

# SECURITIES AND EXCHANGE COMMISSION

## FORM 13F-HR

Initial quarterly Form 13F holdings report filed by institutional managers

Filing Date: **2009-01-26** | Period of Report: **2008-12-31**  
SEC Accession No. **0000930413-09-000429**

([HTML Version](#) on [secdatabase.com](http://secdatabase.com))

### FILER

#### **HONEYWELL INTERNATIONAL INC**

CIK: **773840** | IRS No.: **222640650** | State of Incorpor.: **DE** | Fiscal Year End: **1231**  
Type: **13F-HR** | Act: **34** | File No.: **028-01879** | Film No.: **09544462**  
SIC: **3714** Motor vehicle parts & accessories

#### Mailing Address

101 COLUMBIA RD P O BOX  
4000  
101 COLUMBIA RD P O BOX  
4000  
MORRISTOWN NJ 07962

#### Business Address

101 COLUMBIA RD  
PO BOX 4000  
MORRISTOWN NJ 07962  
9734552000

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

Form 13F

Form 13F COVER PAGE

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

Check here if Amendment [ ] ; Amendment Number: \_\_\_\_\_

This Amendment (Check only one.): [ ] is a restatement.

[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Honeywell International Inc.  
Address: P.O. Box 1219  
101 Columbia Road  
Morristown, New Jersey 07960

Form 13F File Number: 28-1879

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: Harsh Bansal  
Title: Vice President - Investments of Honeywell International Inc.  
Phone: (973) 455-4502  
Signature, Place, and Date of Signing:

/s/ Harsh Bansal Morris Township, New Jersey January 26, 2009

-----  
Harsh Bansal

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

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
NONE	

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:	1
Form 13F Information Table Entry Total:	164
Form 13F Information Table Value Total:	\$1,216,203 (thousands)

List of Other Included Managers:

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

No.	Form 13F File Number	Name
1.	28-7176	Honeywell Capital Management LLC

13F REPORT

<TABLE>  
<CAPTION>

COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8				
NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	VALUE (\$*1000)	SHARES OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGERS	SOLE	SHARED	VOTING AUTHORITY NONE
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
ACCENTURE LTD BERMUDA	CL A	G1150G111	\$ 4,919	150,000	SH	N/A	DEFINED	DEFINED	150,000		
COOPER INDUSTRIES LTD	CL A	G24182100	\$ 7,673	262,500	SH	N/A	DEFINED	DEFINED	262,500		
INVESCO LTD	SHS	G491BT108	\$ 10,252	710,000	SH	N/A	DEFINED	DEFINED	710,000		
LAZARD LTD	SHS A	G54050102	\$ 1,338	45,000	SH	N/A	DEFINED	DEFINED	45,000		
UTI WORLDWIDE INC	ORD	G87210103	\$ 2,280	159,000	SH	N/A	DEFINED	DEFINED	159,000		
WEATHERFORD INTL LT	COM	G95089101	\$ 1,082	100,000	SH	N/A	DEFINED	DEFINED	100,000		
CHECK POINTT SOFTWARE TECH LTD	ORD	M22465104	\$ 2,849	150,000	SH	N/A	DEFINED	DEFINED	150,000		
ROYAL CARIBBEAN CRUISES	COM	V7780T103	\$ 1,884	137,000	SH	N/A	DEFINED	DEFINED	137,000		
AES CORP	COM	00130H105	\$ 1,838	223,000	SH	N/A	DEFINED	DEFINED	223,000		
AT&T INC	COM	00206R102	\$ 29,213	1,025,000	SH	N/A	DEFINED	DEFINED	1,025,000		
ADOBE SYS INC	COM	00724F101	\$ 5,535	260,000	SH	N/A	DEFINED	DEFINED	260,000		
AFFILIATED MANAGERS GROUP INC	COM	008252108	\$ 9,180	219,000	SH	N/A	DEFINED	DEFINED	219,000		
AIR PROD & CHEM INC	COM	009158106	\$ 6,032	120,000	SH	N/A	DEFINED	DEFINED	120,000		
AKAMAI TECHNOLOGIES INC	COM	00971T101	\$ 6,791	450,000	SH	N/A	DEFINED	DEFINED	450,000		
ALBEMARLE CORP	COM	012653101	\$ 1,896	85,000	SH	N/A	DEFINED	DEFINED	85,000		
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	O1881G106	\$ 4,990	240,000	SH	N/A	DEFINED	DEFINED	240,000		
AMERICAN TOWER CORP	CL A	O29912201	\$ 1,466	50,000	SH	N/A	DEFINED	DEFINED	50,000		
AMERIPRISE FINL INC	COM	O3076C106	\$ 8,108	347,100	SH	N/A	DEFINED	DEFINED	347,100		
APACHE CORP	COM	O37411105	\$ 7,826	105,000	SH	N/A	DEFINED	DEFINED	105,000		
APOLLO INVT CORP	COM	O3761U106	\$ 1,397	150,000	SH	N/A	DEFINED	DEFINED	150,000		
APPLE INC	COM	O37833100	\$ 12,376	145,000	SH	N/A	DEFINED	DEFINED	145,000		
ATWOOD OCEANICS INC	COM	O50095108	\$ 917	60,000	SH	N/A	DEFINED	DEFINED	60,000		
AUTODESK INC	COM	O52769106	\$ 6,268	319,000	SH	N/A	DEFINED	DEFINED	319,000		
BAKER HUGHES INC	COM	O57224107	\$ 6,735	210,000	SH	N/A	DEFINED	DEFINED	210,000		
BE AEROSPACE INC	COM	O73302101	\$ 923	120,000	SH	N/A	DEFINED	DEFINED	120,000		
BEST BUY INC	COM	O86516101	\$ 13,369	475,600	SH	N/A	DEFINED	DEFINED	475,600		
BRIGHTPOINT INC	COM NEW	O109473405	\$ 740	170,000	SH	N/A	DEFINED	DEFINED	170,000		
BROADCOM CORP	CL A	O111320107	\$ 5,091	300,000	SH	N/A	DEFINED	DEFINED	300,000		
CME GROUP INC	COM	O12572Q105	\$ 6,243	30,000	SH	N/A	DEFINED	DEFINED	30,000		
CVS CAREMARK CORP	COM	O126650100	\$ 15,089	525,000	SH	N/A	DEFINED	DEFINED	525,000		
CABOT CORP	COM	O127055101	\$ 887	58,000	SH	N/A	DEFINED	DEFINED	58,000		
CAMERON INTL CORP	COM	O13342B105	\$ 6,048	295,000	SH	N/A	DEFINED	DEFINED	295,000		
CARDINAL HLTH INC	COM	O14149Y108	\$ 17,235	500,000	SH	N/A	DEFINED	DEFINED	500,000		
CERNER CORP	COM	O156782104	\$ 5,191	135,000	SH	N/A	DEFINED	DEFINED	135,000		
CHEVRON CORP	COM	O166764100	\$ 29,218	395,000	SH	N/A	DEFINED	DEFINED	395,000		
CISCO SYSTEMS INC	COM	O17275R102	\$ 19,968	1,225,000	SH	N/A	DEFINED	DEFINED	1,225,000		
CITRIX SYS INC	COM	O177376100	\$ 8,485	360,000	SH	N/A	DEFINED	DEFINED	360,000		
COACH INC	COM	O189754104	\$ 4,175	201,000	SH	N/A	DEFINED	DEFINED	201,000		
COCA COLA CO	COM	O191216100	\$ 13,581	300,000	SH	N/A	DEFINED	DEFINED	300,000		
COGNIZANT TECHNOLOGY SOLUTION	CL A	O192446102	\$ 1,806	100,000	SH	N/A	DEFINED	DEFINED	100,000		
COLGATE-PALMOLIVE CO	COM	O194162103	\$ 6,854	100,000	SH	N/A	DEFINED	DEFINED	100,000		
CONSOL ENERGY INC	COM	O20854P109	\$ 5,716	200,000	SH	N/A	DEFINED	DEFINED	200,000		
COSTCO WHOLESALE CORP	COM	O22160K105	\$ 15,488	295,000	SH	N/A	DEFINED	DEFINED	295,000		
COVENTRY HEALTH CARE INC	COM	O222862104	\$ 2,232	150,000	SH	N/A	DEFINED	DEFINED	150,000		
CYTEC IND	COM	O232820100	\$ 4,095	193,000	SH	N/A	DEFINED	DEFINED	193,000		
DANAHER CORP	COM	O235851102	\$ 15,228	269,000	SH	N/A	DEFINED	DEFINED	269,000		
DARDEN RESTAURANTS INC	COM	O237194105	\$ 1,691	60,000	SH	N/A	DEFINED	DEFINED	60,000		
DAVITA INC	COM	O23918K108	\$ 8,234	166,099	SH	N/A	DEFINED	DEFINED	166,099		
DIAGEO P L C	SPON ADR NEW	O25243Q205	\$ 16,540	291,500	SH	N/A	DEFINED	DEFINED	291,500		
DIAMONDROCK HOSPITALITY CO	COM	O252784301	\$ 1,217	240,000	SH	N/A	DEFINED	DEFINED	240,000		
DICKS SPORTING GOODS INC	COM	O253393102	\$ 11,217	795,000	SH	N/A	DEFINED	DEFINED	795,000		
DONNELLEY R R & SONS CO	COM	O257867101	\$ 6,559	483,000	SH	N/A	DEFINED	DEFINED	483,000		
EMC CORP	COM	O268648102	\$ 12,564	1,200,000	SH	N/A	DEFINED	DEFINED	1,200,000		
ENSCO INTL INC	COM	O26874Q100	\$ 5,678	200,000	SH	N/A	DEFINED	DEFINED	200,000		
EOG RESOURCES INC	COM	O26875P101	\$ 4,994	75,000	SH	N/A	DEFINED	DEFINED	75,000		
ECOLAB INC	COM	O278865100	\$ 8,577	244,000	SH	N/A	DEFINED	DEFINED	244,000		
EHEALTH INC	COM	O28238P109	\$ 82	6,177	SH	N/A	DEFINED	DEFINED	6,177		
EL PASO CORP	COM	O28336L109	\$ 1,057	135,000	SH	N/A	DEFINED	DEFINED	135,000		
EMBARQ CORP	COM	O29078E105	\$ 2,158	60,000	SH	N/A	DEFINED	DEFINED	60,000		
EMERSON ELECTRIC CO	COM	O291011104	\$ 14,644	400,000	SH	N/A	DEFINED	DEFINED	400,000		
ENERGEN CORP	COM	O29265N108	\$ 1,467	50,000	SH	N/A	DEFINED	DEFINED	50,000		
ENERGY CORP NEW	COM	O29364G103	\$ 9,976	120,000	SH	N/A	DEFINED	DEFINED	120,000		
EXELON CORP	COM	O30161N101	\$ 15,293	275,000	SH	N/A	DEFINED	DEFINED	275,000		
FEDEX CORP	COM	O31428X106	\$ 11,547	180,000	SH	N/A	DEFINED	DEFINED	180,000		
FIDELITY NATL INFORMATION SV	COM	O31620M106	\$ 10,510	646,000	SH	N/A	DEFINED	DEFINED	646,000		
FIRSTENERGY CORP	COM	O337932107	\$ 4,858	100,000	SH	N/A	DEFINED	DEFINED	100,000		

FREEPORT-MCMORAN COPPER & GOLD INC	COM	35671D857	\$	3,666	150,000	SH	N/A	DEFINED	DEFINED	150,000
GFI GROUP INC	COM	361652209	\$	885	250,000	SH	N/A	DEFINED	DEFINED	250,000
GENERAL ELECTRIC CO	COM	369604103	\$	19,440	1,200,000	SH	N/A	DEFINED	DEFINED	1,200,000
GOOGLE INC	CL A	38259P508	\$	9,230	30,000	SH	N/A	DEFINED	DEFINED	30,000
GRUPO TELEVISIVA SA DE CV	SP ADR REP ORD	40049J206	\$	7,694	515,000	SH	N/A	DEFINED	DEFINED	515,000
HAIN CELESTIAL GROUP INC	COM	405217100	\$	2,081	109,000	SH	N/A	DEFINED	DEFINED	109,000
HARSCO CORP	COM	415864107	\$	1,664	60,100	SH	N/A	DEFINED	DEFINED	60,100
HARTFORD FINL SVCS GROUP INC	COM	416515104	\$	9,031	550,000	SH	N/A	DEFINED	DEFINED	550,000
HESS CORP	COM	42809H107	\$	8,046	150,000	SH	N/A	DEFINED	DEFINED	150,000
HEWLETT PACKARD CO	COM	428236103	\$	12,702	350,000	SH	N/A	DEFINED	DEFINED	350,000
HOLOGIC INC	COM	436440101	\$	8,455	646,900	SH	N/A	DEFINED	DEFINED	646,900
HOST HOTELS & RESORTS INC	COM	44107P104	\$	5,185	685,000	SH	N/A	DEFINED	DEFINED	685,000
ITT CORP INC	COM	450911102	\$	10,992	239,000	SH	N/A	DEFINED	DEFINED	239,000
IDEX CORP COM	COM	45167R104	\$	2,681	111,000	SH	N/A	DEFINED	DEFINED	111,000
INGRAM MICRO INC	CL A	457153104	\$	2,678	200,000	SH	N/A	DEFINED	DEFINED	200,000
INTEGRA LIFESCIENCES HLDGS C	COM NEW	457985208	\$	2,301	64,700	SH	N/A	DEFINED	DEFINED	64,700
INTEL CORP	COM	458140100	\$	6,231	425,000	SH	N/A	DEFINED	DEFINED	425,000
INTERCONTINENTALEXCHANGE INC	COM	45865V100	\$	3,545	43,000	SH	N/A	DEFINED	DEFINED	43,000
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	\$	1,590	70,000	SH	N/A	DEFINED	DEFINED	70,000
JPMORGAN CHASE & CO	COM	46625H100	\$	22,071	700,000	SH	N/A	DEFINED	DEFINED	700,000
JACKSON HEWITT TAX SVC INC	COM	468202106	\$	1,883	120,000	SH	N/A	DEFINED	DEFINED	120,000
KROGER CO	COM	501044101	\$	15,054	570,000	SH	N/A	DEFINED	DEFINED	570,000
LKQ CORP	COM	501889208	\$	2,179	186,900	SH	N/A	DEFINED	DEFINED	186,900
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	\$	14,814	230,000	SH	N/A	DEFINED	DEFINED	230,000
LEGG MASON INC	COM	524901105	\$	2,629	120,000	SH	N/A	DEFINED	DEFINED	120,000
LENDER PROCESSING SVCS INC	COM	52602E102	\$	2,945	100,000	SH	N/A	DEFINED	DEFINED	100,000
LIFE TIME FITNESS INC	COM	53217R207	\$	2,068	159,680	SH	N/A	DEFINED	DEFINED	159,680
LORILLARD INC	COM	544147101	\$	1,521	27,000	SH	N/A	DEFINED	DEFINED	27,000
MEMC ELECTR MATLS INC	COM	552715104	\$	2,142	150,000	SH	N/A	DEFINED	DEFINED	150,000
MARRIOTT INTL INC NEW	CL A	571903202	\$	5,835	300,000	SH	N/A	DEFINED	DEFINED	300,000
MAXIM INTEGRATED PRODS INC	COM	57772K101	\$	4,568	400,000	SH	N/A	DEFINED	DEFINED	400,000
METAVANTE TECHNOLOGIES INC	COM	591407101	\$	1,611	100,000	SH	N/A	DEFINED	DEFINED	100,000
MICROSOFT CORP	COM	594918104	\$	21,384	1,100,000	SH	N/A	DEFINED	DEFINED	1,100,000
MICROCHIP TECHNOLOGY INC	COM	595017104	\$	2,539	130,000	SH	N/A	DEFINED	DEFINED	130,000
MICRON TECH INC	COM	595112103	\$	3,168	1,200,000	SH	N/A	DEFINED	DEFINED	1,200,000
MOLSON COORS BREWING CO	CL B	60871R209	\$	5,968	122,000	SH	N/A	DEFINED	DEFINED	122,000
MORGAN STANLEY	COM	617446448	\$	10,506	655,000	SH	N/A	DEFINED	DEFINED	655,000
NII HLDGS INC	CL B NEW	62913F201	\$	6,181	340,000	SH	N/A	DEFINED	DEFINED	340,000
NASDAQ OMX GROUP	COM	631103108	\$	9,513	385,000	SH	N/A	DEFINED	DEFINED	385,000
NATL FINL PARTNERS CORP	COM	63607P208	\$	866	285,000	SH	N/A	DEFINED	DEFINED	285,000
NEWS CORP	CL A	65248E104	\$	9,954	1,095,000	SH	N/A	DEFINED	DEFINED	1,095,000
NOKIA CORP	SPONSORED ADR	654902204	\$	5,460	350,000	SH	N/A	DEFINED	DEFINED	350,000
NSTAR	COM	67019E107	\$	6,203	170,000	SH	N/A	DEFINED	DEFINED	170,000
NUANCE COMMUNICATIONS INC	COM	67020Y100	\$	1,450	140,000	SH	N/A	DEFINED	DEFINED	140,000
OCCIDENTAL PETE CORP	COM	674599105	\$	17,997	300,000	SH	N/A	DEFINED	DEFINED	300,000
OCEANEERING INTL INC	COM	675232102	\$	1,603	55,000	SH	N/A	DEFINED	DEFINED	55,000
O REILLY AUTOMOTIVE INC	COM	686091109	\$	15,985	520,000	SH	N/A	DEFINED	DEFINED	520,000
PG&E CORP	COM	69331C108	\$	4,839	125,000	SH	N/A	DEFINED	DEFINED	125,000
PATTERSON COS INC	COM	703395103	\$	9,300	495,980	SH	N/A	DEFINED	DEFINED	495,980
PEOPLES UTD FINL INC	COM	712704105	\$	1,783	100,000	SH	N/A	DEFINED	DEFINED	100,000
PEPSI BOTTLING GROUP INC	COM	713409100	\$	2,251	100,000	SH	N/A	DEFINED	DEFINED	100,000
PEPSICO INC	COM	713448108	\$	23,715	433,000	SH	N/A	DEFINED	DEFINED	433,000
PETROLEO BRASILEIRO SA	SPONSORED ADR	71654V408	\$	3,674	150,000	SH	N/A	DEFINED	DEFINED	150,000
PETSMART INC	COM	716768106	\$	2,048	111,000	SH	N/A	DEFINED	DEFINED	111,000
PHILIP MORRIS INTL INC	COM	718172109	\$	14,576	335,000	SH	N/A	DEFINED	DEFINED	335,000
POLYCOM INC	COM	73172K104	\$	3,242	240,000	SH	N/A	DEFINED	DEFINED	240,000
PRIDE INTL INC DEL	COM	74153Q102	\$	1,598	100,000	SH	N/A	DEFINED	DEFINED	100,000
PROS HLDGS INC	COM	74346Y103	\$	94	16,364	SH	N/A	DEFINED	DEFINED	16,364
PRUDENTIAL FINL INC	COM	744320102	\$	10,591	350,000	SH	N/A	DEFINED	DEFINED	350,000
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	\$	3,621	130,000	SH	N/A	DEFINED	DEFINED	130,000
QUALCOMM INC	COM	747525103	\$	22,394	625,000	SH	N/A	DEFINED	DEFINED	625,000
QUEST DIAGNOSTICS INC	COM	74834L100	\$	22,373	431,000	SH	N/A	DEFINED	DEFINED	431,000
QUESTAR CORP	COM	748356102	\$	7,192	220,000	SH	N/A	DEFINED	DEFINED	220,000
RESEARCH IN MOTION LTD	COM	760975102	\$	5,073	125,000	SH	N/A	DEFINED	DEFINED	125,000
ROCKWELL COLLINS INC	COM	774341101	\$	12,900	330,000	SH	N/A	DEFINED	DEFINED	330,000
SAIC INC	COM	78390X101	\$	1,948	100,000	SH	N/A	DEFINED	DEFINED	100,000
SEI INVTS CO	COM	784117103	\$	2,749	175,000	SH	N/A	DEFINED	DEFINED	175,000
SLM CORP	COM	78442P106	\$	890	100,000	SH	N/A	DEFINED	DEFINED	100,000
SPX CORP	COM	784635104	\$	1,014	25,000	SH	N/A	DEFINED	DEFINED	25,000
SCHERING-PLOUGH CORP	COM	806605101	\$	8,345	490,000	SH	N/A	DEFINED	DEFINED	490,000
SEALED AIR CORP NEW	COM	81211K100	\$	8,112	543,000	SH	N/A	DEFINED	DEFINED	543,000
SOUTHERN CO	COM	842587107	\$	5,550	150,000	SH	N/A	DEFINED	DEFINED	150,000
SOUTHWESTN ENERGY DE	COM	845467109	\$	2,897	100,000	SH	N/A	DEFINED	DEFINED	100,000
STAPLES INC	COM	855030102	\$	20,429	1,140,000	SH	N/A	DEFINED	DEFINED	1,140,000
STATE STR CORP	COM	857477103	\$	12,184	309,800	SH	N/A	DEFINED	DEFINED	309,800
SYNOPTIS INC	COM	871607107	\$	5,556	300,000	SH	N/A	DEFINED	DEFINED	300,000
TJX COS INC NEW	COM	872540109	\$	8,617	418,900	SH	N/A	DEFINED	DEFINED	418,900
TAIWAN SEMICONDUCTOR MFG CO LTD	SPONSORED ADR	874039100	\$	7,900	1,000,000	SH	N/A	DEFINED	DEFINED	1,000,000

TECH DATA CORP	COM	878237106	\$	1,695	95,000	SH	N/A	DEFINED	DEFINED	95,000
TEMPUR-PEDIC INTL INC	COM	88023U101	\$	48	6,792	SH	N/A	DEFINED	DEFINED	6,792
TEVA PHARMACEUTICAL										
INDS LTD	ADR	881624209	\$	9,791	230,000	SH	N/A	DEFINED	DEFINED	230,000
TEXTRON INC	COM	883203101	\$	4,577	330,000	SH	N/A	DEFINED	DEFINED	330,000
THERMO FISHER CORP	COM	883556102	\$	19,590	575,000	SH	N/A	DEFINED	DEFINED	575,000
TOTAL S A	SPONSORED ADR	89151E109	\$	25,162	455,000	SH	N/A	DEFINED	DEFINED	455,000
TRAVELERS COS INC	COM	89417E109	\$	5,424	120,000	SH	N/A	DEFINED	DEFINED	120,000
TUPPERWARE BRANDS										
CORPORATION	COM	899896104	\$	2,724	120,000	SH	N/A	DEFINED	DEFINED	120,000
URS CORP NEW	COM	903236107	\$	3,873	95,000	SH	N/A	DEFINED	DEFINED	95,000
ULTA SALON COSMETICS &										
FRAG I	COM	90384S303	\$	511	61,679	SH	N/A	DEFINED	DEFINED	61,679
UNITED TECHNOLOGIES CORP	COM	913017109	\$	26,264	490,000	SH	N/A	DEFINED	DEFINED	490,000
UNITEDHEALTH GROUP INC	COM	91324P102	\$	11,438	430,000	SH	N/A	DEFINED	DEFINED	430,000
VCA ANTECH INC	COM	918194101	\$	10,105	508,300	SH	N/A	DEFINED	DEFINED	508,300
VALERO ENERGY CORP NEW	COM	91913Y100	\$	2,705	125,000	SH	N/A	DEFINED	DEFINED	125,000
VERIZON COMMUNICATIONS	COM	92343V104	\$	22,035	650,000	SH	N/A	DEFINED	DEFINED	650,000
VNUS MED TECHNOLOGIES INC	COM	928566108	\$	142	8,746	SH	N/A	DEFINED	DEFINED	8,746
WATERS CORP	COM	941848103	\$	11,900	324,700	SH	N/A	DEFINED	DEFINED	324,700
WELLPOINT INC	COM	94973V107	\$	7,373	175,000	SH	N/A	DEFINED	DEFINED	175,000
WESTN DIGITAL CORP	COM	958102105	\$	1,031	90,000	SH	N/A	DEFINED	DEFINED	90,000
WILLIAMS CO INC	COM	969457100	\$	6,806	470,000	SH	N/A	DEFINED	DEFINED	470,000
				\$1,216,203	48,333,517					

</TABLE>