

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2004-08-12** | Period of Report: **2004-06-30**
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FILER

CHICAGO EQUITY PARTNERS LLC

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2004

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: Chicago Equity Partners
Address: 180 N. LaSalle St, Suite 3800
Chicago, IL 60601

13F File Number: 28-05835

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: Peter C. Williams
Title: Director of Compliance
Phone: 312-629-4505

Signature, Place, and Date of Signing:

/s/ Peter C. Williams Chicago, IL August 12, 2004

Report Type (Check only one.):

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

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0
Form13F Information Table Entry Total: 566
Form13F Information Table Value Total: \$6,448,334 (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.

NONE

<TABLE>

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F INFORMATION TABLE					VOTING AUTHORITY			
			VALUE (x\$1000)	SHARES/ PRN	SH/ AMT	PUT/ PRN	INVSTMT DISCRETN	OTHER MANAGERS	SOLE	SHARED	NONE
3M CO	COM	88579Y101	120646	1340365	SH		OTHER	01	1324815	15550	0
AARON RENTS INC	COM	002535201	771	23250	SH		SOLE		23250	0	0
ABERCROMBIE & FITCH CO	CL A	002896207	49011	1264800	SH		OTHER	01	1184680	80120	0
ABGENIX INC	COM	00339B107	8	700	SH		SOLE		700	0	0
ACCREDITED HOME LENDRS HLDG	COM	00437P107	34	1200	SH		SOLE		1200	0	0
ACCREDO HEALTH INC	COM	00437V104	16	400	SH		SOLE		400	0	0
ACTIVISION INC NEW	COM NEW	004930202	15436	970791	SH		OTHER	01	832241	138550	0
ACXIOM CORP	COM	005125109	11382	458400	SH		OTHER	01	424500	33900	0
ADOBE SYS INC	COM	00724F101	36870	792900	SH		OTHER	01	696000	96900	0

ADVANCED MEDICAL OPTICS INC	COM	00763M108	490	11500	SH	SOLE		11500	0	0
ADVO INC	COM	007585102	260	7900	SH	SOLE		7900	0	0
AETNA INC NEW	COM	00817Y108	3630	42700	SH	OTHER	01	11100	31600	0
AFFILIATED COMPUTER SERVICES	CL A	008190100	1338	25275	SH	OTHER	01	10375	14900	0
AFFYMETRIX INC	COM	00826T108	85	2600	SH	SOLE		2600	0	0
AGILYSYS INC	COM	00847J105	25	1800	SH	SOLE		1800	0	0
AIR PRODS & CHEMS INC	COM	009158106	45690	871110	SH	OTHER	01	863260	7850	0
ALBEMARLE CORP	COM	012653101	83	2625	SH	SOLE		2625	0	0
ALBERTSONS INC	COM	013104104	1152	43400	SH	OTHER	01	14200	29200	0
ALLERGAN INC	COM	018490102	1284	14345	SH	SOLE		14345	0	0
ALLIANCE DATA SYSTEMS CORP	COM	018581108	232	5500	SH	SOLE		5500	0	0
ALLIANT ENERGY CORP	COM	018802108	16207	621450	SH	OTHER	01	569450	52000	0
ALLMERICA FINL CORP	COM	019754100	1413	41800	SH	OTHER	01	0	41800	0
ALLSTATE CORP	COM	020002101	76163	1636160	SH	OTHER	01	1612735	23425	0
ALTERA CORP	COM	021441100	91	4100	SH	SOLE		4100	0	0
ALTRIA GROUP INC	COM	02209S103	39390	787016	SH	OTHER	01	774386	12630	0
AMERADA HESS CORP	COM	023551104	24961	315200	SH	OTHER	01	308400	6800	0
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	73	2000	SH	SOLE		2000	0	0
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	133	4600	SH	SOLE		4600	0	0
AMERICAN FINL GROUP INC OHIO	COM	025932104	14123	462000	SH	OTHER	01	378200	83800	0
AMERICAN GREETINGS CORP	CL A	026375105	7054	304300	SH	OTHER	01	251300	53000	0
AMERICAN INTL GROUP INC	COM	026874107	48379	678719	SH	OTHER	01	673815	4904	0
AMERICREDIT CORP	COM	03060R101	1187	60800	SH	OTHER	01	0	60800	0
AMERUS GROUP CO	COM	03072M108	7110	171750	SH	OTHER	01	167350	4400	0
AMETEK INC NEW	COM	031100100	31	1000	SH	SOLE		1000	0	0
AMGEN INC	COM	031162100	46136	845443	SH	OTHER	01	837043	8400	0
ANAREN INC	COM	032744104	178	10900	SH	SOLE		10900	0	0
ANDRX CORP DEL	ANDRX GROUP	034553107	12259	438923	SH	OTHER	01	390123	48800	0
ANHEUSER BUSCH COS INC	COM	035229103	735	13620	SH	SOLE		13620	0	0
ANIXTER INTL INC	COM	035290105	361	10600	SH	SOLE		10600	0	0
ANN-TAYLOR STORES CORP	COM	036115103	14220	490686	SH	OTHER	01	449036	41650	0
ANSYS INC	COM	03662Q105	404	8600	SH	SOLE		8600	0	0
ANTHEM INC	COM	03674B104	238	2660	SH	SOLE		2660	0	0
APOGENT TECHNOLOGIES INC	COM	03760A101	4165	130150	SH	OTHER	01	108450	21700	0
APOLLO GROUP INC	CL A	037604105	291	3300	SH	SOLE		3300	0	0
APOLLO GROUP INC	COM UNV PHOENX	037604204	11328	129325	SH	SOLE		129325	0	0
APPLEBEES INTL INC	COM	037899101	19045	827325	SH	OTHER	01	718625	108700	0
APPLERA CORP	COM CE GEN GRP	038020202	82	7100	SH	SOLE		7100	0	0
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	488	16200	SH	SOLE		16200	0	0
APPLIED MATLS INC	COM	038222105	23764	1211190	SH	OTHER	01	1194660	16530	0
APRIA HEALTHCARE GROUP INC	COM	037933108	10551	367625	SH	OTHER	01	295925	71700	0
ARMOR HOLDINGS INC	COM	042260109	585	17200	SH	SOLE		17200	0	0
ARROW ELECTRS INC	COM	042735100	180	6700	SH	SOLE		6700	0	0
ARTHROCARE CORP	COM	043136100	302	10400	SH	SOLE		10400	0	0
ASPECT COMMUNICATIONS CORP	COM	04523Q102	237	16700	SH	SOLE		16700	0	0
ASSOCIATED BANC CORP	COM	045487105	16977	572959	SH	OTHER	01	465059	107900	0
ASTORIA FINL CORP	COM	046265104	14857	406150	SH	OTHER	01	315850	90300	0
AT&T WIRELESS SVCS INC	COM	00209A106	11247	785401	SH	OTHER	01	779001	6400	0
ATMEL CORP	COM	049513104	556	93900	SH	OTHER	01	0	93900	0
AUTODESK INC	COM	052769106	14919	348500	SH	OTHER	01	313800	34700	0
AUTONATION INC	COM	05329W102	11548	675300	SH	OTHER	01	668600	6700	0
AUTOZONE INC	COM	053332102	1258	15700	SH	OTHER	01	6400	9300	0
AVID TECHNOLOGY INC	COM	05367P100	207	3800	SH	SOLE		3800	0	0
AVISTA CORP	COM	05379B107	363	19700	SH	SOLE		19700	0	0
AVNET INC	COM	053807103	17167	756250	SH	OTHER	01	659150	97100	0
AVON PRODS INC	COM	054303102	17929	388580	SH	OTHER	01	382380	6200	0
AXCELIS TECHNOLOGIES INC	COM	054540109	790	63500	SH	SOLE		63500	0	0
AZTAR CORP	COM	054802103	580	20700	SH	SOLE		20700	0	0
BAKER HUGHES INC	COM	057224107	18169	482570	SH	OTHER	01	447970	34600	0
BANK OF AMERICA CORPORATION	COM	060505104	105697	1249073	SH	OTHER	01	1234831	14242	0
BANK ONE CORP	COM	06423A103	65648	1287215	SH	OTHER	01	1268440	18775	0
BANTA CORP	COM	066821109	7725	173950	SH	OTHER	01	169250	4700	0
BARD C R INC	COM	067383109	38463	678950	SH	OTHER	01	640050	38900	0
BAUSCH & LOMB INC	COM	071707103	1490	22900	SH	OTHER	01	11500	11400	0
BEAR STEARNS COS INC	COM	073902108	52353	620955	SH	OTHER	01	591380	29575	0
BEAZER HOMES USA INC	COM	07556Q105	331	3300	SH	SOLE		3300	0	0
BECKMAN COULTER INC	COM	075811109	13168	215875	SH	OTHER	01	189175	26700	0
BECTON DICKINSON & CO	COM	075887109	56294	1086754	SH	OTHER	01	1034154	52600	0
BEL FUSE INC	CL B	077347300	575	13800	SH	SOLE		13800	0	0
BELL MICROPRODUCTS INC	COM	078137106	256	31700	SH	SOLE		31700	0	0
BELLSOUTH CORP	COM	079860102	90657	3457545	SH	OTHER	01	3415245	42300	0
BEMIS INC	COM	081437105	11198	396400	SH	OTHER	01	362000	34400	0
BENCHMARK ELECTRS INC	COM	08160H101	378	13000	SH	SOLE		13000	0	0
BERKLEY W R CORP	COM	084423102	13211	307584	SH	OTHER	01	299284	8300	0
BIOGEN IDEC INC	COM	09062X103	1884	29785	SH	OTHER	01	10935	18850	0
BIOMET INC	COM	090613100	156	3500	SH	SOLE		3500	0	0
BJ SVCS CO	COM	055482103	2822	61557	SH	OTHER	01	19257	42300	0
BJS WHOLESALE CLUB INC	COM	05548J106	8052	322075	SH	OTHER	01	313675	8400	0
BLACK & DECKER CORP	COM	091797100	15529	249950	SH	OTHER	01	210850	39100	0
BLOCKBUSTER INC	CL A	093679108	642	42300	SH	OTHER	01	13900	28400	0
BOISE CASCADE CORP	COM	097383103	147	3900	SH	SOLE		3900	0	0
BORDERS GROUP INC	COM	099709107	347	14800	SH	SOLE		14800	0	0
BORG WARNER INC	COM	099724106	7518	171764	SH	OTHER	01	132964	38800	0
BOSTON PROPERTIES INC	COM	101121101	1082	21600	SH	SOLE		21600	0	0
BRIGGS & STRATTON CORP	COM	109043109	12111	137075	SH	OTHER	01	133675	3400	0

BRINKS CO	COM	109696104	16675	486875	SH	OTHER	01	401775	85100	0
BRISTOL MYERS SQUIBB CO	COM	110122108	2	80	SH	SOLE		80	0	0
BRUNSWICK CORP	COM	117043109	804	19700	SH	OTHER	01	3700	16000	0
BUCKLE INC	COM	118440106	20	700	SH	SOLE		700	0	0
BURLINGTON NORTHN SANTA FE C	COM	12189T104	2700	77000	SH	OTHER	01	40500	36500	0
BURLINGTON RES INC	COM	122014103	28445	786200	SH	OTHER	01	776200	10000	0
C D W CORP	COM	12512N105	242	3800	SH	SOLE		3800	0	0
C&D TECHNOLOGIES INC	COM	124661109	303	17000	SH	SOLE		17000	0	0
CABLE DESIGN TECHNOLOGIES CO	COM	126924109	22	2100	SH	SOLE		2100	0	0
CACI INTL INC	CL A	127190304	255	6300	SH	SOLE		6300	0	0
CAESARS ENTMT INC	COM	127687101	16475	1098300	SH	OTHER	01	884700	213600	0
CAPITAL ONE FINL CORP	COM	14040H105	41886	612550	SH	OTHER	01	605400	7150	0
CARDINAL HEALTH INC	COM	14149Y108	1684	24036	SH	SOLE		24036	0	0
CAREMARK RX INC	COM	141705103	152	4607	SH	SOLE		4607	0	0
CARMIKE CINEMAS INC	COM	143436400	20	500	SH	SOLE		500	0	0
CARRAMERICA RLTY CORP	COM	144418100	5922	195900	SH	OTHER	01	190200	5700	0
CAVCO INDS INC DEL	COM	149568107	0	12	SH	OTHER	01	0	12	0
CBL & ASSOC PPTYS INC	COM	124830100	14223	258600	SH	OTHER	01	217300	41300	0
CELGENE CORP	COM	151020104	132	2300	SH	SOLE		2300	0	0
CENDANT CORP	COM	151313103	51645	2109670	SH	OTHER	01	2087870	21800	0
CENTERPOINT ENERGY INC	COM	15189T107	3574	310800	SH	OTHER	01	174400	136400	0
CENTEX CORP	COM	152312104	9	200	SH	SOLE		200	0	0
CENTRAL GARDEN & PET CO	COM	153527106	175	4900	SH	SOLE		4900	0	0
CENTURY ALUM CO	COM	156431108	186	7500	SH	SOLE		7500	0	0
CEPHALON INC	COM	156708109	1326	24550	SH	OTHER	01	23950	600	0
CERNER CORP	COM	156782104	5149	115500	SH	OTHER	01	112300	3200	0
CERTEGY INC	COM	156880106	8802	226850	SH	OTHER	01	203450	23400	0
CHARLES RIV LABS INTL INC	COM	159864107	13031	266650	SH	OTHER	01	215350	51300	0
CHARTERMAR	SH BEN INT	160908109	10	500	SH	SOLE		500	0	0
CHATTEM INC	COM	162456107	23	800	SH	SOLE		800	0	0
CHECKPOINT SYS INC	COM	162825103	66	3700	SH	SOLE		3700	0	0
CHEVRONTEXACO CORP	COM	166764100	74838	795222	SH	OTHER	01	784695	10527	0
CHICOS FAS INC	COM	168615102	2529	56000	SH	OTHER	01	11100	44900	0
CHURCH & DWIGHT INC	COM	171340102	143	3125	SH	SOLE		3125	0	0
CINERGY CORP	COM	172474108	30	800	SH	SOLE		800	0	0
CISCO SYS INC	COM	17275R102	103687	4374977	SH	OTHER	01	4322002	52975	0
CIT GROUP INC	COM	125581108	1987	51900	SH	OTHER	01	17000	34900	0
CITIGROUP INC	COM	172967101	118276	2543569	SH	OTHER	01	2513811	29758	0
CITY NATL CORP	COM	178566105	16517	251400	SH	OTHER	01	203200	48200	0
CLAIRES STORES INC	COM	179584107	22559	1039600	SH	OTHER	01	877800	161800	0
CMS ENERGY CORP	COM	125896100	403	44100	SH	SOLE		44100	0	0
COACH INC	COM	189754104	8220	181900	SH	OTHER	01	159800	22100	0
COCA COLA CO	COM	191216100	71527	1416934	SH	OTHER	01	1402509	14425	0
COCA COLA ENTERPRISES INC	COM	191219104	238	8200	SH	SOLE		8200	0	0
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	178	7000	SH	SOLE		7000	0	0
COLONIAL BANCGRUP INC	COM	195493309	6826	375700	SH	OTHER	01	365400	10300	0
COLONIAL PPTYS TR	COM SH BEN INT	195872106	655	17000	SH	SOLE		17000	0	0
COMMERCIAL FEDERAL CORPORATI	COM	201647104	322	11900	SH	SOLE		11900	0	0
COMMONWEALTH TEL ENTERPRISES	COM	203349105	5449	121700	SH	OTHER	01	87800	33900	0
COMPASS BANCSHARES INC	COM	20449H109	91	2125	SH	SOLE		2125	0	0
COMPUTER SCIENCES CORP	COM	205363104	29717	640038	SH	OTHER	01	577538	62500	0
COMPUWARE CORP	COM	205638109	885	134100	SH	OTHER	01	29100	105000	0
COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	16	700	SH	SOLE		700	0	0
CONNETICS CORP	COM	208192104	18	900	SH	SOLE		900	0	0
CONOCOPHILLIPS	COM	20825C104	11	145	SH	SOLE		145	0	0
CONSOLIDATED GRAPHICS INC	COM	209341106	573	13000	SH	SOLE		13000	0	0
CONSTELLATION ENERGY GROUP I	COM	210371100	6307	166400	SH	OTHER	01	103300	63100	0
COOPER COS INC	COM NEW	216648402	708	11200	SH	SOLE		11200	0	0
COOPER TIRE & RUBR CO	COM	216831107	30	1300	SH	SOLE		1300	0	0
COPART INC	COM	217204106	22532	843900	SH	OTHER	01	821400	22500	0
CORINTHIAN COLLEGES INC	COM	218868107	6388	258200	SH	OTHER	01	209600	48600	0
CORN PRODS INTL INC	COM	219023108	363	7800	SH	SOLE		7800	0	0
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	399	10100	SH	SOLE		10100	0	0
COUNTRYWIDE FINANCIAL CORP	COM	222372104	101322	1442304	SH	OTHER	01	1387321	54983	0
COVANCE INC	COM	222816100	212	5500	SH	SOLE		5500	0	0
COVENTRY HEALTH CARE INC	COM	222862104	24802	507203	SH	OTHER	01	436503	70700	0
CREE INC	COM	225447101	17515	756600	SH	OTHER	01	633300	123300	0
CSG SYS INTL INC	COM	126349109	275	13300	SH	SOLE		13300	0	0
CUMMINS INC	COM	231021106	32569	521100	SH	OTHER	01	479300	41800	0
CVS CORP	COM	126650100	32650	777005	SH	OTHER	01	768080	8925	0
CYPRESS SEMICONDUCTOR CORP	COM	232806109	6782	477950	SH	OTHER	01	392150	85800	0
CYTEC INDS INC	COM	232820100	21076	463725	SH	OTHER	01	432625	31100	0
CYTYC CORP	COM	232946103	18939	746525	SH	OTHER	01	695725	50800	0
D R HORTON INC	COM	23331A109	27796	978720	SH	OTHER	01	858045	120675	0
DANA CORP	COM	235811106	5255	268100	SH	OTHER	01	251600	16500	0
DARDEN RESTAURANTS INC	COM	237194105	1958	95300	SH	OTHER	01	22400	72900	0
DATASCOPE CORP	COM	238113104	115	2900	SH	SOLE		2900	0	0
DAVITA INC	COM	23918K108	287	9300	SH	SOLE		9300	0	0
DEAN FOODS CO NEW	COM	242370104	169	4537	SH	SOLE		4537	0	0
DELL INC	COM	24702R101	60963	1701921	SH	OTHER	01	1680796	21125	0
DELPHI FINL GROUP INC	CL A	247131105	188	4225	SH	SOLE		4225	0	0
DENDRITE INTL INC	COM	248239105	271	14600	SH	SOLE		14600	0	0
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	937	26500	SH	SOLE		26500	0	0
DEVON ENERGY CORP NEW	COM	25179M103	106	1600	SH	OTHER	01	0	1600	0
DIGI INTL INC	COM	253798102	163	15200	SH	SOLE		15200	0	0

DIODES INC	COM		254543101	14	600	SH	SOLE		600	0	0
DISNEY WALT CO	COM	DISNEY	254687106	52739	2068999	SH	OTHER	01	2036930	32069	0
DORAL FINL CORP	COM		25811P100	8321	241200	SH	OTHER	01	234400	6800	0
DOW JONES & CO INC	COM		260561105	1628	36100	SH	OTHER	01	11900	24200	0
DRS TECHNOLOGIES INC	COM		23330X100	849	26600	SH	SOLE		26600	0	0
DST SYS INC DEL	COM		233326107	91	1900	SH	SOLE		1900	0	0
DUN & BRADSTREET CORP DEL NE	COM		26483E100	11353	210600	SH	OTHER	01	182900	27700	0
DYCOM INDS INC	COM		267475101	25	900	SH	SOLE		900	0	0
E TRADE FINANCIAL CORP	COM		269246104	430	38600	SH	SOLE		38600	0	0
EAGLE MATERIALS INC	CL B		26969P207	59	853	SH	OTHER	01	801	52	0
EAGLE MATERIALS INC	COM		26969P108	14	202	SH	OTHER	01	185	17	0
EARTHLINK INC	COM		270321102	129	12500	SH	SOLE		12500	0	0
EASTMAN KODAK CO	COM		277461109	9715	360100	SH	OTHER	01	312100	48000	0
ECOLAB INC	COM		278865100	1373	43300	SH	OTHER	01	14200	29100	0
EDUCATION MGMT CORP	COM		28139T101	67	2050	SH	SOLE		2050	0	0
EDWARDS AG INC	COM		281760108	327	9600	SH	SOLE		9600	0	0
EMMIS COMMUNICATIONS CORP	CL A		291525103	23	1100	SH	SOLE		1100	0	0
ENERGEN CORP	COM		29265N108	600	12500	SH	SOLE		12500	0	0
ENERGIZER HLDGS INC	COM		29266R108	14700	326658	SH	OTHER	01	274658	52000	0
ENGELHARD CORP	COM		292845104	2757	85324	SH	OTHER	01	27124	58200	0
ENTERTAINMENT PPTYS TR	COM	SH BEN INT	29380T105	200	5600	SH	SOLE		5600	0	0
EON LABS INC	COM		29412E100	999	24400	SH	OTHER	01	8000	16400	0
EQUITABLE RES INC	COM		294549100	47	900	SH	SOLE		900	0	0
EQUITY OFFICE PROPERTIES TRU	COM		294741103	2233	82100	SH	OTHER	01	26900	55200	0
ESS TECHNOLOGY INC	COM		269151106	111	10400	SH	SOLE		10400	0	0
ESTERLINE TECHNOLOGIES CORP	COM		297425100	50	1700	SH	SOLE		1700	0	0
EVEREST RE GROUP LTD	COM		G3223R108	11849	147450	SH	OTHER	01	143550	3900	0
EXELON CORP	COM		30161N101	65561	1969400	SH	OTHER	01	1954950	14450	0
EXPRESSJET HOLDINGS INC	CL A		30218U108	320	26400	SH	SOLE		26400	0	0
EXXON MOBIL CORP	COM		30231G102	85315	1921077	SH	OTHER	01	1897502	23575	0
F M C CORP	COM	NEW	302491303	10099	234250	SH	OTHER	01	228050	6200	0
FACTSET RESH SYS INC	COM		303075105	1683	35600	SH	OTHER	01	7900	27700	0
FAIRCHILD SEMICONDUCTOR INTL	COM		303726103	612	37375	SH	SOLE		37375	0	0
FEDERATED DEPT STORES INC DE	COM		31410H101	47613	969707	SH	SOLE		969707	0	0
FEDEX CORP	COM		31428X106	26648	326210	SH	OTHER	01	324910	1300	0
FIDELITY NATL FINL INC	COM		316326107	15035	402650	SH	OTHER	01	357481	45169	0
FIRST HORIZON NATL CORP	COM		320517105	706	15525	SH	SOLE		15525	0	0
FIRST REP BK SAN FRANCISCO	COM		336158100	788	18300	SH	SOLE		18300	0	0
FIRSTFED FINL CORP	COM		337907109	379	9100	SH	SOLE		9100	0	0
FLAGSTAR BANCORP INC	COM		337930101	243	12200	SH	SOLE		12200	0	0
FLORIDA ROCK INDS INC	COM		341140101	458	10850	SH	SOLE		10850	0	0
FLOWERS FOODS INC	COM		343498101	354	13550	SH	SOLE		13550	0	0
FLUSHING FINL CORP	COM		343873105	23	1300	SH	SOLE		1300	0	0
FMC TECHNOLOGIES INC	COM		30249U101	13291	461500	SH	OTHER	01	419800	41700	0
FORD MTR CO DEL	COM	PAR \$0.01	345370860	26076	1666195	SH	OTHER	01	1647370	18825	0
FOREST LABS INC	COM		345838106	4754	83950	SH	OTHER	01	82450	1500	0
FORTUNE BRANDS INC	COM		349631101	30737	407493	SH	OTHER	01	387818	19675	0
FPIC INS GROUP INC	COM		302563101	225	9100	SH	SOLE		9100	0	0
FRIEDMAN BILLINGS RAMSEY GRO	CL A		358434108	95	4800	SH	SOLE		4800	0	0
GAP INC DEL	COM		364760108	2658	109600	SH	SOLE		109600	0	0
GARDNER DENVER INC	COM		365558105	365	13100	SH	SOLE		13100	0	0
GEN-PROBE INC NEW	COM		36866T103	246	5200	SH	SOLE		5200	0	0
GENENTECH INC	COM	NEW	368710406	5637	100300	SH	OTHER	01	94800	5500	0
GENERAL DYNAMICS CORP	COM		369550108	23206	233700	SH	OTHER	01	229100	4600	0
GENERAL ELEC CO	COM		369604103	8177	252373	SH	OTHER	01	252339	34	0
GENERAL GROWTH PPTYS INC	COM		370021107	14278	482840	SH	OTHER	01	357740	125100	0
GENERAL MTRS CORP	COM		370442105	12533	269000	SH	OTHER	01	264700	4300	0
GENESCO INC	COM		371532102	111	4700	SH	SOLE		4700	0	0
GENESE & WYO INC	CL A		371559105	19	800	SH	SOLE		800	0	0
GEORGIA GULF CORP	COM	PAR \$0.01	373200203	739	20600	SH	SOLE		20600	0	0
GILEAD SCIENCES INC	COM		375558103	575	8575	SH	SOLE		8575	0	0
GILLETTE CO	COM		375766102	35616	840000	SH	OTHER	01	828700	11300	0
GLOBAL IMAGING SYSTEMS	COM		37934A100	378	10300	SH	SOLE		10300	0	0
GLOBAL PMTS INC	COM		37940X102	360	8000	SH	SOLE		8000	0	0
GOLDEN WEST FINL CORP DEL	COM		381317106	5445	51200	SH	OTHER	01	50000	1200	0
GOLDMAN SACHS GROUP INC	COM		38141G104	46723	496205	SH	OTHER	01	490430	5775	0
GRACO INC	COM		384109104	17334	558261	SH	OTHER	01	458611	99650	0
GRAINGER W W INC	COM		384802104	6774	117800	SH	SOLE		117800	0	0
GREATER BAY BANCORP	COM		391648102	220	7600	SH	SOLE		7600	0	0
GREIF INC	CL A		397624107	207	4900	SH	SOLE		4900	0	0
GROUP 1 AUTOMOTIVE INC	COM		398905109	169	5100	SH	SOLE		5100	0	0
GTECH HLDGS CORP	COM		400518106	8558	184800	SH	OTHER	01	170600	14200	0
GUIDANT CORP	COM		401698105	489	8750	SH	SOLE		8750	0	0
HARLEY DAVIDSON INC	COM		412822108	683	11025	SH	OTHER	01	10325	700	0
HARRIS CORP DEL	COM		413875105	10956	215890	SH	OTHER	01	165890	50000	0
HARTE-HANKS INC	COM		416196103	11861	485911	SH	OTHER	01	410511	75400	0
HARTFORD FINL SVCS GROUP INC	COM		416515104	6785	98700	SH	SOLE		98700	0	0
HEADWATERS INC	COM		42210P102	874	33700	SH	SOLE		33700	0	0
HEARST-ARGYLE TELEVISION INC	COM		422317107	155	6000	SH	SOLE		6000	0	0
HELIX TECHNOLOGY CORP	COM		423319102	213	10000	SH	SOLE		10000	0	0
HERSHEY FOODS CORP	COM		427866108	41885	905230	SH	OTHER	01	879330	25900	0
HEWLETT PACKARD CO	COM		428236103	46837	2219772	SH	OTHER	01	2190235	29537	0
HIBERNIA CORP	CL A		428656102	16324	671750	SH	OTHER	01	606450	65300	0
HOME DEPOT INC	COM		437076102	76788	2181464	SH	OTHER	01	2150429	31035	0
HORMEL FOODS CORP	COM		440452100	9916	318850	SH	OTHER	01	309650	9200	0

HOUSTON EXPL CO	COM	442120101	617	11900	SH	SOLE		11900	0	0
HRPT PPTYS TR	COM SH BEN INT	40426W101	196	19600	SH	SOLE		19600	0	0
HUBBELL INC	CL B	443510201	9410	201450	SH	OTHER	01	196150	5300	0
HUGHES SUPPLY INC	COM	444482103	955	16200	SH	OTHER	01	5300	10900	0
HUNT J B TRANS SVCS INC	COM	445658107	37653	975975	SH	OTHER	01	890375	85600	0
HUNTINGTON BANCSHARES INC	COM	446150104	22032	958750	SH	OTHER	01	807950	150800	0
HYPERION SOLUTIONS CORP	COM	44914M104	393	9000	SH	SOLE		9000	0	0
IDEXX LABS INC	COM	45168D104	541	8600	SH	SOLE		8600	0	0
IMAGISTICS INTERNATIONAL INC	COM	45247T104	117	3308	SH	SOLE		3308	0	0
IMATION CORP	COM	45245A107	8655	203125	SH	OTHER	01	186325	16800	0
IMS HEALTH INC	COM	449934108	921	39300	SH	OTHER	01	10200	29100	0
INDEPENDENCE CMNTY BK CORP	COM	453414104	11363	312175	SH	OTHER	01	268475	43700	0
INDYMAC BANCORP INC	COM	456607100	8930	282600	SH	OTHER	01	230700	51900	0
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	34918	511165	SH	OTHER	01	505665	5500	0
INTEL CORP	COM	458140100	97847	3545183	SH	OTHER	01	3495341	49842	0
INTERNATIONAL BUSINESS MACHS	COM	459200101	31782	360541	SH	OTHER	01	357326	3215	0
INTERNATIONAL RECTIFIER CORP	COM	460254105	7966	192325	SH	SOLE		192325	0	0
INVERESK RESH GROUP INC	COM	461238107	167	5400	SH	SOLE		5400	0	0
INVITROGEN CORP	COM	46185R100	16339	226957	SH	OTHER	01	190657	36300	0
IRWIN FINL CORP	COM	464119106	631	23900	SH	SOLE		23900	0	0
ISHARES TR	RUSSELL 2000	464287655	1121	9500	SH	SOLE		9500	0	0
IVAX CORP	COM	465823102	79	3275	SH	SOLE		3275	0	0
IXYS CORP	COM	46600W106	16	2000	SH	SOLE		2000	0	0
J P MORGAN CHASE & CO	COM	46625H100	45762	1180335	SH	OTHER	01	1164835	15500	0
JACK IN THE BOX INC	COM	466367109	695	23400	SH	SOLE		23400	0	0
JAKKS PAC INC	COM	47012E106	106	5100	SH	SOLE		5100	0	0
JO-ANN STORES INC	COM	47758P307	373	12700	SH	SOLE		12700	0	0
JOHNSON & JOHNSON	COM	478160104	125471	2252613	SH	OTHER	01	2224548	28065	0
JONES APPAREL GROUP INC	COM	480074103	7071	179100	SH	SOLE		179100	0	0
K2 INC	COM	482732104	361	23000	SH	SOLE		23000	0	0
KELLWOOD CO	COM	488044108	488	11200	SH	SOLE		11200	0	0
KENSEY NASH CORP	COM	490057106	31	900	SH	SOLE		900	0	0
KEYCORP NEW	COM	493267108	1420	47500	SH	SOLE		47500	0	0
KILROY RLTY CORP	COM	49427F108	385	11300	SH	SOLE		11300	0	0
KIMBERLY CLARK CORP	COM	494368103	16147	245100	SH	OTHER	01	241200	3900	0
KOS PHARMACEUTICALS INC	COM	500648100	112	3400	SH	SOLE		3400	0	0
KOSAN BIOSCIENCES INC	COM	50064W107	11	1400	SH	SOLE		1400	0	0
LAM RESEARCH CORP	COM	512807108	7040	262675	SH	OTHER	01	237675	25000	0
LANDRYS RESTAURANTS INC	COM	51508L103	643	21500	SH	SOLE		21500	0	0
LASALLE HOTEL PPTYS	COM SH BEN INT	517942108	205	8400	SH	SOLE		8400	0	0
LEAR CORP	COM	521865105	9423	159742	SH	OTHER	01	127342	32400	0
LEGG MASON INC	COM	524901105	7941	87250	SH	OTHER	01	85050	2200	0
LENNOX INTL INC	COM	526107107	1	50	SH	SOLE		50	0	0
LEXMARK INTL NEW	CL A	529771107	32497	336650	SH	OTHER	01	316650	20000	0
LILLY ELI & CO	COM	532457108	1148	16425	SH	SOLE		16425	0	0
LIMITED BRANDS INC	COM	532716107	3	150	SH	OTHER	01	0	150	0
LINCARE HLDGS INC	COM	532791100	79	2400	SH	SOLE		2400	0	0
LINCOLN NATL CORP IND	COM	534187109	18513	391800	SH	OTHER	01	366000	25800	0
LINEAR TECHNOLOGY CORP	COM	535678106	28	700	SH	SOLE		700	0	0
LNR PPTY CORP	COM	501940100	1628	30000	SH	OTHER	01	9800	20200	0
LONGVIEW FIBRE CO	COM	543213102	31	2100	SH	SOLE		2100	0	0
LOUISIANA PAC CORP	COM	546347105	58806	2486520	SH	OTHER	01	2381795	104725	0
LOWES COS INC	COM	548661107	5917	112605	SH	OTHER	01	112185	420	0
LTC PPTYS INC	COM	502175102	232	14000	SH	SOLE		14000	0	0
LUBRIZOL CORP	COM	549271104	10408	284215	SH	OTHER	01	235015	49200	0
M D C HLDGS INC	COM	552676108	402	6317	SH	SOLE		6317	0	0
MACERICH CO	COM	554382101	182	3800	SH	SOLE		3800	0	0
MACK CALI RLTY CORP	COM	554489104	12029	290700	SH	OTHER	01	232100	58600	0
MACROVISION CORP	COM	555904101	102	4075	SH	SOLE		4075	0	0
MARATHON OIL CORP	COM	565849106	1438	38000	SH	OTHER	01	12300	25700	0
MARINEMAX INC	COM	567908108	20	700	SH	SOLE		700	0	0
MARSHALL & ILSLEY CORP	COM	571834100	2150	55000	SH	OTHER	01	18200	36800	0
MATTSON TECHNOLOGY INC	COM	577223100	16	1300	SH	SOLE		1300	0	0
MAVERICK TUBE CORP	COM	577914104	512	19500	SH	SOLE		19500	0	0
MAXIM INTEGRATED PRODS INC	COM	57772K101	241	4600	SH	OTHER	01	0	4600	0
MBNA CORP	COM	55262L100	108	4200	SH	SOLE		4200	0	0
MCCLATCHY CO	CL A	579489105	5282	75300	SH	OTHER	01	44800	30500	0
MCDATA CORP	CL A	580031201	0	52	SH	OTHER	01	7	45	0
MCDONALDS CORP	COM	580135101	31718	1219940	SH	OTHER	01	1206940	13000	0
MCGRAW HILL COS INC	COM	580645109	39931	521491	SH	OTHER	01	514196	7295	0
MDU RES GROUP INC	COM	552690109	11526	479650	SH	OTHER	01	387450	92200	0
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	14147	377249	SH	OTHER	01	373352	3897	0
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	879	22000	SH	SOLE		22000	0	0
MEMC ELECTR MATLS INC	COM	552715104	2028	205300	SH	OTHER	01	76900	128400	0
MENS WEARHOUSE INC	COM	587118100	603	22850	SH	SOLE		22850	0	0
MERCK & CO INC	COM	589331107	118693	2498804	SH	OTHER	01	2470886	27918	0
METLIFE INC	COM	59156R108	79	2200	SH	SOLE		2200	0	0
MICROS SYS INC	COM	594901100	5	100	SH	SOLE		100	0	0
MICROSEMI CORP	COM	595137100	337	23700	SH	SOLE		23700	0	0
MICROSOFT CORP	COM	594918104	145818	5105665	SH	OTHER	01	5049300	56365	0
MID-AMER APT CMNTYS INC	COM	59522J103	330	8700	SH	SOLE		8700	0	0
MILLS CORP	COM	601148109	196	4200	SH	SOLE		4200	0	0
MOHAWK INDS INC	COM	608190104	185	2525	SH	SOLE		2525	0	0
MOLEX INC	COM	608554101	9630	300185	SH	OTHER	01	299435	750	0
MONACO COACH CORP	COM	60886R103	28	1000	SH	SOLE		1000	0	0

MONSANTO CO NEW	COM	61166W101	0	1	SH	SOLE		1	0	0
MOODYS CORP	COM	615369105	34044	526505	SH	OTHER	01	500705	25800	0
MOOG INC	CL A	615394202	366	9850	SH	SOLE		9850	0	0
MORGAN STANLEY	COM NEW	617446448	306	5800	SH	SOLE		5800	0	0
MOTOROLA INC	COM	620076109	28586	1566355	SH	OTHER	01	1554505	11850	0
MOVIE GALLERY INC	COM	624581104	141	7200	SH	SOLE		7200	0	0
MYLAN LABS INC	COM	628530107	4817	237875	SH	OTHER	01	151175	86700	0
NATIONAL CITY CORP	COM	635405103	28	800	SH	SOLE		800	0	0
NATIONAL SEMICONDUCTOR CORP	COM	637640103	29280	1331500	SH	SOLE		1331500	0	0
NCO GROUP INC	COM	628858102	398	14900	SH	SOLE		14900	0	0
NCR CORP NEW	COM	62886E108	21851	440640	SH	OTHER	01	411815	28825	0
NEIMAN MARCUS GROUP INC	CL A	640204202	10448	187750	SH	OTHER	01	182850	4900	0
NEW CENTURY FINANCIAL CORP	COM	64352D101	438	9350	SH	SOLE		9350	0	0
NEW PLAN EXCEL RLTY TR INC	COM	648053106	119	5100	SH	OTHER	01	0	5100	0
NEW YORK CMNTY BANCORP INC	COM	649445103	0	10	SH	SOLE		10	0	0
NEWFIELD EXPL CO	COM	651290108	26181	469706	SH	OTHER	01	420606	49100	0
NEXTEL COMMUNICATIONS INC	CL A	65332V103	42262	1585230	SH	OTHER	01	1561205	24025	0
NEXTEL PARTNERS INC	CL A	65333F107	151	9500	SH	SOLE		9500	0	0
NORDSTROM INC	COM	655664100	1479	34700	SH	OTHER	01	11400	23300	0
NORTHEAST UTILS	COM	664397106	15962	819800	SH	OTHER	01	744800	75000	0
NORTHROP GRUMMAN CORP	COM	666807102	32626	607565	SH	OTHER	01	600765	6800	0
NSTAR	COM	67019E107	10215	213353	SH	OTHER	01	207753	5600	0
NUCOR CORP	COM	670346105	31164	405990	SH	OTHER	01	376340	29650	0
NVR INC	COM	62944T105	2227	4600	SH	OTHER	01	0	4600	0
OCCIDENTAL PETE CORP DEL	COM	674599105	48363	999035	SH	OTHER	01	991860	7175	0
OCEANEERING INTL INC	COM	675232102	140	4100	SH	SOLE		4100	0	0
OCULAR SCIENCES INC	COM	675744106	224	5900	SH	SOLE		5900	0	0
OFFSHORE LOGISTICS INC	COM	676255102	534	19000	SH	SOLE		19000	0	0
OLD REP INTL CORP	COM	680223104	162	6823	SH	SOLE		6823	0	0
ON SEMICONDUCTOR CORP	COM	682189105	31	6200	SH	SOLE		6200	0	0
ONEOK INC NEW	COM	682680103	21471	976410	SH	OTHER	01	887010	89400	0
ORACLE CORP	COM	68389X105	56353	4723651	SH	OTHER	01	4670016	53635	0
ORIENTAL FINL GROUP INC	COM	68618W100	346	12800	SH	SOLE		12800	0	0
OSHKOSH TRUCK CORP	COM	688239201	390	6800	SH	SOLE		6800	0	0
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	22	500	SH	SOLE		500	0	0
PACCAR INC	COM	693718108	3069	52915	SH	OTHER	01	17440	35475	0
PACIFICARE HEALTH SYS DEL	COM	695112102	18752	485050	SH	OTHER	01	424550	60500	0
PARKWAY PPTYS INC	COM	70159Q104	22	500	SH	SOLE		500	0	0
PATINA OIL & GAS CORP	COM	703224105	374	12508	SH	SOLE		12508	0	0
PATERSON UTI ENERGY INC	COM	703481101	8210	245725	SH	OTHER	01	239225	6500	0
PEDIATRIX MED GROUP	COM	705324101	531	7600	SH	SOLE		7600	0	0
PEPSI BOTTLING GROUP INC	COM	713409100	7940	260000	SH	SOLE		260000	0	0
PEPSIAMERICAS INC	COM	71343P200	8152	383800	SH	OTHER	01	316400	67400	0
PEPSICO INC	COM	713448108	66249	1229566	SH	OTHER	01	1218687	10879	0
PERKINELMER INC	COM	714046109	114	5700	SH	SOLE		5700	0	0
PERRIGO CO	COM	714290103	8760	461775	SH	OTHER	01	409875	51900	0
PFIZER INC	COM	717081103	171295	4996944	SH	OTHER	01	4935854	61090	0
PG&E CORP	COM	69331C108	3062	109600	SH	OTHER	01	32100	77500	0
PHELPS DODGE CORP	COM	717265102	1302	16800	SH	OTHER	01	5500	11300	0
PHOTRONICS INC	COM	719405102	295	15600	SH	SOLE		15600	0	0
PILGRIMS PRIDE CORP	COM	721467108	234	8100	SH	SOLE		8100	0	0
PIPER JAFFRAY COS	COM	724078100	1	18	SH	OTHER	01	2	16	0
PLANTRONICS INC NEW	COM	727493108	10527	250050	SH	OTHER	01	243350	6700	0
PMI GROUP INC	COM	69344M101	2737	62900	SH	OTHER	01	11500	51400	0
POGO PRODUCING CO	COM	730448107	21083	426775	SH	OTHER	01	364275	62500	0
POLARIS INDS INC	COM	731068102	13346	278039	SH	OTHER	01	227639	50400	0
POLYCOM INC	COM	73172K104	15570	694800	SH	OTHER	01	574200	120600	0
POLYONE CORP	COM	73179P106	548	73600	SH	SOLE		73600	0	0
PRAXAIR INC	COM	74005P104	1934	48450	SH	OTHER	01	19350	29100	0
PRECISION CASTPARTS CORP	COM	740189105	17173	314000	SH	OTHER	01	281100	32900	0
PROCTER & GAMBLE CO	COM	742718109	43747	803584	SH	OTHER	01	795634	7950	0
PROGRESS SOFTWARE CORP	COM	743312100	113	5200	SH	SOLE		5200	0	0
PROTECTIVE LIFE CORP	COM	743674103	11352	293565	SH	OTHER	01	238265	55300	0
PROTEIN DESIGN LABS INC	COM	74369L103	31	1600	SH	SOLE		1600	0	0
PROVIDIAN FINL CORP	COM	74406A102	7733	527100	SH	OTHER	01	512800	14300	0
PROVINCE HEALTHCARE CO	COM	743977100	343	20000	SH	SOLE		20000	0	0
PRUDENTIAL FINL INC	COM	744320102	34425	740800	SH	OTHER	01	732800	8000	0
PSS WORLD MED INC	COM	69366A100	427	38100	SH	SOLE		38100	0	0
PTEK HLDGS INC	COM	69366M104	3909	339000	SH	OTHER	01	330500	8500	0
QUALCOMM INC	COM	747525103	8364	114600	SH	SOLE		114600	0	0
QUESTAR CORP	COM	748356102	21844	565325	SH	OTHER	01	455225	110100	0
QUIKSILVER INC	COM	74838C106	155	6500	SH	SOLE		6500	0	0
R & G FINANCIAL CORP	CL B	749136107	850	25700	SH	SOLE		25700	0	0
RADIOSHACK CORP	COM	750438103	12869	449500	SH	OTHER	01	444500	5000	0
RADISYS CORP	COM	750459109	334	18000	SH	SOLE		18000	0	0
RALCORP HLDGS INC NEW	COM	751028101	32	900	SH	SOLE		900	0	0
RAYOVAC CORP	COM	755081106	433	15400	SH	SOLE		15400	0	0
RELIANT ENERGY INC	COM	75952B105	2077	191800	SH	OTHER	01	72200	119600	0
RENAISSANCE RE HLDGS LTD	COM	G7496G103	127	2350	SH	SOLE		2350	0	0
RENAL CARE GROUP INC	COM	759930100	9375	282986	SH	OTHER	01	240336	42650	0
RENT A CTR INC NEW	COM	76009N100	20174	674027	SH	OTHER	01	544177	129850	0
RENT WAY INC	COM	76009U104	113	12600	SH	SOLE		12600	0	0
REPUBLIC BANCORP INC	COM	760282103	309	22200	SH	SOLE		22200	0	0
REPUBLIC SVCS INC	COM	760759100	1276	44100	SH	OTHER	01	14500	29600	0
RESPIRONICS INC	COM	761230101	494	8400	SH	SOLE		8400	0	0

REYNOLDS R J TOB HLDGS INC	COM	76182K105	4833	71500	SH	OTHER	01	52700	18800	0
ROCKWELL COLLINS INC	COM	774341101	9387	281708	SH	OTHER	01	248908	32800	0
RSA SEC INC	COM	749719100	217	10600	SH	SOLE		10600	0	0
RUBY TUESDAY INC	COM	781182100	7021	255775	SH	OTHER	01	249375	6400	0
RYANS RESTAURANT GROUP INC	COM	783520109	228	14450	SH	SOLE		14450	0	0
RYDER SYS INC	COM	783549108	54256	1354035	SH	OTHER	01	1278435	75600	0
SAKS INC	COM	79377W108	12900	859999	SH	OTHER	01	727299	132700	0
SANMINA SCI CORP	COM	800907107	4863	534400	SH	SOLE		534400	0	0
SCANA CORP NEW	COM	80589M102	257	7075	SH	SOLE		7075	0	0
SCANSOURCE INC	COM	806037107	523	8800	SH	SOLE		8800	0	0
SCHEIN HENRY INC	COM	806407102	13	200	SH	SOLE		200	0	0
SCIENTIFIC ATLANTA INC	COM	808655104	16556	479875	SH	OTHER	01	445075	34800	0
SCS TRANSN INC	COM	81111T102	251	9500	SH	SOLE		9500	0	0
SEARS ROEBUCK & CO	COM	812387108	27547	729520	SH	OTHER	01	696080	33440	0
SEATTLE GENETICS INC	COM	812578102	13	1800	SH	SOLE		1800	0	0
SEI INVESTMENTS CO	COM	784117103	7671	264150	SH	OTHER	01	228750	35400	0
SELECTIVE INS GROUP INC	COM	816300107	514	12900	SH	SOLE		12900	0	0
SERENA SOFTWARE INC	COM	817492101	233	12200	SH	SOLE		12200	0	0
SEROLOGICALS CORP	COM	817523103	18	900	SH	SOLE		900	0	0
SHERWIN WILLIAMS CO	COM	824348106	16092	387300	SH	OTHER	01	348400	38900	0
SIERRA HEALTH SVCS INC	COM	826322109	805	18000	SH	SOLE		18000	0	0
SIGMA ALDRICH CORP	COM	826552101	22109	370900	SH	OTHER	01	336300	34600	0
SILGAN HOLDINGS INC	COM	827048109	181	4500	SH	SOLE		4500	0	0
SILICON LABORATORIES INC	COM	826919102	13059	281750	SH	OTHER	01	249550	32200	0
SILICON STORAGE TECHNOLOGY I	COM	827057100	11	1100	SH	SOLE		1100	0	0
SIMON PPTY GROUP INC NEW	COM	828806109	6546	127300	SH	SOLE		127300	0	0
SKYWEST INC	COM	830879102	456	26200	SH	SOLE		26200	0	0
SKYWORKS SOLUTIONS INC	COM	83088M102	102	11700	SH	SOLE		11700	0	0
SL GREEN RLTG CORP	COM	78440X101	145	3100	SH	SOLE		3100	0	0
SMITH INTL INC	COM	832110100	39431	707150	SH	OTHER	01	653350	53800	0
SMUCKER J M CO	COM NEW	832696405	374	8143	SH	OTHER	01	8121	22	0
SOLA INTL INC	COM	834092108	112	6500	SH	SOLE		6500	0	0
SONIC AUTOMOTIVE INC	CL A	83545G102	16	700	SH	SOLE		700	0	0
SONICWALL INC	COM	835470105	162	18800	SH	SOLE		18800	0	0
SOURCECORP	COM	836167106	19	700	SH	SOLE		700	0	0
SOUTHERN UN CO NEW	COM	844030106	398	18900	SH	SOLE		18900	0	0
SOUTHSIDE BANCSHARES INC	COM	84470P109	48	2300	SH	SOLE		2300	0	0
SOUTHWEST BANCORP INC OKLA	COM	844767103	243	13300	SH	SOLE		13300	0	0
SOUTHWESTERN ENERGY CO	COM	845467109	485	16900	SH	SOLE		16900	0	0
SOVEREIGN BANCORP INC	COM	845905108	4363	197400	SH	OTHER	01	191800	5600	0
SPDR TR	UNIT SER 1	78462F103	1225	10700	SH	SOLE		10700	0	0
SPORTS AUTH INC NEW	COM	84917U109	149	4148	SH	SOLE		4148	0	0
SPRINT CORP	COM FON GROUP	852061100	11920	677300	SH	OTHER	01	670900	6400	0
SRA INTL INC	CL A	78464R105	25	600	SH	SOLE		600	0	0
ST JUDE MED INC	COM	790849103	159	2100	SH	SOLE		2100	0	0
ST PAUL TRAVELERS INC	COM	792860108	892	22004	SH	SOLE		22004	0	0
STANDARD PAC CORP NEW	COM	85375C101	912	18500	SH	SOLE		18500	0	0
STANLEY WKS	COM	854616109	39584	868455	SH	OTHER	01	824030	44425	0
STARTEK INC	COM	85569C107	215	6000	SH	SOLE		6000	0	0
STEAK N SHAKE CO	COM	857873103	13	700	SH	SOLE		700	0	0
STEEL DYNAMICS INC	COM	858119100	1034	36100	SH	SOLE		36100	0	0
STEEL TECHNOLOGIES INC	COM	858147101	539	24400	SH	SOLE		24400	0	0
STERLING FINL CORP	COM	859317109	307	11775	SH	SOLE		11775	0	0
STERLING FINL CORP WASH	COM	859319105	292	9174	SH	SOLE		9174	0	0
STONE ENERGY CORP	COM	861642106	23	500	SH	SOLE		500	0	0
STORAGE TECHNOLOGY CORP	COM PAR \$0.10	862111200	20217	697150	SH	SOLE		697150	0	0
STRYKER CORP	COM	863667101	1678	30500	SH	SOLE		30500	0	0
SUNGARD DATA SYS INC	COM	867363103	447	17200	SH	SOLE		17200	0	0
SUPERVALU INC	COM	868536103	21885	714953	SH	OTHER	01	634353	80600	0
SWIFT ENERGY CO	COM	870738101	413	18700	SH	SOLE		18700	0	0
SYBASE INC	COM	871130100	101	5600	SH	SOLE		5600	0	0
SYMANTEC CORP	COM	871503108	21095	481830	SH	OTHER	01	479830	2000	0
SYNNEX CORP	COM	87162W100	20	1300	SH	SOLE		1300	0	0
SYPRIS SOLUTIONS INC	COM	871655106	17	900	SH	SOLE		900	0	0
TALX CORP	COM	874918105	169	6900	SH	SOLE		6900	0	0
TANGER FACTORY OUTLET CTRS I	COM	875465106	23	600	SH	SOLE		600	0	0
TANOX INC	COM	87588Q109	17	900	SH	SOLE		900	0	0
TBC CORP	COM	872180104	182	7650	SH	SOLE		7650	0	0
TCF FINL CORP	COM	872275102	6415	110500	SH	OTHER	01	107300	3200	0
TECHNE CORP	COM	878377100	26	600	SH	SOLE		600	0	0
TEKTRONIX INC	COM	879131100	4610	135500	SH	OTHER	01	110200	25300	0
TELIK INC	COM	87959M109	14	600	SH	SOLE		600	0	0
TEREX CORP NEW	COM	880779103	41	1200	SH	SOLE		1200	0	0
TESORO PETE CORP	COM	881609101	315	11400	SH	SOLE		11400	0	0
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	0	1	SH	SOLE		1	0	0
TEXAS INSTRS INC	COM	882508104	18072	747410	SH	OTHER	01	737730	9680	0
TEXTRON INC	COM	883203101	22031	371200	SH	OTHER	01	363500	7700	0
THQ INC	COM NEW	872443403	552	24100	SH	SOLE		24100	0	0
TIDEWATER INC	COM	886423102	7889	264725	SH	OTHER	01	258125	6600	0
TIMBERLAND CO	CL A	887100105	10664	165110	SH	OTHER	01	133710	31400	0
TIME WARNER INC	COM	887317105	51369	2922037	SH	OTHER	01	2881347	40690	0
TJX COS INC NEW	COM	872540109	779	32250	SH	SOLE		32250	0	0
TOLL BROTHERS INC	COM	889478103	140	3300	SH	SOLE		3300	0	0
TORCHMARK CORP	COM	891027104	42015	780956	SH	OTHER	01	721431	59525	0
TORO CO	COM	891092108	729	10400	SH	SOLE		10400	0	0

TRIAD HOSPITALS INC	COM	89579K109	7189	193107	SH	OTHER	01	188207	4900	0
TXU CORP	COM	873168108	74199	1831615	SH	OTHER	01	1743015	88600	0
TYCO INTL LTD NEW	COM	902124106	101495	3062625	SH	OTHER	01	3030600	32025	0
TYSON FOODS INC	CL A	902494103	37806	1804600	SH	OTHER	01	1529800	274800	0
UGI CORP NEW	COM	902681105	252	7850	SH	SOLE		7850	0	0
UICI	COM	902737105	352	14800	SH	SOLE		14800	0	0
UNIONBANCAL CORP	COM	908906100	2356	41772	SH	OTHER	01	11172	30600	0
UNITED NAT FOODS INC	COM	911163103	460	15900	SH	SOLE		15900	0	0
UNITED ONLINE INC	COM	911268100	123	7000	SH	SOLE		7000	0	0
UNITED RENTALS INC	COM	911363109	301	16800	SH	SOLE		16800	0	0
UNITED STATES STL CORP NEW	COM	912909108	144	4100	SH	SOLE		4100	0	0
UNITED SURGICAL PARTNERS INT	COM	913016309	182	4600	SH	SOLE		4600	0	0
UNITED TECHNOLOGIES CORP	COM	913017109	69	750	SH	SOLE		750	0	0
UNITEDHEALTH GROUP INC	COM	91324P102	20387	327500	SH	OTHER	01	321700	5800	0
UNIVERSAL AMERN FINL CORP	COM	913377107	210	19100	SH	SOLE		19100	0	0
UNIVERSAL COMPRESSION HLDGS	COM	913431102	466	15200	SH	SOLE		15200	0	0
UNIVERSAL CORP VA	COM	913456109	10	200	SH	SOLE		200	0	0
URBAN OUTFITTERS INC	COM	917047102	286	4700	SH	SOLE		4700	0	0
URS CORP NEW	COM	903236107	704	25700	SH	SOLE		25700	0	0
US ONCOLOGY INC	COM	90338W103	371	25200	SH	SOLE		25200	0	0
VALASSIS COMMUNICATIONS INC	COM	918866104	5651	185450	SH	OTHER	01	148050	37400	0
VALERO ENERGY CORP NEW	COM	91913Y100	2906	39400	SH	OTHER	01	10100	29300	0
VARIAN MED SYS INC	COM	92220P105	4532	57110	SH	OTHER	01	54010	3100	0
VARIAN SEMICONDUCTOR EQUIPMN	COM	92220T105	339	8800	SH	SOLE		8800	0	0
VERIZON COMMUNICATIONS	COM	92343V104	1409	38922	SH	SOLE		38922	0	0
VIACOM INC	CL A	925524100	1	25	SH	OTHER	01	0	25	0
VIACOM INC	CL B	925524308	49895	1396838	SH	OTHER	01	1379613	17225	0
VISHAY INTERTECHNOLOGY INC	COM	928298108	6289	338500	SH	OTHER	01	257900	80600	0
WACHOVIA CORP 2ND NEW	COM	929903102	103821	2333050	SH	OTHER	01	2299875	33175	0
WAL MART STORES INC	COM	931142103	58680	1112214	SH	OTHER	01	1106299	5915	0
WASHINGTON MUT INC	COM	939322103	11147	288480	SH	OTHER	01	283680	4800	0
WASHINGTON POST CO	CL B	939640108	8900	9570	SH	OTHER	01	9340	230	0
WATTS WATER TECHNOLOGIES INC	CL A	942749102	636	23600	SH	SOLE		23600	0	0
WEBSense INC	COM	947684106	231	6200	SH	SOLE		6200	0	0
WELLPOINT HEALTH NETWORK NEW	COM	94973H108	38050	339705	SH	SOLE		339705	0	0
WELLS FARGO & CO NEW	COM	949746101	45156	789031	SH	OTHER	01	780891	8140	0
WESTERN WIRELESS CORP	CL A	95988E204	523	18100	SH	OTHER	01	0	18100	0
WESTWOOD ONE INC	COM	961815107	970	40775	SH	OTHER	01	20375	20400	0
WHITNEY HLDG CORP	COM	966612103	344	7700	SH	SOLE		7700	0	0
WOLVERINE WORLD WIDE INC	COM	978097103	268	10200	SH	SOLE		10200	0	0
WORLD ACCEP CORP DEL	COM	981419104	213	11600	SH	SOLE		11600	0	0
XTO ENERGY INC	COM	98385X106	75	2525	SH	SOLE		2525	0	0
YELLOW ROADWAY CORP	COM	985577105	490	12300	SH	SOLE		12300	0	0
YUM BRANDS INC	COM	988498101	31519	846835	SH	OTHER	01	844460	2375	0
ZALE CORP NEW	COM	988858106	398	14600	SH	SOLE		14600	0	0
ZIMMER HLDGS INC	COM	98956P102	13990	158620	SH	OTHER	01	157920	700	0
ZIONS BANCORPORATION	COM	989701107	4166	67800	SH	OTHER	01	65900	1900	0

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