

SECURITIES AND EXCHANGE COMMISSION

FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

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FILER

MUTUAL OF AMERICA CAPITAL MANAGEMENT CORP

CIK: [922127](#) | IRS No.: **000000000** | State of Incorp.: **DE** | Fiscal Year End: **1231**
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[Signature]

[City, State]

[Date]

Report Type (Check only one.):

/X/ 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).)

/ / 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:

[If there are no entries in this list, omit this section.]

Form 13F File Number

Name

28-

Mutual of America Capital Management Corporation

[Repeat as necessary.]

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 1,143

Form 13F Information Table Value Total: \$2,969,133

(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.

NONE

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MUTUAL OF AMERICA CAPITAL MANAGEMENT

FORM 13F FOR QUARTER ENDING DECEMBER 31, 2012

Name of Reporting Manager: Mutual of America Capital Management

FORM 13F INFORMATION TABLE

<Table>

<Caption>

NAME OF ISSUER	TICKER	CUSIP	SHARES	PRICE	VALUE
<S>	<C>	<C>	<C>	<C>	<C>
ADT Corp.	ADT	00101J106	23,458	46.4901	1,091
AFC Enterprises Inc.	AFCE	00104Q107	201,039	26.1300	5,253
Aflac, Inc.	AFL	001055102	46,753	53.1200	2,484
AGCO Corp.	AGCO	001084102	54,364	49.1200	2,670
AGL Resources Inc.	GAS	001204106	11,557	39.9700	462
AES Corporation	AES	00130H105	61,461	10.7000	658
AMC Networks Inc	AMCX	00164V103	31,770	49.5000	1,573
AOL Inc	AOL	00184X105	45,785	29.6100	1,356
AT&T Corp.	T	00206R102	704,722	33.7100	23,756
AZZ Inc	AZZ	002474104	238,093	38.4300	9,150
Aaron's Inc.	AAN	002535300	38,596	28.2800	1,091
Abbott Laboratories	ABT	002824100	174,806	65.5000	11,450
Abercrombie & Fitch Co. Cl A	ANF	002896207	22,785	47.9700	1,093
Abiomed Inc	ABMD	003654100	116,614	13.4600	1,570
ACI Worldwide Inc	ACIW	004498101	20,937	43.6900	915
Acorda Therapeutics Inc	ACOR	00484M106	24,455	24.8600	608
Actuant Corp	ATU	00508X203	138,948	27.9100	3,878
Acuity Brands Inc	AYI	00508Y102	22,734	67.7300	1,540
Acxiom Corp.	ACXM	005125109	41,311	17.4600	721
Adobe Systems Inc	ADBE	00724F101	48,889	37.6800	1,842
Adtran, Inc.	ADTN	00738A106	134,446	19.5400	2,627
ADVANCE AUTO PARTS INC	AAP	00751Y106	40,604	72.3500	2,938
Advisory Board Co/The	ABCO	00762W107	68,663	46.7900	3,213
Aecom Technology Corp.	ACM	00766T100	58,916	23.8000	1,402
Aeropostale Inc	ARO	007865108	43,794	13.0100	570
Advanced Micro Devices Inc	AMD	007903107	65,443	2.4000	157
Advent Software, Inc.	ADVS	007974108	17,182	21.3800	367
AETNA INC	AET	00817Y108	33,127	46.3000	1,534
Affiliated Managers Group Inc	AMG	008252108	28,688	130.1500	3,734
Agilent Technologies Inc	A	00846U101	35,306	40.9400	1,445
Agnico-Eagle Mines Ltd	AEM	008474108	10,372	52.4600	544
Air Products & Chemicals Inc	APD	009158106	21,017	84.0200	1,766
Airgas, Inc.	ARG	009363102	7,357	91.2900	672
Akamai Technologies Inc.	AKAM	00971T101	18,223	40.9100	746
Alaska Air Group, Inc.	ALK	011659109	133,382	43.0900	5,747
Albemarle Corp	ALB	012653101	48,530	62.1200	3,015
Alcoa Inc	AA	013817101	109,322	8.6800	949
Alexander & Baldwin, Inc.	ALEX	014491104	23,249	29.3700	683

Alexandria Real Estate Equities	ARE	015271109	34,325	69.3200	2,379
Alexion Pharmaceuticals Inc.	ALXN	015351109	20,342	93.8100	1,908
Allegheny Corp.	Y	017175100	9,230	335.4200	3,096
Allegheny Technologies Inc	ATI	01741R102	10,571	30.3600	321
Allegiant Travel Co.	ALGT	01748X102	16,500	73.4100	1,211
Allergan, Inc.	AGN	018490102	30,786	91.7300	2,824
Alliance Data Systems	ADS	018581108	26,865	144.7600	3,889
Alliant Energy Corp	LNT	018802108	60,617	43.9100	2,662
Alliant TechSystems Inc.	ATK	018804104	17,578	61.9600	1,089
Allied Nevada Gold Corp.	ANV	019344100	51,005	30.1300	1,537
Allscripts Healthcare Solution	MDRX	01988P108	108,401	9.4200	1,021
Allstate Corp	ALL	020002101	48,215	40.1700	1,937
Alnylam Pharmaceuticals	ALNY	02043Q107	101,919	18.2500	1,860
Alpha Natural Resources Inc.	ANR	02076X102	128,201	9.7400	1,249
Altera Corp	ALTR	021441100	57,528	34.4400	1,981
Altria Group Inc	MO	02209S103	202,718	31.4200	6,369
Amazon.com, Inc.	AMZN	023135106	51,583	251.1400	12,955
Ameren Corporation	AEE	023608102	59,099	30.7200	1,816
American Assets Trust Inc.	AAT	024013104	63,232	27.9300	1,766
American Axle & Manufacturing	AXL	024061103	288,203	11.2000	3,228
American Campus Communities	ACC	024835100	55,466	46.1300	2,559
American Electric Power	AEP	025537101	48,424	42.6800	2,067
American Eagle Outfitters	AEO	02553E106	98,498	20.5100	2,020
American Express	AXP	025816109	97,245	57.4800	5,590
American Financial Group	AFG	025932104	63,564	39.5200	2,512
American International Group	AIG	026874784	209,920	35.3000	7,410
American Tower Corp	AMT	03027X100	39,225	77.2700	3,031
AmerisourceBergen Corp	ABC	03073E105	51,303	43.1800	2,215
Ameriprise Financial	AMP	03076C106	36,060	62.6300	2,258
Ametek Inc.	AME	031100100	134,506	37.5700	5,053
Amgen, Inc.	AMGN	031162100	77,425	86.3200	6,683
Amphenol Corp	APH	032095101	16,987	64.7000	1,099
AmREIT Inc.	AMRE	03216B208	56,300	17.1500	966
Anadarko Petroleum Corp.	APC	032511107	79,467	74.3100	5,905
Analog Devices Inc.	ADI	032654105	30,071	42.0600	1,265
Anixter International Inc	AXE	035290105	14,190	63.9800	908
ANN Inc	ANN	035623107	108,349	33.8400	3,667
Annaly Capital Management Inc	NLY	035710409	17,226	14.0400	242
Ansys Inc	ANSS	03662Q105	50,372	67.3400	3,392
Apache Corp	APA	037411105	59,319	78.5000	4,657
Apartment Invt & Mgmt Co.	AIV	03748R101	14,010	27.0600	379

Apollo Group A	APOL	037604105	10,689	20.9200	224
Apollo Investment Corp.	AINV	03761U106	107,975	8.3600	903
Apple Inc	AAPL	037833100	119,887	533.0300	63,903
Applied Materials, Inc.	AMAT	038222105	117,983	11.4400	1,350
Applied Neurosolutions Inc.	APSN	03823Y203	6,211	0.0030	0
Aptargroup Inc	ATR	038336103	35,347	47.7200	1,687
Aqua America Inc	WTR	03836W103	76,264	25.4200	1,939
Arch Coal Inc.	ACI	039380100	119,874	7.3200	877
Archer-Daniels-Midland Co.	ADM	039483102	66,164	27.3900	1,812
Arris Group Inc	ARRS	04269Q100	57,953	14.9400	866
Arrow Electronics, Inc.	ARW	042735100	57,943	38.0800	2,206
Aruba Networks Inc.	ARUN	043176106	45,719	20.7500	949
Ascena Retail Group Inc.	ASNA	04351G101	68,796	18.4900	1,272
Ashford Hospitality Trust Inc	AHT	044103109	175,349	10.5100	1,843
Ashland Inc.	ASH	044209104	39,753	80.4100	3,197
Associated Banc-Corp.	ASBC	045487105	127,225	13.1200	1,669
Associated Estates Realty Corp.	AEC	045604105	122,591	16.1200	1,976
Assurant Inc	AIZ	04621X108	11,435	34.7000	397
Astoria Financial Corp.	AF	046265104	45,537	9.3600	426
Astronics Corp.	ATRO	046433108	122,275	22.8800	2,798
Astronics Corp.	ATROB	046433207	18,010	21.7003	391
AthenaHealth Inc.	ATHN	04685W103	29,900	73.4500	2,196
Atmel Corp.	ATML	049513104	232,410	6.5500	1,522
Atmos Energy Corp	ATO	049560105	66,934	35.1200	2,351
Atwood Oceanics Inc.	ATW	050095108	37,213	45.7900	1,704
Autodesk, Inc.	ADSK	052769106	22,507	35.3500	796
Automatic Data Processing, Inc	ADP	053015103	75,652	57.0100	4,313
Autonation Inc	AN	05329W102	3,892	39.7000	155
AutoZone, Inc.	AZO	053332102	3,928	354.4300	1,392
Avalonbay Communities Inc	AVB	053484101	11,102	135.5900	1,505
Avery Dennison Corp.	AVY	053611109	9,816	34.9200	343
Avista Corp	AVA	05379B107	159,034	24.1100	3,834
Avnet, Inc.	AVT	053807103	84,280	30.6100	2,580
Avon Products, Inc.	AVP	054303102	62,758	14.3600	901
BB&T Corporation	BBT	054937107	131,459	29.1100	3,827
BOK Financial Corp	BOKF	05561Q201	12,850	54.4600	700
BRE Properties	BRE	05564E106	40,246	50.8300	2,046
BMC Software Inc	BMC	055921100	14,988	39.6600	594
Baker Hughes, Inc.	BHI	057224107	44,759	40.8400	1,828
Ball Corp.	BLL	058498106	51,143	44.7500	2,289
Bally Technologies Inc.	BYI	05874B107	68,125	44.7100	3,046
Bancfirst Corp	BANF	05945F103	46,293	42.3600	1,961
Bancorpsouth Inc	BXS	059692103	45,070	14.5400	655
BankAmerica Corp.	BAC	060505104	1,300,163	11.6000	15,082
Bank of Hawaii Corp	BOH	062540109	24,360	44.0500	1,073
Bank of Marin Bancorp.	BMRC	063425102	30,628	37.4600	1,147
Bank of New York Mellon Corp.	BK	064058100	115,983	25.7000	2,981

Banner Corp	BANR	06652V208	49,668	30.7300	1,526
Bard (C.R.), Inc.	BCR	067383109	7,917	97.7400	774
Barnes & Noble, Inc.	BKS	067774109	21,714	15.0900	328
Bill Barrett Corp	BBG	06846N104	27,439	17.7900	488
Bassett Furniture Industries I	BSET	070203104	300,982	12.4700	3,753
Baxter International, Inc.	BAX	071813109	54,345	66.6600	3,623
BE Aerospace, Inc.	BEAV	073302101	55,235	49.4000	2,729
Beacon Roofing Supply Inc.	BECN	073685109	75,403	33.2800	2,509
Beam Inc.	BEAM	073730103	15,905	61.0900	972
Bebe Stores Inc.	BEBE	075571109	407,247	3.9900	1,625
Becton Dickinson & Co.	BDX	075887109	19,547	78.1900	1,528
Bed Bath & Beyond, Inc.	BBBY	075896100	24,501	55.9100	1,370
Bemis Co.	BMS	081437105	10,095	33.4600	338
W.R. Berkley Corp.	WRB	084423102	59,534	37.7400	2,247
Berkshire Hathaway, Inc.	BRK/B	084670702	205,860	89.7000	18,466
Best Buy Co., Inc.	BBY	086516101	27,223	11.8500	323
Big Lots Inc	BIG	089302103	5,892	28.4600	168
BIO-RAD LABORATORIES INC	BIO	090572207	11,000	105.0500	1,156
Biogen Idec Inc	BIIB	09062X103	29,385	146.6700	4,310
BioMed Realty Trust Inc	BMR	09063H107	81,215	19.3300	1,570
BioScrip	BIOS	09069N108	265,615	10.7700	2,861
Biospecifics Technologies Corp.	BSTC	090931106	57,986	14.9500	867
Black Hills Corp.	BKH	092113109	96,040	36.3400	3,490
BlackRock Inc	BLK	09247X101	12,387	206.7100	2,561
Block (H. & R.), Inc.	HRB	093671105	27,153	18.5700	504
Bob Evans Farms, Inc.	BOBE	096761101	15,436	40.2000	621
Boeing Co.	BA	097023105	111,743	75.3600	8,421
Boise Inc.	BZ	09746Y105	730,703	7.9500	5,809
Borg-Warner Inc.	BWA	099724106	20,869	71.6200	1,495
Boston Properties Inc.	BXP	101121101	14,764	105.8100	1,562
Boston Scientific	BSX	101137107	137,012	5.7300	785
Brandywine Realty Trust	BDN	105368203	42,060	12.1900	513
Brightcove Inc.	BCOV	10921T101	161,275	9.0400	1,458
Brinker International, Inc.	EAT	109641100	40,037	30.9900	1,241
Brinks Co.	BCO	109696104	26,078	28.5300	744
Bristol-Myers Squibb Co.	BMJ	110122108	165,587	32.5900	5,396
Broadcom Corp	BRCM	111320107	89,922	33.2100	2,986
Broadridge Financial Solutions	BR	11133T103	66,956	22.8800	1,532
Brookline Bancorp Inc	BRKL	11373M107	312,654	8.5000	2,658
Brown & Brown Inc.	BRO	115236101	64,969	25.4600	1,654
Brown-Forman Corp	BF/B	115637209	15,174	63.2501	960
Bruker Corp.	BRKR	116794108	96,323	15.2700	1,471
Bryn Mawr Bank Corp.	BMTC	117665109	91,157	22.2700	2,030
Buckeye Technologies Inc	BKI	118255108	74,831	28.7100	2,148
CBL & Associates Properties Inc	CBL	124830100	31,240	21.2100	663
CBS Corp.	CBS	124857202	57,327	38.0500	2,181
CBOE Holdings Inc.	CBOE	12503M108	45,831	29.4600	1,350

CBRE Group Inc.	CBG	12504L109	30,649	19.9000	610
CF Industries Holdings Inc	CF	125269100	13,249	203.1600	2,692
C.H. Robinson Worldwide, Inc.	CHRW	12541W209	15,971	63.2200	1,010
CIGNA Corp	CI	125509109	40,184	53.4600	2,148
Cleco Corporation	CNL	12561W105	32,693	40.0100	1,308
CME Group Inc	CME	12572Q105	31,082	50.7100	1,576
CMS Energy Corp.	CMS	125896100	26,075	24.3800	636
CSX Corporation	CSX	126408103	103,664	19.7300	2,045
CVR Partners LP	UAN	126633106	88,204	25.2400	2,226
CVS/Caremark Corp	CVS	126650100	124,532	48.3500	6,021
CA Inc	CA	12673P105	33,199	21.9800	730
Cabela's Inc	CAB	126804301	23,537	41.7500	983
Cablevision Systems Corp	CVC	12686C109	21,830	14.9400	326
Cabot Corp	CBT	127055101	32,863	39.7900	1,308
Cabot Oil & Gas Corp Cl A	COG	127097103	19,955	49.7400	993
Cadence Design Systems, Inc.	CDNS	127387108	151,730	13.5100	2,050
Camden Properties Trust	CPT	133131102	45,854	68.2100	3,128
Cameron International Corp	CAM	13342B105	25,821	56.4600	1,458
Campbell Soup Co.	CPB	134429109	18,039	34.8900	629
Cantel Medical Corp.	CMN	138098108	67,597	29.7300	2,010
Capital One Financial Corp.	COF	14040H105	119,281	57.9300	6,910
Capital Senior Living Corp.	CSU	140475104	161,114	18.6900	3,011
Carbo Ceramics Inc	CRR	140781105	10,638	78.3400	833
Cardinal Health, Inc.	CAH	14149Y108	34,145	41.1800	1,406
CareFusion Corp.	CFN	14170T101	21,646	28.5800	619
Carlisle Companies, Inc	CSL	142339100	34,453	58.7600	2,024
CarMax, Inc.	KMX	143130102	21,025	37.5400	789
Carnival Corporation	CCL	143658300	46,188	36.7700	1,698
Carpenter Technology Corp.	CRS	144285103	24,443	51.6300	1,262
Carter's Inc	CRI	146229109	26,976	55.6500	1,501
Cash America International Inc.	CSH	14754D100	63,384	39.6700	2,514
Catamaran Corp.	CTRX	148887102	1,355	47.1111	64
Caterpillar, Inc.	CAT	149123101	99,831	89.5800	8,943
Cathay General Bancorp	CATY	149150104	38,702	19.5000	755
Cavium Inc.	CAVM	14964U108	78,545	31.2100	2,451
Celgene Corp.	CELG	151020104	62,298	78.7200	4,904
Celsion Corp.	CLSN	15117N305	54,188	8.1900	444
Centerpoint Energy Inc	CNP	15189T107	42,963	19.2500	827
Century Telephone Enterprises	CTL	156700106	93,470	39.1200	3,657
Cepheid Inc	CPHD	15670R107	61,105	33.8100	2,066
Cerner Corp	CERN	156782104	14,758	77.6400	1,146
Charles River Laboratories Inc	CRL	159864107	26,759	37.4700	1,003
Cheesecake Factory (The)	CAKE	163072101	27,354	32.7200	895

Chesapeake Energy Corp	CHK	165167107	51,141	16.6200	850
Chesapeake Lodging Trust	CHSP	165240102	237,185	20.8800	4,952
Chevron Texaco Corp	CVX	166764100	221,724	108.1400	23,977
Chico's FAS Inc.	CHS	168615102	90,800	18.4600	1,676
Chipotle Mexican Grill Inc	CMG	169656105	3,218	297.4600	957
Chubb Corp.	CB	171232101	26,409	75.3200	1,989
Church & Dwight	CHD	171340102	77,337	53.5700	4,143
Ciena Corp.	CIEN	171779309	104,029	15.7000	1,633
Cimarex Energy Co	XEC	171798101	46,970	57.7300	2,712
Cincinnati Financial Corp.	CINF	172062101	14,547	39.1600	570
Cinemark Holdings Inc.	CNK	17243V102	136,165	25.9800	3,538
Circor International, Inc.	CIR	17273K109	61,014	39.5900	2,416
Cirrus Logic, Inc.	CRUS	172755100	154,749	28.9700	4,483
Cisco Systems, Inc.	CSCO	17275R102	599,418	19.6500	11,779
Cintas Corp.	CTAS	172908105	10,761	40.9000	440
CitiGroup Inc	C	172967424	350,692	39.5600	13,873
Citrix Systems, Inc.	CTXS	177376100	19,948	65.7500	1,312
City National Corp.	CYN	178566105	30,129	49.5200	1,492
Clarcor Inc	CLC	179895107	26,159	47.7800	1,250
Clean Harbors Inc	CLH	184496107	28,695	55.0100	1,579
Cliffs Natural Resources Inc	CLF	18683K101	14,295	38.5600	551
Clorox Co.	CLX	189054109	13,655	73.2200	1,000
Coach Inc	COH	189754104	28,712	55.5100	1,594
Coca-Cola Co.	KO	191216100	385,196	36.2500	13,963
Coca-Cola Enterprises	CCE	19122T109	27,034	31.7300	858
Cognizant Technology Solutions	CTSH	192446102	30,225	74.0500	2,238
Coherent Inc.	COHR	192479103	42,434	50.6200	2,148
Colfax Corp.	CFX	194014106	450	40.3500	18
Colgate-Palmolive Co.	CL	194162103	44,395	104.5400	4,641
Colonial Properties Trust	CLP	195872106	286,190	21.3700	6,116
Comcast Corp. Cl A	CMCSA	20030N101	267,199	37.3800	9,988
Comdisco Inc	CDCO	200334100	175	4.9900	1
Comerica, Inc.	CMA	200340107	28,425	30.3400	862
Commerce Bancshares, Inc.	CBSH	200525103	43,596	35.0600	1,528
Commercial Metals Co	CMC	201723103	221,828	14.8600	3,296
Community Health Systems Inc.	CYH	203668108	50,299	30.7400	1,546
Commvault Systems Inc.	CVLT	204166102	135,352	69.7100	9,435
Compass Minerals International	CMP	20451N101	17,798	74.7100	1,330
Computer Programs & Systems	CPSI	205306103	53,055	50.3400	2,671
Computer Sciences Corp.	CSC	205363104	15,776	40.0500	632
Compuware Corporation	CPWR	205638109	114,805	10.8700	1,248
comScore Inc	SCOR	20564W105	120,446	13.7800	1,660
Conagra, Inc.	CAG	205887102	130,032	29.5000	3,836
Con-way Inc	CNW	205944101	29,572	27.8200	823

Conceptus Inc.	CPTS	206016107	307,905	21.0100	6,469
Concur Technologies Inc.	CNQR	206708109	24,165	67.5200	1,632
ConocoPhillips	COP	20825C104	121,178	57.9900	7,027
Consol Energy Inc.	CNX	20854P109	23,280	32.1000	747
Consolidated Communications	CNSL	209034107	227,942	15.9200	3,629
Consolidated Edison, Inc.	ED	209115104	29,404	55.5400	1,633
Constellation Brands Inc.	STZ	21036P108	59,756	35.3900	2,115
Continental Resources Inc.	CLR	212015101	500	73.4900	37
Convergys Corp.	CVG	212485106	59,412	16.4100	975
Cooper Cos Inc.	COO	216648402	26,768	92.4800	2,476
Copart Inc.	CPRT	217204106	58,317	29.5000	1,720
Copper Mountain Mining Corp.	CPPMF	21750U101	241,182	3.9550	954
CoreLogic Inc.	CLGX	21871D103	55,163	26.9200	1,485
Corning Inc	GLW	219350105	150,295	12.6200	1,897
Corporate Executive Board Co/T	CEB	21988R102	64,879	47.4600	3,079
Corporate Office Properties Trust	OFC	22002T108	43,423	24.9800	1,085
Corrections Corp of America	CXW	22025Y407	53,767	35.4700	1,907
Costco Companies	COST	22160K105	43,094	98.7700	4,256
Covance, Inc.	CVD	222816100	29,811	57.7700	1,722
Coventry Health Care	CVH	222862104	13,326	44.8300	597
Crane Co.	CR	224399105	24,965	46.2800	1,155
Cree Inc	CREE	225447101	63,948	33.9800	2,173
AT Cross Co.	ATX	227478104	2,520	10.7800	27
Crown Castle International Corp.	CCI	228227104	28,878	72.1600	2,084
Crown Holdings Inc	CCK	228368106	200,624	36.8100	7,385
Cubist Pharmaceuticals Inc	CBST	229678107	72,874	42.0600	3,065
Cullen/Frost	CFR	229899109	33,285	54.2700	1,806
Cummins Engine, Inc.	CMI	231021106	40,669	108.3500	4,406
Cyberonics Inc.	CYBX	23251P102	49,751	52.5300	2,613
Cypress Semiconductor Corp.	CY	232806109	71,831	10.8400	779
Cytex Industries, Inc.	CYT	232820100	35,034	68.8300	2,411
DDR Corp.	DDR	23317H102	14,553	15.6600	228
D.R. Horton, Inc.	DHI	23331A109	28,105	19.7800	556
DST Systems, Inc.	DST	233326107	16,701	60.6000	1,012
DTE Energy Co.	DTE	233331107	17,085	60.0500	1,026
Danaher Corporation	DHR	235851102	57,936	55.9000	3,239
Darden Restaurants, Inc.	DRI	237194105	36,931	45.0700	1,664
Darling International Inc	DAR	237266101	114,958	16.0400	1,844
DaVita Inc	DVA	23918K108	8,191	110.5300	905
Dean Foods Co	DF	242370104	128,528	16.5100	2,122
Deckers Outdoor Corp	DECK	243537107	119,750	40.2700	4,822
Deere & Co.	DE	244199105	39,120	86.4200	3,381

Dell Inc.	DELL	24702R101	147,577	10.1300	1,495
Denbury Resources Inc	DNR	247916208	38,844	16.2000	629
Deluxe Corp.	DLX	248019101	26,914	32.2400	868
Dentsply International, Inc.	XRAY	249030107	14,325	39.6100	567
Devon Energy Company	DVN	25179M103	37,937	52.0400	1,974
DeVry, Inc.	DV	251893103	32,741	23.7300	777
DexCom Inc.	DXCM	252131107	135,595	13.6100	1,845
Diamond Offshore Drilling Inc.	DO	25271C102	6,834	67.9600	464
Dick's Sporting Goods Inc	DKS	253393102	54,673	45.4900	2,487
Diebold, Inc.	DBD	253651103	34,110	30.6100	1,044
Dime Community Bancshares.	DCOM	253922108	149,821	13.8900	2,081
Dillard's Inc	DDS	254067101	1,925	83.7700	161
Disney (Walt) Co	DIS	254687106	236,137	49.7900	11,757
Discover Financial Services	DFS	254709108	66,410	38.5500	2,560
Discovery Communications Inc	DISCA	25470F104	51,848	63.4800	3,291
DIRECTV	DTV	25490A309	61,209	50.1600	3,070
Dollar General Corp.	DG	256677105	26,296	44.0900	1,159
Dollar Tree Inc	DLTR	256746108	23,787	40.5600	965
Dominion Resources, Inc.	D	25746U109	98,620	51.8000	5,109
Domtar Corp.	UFS	257559203	18,864	83.5200	1,576
Donaldson Company, Inc.	DCI	257651109	74,576	32.8400	2,449
RR Donnelley & Sons Co	RRD	257867101	97,126	9.0000	874
Dover Corp.	DOV	260003108	18,901	65.7100	1,242
Dow Chemical Company	DOW	260543103	169,882	32.3200	5,491
TYCO INTL FINANCE SA	DPS	26138E109	39,437	44.1800	1,742
DreamWorks Animation SKG Inc	DWA	26153C103	39,166	16.5700	649
Dresser-Rand Group Inc	DRC	261608103	40,668	56.1400	2,283
Dril-Quip Inc	DRQ	262037104	19,818	73.0500	1,448
Du Pont (E.I.) De Nemours	DD	263534109	92,252	44.9700	4,149
Duke Realty Corp	DRE	264411505	187,503	13.8700	2,601
Duke Energy Corp.	DUK	26441C204	69,871	63.8000	4,458
Dun & Bradstreet Corp.	DNB	26483E100	4,522	78.6500	356
EMC Corp.	EMC	268648102	278,854	25.3000	7,055
EOG Resources, Inc.	EOG	26875P101	41,366	120.7900	4,997
EQT Corp.	EQT	26884L109	14,698	58.9800	867
E*Trade Financial Corp	ETFC	269246401	25,671	8.9500	230
Eagle Materials Inc	EXP	26969P108	13,600	58.5000	796
East West Bancorp Inc.	EWBC	27579R104	75,702	21.4900	1,627
EastGroup Properties Inc	EGP	277276101	60,521	53.8100	3,257
Eastman Chemical Co.	EMN	277432100	64,119	68.0500	4,363
Eaton Vance Corp	EV	278265103	61,960	31.8500	1,973
Ebay, Inc.	EBAY	278642103	116,782	51.0200	5,958
Ecolab Inc.	ECL	278865100	26,153	71.9000	1,880
Edison International	EIX	281020107	76,308	45.1900	3,448
Edwards Lifesciences Corp.	EW	28176E108	11,391	90.1700	1,027

Electronic Arts Inc.	EA	285512109	33,045	14.5300	480
Elizabeth Arden Inc.	RDEN	28660G106	41,845	45.0100	1,883
Ellington Financial LLC	EFC	288522303	239,053	22.4600	5,369
EMCOR Group Inc.	EME	29084Q100	1,647	34.6100	57
Emergent Biosolutions Inc.	EBS	29089Q105	86,768	16.0400	1,392
Emerson Electric Co.	EMR	291011104	71,887	52.9600	3,807
Emulex Corp.	ELX	292475209	234,958	7.3000	1,715
Encore Wire Corp	WIRE	292562105	165,533	30.3100	5,017
Endeavour International Corp.	END	29259G200	310,105	5.1800	1,606
Endo Pharmaceuticals Holdings	ENDP	29264F205	62,429	26.2700	1,640
Energen Corp	EGN	29265N108	39,332	45.0900	1,773
Energizer Holdings Inc.	ENR	29266R108	33,806	79.9800	2,704
Endologix Inc.	ELGX	29266S106	77,065	14.2400	1,097
EnPro Industries Inc	NPO	29355X107	57,235	40.9000	2,341
Entergy Corp.	ETR	29364G103	24,099	63.7500	1,536
Equifax, Inc.	EFX	294429105	12,089	54.1200	654
Equinix Inc	EQIX	29444U502	26,539	206.2000	5,472
Equity Lifestyle Properties Inc.	ELS	29472R108	72,986	67.2900	4,911
Equity One Inc	EQY	294752100	32,888	21.0100	691
Equity Res Prop	EQR	29476L107	31,521	56.6700	1,786
Essex Property Trust Inc	ESS	297178105	19,385	146.6500	2,843
Esterline Technologies Corp	ESL	297425100	16,815	63.6100	1,070
Exact Sciences Corp	EXAS	30063P105	72,156	10.5900	764
Exelon Corp	EXC	30161N101	86,373	29.7400	2,569
Exelis Inc.	XLS	30162A108	107,187	11.2700	1,208
Expedia Inc	EXPE	30212P303	9,405	61.4504	578
Expeditors International of Wa	EXPD	302130109	62,475	39.5500	2,471
Express Scripts Holding Co	ESRX	30219G108	103,409	54.0000	5,584
Exxon Mobil Corp.	XOM	30231G102	567,509	86.5500	49,118
Flir Systems Inc	FLIR	302445101	14,741	22.3100	329
FMC Corp.	FMC	302491303	25,878	58.5200	1,514
FMC Technologies Inc.	FTI	30249U101	23,778	42.8300	1,018
FTI Consulting Inc	FCN	302941109	22,461	33.0000	741
FactSet Research Systems, Inc.	FDS	303075105	22,649	88.0600	1,994
Fair, Isaac and Company, Inc.	FICO	303250104	18,712	42.0300	786
Fairchild Semicon Intl.	FCS	303726103	70,084	14.4000	1,009
Family Dollar Stores Inc.	FDO	307000109	9,784	63.4100	620
Farmer Bros Co.	FARM	307675108	140,462	14.4300	2,027
Fastenal Co.	FAST	311900104	26,568	46.6900	1,240
Federal Realty Investment Trus	FRT	313747206	34,933	104.0200	3,634
Federated Investors Inc	FII	314211103	9,371	20.2300	190
FEDEX Corp	FDX	31428X106	51,611	91.7200	4,734
FelCor Lodging Trust Inc	FCH	31430F101	552,213	4.6700	2,579

F5 Networks Inc	FFIV	315616102	15,086	97.1500	1,466
Fidelity National Information	FIS	31620M106	24,688	34.8100	859
Fidelity Natl Finl Inc.	FNF	31620R105	113,516	23.5500	2,673
Fifth Third Bancorp	FITB	316773100	110,744	15.1900	1,682
Finisar Corp.	FNSR	31787A507	103,969	16.3000	1,695
First American Financial Corp	FAF	31847R102	55,838	24.0900	1,345
First Horizon National Corp	FHN	320517105	24,585	9.9100	244
First Interstate Bancsystem Inc.	FIBK	32055Y201	138,288	15.4300	2,134
First Niagara Financial Group	FNFG	33582V108	191,030	7.9300	1,515
First Solar Inc	FSLR	336433107	6,062	30.8800	187
Fiserv, Inc.	FISV	337738108	13,458	79.0300	1,064
Firstmerit Corp.	FMER	337915102	59,273	14.1900	841
FirstEnergy Corp.	FE	337932107	55,106	41.7600	2,301
Fluor Corp.	FLR	343412102	16,531	58.7400	971
Flowers Foods Inc	FLO	343498101	62,862	23.2700	1,463
Flowserve Corporation	FLS	34354P105	8,250	146.8000	1,211
Flushing Financial Corp.	FFIC	343873105	45,262	15.3400	694
Foot Locker Inc	FL	344849104	82,233	32.1200	2,641
Ford Motor Co.	F	345370860	626,341	12.9500	8,111
Forest City Enterprises Inc.	FCE/A	345550107	229,473	16.1500	3,706
Forest Laboratories, Inc.	FRX	345838106	107,409	35.3200	3,794
Forest Oil Corp.	FST	346091705	66,560	6.6900	445
Fortune Brands Home & Security	FBHS	34964C106	89,266	29.2200	2,608
Fossil Inc	FOSL	349882100	5,505	93.1000	513
Franklin Resources, Inc.	BEN	354613101	21,539	125.7000	2,707
Freeport-McMoran Copper	FCX	35671D857	144,839	34.2000	4,953
Frontier Communications Corp	FTR	35906A108	381,875	4.2800	1,634
Fulton Financial Corp	FULT	360271100	147,420	9.6100	1,417
GATX Corp.	GMT	361448103	25,276	43.3000	1,094
Gallagher, Arthur J. & Co.	AJG	363576109	68,180	34.6500	2,362
Gamestop Corp	GME	36467W109	12,867	25.0900	323
Gannett Co	GCI	364730101	22,496	18.0100	405
Gap, Inc.	GPS	364760108	29,834	31.0400	926
Gardner Denver Inc	GDI	365558105	26,082	68.5000	1,787
Gartner Group Inc.	IT	366651107	51,691	46.0200	2,379
Gasco Energy Inc.	GSX	367220100	2,717,914	0.0700	190
General Cable Corp	BGC	369300108	39,171	30.4100	1,191
General Dynamics Corp.	GD	369550108	32,392	69.2700	2,244
General Electric Co.	GE	369604103	1,338,488	20.9900	28,095
General Mills, Inc.	GIS	370334104	64,719	40.4100	2,615
Genesee & Wyoming Inc.	GWR	371559105	145,118	76.0800	11,041
Gentex Corp.	GNTX	371901109	76,968	18.8200	1,449
Genuine Parts Co.	GPC	372460105	15,144	63.5800	963
Genworth Financial Inc	GNW	37247D106	49,890	7.5100	375
Gilead Sciences, Inc.	GILD	375558103	108,647	73.4500	7,980

Glacier Bancorp Inc	GBCI	37637Q105	168,240	14.7100	2,475
Global Payments Inc	GPN	37940X102	43,010	45.3000	1,948
Goldman Sachs Group Inc.	GS	38141G104	64,731	127.5600	8,257
Goodyear Tire & Rubber Co.	GT	382550101	25,397	13.8100	351
Google Inc	GOOG	38259P508	32,556	709.3700	23,094
Graco Inc	GGG	384109104	32,595	51.4900	1,678
Grainger (W.W.), Inc.	GWW	384802104	5,962	202.3700	1,207
Granite Constr Inc	GVA	387328107	19,451	33.6200	654
Great Plains Energy Inc	GXP	391164100	111,271	20.3100	2,260
Green Mountain Coffee Roasters	GMCR	393122106	65,826	41.3600	2,723
Greenhill & Co Inc	GHL	395259104	14,192	51.9900	738
Greif Inc	GEF	397624107	15,997	44.5000	712
Guess ? Inc	GES	401617105	34,113	24.5400	837
HCA Holdings Inc.	HCA	40412C101	5,890	30.1700	178
HCC Insurance	HCC	404132102	60,380	37.2100	2,247
HCP Inc	HCP	40414L109	44,486	45.1800	2,010
HNI Corp	HNI	404251100	24,511	30.0600	737
HMS Holdings Corp	HMSY	40425J101	148,947	25.9200	3,861
HSN Inc.	HSNI	404303109	96,694	55.0800	5,326
Hain Celestial Group Inc.	HAIN	405217100	41,470	54.2200	2,249
Halliburton Company	HAL	406216101	158,725	34.6900	5,506
Halozyme Therapeutics Inc.	HALO	40637H109	53,962	6.7100	362
Hancock Holding Co.	HBHC	410120109	46,620	31.7400	1,480
Hanesbrands Inc	HBI	410345102	54,016	35.8200	1,935
Hanover Insurance Group	THG	410867105	23,995	38.7400	930
Harley-Davidson, Inc.	HOG	412822108	22,855	48.8400	1,116
Harman Intl Ind	HAR	413086109	7,360	44.6400	329
Harris Corp.	HRS	413875105	28,307	48.9600	1,386
Harris Teeter Supermarkets Inc.	HTSI	414585109	27,018	38.5600	1,042
Harsco Corp.	HSC	415864107	43,645	23.5000	1,026
Hartford Financial Services	HIG	416515104	42,935	22.4400	963
Harvard Bioscience Inc.	HBIO	416906105	294,951	4.3800	1,292
Hasbro, Inc.	HAS	418056107	11,572	35.9000	415
Haverty Furniture Cos Inc.	HVT	419596101	114,732	16.3100	1,871
Hawaiian Electric Inds	HE	419870100	52,934	25.1400	1,331
Healthcare Services Group Inc	HCSG	421906108	153,415	23.2300	3,564
Health Management Associates	HMA	421933102	131,351	9.3200	1,224
Health Care REIT Inc	HCN	42217K106	27,089	61.2900	1,660
Health Net Inc	HNT	42222G108	44,866	24.3000	1,090
Heartland Payment Systems Inc	HPY	42235N108	55,484	29.5000	1,637
HeartWare International Inc.	HTWR	422368100	22,412	83.9500	1,881
Heinz (H.J.) Co.	HNZ	423074103	32,506	57.6800	1,875
Helix Energy Solutions					

Group	HLX	42330P107	51,462	20.6400	1,062
Helmerich & Payne, Inc.	HP	423452101	10,432	56.0100	584
Henry (Jack) & Associates	JKHY	426281101	46,571	39.2600	1,828
Hershey Food Corp.	HSY	427866108	14,888	72.2200	1,075
Hess Corp	HES	42809H107	49,605	52.9600	2,627
Hewlett-Packard	HPQ	428236103	198,824	14.2500	2,833
Hibbett Sports Inc	HIBB	428567101	32,284	52.7000	1,701
Highwoods Properties	HIW	431284108	143,664	33.4500	4,806
Hill-Rom Holdings Inc	HRC	431475102	33,184	28.5000	946
Hillshire Brands Co.	HSB	432589109	66,244	28.1400	1,864
HollyFrontier Corp.	HFC	436106108	109,183	46.5500	5,082
Hologic Inc.	HOLX	436440101	145,059	20.0300	2,906
Home Depot, Inc.	HD	437076102	151,894	61.8500	9,395
Home Properties Inc.	HME	437306103	37,205	61.3100	2,281
Honeywell International Inc	HON	438516106	77,381	63.4700	4,911
Hormel Foods Corp.	HRL	440452100	13,422	31.2100	419
Hospira Inc	HSP	441060100	25,785	31.2400	806
Hospitality Properties Trust	HPT	44106M102	66,729	23.4200	1,563
Host Hotels & Resorts Inc	HST	44107P104	233,903	15.6700	3,665
HUB Group Inc	HUBG	443320106	41,986	33.6000	1,411
Hubbell, Inc. - Cl. B	HUB/B	443510201	28,606	84.6300	2,421
Hudson City Bancorp	HCBK	443683107	47,317	8.1300	385
Humana, Inc.	HUM	444859102	31,017	68.6300	2,129
J.B. Hunt Transport Srvcs, Inc	JBHT	445658107	48,966	59.7100	2,924
Huntington Bancshares, Inc.	HBAN	446150104	86,150	6.3900	550
Huntington Ingalls Industries.	HII	446413106	26,605	43.3400	1,153
IPC The Hospitalist Co Inc.	IPCM	44984A105	33,246	39.7100	1,320
ITT Educational Services Inc.	ESI	45068B109	9,634	17.3100	167
IberiaBank Corp.	IBKC	450828108	38,236	49.1200	1,878
I-Stat Corp	ITT	450911201	50,629	23.4600	1,188
IDACORP, Inc.	IDA	451107106	112,278	43.3500	4,867
IDEX Corp	IEX	45167R104	44,570	46.5300	2,074
Idexx Laboratories Inc	IDXX	45168D104	29,688	92.8000	2,755
iGate Corp.	IGTE	45169U105	151,844	15.7700	2,395
Illinois Tool Works, Inc.	ITW	452308109	42,554	60.8100	2,588
Impax Laboratories Inc.	IPXL	45256B101	66,958	20.4900	1,372
Imperva Inc.	IMPV	45321L100	76,881	31.5300	2,424
Informatica Corp.	INFA	45666Q102	226,497	30.3200	6,867
Ingram Micro Inc	IM	457153104	80,304	16.9200	1,359
Ingredion Inc.	INGR	457187102	41,112	64.4300	2,649
Innophos Holdings Inc.	IPHS	45774N108	170,029	46.5000	7,906
Insperity Inc.	NSP	45778Q107	54,922	32.5600	1,788
Insulet Corp.	PODD	45784P101	93,260	21.2200	1,979
Integrated Device Tech.,					

Inc.	IDTI	458118106	75,328	7.3000	550
Intel Corp	INTC	458140100	497,069	20.6300	10,255
Integrays Energy Group Inc	TEG	45822P105	7,795	52.2201	407
IntercontinentalExchange Inc	ICE	45865V100	7,482	123.8100	926
InterDigital Inc.	IDCC	45867G101	22,858	41.1000	939
International Bancshares Corp.	IBOC	459044103	29,590	18.0500	534
IBM CORP	IBM	459200101	129,008	191.5500	24,711
Intl. Flavors & Fragrances	IFF	459506101	8,071	66.5400	537
International Game Technology	IGT	459902102	26,945	14.1700	382
International Paper Co.	IP	460146103	43,185	39.8400	1,720
International Rectifier	IRF	460254105	37,927	17.7300	672
International Speedway Corp.	ISCA	460335201	13,720	27.6200	379
Interpublic Group of Cos., Inc.	IPG	460690100	42,717	11.0200	471
Intersil Corp	ISIL	46069S109	69,539	8.2900	576
Intuit, Inc.	INTU	461202103	27,687	59.5000	1,647
Intuitive Surgical Inc	ISRG	46120E602	4,439	490.3700	2,177
Intrepid Potash Inc.	IPI	46121Y102	29,286	21.2900	623
Investors Bancorp Inc.	ISBC	46146P102	158,322	17.7800	2,815
Iron Mountain Inc.	IRM	462846106	16,820	31.0500	522
iShares MSCI EAFE Index Fund	EFA	464287465	220,600	56.8200	12,534
iShares Russell Midcap Index	IWR	464287499	107	113.1000	12
iShares Russell 2000 Value Index	IWN	464287630	9,210	75.5100	695
iShares Russell 2000 Growth	IWO	464287648	2,423	95.3100	231
iShares Russell 2000 Index	IWM	464287655	6,730	84.2900	567
iShares MSCI EAFE Value Index	EFV	464288877	200,200	48.6500	9,740
iShares MSCI EAFE Growth	EFG	464288885	162,700	60.0400	9,769
ITC Holdings Corp	ITC	465685105	9,659	76.9100	743
Itron Inc	ITRI	465741106	21,269	44.5500	948
JDS Uniphase Corp.	JDSU	46612J507	23,399	13.5400	317
JP Morgan Chase & Co	JPM	46625H100	508,080	43.9700	22,340
Jabil Circuit, Inc.	JBL	466313103	17,467	19.2900	337
Jacobs Engineering Group, Inc.	JEC	469814107	13,637	42.5700	581
Janus Capital Group Inc	JNS	47102X105	395,200	8.5200	3,367
Jarden Corp	JAH	471109108	38,976	51.7000	2,015
Jefferies Group	JEF	472319102	69,507	18.5700	1,291
JetBlue Airways Corp	JBLU	477143101	122,151	5.7100	697
Jive Software Inc.	JIVE	47760A108	117,657	14.5300	1,710
Johnson & Johnson	JNJ	478160104	275,379	70.1000	19,304
Johnson Controls	JCI	478366107	88,396	30.7000	2,714
Jones Lang LaSalle Inc	JLL	48020Q107	24,468	83.9400	2,054

Joy Global Inc	JOY	481165108	19,587	63.7800	1,249
Juniper Networks Inc.	JNPR	48203R104	51,879	19.6700	1,020
KBR Inc	KBR	48242W106	82,180	29.9200	2,459
KLA Tencor Corporation	KLAC	482480100	40,503	47.7600	1,934
Kaiser Aluminum Corp.	KALU	483007704	93,904	61.6900	5,793
Kansas City Southern	KSU	485170302	58,847	83.4800	4,913
KB Home	KBH	48666K109	46,052	15.8000	728
Kellogg Co.	K	487836108	24,637	55.8500	1,376
Kemper Corp.	KMPR	488401100	29,431	29.5000	868
Kennametal, Inc.	KMT	489170100	44,045	40.0000	1,762
KeyCorp	KEY	493267108	93,012	8.4200	783
Kilroy Realty Corp.	KRC	49427F108	11,600	47.3700	549
Kimberly Clark Corp.	KMB	494368103	39,384	84.4300	3,325
Kimco Realty	KIM	49446R109	40,106	19.3200	775
Kinder Morgan Inc.	KMI	49456B101	62,558	35.3300	2,210
Kirby Corp.	KEX	497266106	45,561	61.8900	2,820
Kohls Corp	KSS	500255104	21,298	42.9800	915
Kraft Foods Group Inc.	KRFT	50076Q106	59,225	45.4700	2,693
Kroger Company	KR	501044101	51,566	26.0200	1,342
LKQ Corp	LKQ	501889208	157,683	21.1000	3,327
LSI Corp.	LSI	502161102	58,350	7.0800	413
L-3 Communications, Corp.	LLL	502424104	12,989	76.6200	995
Laboratory Corp. Of America	LH	50540R409	9,473	86.6200	821
Lam Research Corp.	LRCX	512807108	17,238	36.1301	623
Lamar Advertising Co.	LAMR	512815101	40,432	38.7500	1,567
Lancaster Colony Corp.	LANC	513847103	10,672	69.1900	738
Landstar System Inc.	LSTR	515098101	25,207	52.4600	1,322
Estee Lauder Inc	EL	518439104	55,219	59.8600	3,305
Leggett & Platt Inc	LEG	524660107	14,006	27.2200	381
Legg Mason	LM	524901105	11,667	25.7200	300
Lender Processing Services Inc	LPS	52602E102	46,757	24.6200	1,151
Lennar Corp.	LEN	526057104	16,802	38.6700	650
Lennox International Inc.	LII	526107107	25,164	52.5200	1,322
Leucadia National Corp	LUK	527288104	19,842	23.7900	472
Lexmark Intl Group Inc-Cl A	LXK	529771107	36,358	23.1900	843
Liberty Media Corp - Interacti	LINTA	53071M104	3,856	19.6800	76
Liberty Property Trust	LYR	531172104	63,126	35.7700	2,258
Life Times Fitness Inc	LTM	53217R207	21,986	49.2100	1,082
Life Technologies Corp	LIFE	53217V109	17,626	49.0800	865
Lifepoint Hospitals Inc	LPNT	53219L109	26,854	37.7500	1,014
Lilly (Eli) & Co.	LLY	532457108	102,111	49.3200	5,036
Ltd Brands Inc	LTD	532716107	23,766	47.0600	1,118
Lincoln Electric Holdings Inc	LECO	533900106	57,169	48.6800	2,783
Lincoln National Corp.	LNC	534187109	38,689	25.9000	1,002
Linear Technology Corp	LLTC	535678106	23,126	34.3000	793
Littelfuse Inc	LFUS	537008104	16,363	61.7100	1,010
Lockheed Martin Corp.	LMT	539830109	26,753	92.2900	2,469

Loews Corp.	L	540424108	31,313	40.7500	1,276
LogMeIn Inc.	LOGM	54142L109	206,601	22.4100	4,630
Lorillard Inc	LO	544147101	12,563	116.6700	1,466
Louisiana-Pacific Corp.	LPX	546347105	74,047	19.3200	1,431
Lowe's Companies, Inc.	LOW	548661107	114,027	35.5200	4,050
Lufkin Industries Inc	LUFK	549764108	26,246	58.1300	1,526
M & T Bank Corp.	MTB	55261F104	14,880	98.4700	1,465
MB Financial Inc.	MBFI	55264U108	112,058	19.7500	2,213
MDC Holdings Inc	MDC	552676108	21,811	36.7600	802
MDU Resources Group	MDU	552690109	102,443	21.2400	2,176
MEMC Electronic Materials Inc	WFR	552715104	120,654	3.2100	387
MKS Instruments Inc.	MKSI	55306N104	69,950	25.7800	1,803
MSC Industrial Direct Co	MSM	553530106	24,863	75.3800	1,874
MSCI Inc.	MSCI	55354G100	64,990	30.9900	2,014
MWI Veterinary Supply Inc.	MWIV	55402X105	14,971	110.0000	1,647
Macerich Co/The	MAC	554382101	73,556	58.3000	4,288
Mack-Cali Realty Corp.	CLI	554489104	44,140	26.1100	1,152
Macy's Inc	M	55616P104	82,746	39.0200	3,229
Steven Madden Ltd	SHOO	556269108	53,780	42.2700	2,273
Manitoba Telecom Services Inc	MBT	563486109	6	34.1100	0
Manpower, Inc.	MAN	56418H100	42,681	42.4400	1,811
Mantech International Corp	MANT	564563104	12,788	25.9400	332
MAP Pharmaceuticals Inc	MAPP	56509R108	56,172	15.7100	882
Marathon Oil Corp	MRO	565849106	70,467	30.6600	2,161
Marathon Petroleum Corp.	MPC	56585A102	34,101	63.0000	2,148
MarkWest Energy Partners LP	MWE	570759100	516	51.0100	26
Marlin Business Services Corp	MRLN	571157106	153,401	20.0600	3,077
Marsh & McLennan Cos., Inc.	MMC	571748102	65,414	34.4700	2,255
Marriott International, Inc.	MAR	571903202	24,409	37.2700	910
Martin Marietta Materials	MLM	573284106	24,827	94.2800	2,341
Masco Corp.	MAS	574599106	36,112	16.6600	602
Masimo Corp	MASI	574795100	28,151	21.0100	591
Mastercard Inc	MA	57636Q104	13,981	491.2800	6,869
Matson Inc.	MATX	57686G105	22,849	24.7200	565
Mattel Inc	MAT	577081102	34,282	36.6200	1,255
Matthews International Corp	MATW	577128101	15,013	32.1000	482
Maximus Inc.	MMS	577933104	42,000	63.2200	2,655
Mccormick & Co., Inc.	MKC	579780206	13,248	63.5300	842
McDonalds Corp	MCD	580135101	100,319	88.2100	8,849
McEwen Mining Inc.	MUX	58039P107	744,413	3.8300	2,851
McGraw-Hill Cos., Inc.	MHP	580645109	27,293	54.6700	1,492
McKesson Corp	MCK	58155Q103	41,178	96.9600	3,993
McMoRan Exploration Co	MMR	582411104	907,777	16.0500	14,570
Mead Johnson Nutrition					

Co.	MJN	582839106	20,130	65.8900	1,326
Meadowbrook Insurance Group Inc	MIG	58319P108	453,936	5.7800	2,624
MeadWestvaco Corp	MWV	583334107	17,172	31.8700	547
Medicines Co	MDCO	584688105	13,078	23.9700	313
Medicis Pharmaceutical Corp	MRX	584690309	273	43.9800	12
Mednax Inc.	MD	58502B106	33,677	79.5200	2,678
Medtronic, Inc.	MDT	585055106	101,283	41.0200	4,155
Mentor Graphics Corp.	MENT	587200106	49,872	17.0200	849
Merck & Co Inc/NJ	MRK	58933Y105	409,015	40.9400	16,745
Mercury Computer Systems	MRCY	589378108	122,465	9.2000	1,127
Mercury General Corp	MCY	589400100	19,854	39.6900	788
Meredith Corp	MDP	589433101	19,547	34.4500	673
Metlife Inc.	MET	59156R108	168,153	32.9400	5,539
MetroPCS Communications Inc.	PCS	591708102	31,500	9.9400	313
Mettler-Toledo International	MTD	592688105	16,724	193.3000	3,233
Micros Systems Inc	MCRS	594901100	41,561	42.4400	1,764
Microsoft Corp	MSFT	594918104	897,918	26.7300	24,001
Microchip Technology, Inc.	MCHP	595017104	19,202	32.5900	626
Micron Technology, Inc.	MU	595112103	106,505	6.3500	676
Microsemi Corp.	MSCC	595137100	165,204	21.0400	3,476
Mid-America Apartment Comm.	MAA	59522J103	19,295	64.7500	1,249
Miller (Herman) Inc	MLHR	600544100	32,060	21.4200	687
Miller Industries Inc.	MLR	600551204	216,710	15.2500	3,305
Mine Safety Appliances Co	MSA	602720104	16,416	42.7100	701
Minerals Technologies Inc.	MTX	603158106	18,957	39.9200	757
Mohawk Industries, Inc.	MHK	608190104	37,873	90.4700	3,426
Molex Inc., Cl A	MOLX	608554101	13,714	27.3300	375
Molson Coors Brewing Co.	TAP	60871R209	15,536	42.7900	665
Mondelez International Inc.	MDLZ	609207105	176,405	25.4700	4,493
Monolithic Power Systems Inc	MPWR	609839105	61,793	22.2800	1,377
Monro Muffler Brake Inc.	MNRO	610236101	78,653	34.9700	2,750
Monsanto Co.	MON	61166W101	52,777	94.6500	4,995
Monster Beverage Corp.	MNST	611740101	15,357	52.8800	812
Monster Worldwide Inc	MWW	611742107	67,896	5.6200	382
Moody's Corp	MCO	615369105	19,255	50.3200	969
Morgan Stanley Dean Witter	MS	617446448	137,948	19.1200	2,638
Mosaic Co	MOS	61945C103	27,655	56.6300	1,566
Motorola Solutions Inc.	MSI	620076307	28,021	55.6800	1,560
Mueller Industries Inc	MLI	624756102	152,381	50.0300	7,624
Murphy Oil Soap	MUR	626717102	18,635	59.5500	1,110
Mylan Inc/PA	MYL	628530107	142,591	27.4800	3,918
NCR Corp.	NCR	62886E108	109,478	25.4800	2,789
NPS Pharmaceuticals Inc	NPSP	62936P103	115,239	9.1000	1,049

NRG Energy Inc.	NRG	629377508	36,959	22.9900	850
NVR Inc	NVR	62944T105	2,535	920.0000	2,332
NYSE Euronext	NYX	629491101	17,762	31.5400	560
Nanometrics Inc.	NANO	630077105	239,321	14.4200	3,451
NASDAQ OMX Group Inc/The	NDAQ	631103108	11,414	25.0100	285
National Bank Holdings Corp.	NBHC	633707104	123,002	18.9900	2,336
National Fuel Gas Co.	NFG	636180101	45,731	50.6900	2,318
National Instruments	NATI	636518102	51,497	25.8100	1,329
National Oilwell Varco Inc	NOV	637071101	72,591	68.3500	4,962
National Retail Properties	NNN	637417106	166,235	31.2000	5,187
Neogen Corp	NEOG	640491106	51,924	45.3200	2,353
NetApp Inc	NTAP	64110D104	52,841	33.5500	1,773
NetFlix Inc	NFLX	64110L106	5,677	92.7800	527
NeuStar Inc.	NSR	64126X201	37,111	41.9300	1,556
New York Community Bancorp	NYCB	649445103	239,925	13.1000	3,143
New York Times Company	NYT	650111107	65,664	8.5300	560
Newell Rubbermaid Inc	NWL	651229106	54,399	22.2700	1,211
Newfield Exploration Company	NFX	651290108	13,561	26.7800	363
NewMarket Corp.	NEU	651587107	5,895	262.2000	1,546
Newmont Mining Corp.	NEM	651639106	48,979	46.4400	2,275
News Corp., Ltd.	NWSA	65248E104	202,876	25.5400	5,181
NextEra Energy Inc.	NEE	65339F101	42,160	69.1900	2,917
Nike, Inc	NKE	654106103	68,838	51.6000	3,552
NiSource Inc.	NI	65473P105	30,200	24.8900	752
Noble Energy, Inc.	NBL	655044105	55,640	101.7400	5,661
Nordson Corp.	NDSN	655663102	30,307	63.1200	1,913
Nordstrom, Inc.	JWN	655664100	15,148	53.5000	810
Norfolk Southern Corp.	NSC	655844108	31,258	61.8400	1,933
Nortel Networks Corporation	NRTLQ	656568508	10,838	0.0050	0
Northeast Utilities	NU	664397106	32,912	39.0800	1,286
Northern Oil and Gas Inc.	NOG	665531109	32,207	16.8200	542
Northern Trust Corp.	NTRS	665859104	21,374	50.1600	1,072
Northrop Grumman Corp.	NOC	666807102	24,137	67.5800	1,631
Northwest Bancshares Inc.	NWBI	667340103	189,156	12.1400	2,296
Northwest Natural Gas Co	NWN	667655104	110,271	44.2000	4,874
Nucor Corp.	NUE	670346105	31,595	43.1800	1,364
NVIDIA Corporation	NVDA	67066G104	62,646	12.2900	770
NV Energy Inc	NVE	67073Y106	167,675	18.1400	3,042
Oge Energy Corp.	OGE	670837103	53,546	56.3100	3,015
O'Reilly Automotive, Inc.	ORLY	67103H107	11,441	89.4200	1,023
OSI Pharmaceuticals, Inc.	OSIPR	671040111	1,701	0.0100	0
Oasis Petroleum Inc.	OAS	674215108	80,482	31.8000	2,559
Occidental Petroleum Corp.	OXY	674599105	112,191	76.6100	8,595

Oceaneering					
International Inc	OII	675232102	58,301	53.7900	3,136
Office Depot, Inc.	ODP	676220106	165,188	3.2800	542
Oil States International Inc	OIS	678026105	29,424	71.5400	2,105
Old Dominion Freight Line Inc	ODFL	679580100	364,815	34.2800	12,506
Old Republic Intl. Corp.	ORI	680223104	132,213	10.6500	1,408
Olin Corp.	OLN	680665205	43,085	21.5900	930
Omicare, Inc.	OCR	681904108	60,083	36.1000	2,169
Omnicom Group, Inc.	OMC	681919106	26,230	49.9600	1,310
Omega Healthcare Investors Inc.	OHI	681936100	58,613	23.8500	1,398
Omeros Corp.	OMER	682143102	104,199	5.1900	541
On Assignment Inc.	ASGN	682159108	170,314	20.2800	3,454
Oneok, Inc.	OKE	682680103	20,829	42.7500	890
Oracle Corp	ORCL	68389X105	449,827	33.3200	14,988
OraSure Technologies Inc.	OSUR	68554V108	107,785	7.1800	774
Orexigen Therapeutics Inc.	OREX	686164104	86,150	5.2700	454
Oritani Financial Corp.	ORIT	68633D103	88,382	15.3200	1,354
Oshkosh Corp.	OSK	688239201	65,931	29.6500	1,955
Owens & Minor Inc	OMI	690732102	34,123	28.5100	973
Owens Illinois, Inc.	OI	690768403	16,107	21.2700	343
PBF Energy Inc.	PBF	69318G106	224,635	29.0500	6,526
PG&E Corp	PCG	69331C108	42,057	40.1800	1,690
PHH Corp.	PHH	693320202	123,887	22.7500	2,818
PNC Financial Services Group Inc	PNC	693475105	80,446	58.3100	4,691
PNM Resources Inc	PNM	69349H107	218,773	20.5100	4,487
PPG Industries, Inc.	PPG	693506107	15,029	135.3500	2,034
PPL Corporation	PPL	69351T106	84,986	28.6300	2,433
PS Business Parks Inc.	PSB	69360J107	26,944	64.9800	1,751
PVH Corp.	PVH	693656100	38,560	111.0100	4,281
Paccar, Inc.	PCAR	693718108	35,299	45.2100	1,596
Packaging Corp of America	PKG	695156109	52,774	38.4700	2,030
Pall Corp.	PLL	696429307	11,163	60.2600	673
Panera Bread Company	PNRA	69840W108	16,008	158.8300	2,543
Pantry Inc.	PTRY	698657103	222,462	12.1300	2,698
Parametric Technology Corp	PMTC	699173209	248,923	22.5100	5,603
Parexel International Corp.	PRXL	699462107	117,943	29.5900	3,490
Parker Hannifin Corp	PH	701094104	15,017	85.0600	1,277
Patterson Cos Inc.	PDCO	703395103	8,322	34.2300	285
Patterson Energy, Inc.	PTEN	703481101	81,225	18.6300	1,513
Paychex Inc	PAYX	704326107	32,995	31.1400	1,027
Peabody Energy Corp.	BTU	704549104	27,659	26.6100	736
Penney (J.C.) Co., Inc.	JCP	708160106	14,295	19.7100	282
Pennsylvania REIT	PEI	709102107	131,622	17.6400	2,322
People's United Financial Inc	PBCT	712704105	75,235	12.0900	910

Pep Boys-Manny, Moe & Jack	PBY	713278109	528,676	9.8300	5,197
Pepco Holdings Inc.	POM	713291102	22,741	19.6100	446
PepsiCo Inc/NC	PEP	713448108	196,711	68.4300	13,461
Perkin-Elmer Corp.	PKI	714046109	11,650	31.7400	370
Perrigo Co.	PRGO	714290103	9,090	104.0300	946
PetSmart, Inc.	PETM	716768106	10,814	68.3400	739
Pharmacyclics Inc.	PCYC	716933106	34,988	57.9000	2,026
Pfizer Inc	PFE	717081103	955,508	25.0800	23,964
Philip Morris International In	PM	718172109	225,957	83.6400	18,899
Phillips 66	PSX	718546104	63,055	53.1000	3,348
Pinnacle West Capital Corp.	PNW	723484101	10,812	50.9800	551
Pioneer Natural Resources Co	PXD	723787107	12,205	106.5900	1,301
Pitney Bowes Inc.	PBI	724479100	20,300	10.6400	216
Plains Exploration & Productio	PXP	726505100	70,213	46.9400	3,296
Plantronics Inc New	PLT	727493108	72,639	36.8700	2,678
Plexus Corp.	PLXS	729132100	47,096	25.8000	1,215
Plum Creek Timber Co	PCL	729251108	15,942	44.3700	707
Polaris Industries Inc.	PII	731068102	34,211	84.1500	2,879
Polycom, Inc.	PLCM	73172K104	96,419	10.4600	1,009
Post Holdings Inc.	POST	737446104	66,849	34.2501	2,290
Potlatch Corp.	PCH	737630103	21,969	39.1900	861
Praxair, Inc.	PX	74005P104	29,567	109.4500	3,236
Precision Castparts Corp.	PCP	740189105	32,317	189.4200	6,121
Prestige Brands Holdings Inc.	PBH	74112D101	204,056	20.0300	4,087
Price (T. Rowe) Associates	TROW	74144T108	25,750	65.1300	1,677
Priceline.Com	PCLN	741503403	5,008	621.2000	3,111
Principal Financial Group	PFG	74251V102	27,772	28.5200	792
ProAssurance Corp	PRA	74267C106	116,544	42.1900	4,917
Procter & Gamble Company	PG	742718109	338,490	67.8900	22,980
Progressive Corp. of Ohio	PGR	743315103	72,961	21.1000	1,539
Prologis Inc.	PLD	74340W103	44,992	36.4900	1,642
Prosperity Bancshares Inc	PB	743606105	81,661	42.0000	3,430
Protective Life Corp	PL	743674103	42,873	28.5800	1,225
Prudential Financial Inc	PRU	744320102	45,093	53.3300	2,405
Public Svc. Enterprise Group	PEG	744573106	97,330	30.6000	2,978
Public Storage	PSA	74460D109	14,027	144.9600	2,033
Pulte Corp.	PHM	745867101	34,524	18.1600	627
QLT Inc.	QLTI	746927102	758,680	7.8600	5,963
QlLogic Corporation	QLGC	747277101	48,521	9.7300	472
QLIK Technologies Inc.	QLIK	74733T105	37,257	21.7200	809
QEP Resources Inc	QEP	74733V100	17,995	30.2700	545
Qualcomm, Inc.	QCOM	747525103	222,003	62.0200	13,769

Quanta Services	PWR	74762E102	21,304	27.2900	581
Quest Diagnostics Inc/DE	DGX	74834L100	22,118	58.2700	1,289
Questar Corp.	STR	748356102	95,185	19.7600	1,881
Questcor Pharmaceuticals Inc.	QCOR	74835Y101	94,057	26.7200	2,513
Quicksilver Resources Inc	KWK	74837R104	65,758	2.8600	188
RPM International Inc.	RPM	749685103	72,023	29.3600	2,115
RF Micro Devices	RFMD	749941100	154,601	4.4800	693
Rackspace Hosting Inc	RAX	750086100	58,857	74.2700	4,371
Ralcorp Holdings Inc	RAH	751028101	29,687	89.6500	2,661
Ralph Lauren Corp.	RL	751212101	6,183	149.9200	927
Range Resources Corp	RRC	75281A109	44,070	62.8300	2,769
Raven Industries Inc.	RAVN	754212108	164,443	26.3600	4,335
Raymond James Financial, Inc.	RJF	754730109	60,837	38.5300	2,344
Rayonier, Inc.	RYN	754907103	66,153	51.8300	3,429
Raytheon Co.	RTN	755111507	32,527	57.5600	1,872
Realty Income Corp	O	756109104	72,071	40.2100	2,898
Red Hat Inc	RHT	756577102	18,183	52.9600	963
Red Robin Gourmet Burgers Inc	RRGB	75689M101	66,879	35.2900	2,360
Regal-Beloit Corp	RBC	758750103	24,073	70.4700	1,696
Regency Centers Corp	REG	758849103	48,697	47.1200	2,295
Regeneron Pharmaceuticals Inc	REGN	75886F107	42,128	171.0700	7,207
Regis Corp	RGS	758932107	31,639	16.9200	535
Regions Financial Corp.	RF	7591EP100	138,610	7.1200	987
Reinsurance Group of America I	RGA	759351604	49,391	53.5200	2,643
Reliance Steel & Aluminum	RS	759509102	40,490	62.1000	2,514
Rent-A-Center, Inc.	RCII	76009N100	218,099	34.3600	7,494
Republic Services Inc.	RSG	760759100	29,540	29.3300	866
Resmed Inc	RMD	761152107	80,703	41.5700	3,355
Rexnord Corp.	RXN	76169B102	81,833	21.3000	1,743
Reynolds American Inc	RAI	761713106	31,942	41.4300	1,323
Richardson Electronics Ltd.	RELL	763165107	457,803	11.3200	5,182
Riverbed Technology Inc.	RVBD	768573107	84,221	19.7200	1,661
Robbins & Myers Inc.	RBN	770196103	59,502	59.4500	3,537
Robert Half Intl., Inc.	RHI	770323103	15,640	31.8200	498
Rock-Tenn Co.	RKT	772739207	38,343	69.9100	2,681
Rockwell Automation Inc	ROK	773903109	14,206	83.9900	1,193
Rockwell Collins	COL	774341101	13,840	58.1700	805
Rollins Inc	ROL	775711104	36,014	22.0400	794
Roomstore Inc.	ROOMQ	77638R108	69,858	0.0001	0
Roper Industries Inc	ROP	776696106	34,484	111.4800	3,844
Rosetta Resources Inc.	ROSE	777779307	28,411	45.3600	1,289
Ross Stores, Inc.	ROST	778296103	22,456	54.1500	1,216
Rovi Corp.	ROVI	779376102	58,392	15.4300	901
Royal Gold Inc	RGLD	780287108	35,793	81.3100	2,910
Ruby Tuesday Inc.	RT	781182100	107,173	7.8600	842
Ryder System, Inc.	R	783549108	5,109	49.9300	255

SBA Communications Corp.	SBAC	78388J106	847	71.0200	60
SAIC Inc	SAI	78390X101	28,402	11.3200	322
SEI Investments	SEIC	784117103	73,117	23.3400	1,707
SL Green Realty	SLG	78440X101	48,991	76.6500	3,755
SLM Holding Corp.	SLM	78442P106	47,372	17.1300	811
SM Energy Co.	SM	78454L100	34,132	52.2100	1,782
SPX, Inc.	SPW	784635104	27,196	70.1500	1,908
SPDR Gold Shares	GLD	78463V107	355	162.0100	58
SPDR S&P MidCap 400 ETF Trust	MDY	78467Y107	290	185.7100	54
SVB Financial Group	SIVB	78486Q101	80,448	55.9700	4,503
SY Bancorp Inc	SYBT	785060104	160,086	22.4200	3,589
Sabra Health Care REIT Inc.	SBRA	78573L106	114,936	21.7200	2,496
Safeway, Inc.	SWY	786514208	24,126	18.0900	436
St. Jude Medical, Inc.	STJ	790849103	53,372	36.1400	1,929
Saks Inc	SKS	79377W108	56,641	10.5100	595
Salesforce.com Inc	CRM	79466L302	32,476	168.1000	5,459
Salix Pharmaceuticals Ltd.	SLXP	795435106	54,341	40.4800	2,200
Sandisk Corp.	SNDK	80004C101	23,776	43.5600	1,036
Saratoga Resources Inc.	SARA	803521103	347,106	3.5400	1,229
Scana Corp	SCG	80589M102	13,194	45.6400	602
Henry Schein Inc.	HSIC	806407102	47,837	80.4600	3,849
Schlumberger, Ltd.	SLB	806857108	133,516	69.2900	9,251
Scholastic Corp.	SCHL	807066105	14,418	29.5600	426
Schwab (Charles)	SCHW	808513105	107,839	14.3600	1,549
Scientific Games Corp	SGMS	80874P109	28,804	8.6700	250
Scotts Miracle Gro	SMG	810186106	20,788	44.0500	916
Scripps Networks Interactive I	SNI	811065101	8,771	57.9200	508
SeaBright Insurance Holdings I	SBX	811656107	501,112	11.0700	5,547
Sealed Air Corp	SEE	81211K100	18,593	17.5100	326
Seattle Genetics Inc	SGEN	812578102	79,529	23.2000	1,845
Select Income REIT	SIR	81618T100	124,663	24.7700	3,088
Semtech Corp	SMTC	816850101	122,778	28.9500	3,554
Sempra Energy	SRE	816851109	45,842	70.9400	3,252
Senior Housing Properties Trus	SNH	81721M109	94,413	23.6400	2,232
Sensient Technologies Corp.	SXT	81725T100	27,256	35.5600	969
Service Corp. International	SCI	817565104	116,420	13.8100	1,608
Shaw Group Inc	SHAW	820280105	35,675	46.6100	1,663
Sherwin-Williams Co.	SHW	824348106	8,486	153.8200	1,305
Shutterfly Inc	SFLY	82568P304	225,361	29.8700	6,732
Sigma-Aldrich Corp.	SIAL	826552101	11,973	73.5800	881
Signature Bank	SBNY	82669G104	108,107	71.3400	7,712
Silicon Laboratories Inc	SLAB	826919102	28,143	41.8100	1,177
Silgan Holdings Inc	SLGN	827048109	261,824	41.5900	10,889
Simon Property Group Inc.	SPG	828806109	52,238	158.0900	8,258
Sirona Dental Systems					

Inc.	SIRO	82966C103	450	64.4600	29
Skyworks Solutions Inc	SWKS	83088M102	109,864	20.3000	2,230
AO Smith Corp.	AOS	831865209	55,600	63.0700	3,507
Smithfield Foods, Inc.	SFD	832248108	68,757	21.5700	1,483
J.M. Smucker Co.	SJM	832696405	35,334	86.2400	3,047
Snap-On, Inc.	SNA	833034101	5,830	78.9900	461
SolarWinds Inc.	SWI	83416B109	33,255	52.4500	1,744
Solera Holdings Inc.	SLH	83421A104	37,534	53.4700	2,007
Sonoco Products Co.	SON	835495102	53,800	29.7300	1,599
Sotheby's Holdings	BID	835898107	36,732	33.6200	1,235
Sourcefire Inc.	FIRE	83616T108	85,873	47.2200	4,055
Southern Company	SO	842587107	87,255	42.8100	3,735
Southwest Airlines Co.	LUV	844741108	72,748	10.2400	745
Southwestern Energy Co	SWN	845467109	34,441	33.4100	1,151
Spectra Energy Corp	SE	847560109	83,109	27.3800	2,276
Sprint Nextel Corp	S	852061100	302,435	5.6700	1,715
StanCorp Financial Group, Inc	SFG	852891100	36,326	36.6700	1,332
Stanley Black & Decker Inc.	SWK	854502101	16,853	73.9700	1,247
Staples Inc	SPLS	855030102	69,997	11.4000	798
Starbucks Corp.	SBUX	855244109	165,171	53.6200	8,856
Starwood Property Trust Inc.	STWD	85571B105	85,209	22.9600	1,956
Starwood Hotels And Resorts Tr	HOT	85590A401	19,583	57.3600	1,123
State Street Corp.	STT	857477103	46,771	47.0100	2,199
Steel Dynamics Inc	STLD	858119100	123,412	13.7300	1,694
Steel Excel Inc.	SXCL	858122104	1,045	24.9500	26
Stepan Co.	SCL	858586100	34,100	55.5400	1,894
Stericycle Inc.	SRCL	858912108	8,709	93.2700	812
Steris Corp.	STE	859152100	31,206	34.7300	1,084
Stifel Financial Corp	SF	860630102	67,713	31.9700	2,165
Strayer Education Inc.	STRA	863236105	6,592	56.1700	370
Stryker Corp	SYK	863667101	58,217	54.8200	3,191
Sun Hydraulics Corp.	SNHY	866942105	98,263	26.0800	2,563
Sunesis Pharmaceuticals Inc.	SNSS	867328601	73,923	4.2000	310
Suntrust Banks, Inc.	STI	867914103	52,847	28.3500	1,498
Super Micro Computer Inc.	SMCI	86800U104	119,079	10.2000	1,215
Superior Energy Services Inc	SPN	868157108	86,583	20.7200	1,794
Supervalu, Inc.	SVU	868536103	121,105	2.4700	299
Susser Holdings Corp.	SUSS	869233106	76,014	34.4900	2,622
Susser Petroleum Partners LP	SUSP	869239103	63,828	25.1600	1,606
Symantec Corp.	SYMC	871503108	70,226	18.8100	1,321
Symetra Financial Corp	SYA	87151Q106	305,538	12.9800	3,966
Synageva BioPharma Corp.	GEVA	87159A103	17,639	46.2900	817
Synopsys, Inc.	SNPS	871607107	81,948	31.8400	2,609
Synovus Financial Corp.	SNV	87161C105	431,461	2.4500	1,057
Sysco Corp.	SYU	871829107	58,272	31.6600	1,845
TCF Financial	TCB	872275102	88,314	12.1500	1,073

Teco Energy Inc	TE	872375100	20,010	16.7600	335
TJX Companies	TJX	872540109	75,732	42.4500	3,215
TTM Technologies Inc	TTMI	87305R109	191,645	9.2000	1,763
Tw Telecom Inc.	TWTC	87311L104	82,357	25.4700	2,098
Take-Two Interactive Software	TTWO	874054109	82,049	11.0100	903
Target Corporation	TGT	87612E106	83,587	59.1700	4,946
Taubman Centers Inc.	TCO	876664103	33,047	78.7200	2,601
Tech Data Corp	TECD	878237106	27,934	45.5300	1,272
Techne Corp.	TECH	878377100	18,614	68.3400	1,272
Teledyne Technologies Inc	TDY	879360105	50,717	65.0700	3,300
Teleflex, Inc.	TFX	879369106	21,979	71.3100	1,567
Telephone & Data Systems, Inc.	TDS	879433829	53,049	22.1400	1,175
Tellabs, Inc.	TLAB	879664100	184,156	2.2800	420
Tempur-Pedic International Inc.	TPX	88023U101	33,725	31.4900	1,062
Tenet Healthcare Corp.	THC	88033G407	10,433	32.4701	339
Teradata Corp	TDC	88076W103	24,301	61.8900	1,504
Teradyne Inc	TER	880770102	94,456	16.8900	1,595
Terex Corp	TEX	880779103	61,442	28.1100	1,727
Terreno Realty Corp.	TRNO	88146M101	77,409	15.4400	1,195
Tesoro Corp	TSO	881609101	19,500	44.0500	859
Texas Capital Bancshares Inc	TCBI	88224Q107	34,563	44.8200	1,549
Texas Instruments, Inc.	TXN	882508104	152,713	30.9400	4,725
Textron, Inc.	TXT	883203101	28,164	24.7900	698
Thermo Fisher Scientific	TMO	883556102	36,257	63.7800	2,312
Thor Industries Inc.	THO	885160101	22,329	37.4300	836
Thoratec Corp	THOR	885175307	33,282	37.5200	1,249
Minnesota Mining	MMM	88579Y101	63,255	92.8500	5,873
Threshold Pharmaceuticals Inc.	THLD	885807206	84,673	4.2100	356
TIBCO Software	TIBX	88632Q103	299,460	22.0100	6,591
Tidewater, Inc.	TDW	886423102	27,154	44.6800	1,213
Tiffany & Company	TIF	886547108	12,170	57.3400	698
Time Warner, Inc.	TWX	887317303	132,661	47.8300	6,345
Time Warner Cable Inc.	TWC	88732J207	52,625	97.1900	5,115
Timken Co.	TKR	887389104	50,950	47.8300	2,437
Toll Brothers, Inc.	TOL	889478103	83,780	32.3300	2,709
Tootsie Roll Inds., Inc.	TR	890516107	11,375	25.9202	295
Torchmark Corp	TMK	891027104	9,264	51.6702	479
Towers Watson & Co.	TW	891894107	31,959	56.2100	1,796
Total System Services Inc	TSS	891906109	16,190	21.4200	347
Tractor Supply Co	TSCO	892356106	37,902	88.3600	3,349
Travelers Cos Inc/The	TRV	89417E109	38,185	71.8200	2,742
TreeHouse Foods Inc	THS	89469A104	27,209	52.1300	1,418
Trimble Navigation Ltd	TRMB	896239100	67,622	59.7800	4,042
Trinity Industries	TRN	896522109	43,470	35.8200	1,557
Triumph Group Inc	TGI	896818101	35,139	65.3000	2,295
TripAdvisor Inc.	TRIP	896945201	10,966	41.9600	460
Trustmark Corp.	TRMK	898402102	35,562	22.4600	799

Tupperware Corp	TUP	899896104	31,404	64.1000	2,013
Tyson Foods cl A	TSN	902494103	133,422	19.4000	2,588
UDR Inc	UDR	902653104	131,682	23.7800	3,131
UGI Corp	UGI	902681105	62,873	32.7100	2,057
UMB Financial Corp.	UMBF	902788108	53,206	43.8400	2,333
US Bancorp	USB	902973304	187,774	31.9400	5,998
UNS Energy Corp.	UNS	903119105	101,001	42.4200	4,284
URS Corp	URS	903236107	41,846	39.2600	1,643
USG Corp	USG	903293405	38,252	28.0700	1,074
Under Armour Inc	UA	904311107	42,709	48.5300	2,073
Union Pacific Corp.	UNP	907818108	63,198	125.7200	7,945
Unit Corp	UNT	909218109	23,472	45.0500	1,057
United Natural Foods Inc.	UNFI	911163103	26,704	53.5900	1,431
United Parcel Service	UPS	911312106	70,990	73.7300	5,234
United Rentals	URI	911363109	50,452	45.5200	2,297
USX-U.S. Steel Group, Inc.	X	912909108	14,437	23.8700	345
United Tech Corp	UTX	913017109	83,130	82.0100	6,817
United Therapeutics Corp	UTHR	91307C102	25,363	53.4200	1,355
United Healthcare Corp.	UNH	91324P102	128,293	54.2400	6,959
Universal Corp/Richmond VA	UVV	913456109	12,408	49.9100	619
Universal Health Services	UHS	913903100	47,364	48.3500	2,290
Unum Group	UNM	91529Y106	27,542	20.8200	573
Urban Outfitters Inc.	URBN	917047102	38,251	39.3600	1,506
Urstadt Biddle Properties Inc.	UBA	917286205	82,721	19.6800	1,628
VCA Antech Inc	WOOF	918194101	47,369	21.0500	997
V F Corp.	VFC	918204108	12,796	150.9700	1,932
Valassis Communication	VCI	918866104	21,650	25.7800	558
Valero Energy Corp.	VLO	91913Y100	54,972	34.1200	1,876
Valley National Bancorp	VLY	919794107	107,829	9.3000	1,003
Valmont Industries Inc.	VMI	920253101	12,700	136.5500	1,734
Valspar Corp.	VAL	920355104	45,229	62.4000	2,822
Valueclick Inc	VCLK	92046N102	38,882	19.4100	755
Vanguard Europe Pacific ETF	VEA	921943858	1,584,800	35.2300	55,833
Vanguard Pacific ETF	VPL	922042866	168,500	53.3900	8,996
Vanguard European ETF	VGK	922042874	350,300	48.8400	17,109
Vantiv Inc.	VNTV	92210H105	2,281	20.4200	47
Varian Medical Systems Inc.	VAR	92220P105	11,082	70.2400	778
Vascular Solutions Inc.	VASC	92231M109	112,334	15.8000	1,775
Vectren Corporation	VVC	92240G101	44,465	29.4000	1,307
Vector Group Ltd	VGR	92240M108	208,494	14.8700	3,100
Ventas Inc	VTR	92276F100	29,117	64.7200	1,884
VeriFone Systems Inc.	PAY	92342Y109	58,454	29.6800	1,735
Verisign Inc	VRSN	92343E102	15,096	38.8200	586
Verizon Communications	VZ	92343V104	281,751	43.2700	12,191
Verisk Analytics Inc.	VRSK	92345Y106	300	51.0000	15
Vertex Pharmaceutical	VRTX	92532F100	117,078	41.9400	4,910
Viacom Inc	VIAB	92553P201	73,899	52.7400	3,897

Visa Inc.	V	92826C839	51,415	151.5800	7,793
Vishay Intertechnology, Inc.	VSH	928298108	71,583	10.6300	761
Vivus Inc.	VVUS	928551100	43,430	13.4200	583
Vornado Realty Trust	VNO	929042109	26,458	80.0800	2,119
Vulcan Materials	VMC	929160109	12,864	52.0500	670
WGL Holdings, Inc.	WGL	92924F106	27,975	39.1900	1,096
WMS Industries Inc	WMS	929297109	28,911	17.5000	506
Wabtec Corp	WAB	929740108	26,125	87.5400	2,287
Waddell & Reed	WDR	930059100	46,293	34.8200	1,612
Wal-Mart Stores Inc	WMT	931142103	241,810	68.2300	16,499
Walgreen Company	WAG	931422109	86,508	37.0100	3,202
Walter Energy Inc.	WLT	93317Q105	13,666	35.8800	490
Walter Investment Management	WAC	93317W102	1,250	43.0200	54
Warnaco Group, Inc. Cl A	WRC	934390402	22,206	71.5700	1,589
Washington Federal Inc.	WAFD	938824109	56,458	16.8700	952
Washington Post	WPO	939640108	457	365.2100	167
Waste Connection	WCN	941053100	65,809	33.7900	2,224
Waste Management, Inc.	WM	94106L109	43,130	33.7400	1,455
Waters Corp	WAT	941848103	8,673	87.1200	756
Watsco Inc.	WSO	942622200	15,945	74.9000	1,194
Watson Pharmaceuticals, Inc.	WPI	942683103	12,634	86.0000	1,087
Webster Financial Corp.	WBS	947890109	43,296	20.5500	890
Weingarten Realty Investors	WRI	948741103	60,510	26.7700	1,620
WellCare Health Plans	WCG	94946T106	54,416	48.6900	2,650
WellPoint Inc	WLP	94973V107	29,813	60.9200	1,816
Wells Fargo & Co.	WFC	949746101	653,483	34.1800	22,336
The Wendy's Company	WEN	95058W100	153,631	4.7000	722
Werner Enterprises Inc.	WERN	950755108	23,903	21.6700	518
West Coast Bancorp	WCBO	952145209	87,142	22.1500	1,930
Westamerica Bancorp	WABC	957090103	56,517	42.5900	2,407
Westar Energy Inc	WR	95709T100	68,308	28.6200	1,955
Western Digital Corp	WDC	958102105	20,760	42.4900	882
Western Union Co	WU	959802109	57,995	13.6100	789
Wex Inc.	WXS	96208T104	51,955	75.3700	3,916
Weyerhaeuser Company	WY	962166104	53,375	27.8200	1,485
Whirlpool Corp.	WHR	963320106	10,531	101.7500	1,072
Whole Foods Market Inc.	WFM	966837106	17,259	91.3300	1,576
John Wiley & Sons Inc	JW/A	968223206	25,155	38.9300	979
Williams Cos., Inc.	WMB	969457100	66,113	32.7400	2,165
Williams-Sonoma, Inc.	WSM	969904101	47,739	43.7700	2,090
Windstream Corp	WIN	97381W104	94,347	8.2800	781
Wisconsin Energy Corp	WEC	976657106	23,027	36.8500	849
Wolverine World Wide Inc	WWW	978097103	130,005	40.9800	5,328
Woodward Governor Co	WWD	980745103	32,293	38.1300	1,231
World Fuel Services Corp.	INT	981475106	38,964	41.1700	1,604
Worthington Industries, Inc.	WOR	981811102	28,102	25.9900	730
WPX Energy Inc.	WPX	98212B103	20,398	14.8800	304
Wyndham Worldwide Corp	WYN	98310W108	13,772	53.2100	733

Wynn Resorts Ltd	WYNN	983134107	7,907	112.4900	889
Northern States Power Co.	XEL	98389B100	48,489	26.7100	1,295
Xilinx Inc	XLNX	983919101	26,427	35.9000	949
XenoPort Inc	XNPT	98411C100	63,400	7.7700	493
Xerox Corp	XRX	984121103	126,519	6.8200	863
Xylem Inc.	XYL	98419M100	18,947	27.1000	513
Yahoo! Inc.	YHOO	984332106	151,528	19.9000	3,015
Tricon Global Restaurant	YUM	988498101	48,104	66.4000	3,194
Zebra Technologies Corp	ZBRA	989207105	27,843	39.2800	1,094
Zimmer Holdings Inc	ZMH	98956P102	17,366	66.6600	1,158
Zions Bancorporation	ZION	989701107	18,247	21.4000	390
Aspen Insurance Holdings Ltd	AHL	BMG053841	105,106	32.0800	3,372
Energy XXI	EXXI	BMG100821	354,887	32.1900	11,424
Endurance Speciality Holdings	ENH	BMG303971	41,968	39.6900	1,666
Helen of Troy Ltd.	HELE	BMG4388N1	1,090	33.4200	36
INVESCO LTD	IVZ	BMG491BT1	44,271	26.0900	1,155
OneBeacon Insurance Group	OB	BMG677421	2,210	13.9000	31
Signet Jewelers Ltd	SIG	BMG812761	45,565	53.4000	2,433
Steiner Leisure Ltd.	STNR	BSP8744Y1	37,647	48.1900	1,814
Noble Corp	NE	CH0033347	24,699	34.8200	860
Ace Ltd.	ACE	CH0044328	33,706	79.8000	2,690
Tyco International Ltd	TYC	CH0100383	46,219	29.2500	1,352
Tyco Electronics Ltd		CH0102993	41,919	37.1200	1,556
Garmin Ltd.	GRMN	CH0114405	11,233	40.8200	459
Allied World Assurance Co		CH0121032	500	78.8000	39
Aon Plc	AON	G0408V102	65,266	55.6100	3,629
Aspen Insurance Holdings Ltd	AHL	G05384105	988	32.0700	32
Energy XXI Bermuda Ltd.	EXXI	G10082140	3,684	32.1800	119
Eaton Corp PLC	ETN	G29183103	53,557	54.1800	2,902
Everest Reinsurance Hldgs	RE	G3223R108	33,847	109.9500	3,721
Nabors Industries Inc.	NBR	G6359F103	28,522	14.4500	412
Rowan Cos., Inc.	RDC	G7665A101	12,269	31.2700	384
UTI Worldwide Inc	UTIW	G87210103	55,802	13.4000	748
Ensco Plc		GB00B4VLR	22,876	59.2800	1,356
Pentair Ltd.	PNR	H6169Q108	21,266	49.1500	1,045
Accenture Ltd.	ACN	IE00B4BNM	65,628	66.5000	4,364
Seagate Technology		IE00B58JV	32,723	30.4800	997
XL Capital Limited	XL	IE00B5LRL	30,191	25.0600	757
Ingersoll Rand Co.	IR	IE00B6330	27,614	47.9600	1,324
Covidien Ltd	COV	IE00B68SQ	81,380	57.7400	4,699
Delphi Automotive PLC.	DLPH	JE00B783T	28,051	38.2500	1,073
Lyondell Basell INDU-CL A		NL0009434	37,589	57.0900	2,146
Avago Technologies Ltd.	AVGO	SG9999006	9,657	31.6600	306
Totals for Equities			91,538,949		2,967,413
Energy XXI Bermuda		29274U200	5,000	343.9300	1,720
Totals for Preferred			5,000		1,720

Grand Total
</Table>

91,543,949

2,969,133