002896207	237	9,600	SH		DEFINED	1	9,600		
ACE LTD	ORD SHS	G0070K103	4,863	117,400	SH		DEFINED	1	117,400		
ADAPTEC INC	COM	00651F108	93	10,500	SH		DEFINED	1	10,500		
ADC TELECOMM	COM	000886101	999	336,300	SH		DEFINED	1	336,300		
ADOBE SYSTEMS INC	COM	00724F101	3,863	98,300	SH		DEFINED	1	98,300		
ADTRAN INC	COM	00738A106	236	7,600	SH		DEFINED	1	7,600		
ADVANCE PCS COM	COM	00790K109	484	9,200	SH		DEFINED	1	9,200		
ADVANCED AUTO PTS INC	COM	00751Y106	54,900	674,453	SH		DEFINED	1	639,353		35,100
ADVANCED ENERGY INDS INC	COM	007973100	34,806	1,336,116	SH		DEFINED	1	1,259,054		77,062
ADVANCED MICRO DEVICES IN	COM	007903107	2,182	146,470	SH		DEFINED	1	146,470		
AES CORP	COM	00130H105	2,469	261,559	SH		DEFINED	1	261,559		
AETNA INC	COM	00817Y108	4,823	71,361	SH		DEFINED	1	71,361		
AFFILIATED COMPUTER SVCS	CL A	008190100	4,433	81,400	SH		DEFINED	1	81,400		
AGERE SYS INC	CL A	00845V100	1,535	503,346	SH		DEFINED	1	503,346		
AGERE SYSTEMS INC CL B	CL B	00845V209	1,806	622,606	SH		DEFINED	1	601,606		21,000
AGILENT TECHNOLOGIES INC	COM	00846U101	5,835	199,553	SH		DEFINED	1	199,553		
AIR PRODUCTS & CHEMICALS	COM	009158106	5,054	95,668	SH		DEFINED	1	95,668		
AK STEEL HOLDING CORP	COM	001547108	52	10,200	SH		DEFINED	1	10,200		
ALBERTO-CULVER	CL B CONV	013068101	1,554	24,636	SH		DEFINED	1	24,636		
ALBERTSONS INC	COM	013104104	3,489	154,061	SH		DEFINED	1	154,061		
ALCOA INC COM	COM	013817101	13,827	363,862	SH		DEFINED	1	363,862		
ALLEGHENY ENERGY	COM	017361106	678	53,100	SH		DEFINED	1	53,100		
ALLEGHENY TECHNOLOGIES IN	COM	01741R102	450	34,055	SH		DEFINED	1	34,055		
ALLERGAN INC	COM	018490102	4,216	54,888	SH		DEFINED	1	54,888		
ALLETE COM	COM	018522102	260	8,500	SH		DEFINED	1	8,500		
ALLIANCE DATA SYSTEMS COR	COM	018581108	89,312	3,226,590	SH		DEFINED	1	3,046,290		180,300
ALLIANCE GAMING CORP	COM NEW	01859P609	29,585	1,200,200	SH		DEFINED	1	1,128,400		71,800
ALLIANT ENERGY CORP COM	COM	018802108	271	10,900	SH		DEFINED	1	10,900		
ALLIANT TECHSYSTEMS INC	COM	018804104	218	3,775	SH		DEFINED	1	3,775		
ALLIED WASTE INDS INC	CO PAR\$.01	019589308	1,868	134,600	SH		DEFINED	1	134,600		
ALLSTATE CORP	COM	020002101	12,731	295,930	SH		DEFINED	1	295,930		
ALLTEL CORP	COM	020039103	6,214	133,411	SH		DEFINED	1	133,411		
ALTERA CORP	COM	021441100	3,618	159,400	SH		DEFINED	1	159,400		
ALTIRIS INC	COM	02148M100	45,823	1,256,100	SH		DEFINED	1	1,184,600		71,500
ALTRIA GROUP INC	COM	022098103	46,467	853,860	SH		DEFINED	1	853,860		
AMB PROPERTY CORP	COM	001637109	270	8,200	SH		DEFINED	1	8,200		
AMBAC FINANCIAL GROUP, IN	COM	023139108	5,638	81,250	SH		DEFINED	1	81,250		
AMC ENTERTAINMENT INC	COM	001669100	42,967	2,824,915	SH		DEFINED	1	2,596,390		228,525
AMERADA HESS CORP	COM	023551104	2,005	37,703	SH		DEFINED	1	37,703		
AMEREN CORP	COM	023608102	3,143	68,319	SH		DEFINED	1	68,319		
AMERICA MOVIL ADR SERIES	SPON ADR L	02364W105	3,823	139,850	SH		DEFINED	1			139,850
AMERICAN DENTAL PARTNERS	COM	025353103	6,963	613,500	SH		DEFINED	1	528,500		85,000
AMERICAN ELECTRIC POWER	COM	025537101	5,068	166,125	SH		DEFINED	1	166,125		
AMERICAN EXPRESS	COM	025816109	26,080	540,734	SH		DEFINED	1	540,734		
AMERICAN FAMILY	COM	001055102	7,815	216,000	SH		DEFINED	1	216,000		
AMERICAN GREETINGS CORP C	CL A	026375105	606	27,718	SH		DEFINED	1	27,718		
AMERICAN INTERNATIONAL GR	COM	026874107	72,679	1,096,543	SH		DEFINED	1	1,096,543		
AMERICAN ITALIAN PASTA CO	CL A	027070101	37,467	894,194	SH		DEFINED	1	842,360		51,834
AMERICAN POWER CONVERSION	COM	029066107	2,032	83,100	SH		DEFINED	1	83,100		
AMERICAN STD COS INC DEL	COM	029712106	3,081	30,600	SH		DEFINED	1	30,600		
AMERICAN TOWER CORP	CL A	029912201	9,439	872,400	SH		DEFINED	1	872,400		
AMERICREDIT CORP	COM	03060R101	245	15,400	SH		DEFINED	1	15,400		
AMERISOURCEBERGEN CORP	COM	03073B105	2,643	47,065	SH		DEFINED	1	47,065		
AMGEN	COM	031162100	33,520	542,388	SH		DEFINED	1	542,388		
AMSOUTH BANCORPORATION	COM	032165102	3,625	147,950	SH		DEFINED	1	147,950		
ANADARKO PETROLEUM CORP	COM	032511107	5,377	105,407	SH		DEFINED	1	105,407		
ANALOG DEVICES	COM	032654105	7,044	154,300	SH		DEFINED	1	154,300		
ANDREW CORP	COM	034425108	741	64,421	SH		DEFINED	1	64,421		

ANHEUSER BUSCH COMPANIES	COM	035229103	18,039	342,424	SH	DEFINED	1	342,424	
ANTEON INTERNATIONAL CORP	COM	03674E108	4,402	122,100	SH	DEFINED	1	122,100	
ANTHEM INC	COM	03674B104	4,359	58,122	SH	DEFINED	1	58,122	
AON CORP	COM	037389103	3,153	131,725	SH	DEFINED	1	131,725	
APACHE CORP	COM	037411105	7,053	86,964	SH	DEFINED	1	86,964	
APARTMENT INVT & MGMT CO	CL A	03748R101	1,359	39,400	SH	DEFINED	1	39,400	
APOGENT TECH INC COM	COM	03760A101	207	9,000	SH	DEFINED	1	9,000	
APOLLO GROUP INC CL A	CL A	037604105	5,041	74,125	SH	DEFINED	1	74,125	
APPLE COMPUTER INC	COM	037833100	3,256	152,370	SH	DEFINED	1	152,370	
APPLEBEES INTL INC	COM	037899101	214	5,450	SH	DEFINED	1	5,450	
APPLERA CORP-APPLIED BIOS	COM AP BIO	038020103	1,813	87,544	SH	DEFINED	1	87,544	
APPLIED MATERIALS INC	COM	038222105	15,695	699,100	SH	DEFINED	1	699,100	
APPLIED MICRO CIRCUITS CO	COM	03822W109	765	127,900	SH	DEFINED	1	127,900	
AQUILA INC	COM	03840P102	66	19,400	SH	DEFINED	1	19,400	
ARBITRON INC	COM	03875Q108	48,544	1,163,560	SH	DEFINED	1	1,095,360	68,200
ARCHER-DANIELS-MIDLAND CO	COM	039483102	4,140	271,981	SH	DEFINED	1	271,981	
ARGONAUT GROUP INC	COM	040157109	5,307	341,500	SH	DEFINED	1	316,900	24,600
ARROW ELECTRONICS	COM	042735100	227	9,800	SH	DEFINED	1	9,800	
ARTHUR J GALLAGHER & CO	COM	363576109	296	9,100	SH	DEFINED	1	9,100	
ASHLAND INC COM	COM	044204105	1,268	28,783	SH	DEFINED	1	28,783	
ASM LITHOGRAPHY HOLDING N N Y SHS	N Y SHS	N07059111	2,479	123,628	SH	DEFINED	1		123,628
ASPEN TECHNOLOGY INC COM	COM	045327103	403	39,300	SH	DEFINED	1	39,300	
ASSOCIATED BANC CORP	COM	045487105	314	7,370	SH	DEFINED	1	7,370	
ASTORIA FINL CORP COM	COM	046265104	305	8,200	SH	DEFINED	1	8,200	
AT&T CORP	COM NEW	001957505	6,743	332,175	SH	DEFINED	1	332,175	
AT&T WIRELESS SERVICES IN	COM	00209A106	9,120	1,141,448	SH	DEFINED	1	1,141,448	
ATI TECHNOLOGIES INC	COM	001941103	998	66,000	SH	DEFINED	1	66,000	
ATMEL	COM	049513104	278	46,325	SH	DEFINED	1	46,325	
ATRIX LABS INC	COM	04962L101	26,403	1,098,308	SH	DEFINED	1	1,036,600	61,708
AUTODESK	COM	052769106	1,155	47,008	SH	DEFINED	1	47,008	
AUTOMATIC DATA PROCESSING	COM	053015103	9,901	249,960	SH	DEFINED	1	249,960	
AUTONATION, INC.	COM	05329W102	2,120	115,400	SH	DEFINED	1	115,400	
AUTOZONE	COM	053332102	3,195	37,500	SH	DEFINED	1	37,500	
AVAYA INC	COM	053499109	2,259	174,579	SH	DEFINED	1	174,579	
AVERY DENNISON CORP	COM	053611109	2,608	46,548	SH	DEFINED	1	46,548	
AVNET INC	COM	053807103	254	11,710	SH	DEFINED	1	11,710	
AVON PRODUCTS INC	COM	054303102	6,723	99,612	SH	DEFINED	1	99,612	
BAKER HUGHES INCORPORATED	COM	057224107	4,526	140,728	SH	DEFINED	1	140,728	
BALL CORP	COM	058498106	1,412	23,708	SH	DEFINED	1	23,708	
BANK OF AMERICA CORP	COM	060505104	50,239	624,631	SH	DEFINED	1	624,631	
BANK OF HAWAII CORP	COM	062540109	236	5,600	SH	DEFINED	1	5,600	
BANK OF NEW YORK INC	COM	064057102	10,767	325,100	SH	DEFINED	1	325,100	
BANK ONE CORP	COM	06423A103	21,419	469,828	SH	DEFINED	1	469,828	
BANKNORTH GROUP INC NEW	COM	06646R107	521	16,028	SH	DEFINED	1	16,028	
BARD CR INC	COM	067383109	1,769	21,776	SH	DEFINED	1	21,776	
BARNES & NOBLE INC	COM	067774109	207	6,300	SH	DEFINED	1	6,300	
BARR PHARMACEUTICALS INC	COM	068306109	516	6,700	SH	DEFINED	1	6,700	
BAUSCH & LOMB INC	COM	071707103	1,147	22,108	SH	DEFINED	1	22,108	
BAXTER INTERNATIONAL INC.	COM	071813109	7,832	256,622	SH	DEFINED	1	256,622	
BB&T CORPORATION	COM	054937107	8,876	229,705	SH	DEFINED	1	229,705	
BEA SYS INC	COM	073325102	1,068	86,800	SH	DEFINED	1	86,800	
BEAR STEARNS	COM	073902108	3,289	41,134	SH	DEFINED	1	41,134	
BECKMAN COULTER INC COM	COM	075811109	310	6,100	SH	DEFINED	1	6,100	
BECTON DICKINSON & CO	COM	075887109	4,390	106,704	SH	DEFINED	1	106,704	
BED BATH & BEYOND INC	COM	075896100	5,393	124,400	SH	DEFINED	1	124,400	
BELLSOUTH CORP	COM	079860102	21,987	776,936	SH	DEFINED	1	776,936	
BELO CORPORATION	COM SER A	080555105	320	11,300	SH	DEFINED	1	11,300	
BEMIS CO	COM	081437105	1,109	22,184	SH	DEFINED	1	22,184	
BERKLEY W R CORP	COM	084423102	283	8,100	SH	DEFINED	1	8,100	
BEST BUY, INC.	COM	086516101	7,107	136,050	SH	DEFINED	1	136,050	
BIG LOTS INC	COM	089302103	696	49,000	SH	DEFINED	1	49,000	
BIO RAD LABS INC	CL A	090572207	31,705	549,771	SH	DEFINED	1	515,045	34,726
BIOGEN IDEC INC	COM	09062X103	5,064	137,670	SH	DEFINED	1	137,670	
BIOMET INC	COM	090613100	3,917	107,573	SH	DEFINED	1	107,573	
BISYS GROUP INC	COM	055472104	31,458	2,114,100	SH	DEFINED	1	1,966,100	148,000
BJ SERVICES CO	COM	055482103	4,215	117,400	SH	DEFINED	1	117,400	
BLACK & DECKER CORP.	COM	091797100	1,613	32,704	SH	DEFINED	1	32,704	
BMC SOFTWARE INC	COM	055921100	1,781	95,500	SH	DEFINED	1	95,500	
BOEING CO	COM	097023105	14,908	353,766	SH	DEFINED	1	353,766	
BOISE CASCADE CORP	COM	097383103	1,196	36,392	SH	DEFINED	1	36,392	
BORG-WARNER AUTOMOTIVE IN	COM	099724106	230	2,700	SH	DEFINED	1	2,700	
BOSTON PRIVATE FINL HOLDI	COM	101119105	13,293	535,127	SH	DEFINED	1	493,170	41,957
BOSTON SCIENTIFIC CORP	COM	101137107	12,660	344,400	SH	DEFINED	1	344,400	
BOWATER INC	COM	102183100	250	5,400	SH	DEFINED	1	5,400	
BRINKER INTL	COM	109641100	322	9,700	SH	DEFINED	1	9,700	
BRISTOL MYERS SQUIBB CO	COM	110122108	23,319	815,364	SH	DEFINED	1	815,364	
BROADCOM CORP CL A COM	CL A	111320107	5,775	169,400	SH	DEFINED	1	169,400	
BROWN & BROWN INC	COM	115236101	222	6,800	SH	DEFINED	1	6,800	
BROWN TOM INC	COM NEW	115660201	25,697	796,800	SH	DEFINED	1	752,900	43,900
BROWN-FORMAN CORP	CL B	115637209	2,386	25,535	SH	DEFINED	1	25,535	
BRUKER BIOSCIENCES CORP	COM	116794108	1,372	301,615	SH	DEFINED	1	244,600	57,015
BRUNSWICK CORP	COM	117043109	1,221	38,356	SH	DEFINED	1	38,356	
BURLINGTON NORTHERN SANTA	COM	121897104	5,052	156,182	SH	DEFINED	1	156,182	
BURLINGTON RESOURCES INC.	COM	122014103	4,631	83,630	SH	DEFINED	1	83,630	
C D W CORP COM	COM	12512N105	1,467	25,400	SH	DEFINED	1	25,400	

C H ROBINSON WORLDWIDE IN	COM		12541W100	315	8,300	SH	DEFINED	1	8,300	
CACI INTL INC. CLA	CL A		127190304	551	11,325	SH	DEFINED	1	11,325	
CADENCE DESIGN SYSTEM INC	COM		127387108	476	26,500	SH	DEFINED	1	26,500	
CALPINE CORP	NOTE	4.00	131347BA3	978	1,000,000	PRN	DEFINED	1		1,000,000
CALPINE CORP COM	COM		131347106	833	173,200	SH	DEFINED	1	173,200	
CAMPBELL SOUP	COM		134429109	4,625	172,578	SH	DEFINED	1	172,578	
CAPITAL ONE FINL CORP	COM		14040H105	5,951	97,100	SH	DEFINED	1	97,100	
CAPITALSOURCE INC	COM		14055X102	16,971	782,800	SH	DEFINED	1	782,800	
CARDINAL HEALTH INC	COM		14149Y108	11,134	182,043	SH	DEFINED	1	182,043	
CAREER EDUCATION CORP	COM		141665109	393	9,800	SH	DEFINED	1	9,800	
CARMAX INC	COM		143130102	363	11,732	SH	DEFINED	1	11,732	
CARNIVAL CORP	PAIRED CTF		143658300	10,532	265,100	SH	DEFINED	1	265,100	
CATERPILLAR INC.	COM		149123101	12,121	146,000	SH	DEFINED	1	146,000	
CENDANT CORP	COM		151313103	9,497	426,432	SH	DEFINED	1	426,432	
CENTENE CORP	COM		15135B101	293	10,450	SH	DEFINED	1	10,450	
CENTERPOINT ENERGY INC	COM		15189T107	1,241	128,113	SH	DEFINED	1	128,113	
CENTEX CORP	COM		152312104	2,806	26,066	SH	DEFINED	1	26,066	
CENTRAL BANCSHARES SOUTH	COM		20449H109	480	12,200	SH	DEFINED	1	12,200	
CENTRAL EUROPEAN DISTRIB	COM		153435102	4,029	127,500	SH	DEFINED	1	119,400	8,100
CENTRAL FREIGHT LINES INC	COM		153491105	8,062	454,200	SH	DEFINED	1	409,600	44,600
CENTURYTEL INC	COM		156700106	1,970	60,400	SH	DEFINED	1	60,400	
CEPHALON INC	COM		156708109	266	5,500	SH	DEFINED	1	5,500	
CERIDIAN CORP	COM		156779100	308	14,700	SH	DEFINED	1	14,700	
CERTEGY INC	COM		156880106	16,835	513,275	SH	DEFINED	1	499,675	13,600
CHARLES SCHWAB CORP	COM		808513105	6,753	570,350	SH	DEFINED	1	570,350	
CHARTER ONE FINL INC	COM		160903100	3,238	93,715	SH	DEFINED	1	93,715	
CHECKFREE CORP NEW COM	COM		162813109	213	7,700	SH	DEFINED	1	7,700	
CHEESECAKE FACTORY INC	COM		163072101	220	5,000	SH	DEFINED	1	5,000	
CHEVRONTXACO CORP COM	COM		166764100	38,820	449,361	SH	DEFINED	1	449,361	
CHICOS FASHIONS	COM		168615102	314	8,500	SH	DEFINED	1	8,500	
CHIRON CORP	COM		170040109	4,497	78,900	SH	DEFINED	1	78,900	
CHOICEPOINT INC	COM		170388102	21,350	560,504	SH	DEFINED	1	546,904	13,600
CHUBB CORP	COM		171232101	5,380	79,002	SH	DEFINED	1	79,002	
CIENA CORP COM	COM		171779101	1,318	198,500	SH	DEFINED	1	198,500	
CIGNA CORPORATION	COM		125509109	288	5,000	SH	DEFINED	1	5,000	
CINCINNATI BELL INC	COM		171871106	122	24,200	SH	DEFINED	1	24,200	
CINCINNATI FINL CORP	COM		172062101	2,823	67,400	SH	DEFINED	1	67,400	
CINERGY CORP	COM		172474108	2,902	74,786	SH	DEFINED	1	74,786	
CINTAS CORP	COM		172908105	3,594	71,700	SH	DEFINED	1	71,700	
CIRCUIT CITY STORES	COM		172737108	886	87,444	SH	DEFINED	1	87,444	
CISCO SYSTEMS	COM		17275R102	70,490	2,902,000	SH	DEFINED	1	2,902,000	
CITIGROUP INC	COM		172967101	105,262	2,168,571	SH	DEFINED	1	2,168,571	
CITIZENS COMMUNICATIONS	COM		17453B101	1,478	119,000	SH	DEFINED	1	119,000	
CITRIX SYS INC COM	COM		177376100	1,466	69,100	SH	DEFINED	1	69,100	
CITY NATIONAL	COM		178566105	16,139	259,800	SH	DEFINED	1	259,800	
CLEAR CHANNEL COMMUNICATI	COM		184502102	12,115	258,700	SH	DEFINED	1	258,700	
CLOROX CO	COM		189054109	4,310	88,748	SH	DEFINED	1	88,748	
CMS ENERGY CORP	COM		125896100	572	67,100	SH	DEFINED	1	67,100	
COACH INC	COM		189754104	702	18,600	SH	DEFINED	1	18,600	
COCA COLA CO	COM		191216100	52,299	1,030,520	SH	DEFINED	1	1,030,520	
COCA-COLA ENTERPRISES	COM		191219104	4,179	191,100	SH	DEFINED	1	191,100	
COGNOS INC	COM		19244C109	34,168	1,115,875	SH	DEFINED	1	1,055,075	60,800
COLGATE-PALMOLIVE CO	COM		194162103	11,311	225,988	SH	DEFINED	1	225,988	
COLONIAL BANCGRP INC	COM		195493309	213	12,300	SH	DEFINED	1	12,300	
COMCAST CORP	CL A		20030N101	31,108	946,404	SH	DEFINED	1	946,404	
COMERICA INC	COM		200340107	4,140	73,854	SH	DEFINED	1	73,854	
COMMERCE BANCORP INC NJ	COM		200519106	390	7,400	SH	DEFINED	1	7,400	
COMMUNITY HEALTH SYSTEMS	COM		203668108	258	9,700	SH	DEFINED	1	9,700	
COMPUTER ASSOCIATES INTL	COM		204912109	6,656	243,443	SH	DEFINED	1	243,443	
COMPUTER SCIENCES	COM		205363104	3,484	78,776	SH	DEFINED	1	78,776	
COMPUWARE CORP	COM		205638109	965	159,700	SH	DEFINED	1	159,700	
COMVERSE TECHNOLOGY INC	CO PAR\$.10		205862402	1,420	80,700	SH	DEFINED	1	80,700	
CONAGRA FOODS, INC	COM		205887102	5,960	225,859	SH	DEFINED	1	225,859	
CONCORD EFS INC	COM		206197105	2,900	195,400	SH	DEFINED	1	195,400	
CONOCOPHILLIPS	COM		20825C104	18,768	286,229	SH	DEFINED	1	286,229	
CONSOLIDATED EDISON INC	COM		209115104	4,077	94,783	SH	DEFINED	1	94,783	
CONSTELLATION BRANDS INC	CL A		21036P108	31,039	942,570	SH	DEFINED	1	915,970	26,600
CONSTELLATION ENGY GRP IN	COM		210371100	2,756	70,390	SH	DEFINED	1	70,390	
CONVERGYS CORP	COM		212485106	1,053	60,300	SH	DEFINED	1	60,300	
COOPER CAMERON CORP	COM		216640102	8,670	186,050	SH	DEFINED	1	186,050	
COOPER INDUSTRIES LTD	CL A		G24182100	2,262	39,039	SH	DEFINED	1	39,039	
COOPER TIRE & RUBBER CO	COM		216831107	663	31,024	SH	DEFINED	1	31,024	
COORS ADOLPH CLASS B	CL B		217016104	857	15,274	SH	DEFINED	1		15,274
CORINTHIAN COLLEGES INC	COM		218868107	8,778	158,000	SH	DEFINED	1	154,100	3,900
CORNING INC	COM		219350105	5,836	559,493	SH	DEFINED	1	559,493	
CORPORATE EXECUTIVE BOARD	COM		21988R102	66,338	1,421,428	SH	DEFINED	1	1,338,480	82,948
COSTCO WHSL CORP NEW COM	COM		22160K105	7,158	192,516	SH	DEFINED	1	192,516	
COUNTRYWIDE FINANCE CORP	COM		222372104	11,825	155,900	SH	DEFINED	1	155,900	
COVENTRY HEALTH CARE INC	COM		222862104	380	5,900	SH	DEFINED	1	5,900	
CRANE CORP	COM		224399105	768	24,975	SH	DEFINED	1	24,975	
CROMPTON CORP	COM		227116100	77	10,700	SH	DEFINED	1	10,700	
CSX CORPORATION	COM		126408103	3,229	89,832	SH	DEFINED	1	89,832	
CULLEN FROST BANKERS INC	COM		229899109	203	5,000	SH	DEFINED	1	5,000	
CUMMINS INC	COM		231021106	865	17,676	SH	DEFINED	1	17,676	
CVB FINL CORP	COM		126600105	15,627	810,094	SH	DEFINED	1	726,080	84,014

CVS CORP	COM	126650100	6,000	166,106	SH	DEFINED	1	166,106	
CYMER INC COM	COM	232572107	29,246	633,166	SH	DEFINED	1	596,890	36,276
CYPRESS SEMICONDUCTOR COR	COM	232806109	250	11,700	SH	DEFINED	1	11,700	
CYTYC CORP COM	COM	232946103	158	11,500	SH	DEFINED	1	11,500	
D R HORTON INC	COM	23331A109	673	15,557	SH	DEFINED	1	15,557	
DANA CORP	COM	235811106	1,142	62,245	SH	DEFINED	1	62,245	
DANAHER CORPORATION	COM	235851102	5,918	64,500	SH	DEFINED	1	64,500	
DARDEN RESTAURANTS INC	COM	237194105	1,454	69,125	SH	DEFINED	1	69,125	
DAVITA INC	COM	23918K108	123,803	3,174,441	SH	DEFINED	1	3,006,423	168,018
DEAN FOODS CO	COM	242370104	507	15,419	SH	DEFINED	1	15,419	
DEERE & CO	COM	244199105	6,561	100,865	SH	DEFINED	1	100,865	
DEL MONTE FOODS CO COM	COM	24522P103	124	11,878	SH	DEFINED	1	11,878	
DELL INC	COM	24702R101	36,551	1,076,300	SH	DEFINED	1	1,076,300	
DELPHI CORP	COM	247126105	2,399	234,920	SH	DEFINED	1	234,920	
DELTA AIRLINES INC	COM	247361108	611	51,730	SH	DEFINED	1	51,730	
DELUXE CHECK PRINTERS INC	COM	248019101	878	21,254	SH	DEFINED	1	21,254	
DENBURY RESOURCES INC	COM NEW	247916208	9,357	672,700	SH	DEFINED	1	661,200	11,500
DENTSPLY INTL INC NEW	COM	249030107	352	7,800	SH	DEFINED	1	7,800	
DEVON ENERGY CORPORATION	COM	25179M103	5,996	104,708	SH	DEFINED	1	104,708	
DIAL CORP USD1.50 (FROM S	COM	25247D101	268	9,400	SH	DEFINED	1	9,400	
DIEBOLD, INC	COM	253651103	388	7,200	SH	DEFINED	1	7,200	
DILLARDS INC	CL A	254067101	576	34,974	SH	DEFINED	1	34,974	
DOBSON COMMUNICATIONS COR	CL A	256069105	10,632	1,618,300	SH	DEFINED	1	1,467,800	150,500
DOLLAR GENERAL	COM	256669102	2,969	141,467	SH	DEFINED	1	141,467	
DOLLAR TREE STORES INC	COM	256747106	343	11,400	SH	DEFINED	1	11,400	
DOMINION RES INC VA NEW C	COM	257460109	8,708	136,422	SH	DEFINED	1	136,422	
DONALDSON CO	COM	257651109	260	4,400	SH	DEFINED	1	4,400	
DONNELLY, R.R. & SONS CO.	COM	257867101	3,788	125,642	SH	DEFINED	1	125,642	
DOVER CORP	COM	260003108	3,380	85,028	SH	DEFINED	1	85,028	
DOW CHEMICAL	COM	260543103	16,089	387,032	SH	DEFINED	1	387,032	
DOW JONES	COM	260561105	1,706	34,220	SH	DEFINED	1	34,220	
DPL INC	COM	233293109	261	12,500	SH	DEFINED	1	12,500	
DREYERS GRAND ICE CREAM H	COM A CALL	261877104	264	3,400	SH	DEFINED	1	3,400	
DST SYSTEMS INC	COM	233326107	347	8,300	SH	DEFINED	1	8,300	
DTE ENERGY CO	COM	233331107	2,784	70,650	SH	DEFINED	1	70,650	
DUKE ENERGY CORP	COM	264399106	7,803	381,554	SH	DEFINED	1	381,554	
DUN & BRADSTREET CORP	COM	26483B100	2,541	50,100	SH	DEFINED	1	50,100	
DYNEGY INC NEW CL A	CL A	26816Q101	673	157,300	SH	DEFINED	1	157,300	
E M C CORP MASS	COM	268648102	13,052	1,010,230	SH	DEFINED	1	1,010,230	
E TRADE FINANCIAL CORP	COM	269246104	455	36,000	SH	DEFINED	1	36,000	
E.I. DUPONT DE NEMOURS &	COM	263534109	19,238	419,222	SH	DEFINED	1	419,222	
EASTMAN CHEMICAL CO.,INC.	COM	277432100	1,280	32,377	SH	DEFINED	1	32,377	
EASTMAN KODAK CO.	COM	277461109	3,091	120,409	SH	DEFINED	1	120,409	
EATON CORP	COM	278058102	3,445	31,906	SH	DEFINED	1	31,906	
EATON VANCE CORP	COM NON VT	278265103	249	6,800	SH	DEFINED	1		6,800
EBAY	COM	278642103	17,543	271,600	SH	DEFINED	1	271,600	
ECOLAB	COM	278865100	2,968	108,456	SH	DEFINED	1	108,456	
EDGAR ONLINE INC	COM	279765101	167	100,000	SH	DEFINED	1	100,000	
EDISON INTERNATIONAL	COM	281020107	2,998	136,698	SH	DEFINED	1	136,698	
EDUCATION MANAGEMENT CORP	COM	28139T101	91,019	2,932,306	SH	DEFINED	1	2,761,720	170,586
EL PASO CORP	COM	28336L109	2,090	255,174	SH	DEFINED	1	255,174	
ELECTRONIC ARTS INC	COM	285512109	7,243	151,600	SH	DEFINED	1	151,600	
ELECTRONIC DATA SYS CORP	COM	285661104	4,960	202,100	SH	DEFINED	1	202,100	
EMBARCADERO TECHNOLOGIES	COM	290787100	12,699	796,200	SH	DEFINED	1	718,500	77,700
EMERSON ELECTRIC CO	COM	291011104	11,461	177,008	SH	DEFINED	1	177,008	
EMMIS BROADCASTING CORPOR	PF CV SE A	291525202	750	15,000	SH	DEFINED	1		15,000
EMULEX CORP	COM NEW	292475209	33,285	1,247,570	SH	DEFINED	1	1,182,470	65,100
ENERGIZER HLDGS INC COM	COM	29266R108	316	8,400	SH	DEFINED	1	8,400	
ENERGY EAST CORP	COM	29266M109	325	14,500	SH	DEFINED	1	14,500	
ENGELHARD CORP	COM	292845104	1,585	52,928	SH	DEFINED	1	52,928	
ENSCO INTL INC COM	COM	26874Q100	405	14,900	SH	DEFINED	1	14,900	
ENTERASYS NETWORKS INC	COM	293637104	73	19,500	SH	DEFINED	1	19,500	
ENTERCOM COMMUNICATIONS C	CL A	293639100	48,426	914,390	SH	DEFINED	1	891,790	22,600
ENTERGY CORP. (NEW)	COM	29364G103	5,171	90,516	SH	DEFINED	1	90,516	
EOG RESOURCES INC	COM	26875P101	2,230	48,300	SH	DEFINED	1	48,300	
EPICOR SOFTWARE CORP	COM	29426L108	5,075	397,700	SH	DEFINED	1	370,300	27,400
EQUIFAX INC	COM	294429105	1,438	58,700	SH	DEFINED	1	58,700	
EQUITABLE RES INC	COM	294549100	262	6,100	SH	DEFINED	1	6,100	
EQUITY OFFICE PPTYS TR	COM	294741103	4,816	168,100	SH	DEFINED	1	168,100	
EQUITY RESIDENTIAL	SH BEN INT	29476L107	3,414	115,700	SH	DEFINED	1	115,700	
ESPEED INC	CL A	296643109	11,323	483,700	SH	DEFINED	1	483,700	
EVEREST RE GROUP INC COM	COM	G3223R108	474	5,600	SH	DEFINED	1	5,600	
EVERGREEN RES INC	COM NO PAR	299900308	25,347	779,680	SH	DEFINED	1	717,764	61,916
EXELON CORP COM	COM	30161N101	8,725	131,481	SH	DEFINED	1	131,481	
EXPEDITORS INTL WASH INC	COM	302130109	392	10,400	SH	DEFINED	1	10,400	
EXPRESS SCRIPTS INC	COM	302182100	3,491	52,550	SH	DEFINED	1	52,550	
EXXON MOBIL CORP	COM	30231G102	113,929	2,778,764	SH	DEFINED	1	2,778,764	
FACTSET RESH SYS INC	COM	303075105	12,162	318,300	SH	DEFINED	1	294,600	23,700
FAIR ISAAC CORP	COM	303250104	24,300	494,296	SH	DEFINED	1	481,971	12,325
FAIRCHILD SEMICONDUCTOR I	COM	303726103	287	11,500	SH	DEFINED	1	11,500	
FAMILY DOLLAR STORES	COM	307000109	2,598	72,400	SH	DEFINED	1	72,400	
FANNIE MAE	COM	313586109	30,657	408,432	SH	DEFINED	1	408,432	
FASTENAL CO	COM	311900104	380	7,600	SH	DEFINED	1	7,600	
FEDERATED DEPT STORES INC	COM	31410H101	3,582	76,000	SH	DEFINED	1	76,000	
FEDERATED INVS INC PA CL	CL B	314211103	1,342	45,700	SH	DEFINED	1		45,700

FEDEX CORP COMF/K/A FDX C	COM	31428X106	8,473	125,527	SH	DEFINED	1	125,527	
FIDELITY NATL FINL INC	COM	316326107	571	14,728	SH	DEFINED	1	14,728	
FIFTH THIRD BANCORP	COM	316773100	14,134	239,158	SH	DEFINED	1	239,158	
FIRST AMERN FINL CORP	COM	318522307	226	7,600	SH	DEFINED	1	7,600	
FIRST CONSULTING GROUP IN	COM	31986R103	445	79,000	SH	DEFINED	1	61,000	18,000
FIRST DATA CORP	COM	319963104	12,582	306,200	SH	DEFINED	1	306,200	
FIRST HEALTH GROUP CORP	COM	320960107	1,671	85,850	SH	DEFINED	1	85,850	
FIRST TENNESSEE NATIONAL	COM	337162101	2,320	52,600	SH	DEFINED	1	52,600	
FIRSTENERGY CORP	COM	337932107	4,871	138,389	SH	DEFINED	1	138,389	
FIRSTMERIT CORP	COM	337915102	227	8,400	SH	DEFINED	1	8,400	
FISERV INC	COM	337738108	3,206	81,150	SH	DEFINED	1	81,150	
FLEETBOSTON FINANCIAL COR	COM	339030108	19,357	443,464	SH	DEFINED	1	443,464	
FLUOR CORP NEW	COM	343412102	1,355	34,182	SH	DEFINED	1	34,182	
FORD MOTOR COMPANY	CO PAR\$.01	345370860	12,330	770,610	SH	DEFINED	1	770,610	
FOREST LABORATORIES INC	COM	345838106	9,492	153,600	SH	DEFINED	1	153,600	
FORTUNE BRANDS INC	COM	349631101	4,372	61,153	SH	DEFINED	1	61,153	
FPL GROUP INC	COM	302571104	5,057	77,302	SH	DEFINED	1	77,302	
FRANKLIN RESOURCES	COM	354613101	5,498	105,600	SH	DEFINED	1	105,600	
FREDDIE MAC	COM	313400301	17,062	292,552	SH	DEFINED	1	292,552	
FREPORT MCMORAN COPPER +	CL B	35671D857	3,227	76,600	SH	DEFINED	1	76,600	
FTI CONSULTING INC COM	COM	302941109	20,567	880,050	SH	DEFINED	1	813,900	66,150
G TECH HOLDINGS	COM	400518106	287	5,800	SH	DEFINED	1	5,800	
GANNETT CO	COM	364730101	10,156	113,910	SH	DEFINED	1	113,910	
GAP, INC.	COM	364760108	8,738	376,461	SH	DEFINED	1	376,461	
GARTNER GROUP INC NEW	COM	366651107	145	12,800	SH	DEFINED	1	12,800	
GARTNER GROUP INC NEW CL	CL B	366651206	122	11,200	SH	DEFINED	1	11,200	
GATEWAY INC	COM	367626108	626	136,100	SH	DEFINED	1	136,100	
GENERAL COMMUNICATION	CL A	369385109	1,338	153,818	SH	DEFINED	1	153,818	
GENERAL DYNAMICS CORP	COM	369550108	7,520	83,196	SH	DEFINED	1	83,196	
GENERAL ELECTRIC CO	COM	369604103	130,770	4,221,108	SH	DEFINED	1	4,221,108	
GENERAL MILLS INC	COM	370334104	7,114	157,034	SH	DEFINED	1	157,034	
GENERAL MOTORS CORP	COM	370442105	12,598	235,917	SH	DEFINED	1	235,917	
GENTEX CORP	COM	371901109	39,714	899,330	SH	DEFINED	1	874,830	24,500
GENUINE PARTS COMPANY	COM	372460105	2,428	73,138	SH	DEFINED	1	73,138	
GENZYME CORPORATION	COM GENL D	372917104	4,644	94,120	SH	DEFINED	1	94,120	
GEORGIA-PACIFIC CORP (GRO	COM	373298108	3,275	106,781	SH	DEFINED	1	106,781	
GETTY IMAGES INC COM	COM	374276103	97,661	1,948,146	SH	DEFINED	1	1,840,060	108,086
GILEAD SCIENCES	COM	375558103	1,174	20,200	SH	DEFINED	1	20,200	
GILLETTE CO.	COM	375766102	15,622	425,324	SH	DEFINED	1	425,324	
GLOBAL PAYMENTS INC	COM	37940X102	62,304	1,322,249	SH	DEFINED	1	1,245,584	76,665
GLOBAL SANTA FE CORP	ORD SHS	G3930E101	2,636	106,159	SH	DEFINED	1	106,159	
GOLDEN WEST FINANCIAL	COM	381317106	6,591	63,871	SH	DEFINED	1	63,871	
GOLDMAN SACH GROUP INC	COM	38141G104	19,657	199,100	SH	DEFINED	1	199,100	
GOODRICH CORP	COM	382388106	1,467	49,396	SH	DEFINED	1	49,396	
GOODYEAR TIRE & RUBBER CO	COM	382550101	575	73,124	SH	DEFINED	1	73,124	
GRACO INC	COM	384109104	13,678	341,100	SH	DEFINED	1	333,400	7,700
GRAINGER W W INC	COM	384802104	1,811	38,214	SH	DEFINED	1	38,214	
GRANT PRIDECO INC.COM	COM	38821G101	156	12,000	SH	DEFINED	1	12,000	
GREAT LAKES CHEMICAL	COM	390568103	576	21,198	SH	DEFINED	1	21,198	
GREAT PLAINS ENERGY INC C	COM	391164100	216	6,800	SH	DEFINED	1	6,800	
GREENPOINT FINL CORP COM	COM	395384100	473	13,400	SH	DEFINED	1	13,400	
GUIDANT CORP	COM	401698105	7,874	130,800	SH	DEFINED	1	130,800	
H&R BLOCK	COM	093671105	4,147	74,892	SH	DEFINED	1	74,892	
HALLIBURTON	COM	406216101	4,791	184,268	SH	DEFINED	1	184,268	
HANCOCK JOHN FINL SVCS IN	COM	410148106	4,564	121,700	SH	DEFINED	1	121,700	
HARLEY DAVIDSON, INC	COM	412822108	6,055	127,400	SH	DEFINED	1	127,400	
HARMAN INTERNATIONAL INDS	COM	413086109	488	6,600	SH	DEFINED	1	6,600	
HARRAHS ENTMT INC	COM	413619107	2,308	46,364	SH	DEFINED	1	46,364	
HARRIS CORP	COM	413875105	250	6,600	SH	DEFINED	1	6,600	
HARTFORD FIN SERV GRP INC	COM	416515104	7,022	118,958	SH	DEFINED	1	118,958	
HASBRO INC.	COM	418056107	1,552	72,935	SH	DEFINED	1	72,935	
HCA INC	COM	404119109	8,950	208,335	SH	DEFINED	1	208,335	
HEALTH MGMT ASSOC INC N-C	CL A	421933102	2,412	100,500	SH	DEFINED	1	100,500	
HEALTH NET INC	COM	422226108	376	11,500	SH	DEFINED	1	11,500	
HEINZ HJ CO	COM	423074103	5,389	147,921	SH	DEFINED	1	147,921	
HENRY JACK & ASSOC INC	COM	426281101	38,799	1,885,260	SH	DEFINED	1	1,776,360	108,900
HERCULES INC	COM	427056106	565	46,339	SH	DEFINED	1	46,339	
HERSHEY FOODS CORP	COM	427866108	4,219	54,794	SH	DEFINED	1	54,794	
HEWITT ASSOCS INC	COM	42822Q100	10,934	365,700	SH	DEFINED	1	363,400	2,300
HEWLETT PACKARD CO	COM	428236103	29,445	1,281,883	SH	DEFINED	1	1,281,883	
HIBERNIA CORP	CL A	428656102	367	15,600	SH	DEFINED	1	15,600	
HILLENBRAND INDS INC	COM	431573104	379	6,100	SH	DEFINED	1	6,100	
HILTON HOTELS CORP	COM	432848109	2,729	159,323	SH	DEFINED	1	159,323	
HOME DEPOT	COM	437076102	33,943	956,413	SH	DEFINED	1	956,413	
HON INDUSTRIES	COM	438092108	251	5,800	SH	DEFINED	1	5,800	
HONEYWELL INTERNATIONAL I	COM	438516106	12,115	362,401	SH	DEFINED	1	362,401	
HORMEL GEORGE A & CO	COM	440452100	356	13,800	SH	DEFINED	1	13,800	
HOSPITALITY PPTYS TR COM	CO SH BEIN	44106M102	256	6,200	SH	DEFINED	1	6,200	
HOST MARRIOTT CORP (REIT)	COM	44107P104	141	11,445	SH	DEFINED	1	11,445	
HOVNANIAN ENTERPRISES -	CL A	442487203	252	2,900	SH	DEFINED	1	2,900	
HUBBELL HARVEY INC	CL B	443510201	256	5,800	SH	DEFINED	1	5,800	
HUMANA INC	COM	444859102	1,636	71,600	SH	DEFINED	1	71,600	
HUNTINGTON BANCSHARES INC	COM	446150104	2,160	95,998	SH	DEFINED	1	95,998	
HYDRIL	COM	448774109	17,472	730,126	SH	DEFINED	1	680,870	49,256
ID BIOMEDICAL CORP	COM	44936D108	10,287	867,400	SH	DEFINED	1	809,600	57,800

ILLINOIS TOOL WORKS INC.	COM	452308109	10,869	129,536	SH	DEFINED	1	129,536	
IMC FERTILIZER GROUP	COM	449669100	113	11,400	SH	DEFINED	1	11,400	
IMPAC MEDICAL SYSTEMS INC	COM	45255A104	19,234	752,500	SH	DEFINED	1	692,500	60,000
IMS HEALTH INC COM	COM	449934108	2,495	100,364	SH	DEFINED	1	100,364	
INDEPENDENCE COMNTY BK COR	COM	453414104	205	5,700	SH	DEFINED	1	5,700	
INFORMATICA CORP COM	COM	45666Q102	43,756	4,248,200	SH	DEFINED	1	3,969,700	278,500
INGERSOLL RAND CO	CL A	G4776G101	4,943	72,822	SH	DEFINED	1	72,822	
INTEGRATED CIRCUIT SYSTEM	COM	45811K208	32,473	1,139,800	SH	DEFINED	1	1,078,000	61,800
INTEGRATED DEVICE TECH	COM	458118106	177	10,300	SH	DEFINED	1	10,300	
INTEL CORP.	COM	458140100	88,420	2,745,976	SH	DEFINED	1	2,745,976	
INTERNATIONAL BUSINESS MA	COM	459200101	67,042	723,376	SH	DEFINED	1	723,376	
INTERNATIONAL PAPER CO	COM	460146103	8,707	201,971	SH	DEFINED	1	201,971	
INTERNATIONAL RECTIFIER	COM	460254105	311	6,300	SH	DEFINED	1	6,300	
INTERNATIONAL SPEEDWAY CO	CL A	460335201	237	5,300	SH	DEFINED	1	5,300	
INTERPUBLIC GROUP COS INC	COM	460690100	2,718	174,250	SH	DEFINED	1	174,250	
INTERSIL CORP CL A	CL A	46069S109	4,436	178,527	SH	DEFINED	1	178,527	
INTEVAC INC	COM	461148108	11,982	849,800	SH	DEFINED	1	760,500	89,300
INTL FLAVORS & FRAGRANCES	COM	459506101	1,377	39,441	SH	DEFINED	1	39,441	
INTL GAME TECHNOLOGY	COM	459902102	5,191	145,400	SH	DEFINED	1	145,400	
INTUIT	COM	461202103	5,683	107,400	SH	DEFINED	1	107,400	
INVESTMENT TECH GRP COM N	COM	46145F105	15,555	963,170	SH	DEFINED	1	893,670	69,500
INVESTORS FINANCIAL SVCS	COM	461915100	57,632	1,500,430	SH	DEFINED	1	1,414,130	86,300
ISHARES RUSSELL 2000	TRUST SHS	464287655	43,165	389,575	SH	DEFINED	1	389,575	
ISHARES RUSSELL 2000 GROW	TRUST SHS	464287648	6,222	105,000	SH	DEFINED	1	20,000	85,000
ITT EDUCATIONAL SERVICES	COM	45068B109	211	4,500	SH	DEFINED	1	4,500	
ITT INDUSTRIES, INC.	COM	450911102	2,878	38,779	SH	DEFINED	1	38,779	
IVAX CORP	COM	465823102	461	19,300	SH	DEFINED	1	19,300	
J B HUNT TRANSPORT SRVCS	COM	445658107	205	7,600	SH	DEFINED	1	7,600	
JABIL CIRCUIT INC	COM	466313103	2,374	83,900	SH	DEFINED	1	83,900	
JACOBS ENGR GROUP	COM	469814107	259	5,400	SH	DEFINED	1	5,400	
JANUS CAP GROUP INC	COM	47102X105	1,656	100,900	SH	DEFINED	1	100,900	
JDS UNIPHASE CORP COM	COM	46612J101	2,199	602,600	SH	DEFINED	1	602,600	
JEFFERSON PILOT	COM	475070108	3,005	59,320	SH	DEFINED	1	59,320	
JEFFRIES GROUP INC NEW	COM	472319102	31,298	947,860	SH	DEFINED	1	890,360	57,500
JETBLUE AIRWAYS CORP	COM	477143101	271	10,200	SH	DEFINED	1	10,200	
JM SMUCKER CO	COM NEW	832696405	248	5,469	SH	DEFINED	1	5,469	
JOHNSON & JOHNSON	COM	478160104	64,463	1,247,830	SH	DEFINED	1	1,247,830	
JOHNSON CONTROLS INC	COM	478366107	4,396	37,856	SH	DEFINED	1	37,856	
JONES APPAREL GROUP INC	COM	480074103	1,874	53,200	SH	DEFINED	1	53,200	
JP MORGAN CHASE & CO	COM	46625H100	31,509	857,857	SH	DEFINED	1	857,857	
KB HOME	COM	48666K109	1,414	19,504	SH	DEFINED	1	19,504	
KELLOGG CO	COM	487836108	6,541	171,764	SH	DEFINED	1	171,764	
KERR MCGEE	COM	492386107	1,959	42,133	SH	DEFINED	1	42,133	
KEYCORP	COM	493267108	5,179	176,626	SH	DEFINED	1	176,626	
KEYSPAN CORP	COM	49337W100	2,458	66,800	SH	DEFINED	1	66,800	
KIMBERLY CLARK CORP	COM	494368103	12,537	212,168	SH	DEFINED	1	212,168	
KINDER MORGAN INC	COM	49455P101	3,067	51,900	SH	DEFINED	1	51,900	
KING PHARMACEUTICALS INC	COM	495582108	5,496	360,181	SH	DEFINED	1	360,181	
KLA INSTRUMENTS	COM	482480100	4,799	81,800	SH	DEFINED	1	81,800	
KNIGHT RIDDER NEWSPAPERS	COM	499040103	2,612	33,754	SH	DEFINED	1	33,754	
KOHL'S CORP	COM	500255104	6,422	142,900	SH	DEFINED	1	142,900	
KRISPY KREME DOUGHNUTS IN	COM	501014104	212	5,800	SH	DEFINED	1	5,800	
KROGER	COM	501044101	5,801	313,424	SH	DEFINED	1	313,424	
L S I LOGIC CORP	COM	502161102	2,336	263,392	SH	DEFINED	1	263,392	
L-3 COMM HLDGS INC	COM	502424104	498	9,700	SH	DEFINED	1	9,700	
LAM RESEARCH	COM	512807108	420	13,000	SH	DEFINED	1	13,000	
LAMAR ADVERTISING CO CL A	CL A	512815101	5,744	153,900	SH	DEFINED	1	153,900	
LATTICE SEMICONDUCTOR COR	COM	518415104	107	11,100	SH	DEFINED	1	11,100	
LAWSON SOFTWARE	COM	520780107	18,122	2,202,000	SH	DEFINED	1	2,028,900	173,100
LCC INTERNATIONAL INC	CL A	501810105	3,993	744,700	SH	DEFINED	1	630,500	114,200
LEAR CORP	COM	521865105	411	6,700	SH	DEFINED	1	6,700	
LEGG MASON INC	COM	524901105	4,476	58,000	SH	DEFINED	1	58,000	
LEGGETT & PLATT	COM	524660107	1,750	80,900	SH	DEFINED	1	80,900	
LEHMAN BROTHERS HLDGS INC	COM	524908100	8,807	114,050	SH	DEFINED	1	114,050	
LENNAR CORP	CL A	526057104	758	7,900	SH	DEFINED	1	7,900	
LEUCADIA NATIONAL CORP	COM	527288104	323	7,000	SH	DEFINED	1	7,000	
LEXMARK INTL INC	CL A	529771107	4,247	54,000	SH	DEFINED	1	54,000	
LIBERTY PPTY TR SHS BEN I	SH BEN INT	531172104	303	7,800	SH	DEFINED	1	7,800	
LIGAND PHARMACEUTICALS IN	CL B	53220K207	24,193	1,646,925	SH	DEFINED	1	1,550,425	96,500
LILLY ELI & CO	COM	532457108	33,200	472,064	SH	DEFINED	1	472,064	
LIMITED BRANDS INC	COM	532716107	3,922	217,506	SH	DEFINED	1	217,506	
LINCARE HLDGS INC	COM	532791100	52,111	1,735,290	SH	DEFINED	1	1,681,490	53,800
LINCOLN NATIONAL CORP	COM	534187109	3,009	74,540	SH	DEFINED	1	74,540	
LINEAR TECHNOLOGY CORP	COM	535678106	5,532	131,500	SH	DEFINED	1	131,500	
LIZ CLAIBORNE INC	COM	539320101	1,627	45,884	SH	DEFINED	1	45,884	
LKQ CORP	COM	501889208	1,386	77,200	SH	DEFINED	1	77,200	
LOCKHEED MARTIN CORP	COM	539830109	9,754	189,762	SH	DEFINED	1	189,762	
LODGENET ENTMT CORP	COM	540211109	23,550	1,288,293	SH	DEFINED	1	1,178,935	109,358
LOEWS CORP	COM	540424108	3,862	78,100	SH	DEFINED	1	78,100	
LOUISIANA PACIFIC CORP	COM	546347105	792	44,310	SH	DEFINED	1	44,310	
LOWES COMPANIES INC	COM	548661107	18,315	330,660	SH	DEFINED	1	330,660	
LTX CORP	COM	502392103	14,845	987,720	SH	DEFINED	1	921,564	66,156
LUCENT TECHNOLOGIES INC	COM	549463107	4,999	1,760,059	SH	DEFINED	1	1,760,059	
LYONDELL CHEMICAL CO	COM	552078107	295	17,400	SH	DEFINED	1	17,400	
M & T BK CORP COM	COM	55261F104	1,180	12,000	SH	DEFINED	1	12,000	

MACK CALI RLTY CORP COM	COM	554489104		237	5,700	SH	DEFINED	1	5,700	
MACROMEDIA INC COM	COM	556100105	18,145	1,017,100	SH	DEFINED	1	959,000		58,100
MACROVISION CORP	COM	555904101	30,108	1,332,821	SH	DEFINED	1	1,255,321		77,500
MAGMA DESIGN AUTOMATION	COM	559181102	16,102	689,900	SH	DEFINED	1	632,100		57,800
MANAGEMENT NETWORK GRP IN	COM	561693102	1,477	447,700	SH	DEFINED	1	427,700		20,000
MANDALAY RESORT GROUP COM	COM	562567107	277	6,200	SH	DEFINED	1	6,200		
MANOR CARE INC	COM	564055101	1,296	37,498	SH	DEFINED	1	37,498		
MANPOWER INC	COM	564188100	363	7,700	SH	DEFINED	1	7,700		
MANTECH INTERNATIONAL COR	CL A	564563104	12,784	512,400	SH	DEFINED	1	482,400		30,000
MARATHON OIL CORP	COM	565849106	4,314	130,374	SH	DEFINED	1	130,374		
MARKEL CORP	COM	570535104	66,787	263,450	SH	DEFINED	1	247,650		15,800
MARRIOTT INTL CLASS A	CL A	571903202	5,478	118,568	SH	DEFINED	1	118,568		
MARSH & MCLENNAN	COM	571748102	10,677	222,938	SH	DEFINED	1	222,938		
MARSHALL & IISLEY	COM	571834100	3,649	95,400	SH	DEFINED	1	95,400		
MARTIN MARIETTA MATLS INC	COM	573284106	7,633	162,500	SH	DEFINED	1	162,500		
MARVEL ENTERPRISES INC	COM	57383M108	29,341	1,007,950	SH	DEFINED	1	946,350		61,600
MASCO CORP	COM	574599106	5,343	194,914	SH	DEFINED	1	194,914		
MATTEL INC	COM	577081102	3,487	180,960	SH	DEFINED	1	180,960		
MAXIM INTEGRATED PRODS IN	COM	57772K101	6,874	138,034	SH	DEFINED	1	138,034		
MAY DEPT STORES CO	COM	577778103	3,528	121,373	SH	DEFINED	1	121,373		
MAYTAG COMPANY	COM	578592107	909	32,645	SH	DEFINED	1	32,645		
MBIA, INC.	COM	55262C100	3,592	60,650	SH	DEFINED	1	60,650		
MBNA CORP	COM	55262L100	13,358	537,529	SH	DEFINED	1	537,529		
MCCORMICK & CO	COM NON VT	579780206	1,755	58,300	SH	DEFINED	1			58,300
MCDATA CORP COM	CL A	580031201	108	11,300	SH	DEFINED	1	11,300		
MCDONALDS CORP	COM	580135101	13,252	533,700	SH	DEFINED	1	533,700		
MCGRAW HILL INC	COM	580645109	5,638	80,640	SH	DEFINED	1	80,640		
MCKESSON CORP	COM	58155Q103	3,929	122,156	SH	DEFINED	1	122,156		
MDU RES GROUP INC	COM	552690109	265	11,150	SH	DEFINED	1	11,150		
MEADWESTVACO CORP	COM	583334107	2,501	84,069	SH	DEFINED	1	84,069		
MEDCO HEALTH SOLUTIONS IN	COM	58405U102	3,869	113,824	SH	DEFINED	1	113,824		
MEDICIS PHARMACEUTICAL-CL	CL A NEW	584690309	13,137	184,250	SH	DEFINED	1	173,050		11,200
MEDIMMUNE INC	COM	584699102	3,002	118,200	SH	DEFINED	1	118,200		
MEDTRONIC	COM	585055106	24,768	509,516	SH	DEFINED	1	509,516		
MELLON FINL CORP	COM	58551A108	5,814	181,064	SH	DEFINED	1	181,064		
MERCANTILE BANKSHARES	COM	587405101	356	7,800	SH	DEFINED	1	7,800		
MERCK & CO	COM	589331107	43,213	935,342	SH	DEFINED	1	935,342		
MERCURY INTERACTIVE CORP	COM	589405109	12,503	257,050	SH	DEFINED	1	257,050		
MEREDITH CORP	COM	589433101	1,026	21,012	SH	DEFINED	1	21,012		
MERRILL LYNCH & CO	COM	590188108	23,302	397,300	SH	DEFINED	1	397,300		
METLIFE INC COM	COM	59156R108	10,771	319,900	SH	DEFINED	1	319,900		
METRO GOLDWYN MAYER INC N	COM	591610100	2,552	149,300	SH	DEFINED	1	149,300		
METTLER-TOLEDO INTL INC	COM	592688105	59,551	1,410,820	SH	DEFINED	1	1,331,320		79,500
MGIC INVT CORP WIS	COM	552848103	2,363	41,500	SH	DEFINED	1	41,500		
MICHAELS STORES INC	COM	594087108	296	6,700	SH	DEFINED	1	6,700		
MICROCHIP TECHNOLOGY INC	COM	595017104	689	20,650	SH	DEFINED	1	20,650		
MICRON TECHNOLOGY INC	COM	595112103	3,458	256,700	SH	DEFINED	1	256,700		
MICROSOFT CORP	COM	594918104	125,187	4,545,640	SH	DEFINED	1	4,545,640		
MID ATLANTIC MED SVCS	COM	59523C107	311	4,800	SH	DEFINED	1	4,800		
MILLENNIUM PHARMACEUTICAL	COM	599902103	3,777	202,327	SH	DEFINED	1	202,327		
MILLIPORE CORP	COM	601073109	877	20,370	SH	DEFINED	1	20,370		
MOBILE MINI INC	COM	60740F105	17,736	899,400	SH	DEFINED	1	833,444		65,956
MOHAWK INDS INC	COM	608190104	1,936	27,450	SH	DEFINED	1	27,450		
MOLEX INC	COM	608554101	2,794	80,075	SH	DEFINED	1	80,075		
MOLINA HEALTHCARE INC	COM	60855R100	19,153	759,150	SH	DEFINED	1	680,450		78,700
MONROE MUFFLER	COM	610236101	1,273	63,800	SH	DEFINED	1	63,800		
MONSANTO CO NEW COM	COM	61166W101	3,163	109,888	SH	DEFINED	1	109,888		
MONSTER WORLDWIDE INC	COM	611742107	1,546	70,400	SH	DEFINED	1	70,400		
MOODYS CORP	COM	615369105	6,443	106,407	SH	DEFINED	1	106,407		
MOORE WALLACE INC	COM	615857109	1,673	89,327	SH	DEFINED	1	89,327		
MORGAN STANLEY DEAN WITTE	COM NEW	617446448	26,353	455,386	SH	DEFINED	1	455,386		
MOTOROLA INC	COM	620076109	13,779	979,326	SH	DEFINED	1	979,326		
MPS GROUP INC	COM	553409103	94	10,000	SH	DEFINED	1	10,000		
MTC TECHNOLOGIES	COM	55377A106	20,544	637,460	SH	DEFINED	1	583,060		54,400
MURPHY OIL CORP	COM	626717102	594	9,100	SH	DEFINED	1	9,100		
MYLAN LABS	COM	628530107	683	27,025	SH	DEFINED	1	27,025		
NABORS INDUSTRIES LTD	SHS	66359F103	2,556	61,600	SH	DEFINED	1	61,600		
NATIONAL CITY CORP	COM	635405103	8,678	255,700	SH	DEFINED	1	255,700		
NATIONAL COMM FINL CORP C	COM	63545P104	554	20,300	SH	DEFINED	1	20,300		
NATIONAL INSTRUMENTS CORP	COM	636518102	38,506	846,840	SH	DEFINED	1	797,640		49,200
NATIONAL SEMICONDUCTOR CO	COM	637640103	3,069	77,879	SH	DEFINED	1	77,879		
NAVISTAR INTL	COM	63934E108	1,377	28,754	SH	DEFINED	1	28,754		
NBTY INC	COM	628782104	14,832	552,200	SH	DEFINED	1	521,400		30,800
NCR CORP	COM	62886E108	1,548	39,900	SH	DEFINED	1	39,900		
NDCHALTH CORP COM	COM	639480102	27,662	1,079,709	SH	DEFINED	1	1,017,170		62,539
NEIMAN-MARCUS GROUP INC	CL A	640204202	258	4,800	SH	DEFINED	1	4,800		
NETOPIA INC	COM	64114K104	7,424	509,200	SH	DEFINED	1	458,400		50,800
NETSCREEN TECHNOLOGIES IN	COM	64117V107	35,326	1,427,325	SH	DEFINED	1	1,347,025		80,300
NETWORK APPLIANCE INC COM	COM	64120L104	2,975	144,900	SH	DEFINED	1	144,900		
NETWORKS ASSOCIATES INC	COM	640938106	235	15,600	SH	DEFINED	1	15,600		
NEW PLAN EXCEL REALTY TRU	COM	648053106	237	9,600	SH	DEFINED	1	9,600		
NEW YORK CMNTY BANCORP IN	COM	649445103	741	19,465	SH	DEFINED	1	19,465		
NEW YORK TIMES CL A	CL A	650111107	3,002	62,812	SH	DEFINED	1	62,812		
NEWELL RUBBERMAID, INC	COM	651229106	2,620	115,074	SH	DEFINED	1	115,074		
NEWFIELD EXPL CO COM	COM	651290108	249	5,600	SH	DEFINED	1	5,600		

NEWMONT MINING	COM	651639106	8,828	181,619	SH	DEFINED	1	181,619	
NEXSTAR BROADCASTING GROU	CL A	65336K103	2,098	153,000	SH	DEFINED	1	153,000	
NEXTEL COMMUNICATIONS INC	CL A	65332V103	12,972	462,300	SH	DEFINED	1	462,300	
NICOR INC	COM	654086107	631	18,542	SH	DEFINED	1	18,542	
NIKE INC CL B	CL B	654106103	7,558	110,400	SH	DEFINED	1	110,400	
NISOURCE INC COM	COM	65473P105	2,418	110,200	SH	DEFINED	1	110,200	
NOBLE CORP	ORD SHS	G65422100	2,011	56,200	SH	DEFINED	1	56,200	
NOBLE ENERGY INC	COM	655044105	249	5,600	SH	DEFINED	1	5,600	
NORDSTROM INC	COM	655664100	1,979	57,706	SH	DEFINED	1	57,706	
NORFOLK SOUTHERN CORP	COM	655844108	3,882	164,164	SH	DEFINED	1	164,164	
NORTH FORK BANCORPORATION	COM	659424105	4,087	101,000	SH	DEFINED	1	101,000	
NORTHEAST UTILITIES	COM	664397106	270	13,400	SH	DEFINED	1	13,400	
NORTHERN TRUST	COM	665859104	4,308	92,800	SH	DEFINED	1	92,800	
NORTHROP GRUMMAN CORP	COM	666807102	7,375	77,145	SH	DEFINED	1	77,145	
NOVELL INC	COM	670006105	1,642	156,115	SH	DEFINED	1	156,115	
NOVELLUS SYSTEMS	COM	670008101	2,688	63,927	SH	DEFINED	1	63,927	
NSTAR COM	COM	67019E107	257	5,300	SH	DEFINED	1	5,300	
NUCOR CORP	COM	670346105	1,839	32,832	SH	DEFINED	1	32,832	
NVIDIA CORP COM	COM	670666104	1,583	68,100	SH	DEFINED	1	68,100	
NVR INC	COM	62944T105	326	700	SH	DEFINED	1	700	
O REILLY AUTOMOTIVE INC	COM	686091109	203	5,300	SH	DEFINED	1	5,300	
OCCIDENTAL PETROLEUM CORP	COM	674599105	6,834	161,784	SH	DEFINED	1	161,784	
OFFICE DEPOT	COM	676220106	2,197	131,500	SH	DEFINED	1	131,500	
OGE ENERGY CORP COM	COM	670837103	203	8,400	SH	DEFINED	1	8,400	
OLD REP INTL CORP	COM	680223104	456	18,000	SH	DEFINED	1	18,000	
OMNICARE INC	COM	681904108	38,434	951,580	SH	DEFINED	1	925,540	26,040
OMNICOM GROUP	COM	681919106	6,978	79,900	SH	DEFINED	1	79,900	
ONEOK INC	COM	682680103	210	9,500	SH	DEFINED	1	9,500	
ORACLE CORPORATION	COM	68389X105	29,008	2,197,596	SH	DEFINED	1	2,197,596	
ORBITAL SCIENCES CORP	COM	685564106	32,422	2,697,300	SH	DEFINED	1	2,557,300	140,000
ORTHOPIX INTERNATIONAL NV	COM	N6748L102	7,518	153,500	SH	DEFINED	1	146,300	7,200
OUTBACK STEAKHOUSE	COM	689899102	332	7,500	SH	DEFINED	1	7,500	
OVERNITE CORP	COM	690322102	774	34,000	SH	DEFINED	1	34,000	
OXFORD HEALTH PLANS	COM	691471106	361	8,300	SH	DEFINED	1	8,300	
PACCAR INC	COM	693718108	4,177	49,070	SH	DEFINED	1	49,070	
PACER INTERNATIONAL INC	COM	69373H106	25,732	1,272,620	SH	DEFINED	1	1,182,120	90,500
PACIFICARE HEALTH SYS INC	COM	695112102	284	4,200	SH	DEFINED	1	4,200	
PACKAGING CORP OF AMERICA	COM	695156109	225	10,300	SH	DEFINED	1	10,300	
FACTIV CORP COM	COM	695257105	7,598	317,905	SH	DEFINED	1	317,905	
PALL CORP	COM	696429307	1,396	52,024	SH	DEFINED	1	52,024	
PAM TRANSN SVCS INC	COM	693149106	15,780	739,789	SH	DEFINED	1	673,289	66,500
PANAMSAT CORP NEW	COM	697933109	3,346	155,200	SH	DEFINED	1	155,200	
PARAMETRIC TECHNOLOGY	COM	699173100	441	112,000	SH	DEFINED	1	112,000	
PARKER HANNIFIN	COM	701094104	2,964	49,809	SH	DEFINED	1	49,809	
PATINA OIL & GAS CORP	COM	703224105	30,358	619,687	SH	DEFINED	1	583,712	35,975
PATTERSON - UTI ENERGY IN	COM	703481101	27,967	849,537	SH	DEFINED	1	832,537	17,000
PATTERSON DENTAL CO	COM	703412106	436	6,800	SH	DEFINED	1	6,800	
PAYCHEX INC	COM	704326107	5,893	158,425	SH	DEFINED	1	158,425	
PDF SOLUTIONS INC	COM	693282105	4,098	275,000	SH	DEFINED	1	229,400	45,600
PEABODY ENERGY CORP	COM	704549104	217	5,200	SH	DEFINED	1	5,200	
PEDIATRIX MED GROUP	COM	705324101	40,320	731,900	SH	DEFINED	1	688,900	43,000
PENNEY J C	COM	708160106	3,009	114,512	SH	DEFINED	1	114,512	
PENTAIR INC	COM	709631105	224	4,900	SH	DEFINED	1	4,900	
PEOPLES ENERGY CORP	COM	711030106	645	15,349	SH	DEFINED	1	15,349	
PEOPLESOFT	COM	712713106	3,593	157,574	SH	DEFINED	1	157,574	
PEPCO HLDGS INC	COM	713291102	330	16,908	SH	DEFINED	1	16,908	
PEPSI BOTTLING GROUP INC	COM	713409100	2,679	110,800	SH	DEFINED	1	110,800	
PEPSIAMERICAS INC COM	COM	71343P200	245	14,300	SH	DEFINED	1	14,300	
PEPSICO INC	COM	713448108	33,639	721,551	SH	DEFINED	1	721,551	
PERKINELMER INC.	COM	714046109	911	53,346	SH	DEFINED	1	53,346	
PETSMART INC	COM	716768106	340	14,300	SH	DEFINED	1	14,300	
PFIZER INC	COM	717081103	113,292	3,206,684	SH	DEFINED	1	3,206,684	
PG&E CORPORATION	COM	69331C108	4,836	174,144	SH	DEFINED	1	174,144	
PHARMACEUTICAL RES INC	COM	717125108	39,281	602,932	SH	DEFINED	1	570,370	32,562
PHELPS DODGE	COM	717265102	2,857	37,554	SH	DEFINED	1	37,554	
PHILADELPHIA SUBN CORP	CO PAR\$.50	718009608	200	9,067	SH	DEFINED	1	9,067	
PHOTON DYNAMICS INC	COM	719364101	18,985	471,800	SH	DEFINED	1	432,800	39,000
PHOTRONIC LABS INC	COM	719405102	47,677	2,393,413	SH	DEFINED	1	2,244,765	148,648
PIER 1 IMPORTS INC GA	COM	720279108	201	9,200	SH	DEFINED	1	9,200	
PINNACLE WEST CAPITAL COR	COM	723484101	1,533	38,300	SH	DEFINED	1	38,300	
PIONEER NATURAL RESOURCE	COM	723787107	374	11,700	SH	DEFINED	1	11,700	
PITNEY BOWES INC	COM	724479100	3,995	98,356	SH	DEFINED	1	98,356	
PLANTRONICS INC	COM	727493108	29,777	912,010	SH	DEFINED	1	857,510	54,500
PLUM CREEK TIMBER CO INC	COM	729251108	2,346	77,034	SH	DEFINED	1	77,034	
PMC SIERRA INC	COM	69344F106	1,457	72,323	SH	DEFINED	1	72,323	
PMI GROUP INC	COM	69344M101	350	9,400	SH	DEFINED	1	9,400	
PNC FINANCIAL SERVICES GR	COM	693475105	6,381	116,596	SH	DEFINED	1	116,596	
POGO PRODUCING CO	COM	730448107	309	6,400	SH	DEFINED	1	6,400	
POTASH CORP OF SASKATCHEW	COM	73755L107	1,937	22,400	SH	DEFINED	1	22,400	
POWER-ONE INC COM	COM	739308104	376	34,700	SH	DEFINED	1	34,700	
PPG INDUSTRIES, INC.	COM	693506107	4,577	71,490	SH	DEFINED	1	71,490	
PPL CORP	COM	69351T106	3,255	74,400	SH	DEFINED	1	74,400	
PRAXAIR INC	COM	74005P104	5,228	136,864	SH	DEFINED	1	136,864	
PRECISION CAST PARTS	COM	740189105	280	6,161	SH	DEFINED	1	6,161	
PRIDE INTL INC DEL COM	COM	74153Q102	248	13,300	SH	DEFINED	1	13,300	

PRIMUS TELECOMM GP	COM	741929103	30,936	3,038,900	SH	DEFINED	1	2,837,900	201,000
PRINCIPAL FINANCIAL GROUP	COM	74251V102	4,494	135,900	SH	DEFINED	1	135,900	
PRIVATEBANKCORP INC	COM	742962103	5,620	124,100	SH	DEFINED	1	115,500	8,600
PROCTER & GAMBLE CO	COM	742718109	54,461	545,264	SH	DEFINED	1	545,264	
PROGRESS ENERGY INC COM	COM	743263105	4,653	102,804	SH	DEFINED	1	102,804	
PROGRESSIVE CORP OHIO	COM	743315103	7,598	90,900	SH	DEFINED	1	90,900	
PROLOGIS TR SH BEN INT	SH BEN INT	743410102	2,420	75,400	SH	DEFINED	1	75,400	
PROTECTIVE LIFE CORP	COM	743674103	230	6,800	SH	DEFINED	1	6,800	
PROTEIN DESIGN LABS	COM	74369L103	27,315	1,525,995	SH	DEFINED	1	1,441,395	84,600
PROVIDIAN FINL CORP	COM	74406A102	1,413	121,356	SH	DEFINED	1	121,356	
PROVINCE HEALTHCARE CO	COM	743977100	18,730	1,170,600	SH	DEFINED	1	1,093,200	77,400
PRUDENTIAL FINL INC	COM	744320102	9,494	227,300	SH	DEFINED	1	227,300	
PTEK HOLDINGS INC	COM	69366M104	3,637	412,800	SH	DEFINED	1	412,800	
PUBLIC SERVICE ENTERPRISE	COM	744573106	4,332	98,913	SH	DEFINED	1	98,913	
PUGET ENERGY INC	COM	745310102	219	9,200	SH	DEFINED	1	9,200	
PULTE HOMES INC	COM	745867101	2,437	26,036	SH	DEFINED	1	26,036	
QLOGIC CORP COM	COM	747277101	2,049	39,700	SH	DEFINED	1	39,700	
QUALCOMM	COM	747525103	18,137	336,300	SH	DEFINED	1	336,300	
QUALITY DISTRIBUTION INC	COM	74756M102	2,164	110,400	SH	DEFINED	1	110,400	
QUANTA SVCS INC COM	COM	74762E102	83	11,400	SH	DEFINED	1	11,400	
QUANTUM CORP DSSG COM	COM DSSG	747906204	52	16,600	SH	DEFINED	1	16,600	
QUEST DIAGNOSTICS INC COM	COM	74834L100	3,202	43,800	SH	DEFINED	1	43,800	
QUESTAR CORP	COM	748356102	285	8,100	SH	DEFINED	1	8,100	
QUEST COMMUNICATIONS INTL	COM	749121109	3,212	743,405	SH	DEFINED	1	743,405	
RADIAN GROUP INC	COM	750236101	4,271	87,604	SH	DEFINED	1	87,604	
RADIO ONE INC CL A	CL A	75040P108	607	31,072	SH	DEFINED	1	31,072	
RADIO ONE INC CL D NON VT	CL D NON V	75040P405	31,166	1,614,810	SH	DEFINED	1		1,614,810
RADIOSHACK CORP	COM	750438103	2,121	69,136	SH	DEFINED	1	69,136	
RAYONIER INC	COM	754907103	207	4,985	SH	DEFINED	1	4,985	
RAYTHEON CO	COM NEW	755111507	5,251	174,816	SH	DEFINED	1	174,816	
REEBOK INTL LTD	COM	758110100	972	24,720	SH	DEFINED	1	24,720	
REGAL ENTERTAINMENT GROUP	CL A	758766109	6,903	336,400	SH	DEFINED	1	336,400	
REGIONS FINL CORP	COM	758940100	3,477	93,476	SH	DEFINED	1	93,476	
RELIANT RESOURCES INC	COM	75952B105	129	17,511	SH	DEFINED	1	17,511	
REMEC INC COM	COM	759543101	16,633	1,977,800	SH	DEFINED	1	1,831,100	146,700
RENAISSANCE RE HLDGS LTD	COM	G7496G103	770	15,700	SH	DEFINED	1	15,700	
RENT A CTR INC NEW COM	COM	76009N100	58,819	1,968,505	SH	DEFINED	1	1,878,075	90,430
REPUBLIC SVCS INC COM	COM	760759100	408	15,900	SH	DEFINED	1	15,900	
RESOURCES CONNECTION INC	COM	76122Q105	16,858	617,273	SH	DEFINED	1	544,973	72,300
RESPIRONICS INC	COM	761230101	50,292	1,115,371	SH	DEFINED	1	1,051,795	63,576
REWARDS NETWORK INC	COM	761557107	3,816	358,000	SH	DEFINED	1	278,394	79,606
REYNOLDS RJ TOB HLDGS INC	COM	76182K105	2,070	35,600	SH	DEFINED	1	35,600	
RF MICRO DEVICES INC COM	COM	749941100	183	18,200	SH	DEFINED	1	18,200	
RITCHIE BROS AUCTIONEERS	COM	767744105	29,258	551,000	SH	DEFINED	1	528,500	22,500
ROBERT HALF INTL INC	COM	770323103	1,685	72,200	SH	DEFINED	1	72,200	
ROCKWELL AUTOMATION INC	COM	773903109	2,782	78,134	SH	DEFINED	1	78,134	
ROCKWELL COLLINS	COM	774341101	2,238	74,534	SH	DEFINED	1	74,534	
ROHM & HAAS COMPANY	COM	775371107	3,998	93,608	SH	DEFINED	1	93,608	
ROSS STORES INC	COM	778296103	402	15,200	SH	DEFINED	1	15,200	
ROWAN COS INC	COM	779382100	914	39,465	SH	DEFINED	1	39,465	
RPM, INC	COM	749685103	186	11,300	SH	DEFINED	1	11,300	
RYDER SYSTEM INC	COM	783549108	908	26,603	SH	DEFINED	1	26,603	
RYLAND GROUP INC	COM	783764103	222	2,500	SH	DEFINED	1	2,500	
SABRE HOLDINGS CORP	CL A	785905100	1,298	60,127	SH	DEFINED	1	60,127	
SAFECO CORP	COM	786429100	2,259	58,038	SH	DEFINED	1	58,038	
SAFENET INC.	COM	78645R107	20,425	663,800	SH	DEFINED	1	624,800	39,000
SAFEWAY INC	COM NEW	786514208	4,075	186,000	SH	DEFINED	1	186,000	
SAKS INC COM	COM	79377W108	214	14,200	SH	DEFINED	1	14,200	
SANDISK CORP	COM	80004C101	477	7,800	SH	DEFINED	1	7,800	
SANMINA SCI CORP	COM	800907107	2,743	217,516	SH	DEFINED	1	217,516	
SARA LEE	COM	803111103	7,209	332,080	SH	DEFINED	1	332,080	
SBC COMMUNICATIONS INC	COM	78387G103	36,285	1,391,827	SH	DEFINED	1	1,391,827	
SCANA CORP NEW COM	COM	80589M102	377	11,000	SH	DEFINED	1	11,000	
SCHEIN HENRY INC COM	COM	806407102	297	4,400	SH	DEFINED	1	4,400	
SCHERING PLOUGH CORP	COM	806605101	10,749	618,140	SH	DEFINED	1	618,140	
SCHLUMBERGER LTD	COM	806857108	13,457	245,916	SH	DEFINED	1	245,916	
SCIENTIFIC ATLANTA	COM	808655104	1,738	63,664	SH	DEFINED	1	63,664	
SCP POOL CORP	COM	784028102	74,255	2,272,182	SH	DEFINED	1	2,136,663	135,519
SEALED AIR CORP	COM	81211K100	5,456	100,778	SH	DEFINED	1	100,778	
SEARS ROEBUCK & CO. USD0.	COM	812387108	4,855	106,718	SH	DEFINED	1	106,718	
SEI CORP	COM	784117103	320	10,500	SH	DEFINED	1	10,500	
SEMPRA ENERGY	COM	816851109	2,854	94,953	SH	DEFINED	1	94,953	
SEMTECH CORP	COM	816850101	39,022	1,716,775	SH	DEFINED	1	1,618,975	97,800
SEPRACOR	COM	817315104	201	8,400	SH	DEFINED	1	8,400	
SERENA SOFTWARE INC COM	COM	817492101	33,395	1,819,874	SH	DEFINED	1	1,712,874	107,000
SHERWIN WILLIAMS CO	COM	824348106	2,128	61,250	SH	DEFINED	1	61,250	
SICOR INC	COM	825846108	316	11,600	SH	DEFINED	1	11,600	
SIEBEL SYS INC	COM	826170102	2,892	208,520	SH	DEFINED	1	208,520	
SIERRA PAC RES NEW COM	COM	826428104	86	11,700	SH	DEFINED	1	11,700	
SIGMA-ALDRICH	COM	826552101	1,675	29,300	SH	DEFINED	1	29,300	
SILICON LABORATORIES INC	COM	826919102	212	4,900	SH	DEFINED	1	4,900	
SIMON PPTY GROUP INC NEW	COM	828806109	3,735	80,600	SH	DEFINED	1	80,600	
SKYWORKS SOLUTIONS INC	COM	83088M102	20,418	2,346,903	SH	DEFINED	1	2,193,721	153,182
SLM CORP	COM	78442P106	7,152	189,800	SH	DEFINED	1	189,800	
SMITH INTERNATIONAL INC	COM	832110100	2,140	51,545	SH	DEFINED	1	51,545	

SMITHFIELD FOODS INC	COM	832248108	224	10,800	SH	DEFINED	1	10,800	
SNAP-ON, INC.	COM	833034101	788	24,451	SH	DEFINED	1	24,451	
SOLETRON CORP	COM	834182107	2,065	349,400	SH	DEFINED	1	349,400	
SOLUTIA INC COM	COM	834376105	4	10,500	SH	DEFINED	1	10,500	
SONOCO PRODUCTS	COM	835495102	231	9,400	SH	DEFINED	1	9,400	
SOUTHERN CO	COM	842587107	9,304	307,562	SH	DEFINED	1	307,562	
SOUTHTRUST CORP	COM	844730101	4,569	139,600	SH	DEFINED	1	139,600	
SOUTHWEST AIRLINES	COM	844741108	5,336	330,635	SH	DEFINED	1	330,635	
SOVEREIGN BANCORP	COM	845905108	696	29,300	SH	DEFINED	1	29,300	
SPDR TR	UNIT SER 1	78462F103	2,061	18,520	SH	DEFINED	1	18,520	
SPECTRASITE INC	COM	84761M104	22,667	652,300	SH	DEFINED	1	600,000	52,300
SPRINT CORP	COM FON GR	852061100	6,524	397,326	SH	DEFINED	1	397,326	
SPRINT CORP (PCS GROUP)	PCS COM SE	852061506	2,495	443,912	SH	DEFINED	1	443,912	
SPX CORPORATION	COM	784635104	447	7,600	SH	DEFINED	1	7,600	
ST JUDE MEDICAL	COM	790849103	4,453	72,584	SH	DEFINED	1	72,584	
ST PAUL COMPANIES	COM	792860108	3,801	95,852	SH	DEFINED	1	95,852	
STANDARD MICROSYSTEMS	COM	853626109	13,141	519,400	SH	DEFINED	1	475,900	43,500
STANLEY WORKS	COM	854616109	1,295	34,188	SH	DEFINED	1	34,188	
STAPLES INC	COM	855030102	5,672	207,750	SH	DEFINED	1	207,750	
STARBUCKS CORP	COM	855244109	5,438	164,500	SH	DEFINED	1	164,500	
STARWOOD HOTELS & RESORTS	PAIRED CTF	85590A203	3,050	84,800	SH	DEFINED	1	84,800	
STATE STREET CORP	COM	857477103	7,312	140,400	SH	DEFINED	1	140,400	
STERICYCLE, INC	COM	858912108	47,058	1,007,664	SH	DEFINED	1	951,900	55,764
STORAGE TECHNOLOGY	CO PAR\$.10	862111200	278	10,800	SH	DEFINED	1	10,800	
STRYKER CORP	COM	863667101	7,132	83,900	SH	DEFINED	1	83,900	
SUN MICROSYSTEMS INC	COM	866810104	6,164	1,372,740	SH	DEFINED	1	1,372,740	
SUNGUARD DATA SYSTEMS	COM	867363103	5,755	207,700	SH	DEFINED	1	207,700	
SUNOCO, INC.	COM	86764P109	1,649	32,232	SH	DEFINED	1	32,232	
SUNTRUST BANKS INC	COM	867914103	8,471	118,482	SH	DEFINED	1	118,482	
SUPERGEN INC	COM	868059106	9,248	840,700	SH	DEFINED	1	785,700	55,000
SUPERTEX INC	COM	868532102	4,945	258,900	SH	DEFINED	1	258,900	
SUPERVALU INC	COM	868536103	1,606	56,186	SH	DEFINED	1	56,186	
SYMANTEC CORP	COM	871503108	4,477	129,200	SH	DEFINED	1	129,200	
SYMBOL TECHNOLOGIES	COM	871508107	1,629	96,450	SH	DEFINED	1	96,450	
SYNOPSIS	COM	871607107	1,318	39,040	SH	DEFINED	1	39,040	
SYNOVUS FINL CORP	COM	87161C105	3,673	127,000	SH	DEFINED	1	127,000	
SYSCO CORP	COM	871829107	10,131	272,124	SH	DEFINED	1	272,124	
TARGET CORP	COM	87612E106	14,724	383,448	SH	DEFINED	1	383,448	
TCF FINANCIAL CORP	COM	872275102	2,475	48,200	SH	DEFINED	1	48,200	
TECH DATA CORP	COM	878237106	222	5,600	SH	DEFINED	1	5,600	
TECO ENERGY	COM	872375100	1,131	78,500	SH	DEFINED	1	78,500	
TEKTRONIX INC	COM	879131100	1,132	35,828	SH	DEFINED	1	35,828	
TELEPHONE & DATA SYSTEMS	COM	879433100	363	5,800	SH	DEFINED	1	5,800	
TELLABS INC	COM	879664100	1,469	174,300	SH	DEFINED	1	174,300	
TELUS CORP NON VTG SHS	NON-VTG SH	87971M202	1,837	98,700	SH	DEFINED	1		98,700
TEMPLE INLAND INC	COM	879868107	1,426	22,756	SH	DEFINED	1	22,756	
TENET HEALTHCARE CORP	COM	880336100	3,134	195,260	SH	DEFINED	1	195,260	
TERADYNE INC	COM	880770102	2,046	80,400	SH	DEFINED	1	80,400	
TETRA TECH INC NEW	COM	881626103	23,288	936,760	SH	DEFINED	1	849,950	86,810
TEXAS CAPITAL BANCSHARES	COM	88224Q107	6,446	445,200	SH	DEFINED	1	445,200	
TEXAS INSTRUMENTS INC	COM	882508104	21,372	727,419	SH	DEFINED	1	727,419	
TEXTRON INC	COM	883203101	3,258	57,092	SH	DEFINED	1	57,092	
THE ADVISORY BOARD CO	COM	00762W107	16,565	474,500	SH	DEFINED	1	438,500	36,000
THERMO ELECTRON	COM	883556102	1,724	68,400	SH	DEFINED	1	68,400	
THOMAS & BETTS	COM	884315102	562	24,536	SH	DEFINED	1	24,536	
TIFFANY & CO.	COM	886547108	6,170	136,500	SH	DEFINED	1	136,500	
TIME WARNER INC	COM	887317105	34,206	1,901,412	SH	DEFINED	1	1,901,412	
TJX COMPANIES INC	COM	872540109	4,668	211,684	SH	DEFINED	1	211,684	
TOLL BROTHERS INC	COM	889478103	290	7,300	SH	DEFINED	1	7,300	
TOOTSIE ROLL INDS INC	COM	890516107	376	10,449	SH	DEFINED	1	10,449	
TORCHMARK CORP	COM	891027104	2,173	47,724	SH	DEFINED	1	47,724	
TOYS R US INC	COM	892335100	1,131	89,459	SH	DEFINED	1	89,459	
TRANSOCEAN INC	ORD SHS	G90078109	3,220	134,124	SH	DEFINED	1	134,124	
TRANSWITCH CORP	COM	894065101	1,899	825,500	SH	DEFINED	1	825,500	
TRAVELERS PROP CASUALT-B-	CL B	89420G406	7,176	422,868	SH	DEFINED	1	422,868	
TREX COMPANY INC	COM	89531P105	4,824	127,017	SH	DEFINED	1	127,017	
TRIAD HOSPS INC COM	COM	89579K109	247	7,421	SH	DEFINED	1	7,421	
TRIBUNE CO	COM	896047107	6,784	131,465	SH	DEFINED	1	131,465	
TRIQUINT SEMICONDUCTOR IN	COM	89674K103	92	12,977	SH	DEFINED	1	12,977	
TROWE PRICE GRP INC	COM	74144T108	2,475	52,200	SH	DEFINED	1	52,200	
TTM TECHNOLOGIES	COM	87305R109	14,525	860,500	SH	DEFINED	1	860,500	
TUPPERWARE CORPCOM	COM	899896104	425	24,520	SH	DEFINED	1	24,520	
TXU CORP	COM	873168108	3,230	136,173	SH	DEFINED	1	136,173	
TYCO INTERNATIONAL LTD	COM	902124106	22,276	840,586	SH	DEFINED	1	840,586	
TYSON FOODS INC	CL A	902494103	463	34,942	SH	DEFINED	1	34,942	
UCBH HOLDINGS INC	COM	90262F308	49,367	1,266,794	SH	DEFINED	1	1,192,400	74,394
UNION OIL CO OF CALIFORNI	COM	915289102	4,006	108,762	SH	DEFINED	1	108,762	
UNION PACIFIC CORP	COM	907818108	7,453	107,266	SH	DEFINED	1	107,266	
UNION PLANTERS CORP	COM	908068109	2,492	79,150	SH	DEFINED	1	79,150	
UNISYS CORP.	COM	909214108	2,273	153,074	SH	DEFINED	1	153,074	
UNITED DOMINION REALTY TR	COM	910197102	240	12,500	SH	DEFINED	1	12,500	
UNITED HEALTH GROUP INC C	COM	91324P102	16,127	277,200	SH	DEFINED	1	277,200	
UNITED NATURAL FOODS	COM	911163103	27,655	770,125	SH	DEFINED	1	723,990	46,135
UNITED PARCEL SVC INC CL	CL B	911312106	35,240	472,700	SH	DEFINED	1	472,700	
UNITED STS STL CORP NEW	COM	912909108	1,508	43,065	SH	DEFINED	1	43,065	

UNITED TECH. CORP.	COM	913017109	18,742	197,768	SH	DEFINED	1	197,768	
UNITRIN INC	COM	913275103	282	6,800	SH	DEFINED	1	6,800	
UNIVERSAL HEALTH SVCS INC	CL B	913903100	306	5,700	SH	DEFINED	1	5,700	
UNIVISION COMMUNICATIONS	CL A	914906102	5,383	135,625	SH	DEFINED	1	135,625	
UNUMPROVIDENT CORP	COM	91529Y106	1,956	124,013	SH	DEFINED	1	124,013	
US BANCORP	COM NEW	902973304	24,149	810,903	SH	DEFINED	1	810,903	
UST INC	COM	902911106	2,486	69,664	SH	DEFINED	1	69,664	
UT STARCOM INC COM	COM	918076100	3,103	83,700	SH	DEFINED	1	83,700	
UTI WORLDWIDE INC	ORD SHS	G87210103	20,592	542,900	SH	DEFINED	1	494,800	48,100
VALEANT PHARMACEUTICALS I	COM	91911X104	209	8,300	SH	DEFINED	1	8,300	
VALERO ENERGY CORP COM NE	COM	91913Y100	556	12,000	SH	DEFINED	1	12,000	
VALSPAR CORP	COM	920355104	247	5,000	SH	DEFINED	1	5,000	
VARCO INTERNATIONAL INC C	COM	922122106	28,639	1,388,224	SH	DEFINED	1	1,290,337	97,887
VARIAN MED SYS FNC COM	COM	92220P105	470	6,800	SH	DEFINED	1	6,800	
VCA ANTECH INC	COM	918194101	47,223	1,524,290	SH	DEFINED	1	1,423,490	100,800
VERITAS SOFTWARE CO COM	COM	923436109	6,674	179,600	SH	DEFINED	1	179,600	
VERIZON COMMUNICATIONS	COM	92343V104	40,731	1,161,099	SH	DEFINED	1	1,161,099	
VF CORPORATION	COM	918204108	1,960	45,326	SH	DEFINED	1	45,326	
VIACOM INC	CL B	925524308	32,637	735,407	SH	DEFINED	1		735,407
VIAD CORP COM	COM	92552R109	218	8,700	SH	DEFINED	1	8,700	
VISHAY INTERTECHNOLOGY	COM	928298108	361	15,751	SH	DEFINED	1	15,751	
VISTEON CORP	COM	928390107	569	54,699	SH	DEFINED	1	54,699	
VULCAN MATLS CO	COM	929160109	2,502	52,600	SH	DEFINED	1	52,600	
WACHOVIA CORP	COM	929903102	25,925	556,460	SH	DEFINED	1	556,460	
WAL-MART STORES, INC	COM	931142103	96,517	1,819,364	SH	DEFINED	1	1,819,364	
WALGREEN	COM	931422109	15,690	431,292	SH	DEFINED	1	431,292	
WALT DISNEY	COM DISNEY	254687106	20,058	859,763	SH	DEFINED	1	859,763	
WASHINGTON MUTUAL INC COM	COM	939322103	15,169	378,087	SH	DEFINED	1	378,087	
WASHINGTON POST	CL B	939640108	712	900	SH	DEFINED	1		900
WASTE MANAGEMENT, INC.	COM	94106L109	7,247	244,834	SH	DEFINED	1	244,834	
WATERS CORP	COM	941848103	3,999	120,600	SH	DEFINED	1	120,600	
WATSON PHARMACEUTICALS IN	COM	942683103	2,075	45,100	SH	DEFINED	1	45,100	
WEATHERFORD INTERNATIONAL	COM	G95089101	468	13,000	SH	DEFINED	1	13,000	
WEBSTER FINL CORP CONN	COM	947890109	206	4,500	SH	DEFINED	1	4,500	
WEIGHT WATCHERS INTL INC	COM	948626106	4,079	106,300	SH	DEFINED	1	106,300	
WELLPOINT CALIFORNIA SVCS	COM	94973H108	6,731	69,400	SH	DEFINED	1	69,400	
WELLS FARGO CO	COM	949746101	41,889	711,314	SH	DEFINED	1	711,314	
WENDYS INTERNATIONAL INC	COM	950590109	1,879	47,878	SH	DEFINED	1	47,878	
WEST CORPORATION	COM	952355105	36,283	1,561,920	SH	DEFINED	1	1,472,020	89,900
WESTWOOD ONE INC	COM	961815107	346	10,100	SH	DEFINED	1	10,100	
WEYERHAEUSER CO	COM	962166104	5,917	92,452	SH	DEFINED	1	92,452	
WHIRLPOOL CORP	COM	963320106	2,124	29,230	SH	DEFINED	1	29,230	
WHOLE FOODS MARKET INC	COM	966837106	403	6,000	SH	DEFINED	1	6,000	
WILLIAMS COMPANIES	COM	969457100	2,129	216,759	SH	DEFINED	1	216,759	
WILLIAMS SONOMA INC	COM	969904101	400	11,500	SH	DEFINED	1	11,500	
WILMINGTON TRUST CORP	COM	971807102	230	6,400	SH	DEFINED	1	6,400	
WINN- DIXIE STORES	COM	974280109	587	59,004	SH	DEFINED	1	59,004	
WINTRUST FINANCIAL CORP	COM	97650W108	36,842	816,901	SH	DEFINED	1	769,350	47,551
WISCONSIN ENERGY CORP	COM	976657106	388	11,600	SH	DEFINED	1	11,600	
WORTHINGTON INDUSTRIES	COM	981811102	650	36,055	SH	DEFINED	1	36,055	
WRIGLEY, WM. JR.	COM	982526105	5,322	94,688	SH	DEFINED	1	94,688	
WYETH	COM	983024100	23,772	560,000	SH	DEFINED	1	560,000	
XCEL ENERGY INC	COM	98389B100	2,840	167,260	SH	DEFINED	1	167,260	
XEROX CORP.	COM	984121103	4,595	332,998	SH	DEFINED	1	332,998	
XILINX	COM	983919101	6,249	161,300	SH	DEFINED	1	161,300	
XL CAP LTD CL A COM	CL A	G98255105	4,475	57,700	SH	DEFINED	1	57,700	
XTO ENERGY INC COM	COM	98385X106	522	18,433	SH	DEFINED	1	18,433	
YAHOO INC	COM	984332106	12,484	276,386	SH	DEFINED	1	276,386	
YUM! BRANDS INC	COM	988498101	4,249	123,514	SH	DEFINED	1	123,514	
ZEBRA TECHNOLOGIES CORP	CL A	989207105	544	8,200	SH	DEFINED	1	8,200	
ZIMMER HOLDINGS INC	COM	98956P102	7,157	101,656	SH	DEFINED	1	101,656	
ZIONS BANCORPORATION	COM	989701107	2,318	37,800	SH	DEFINED	1	37,800	
ZORAN CORP	COM	98975F101	19,513	1,122,100	SH	DEFINED	1	1,053,100	69,000
3COM CORP	COM	885535104	34,562	4,230,300	SH	DEFINED	1	4,128,100	102,200
3M CO	COM	88579Y101	28,052	329,908	SH	DEFINED	1	329,908	

</TABLE>