

Edgar Filing: GAMCO INVESTORS, INC. ET AL - Form 13F-HR

GAMCO INVESTORS, INC. ET AL  
 Form 13F-HR  
 November 12, 2009

PORTVUE-SEC13F.LNP  
 RUN DATE: 10/23/09 9:52 A.M.

GAMCO ASSET MGT. INC.

FORM 13F INFORMATION TABLE  
 AS OF DATE: 09/30/09

| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(x\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DCRETN | O<br>MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| 1 800 FLOWERS COM INC CL A     | COM            | 68243Q106 | 1134               | 328566             | SH         |              | SOLE              |         |
| 3 COM CORP                     | COM            | 885535104 | 1569               | 300000             | SH         |              | SOLE              |         |
| 3M CO.                         | COM            | 88579Y101 | 886                | 12000              | SH         |              | SOLE              |         |
| 99 CENTS ONLY STORES           | COM            | 65440K106 | 1022               | 76000              | SH         |              | SOLE              |         |
| A T & T INC (NEW)              | COM            | 00206R102 | 8052               | 298118             | SH         |              | SOLE              |         |
| AAR CORP COM                   | COM            | 000361105 | 1646               | 75000              | SH         |              | SOLE              |         |
| AARON RENTS INC COM            | COM            | 002535201 | 264                | 10000              | SH         |              | SOLE              |         |
| AARON'S INC                    | COM            | 002535300 | 7722               | 374873             | SH         |              | SOLE              |         |
| ABB LTD SPONSORED ADR          | COM            | 000375204 | 5102               | 254605             | SH         |              | SOLE              |         |
| ABBOTT LABS                    | COM            | 002824100 | 6478               | 130950             | SH         |              | SOLE              |         |
| ABOVENET INC COM               | COM            | 00374N107 | 1658               | 34000              | SH         |              | SOLE              |         |
| ACCESS INTEGRATED TECHNLS ICL  | COM            | 004329108 | 47                 | 37000              | SH         |              | SOLE              |         |
| ACCO BRANDS CORP COM           | COM            | 00081T108 | 1167               | 161578             | SH         |              | SOLE              |         |
| ACUITY BRANDS INC (B:AYI) COM  | COM            | 00508Y102 | 822                | 25520              | SH         |              | SOLE              |         |
| ADAPTEC INC COM                | COM            | 00651F108 | 150                | 45000              | SH         |              | SOLE              |         |
| ADOBE SYSTEMS INC COM          | COM            | 00724F101 | 760                | 22996              | SH         |              | SOLE              |         |
| AES CORP COM                   | COM            | 00130H105 | 6471               | 436650             | SH         |              | SOLE              |         |
| AFFILIATED COMPUTER SVCS INCCL | COM            | 008190100 | 3196               | 59000              | SH         |              | SOLE              |         |
| AFLAC INC COM                  | COM            | 001055102 | 342                | 8000               | SH         |              | SOLE              |         |
| AGL RES INC COM                | COM            | 001204106 | 3137               | 88937              | SH         |              | SOLE              |         |
| AGNICO-EAGLE MINES (USD)       | COM            | 008474108 | 4262               | 62819              | SH         |              | SOLE              |         |
| ALBEMARLE CORP COM             | COM            | 012653101 | 1003               | 29000              | SH         |              | SOLE              |         |
| ALBERTO CULVER CO NEW COM      | COM            | 013078100 | 34280              | 1238430            | SH         |              | SOLE              |         |
| ALCOA INC COM                  | COM            | 013817101 | 15581              | 1187585            | SH         |              | SOLE              |         |
| ALCON INC COM SHS              | COM            | H01301102 | 772                | 5568               | SH         |              | SOLE              |         |
| ALIGN TECHNOLOGY INC COM       | COM            | 016255101 | 2436               | 171300             | SH         |              | SOLE              |         |
| ALLEGHANY CORP DEL             | COM            | 017175100 | 873                | 3370               | SH         |              | SOLE              |         |
| ALLEGHENY ENERGY INC COM       | COM            | 017361106 | 23226              | 875804             | SH         |              | SOLE              |         |
| ALLERGAN INC                   | COM            | 018490102 | 10966              | 193192             | SH         |              | SOLE              |         |
| ALLIANCE BERNSTEIN HLDGS LP UN | COM            | 01881G106 | 10656              | 390600             | SH         |              | SOLE              |         |
| ALLIANCE DATA SYS CORP COM     | COM            | 018581108 | 385                | 6300               | SH         |              | SOLE              |         |
| ALLIANT ENERGY CORP COM        | COM            | 018802108 | 838                | 30080              | SH         |              | SOLE              |         |
| AMAZON.COM INC                 | COM            | 023135106 | 1069               | 11455              | SH         |              | SOLE              |         |
| AMERICA MOVIL S A DE C V SPONS | COM            | 02364W105 | 2849               | 65000              | SH         |              | SOLE              |         |
| AMERICAN DAIRY INC COM         | COM            | 025334103 | 425                | 15000              | SH         |              | SOLE              |         |
| AMERICAN DENTAL PARTNERS INC   | COM            | 025353103 | 280                | 20000              | SH         |              | SOLE              |         |
| AMERICAN DG ENERGY INC         | COM            | 025398108 | 1365               | 479000             | SH         |              | SOLE              |         |
| AMERICAN ELECTRIC POWER        | COM            | 025537101 | 232                | 7500               | SH         |              | SOLE              |         |
| AMERICAN EXPRESS CO            | COM            | 025816109 | 136008             | 4012027            | SH         |              | SOLE              |         |
| AMERICAN WATER WORKS CO INC    | COM            | 030420103 | 1276               | 64000              | SH         |              | SOLE              |         |
| AMERIPRISE FINL INC COM        | COM            | 03076C106 | 3136               | 86325              | SH         |              | SOLE              |         |

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|                                 |     |           |        |         |    |      |
|---------------------------------|-----|-----------|--------|---------|----|------|
| AMERISOURCEBERGEN CORP COM      | COM | 03073E105 | 358    | 16000   | SH | SOLE |
| AMETEK INC NEW COM              | COM | 031100100 | 103045 | 2951738 | SH | SOLE |
| AMICAS INC                      | COM | 001712108 | 3908   | 1085630 | SH | SOLE |
| AMPCO PITTSBURGH CORP           | COM | 032037103 | 29361  | 1104210 | SH | SOLE |
| ANADARKO PETE CORP COM          | COM | 032511107 | 6496   | 103560  | SH | SOLE |
| ANGIODYNAMICS INC COM           | COM | 03475V101 | 3811   | 276560  | SH | SOLE |
| ANGLOGOLD LTD SPONSORED ADR     | COM | 035128206 | 245    | 6000    | SH | SOLE |
| ANIMAL HEALTH INTERNATIONAL     | COM | 03525N109 | 764    | 360250  | SH | SOLE |
| ANIXTER INTL INC COM            | COM | 035290105 | 201    | 5000    | SH | SOLE |
| APACHE CORP                     | COM | 037411105 | 2028   | 22080   | SH | SOLE |
| APPLE INC                       | COM | 037833100 | 5721   | 30868   | SH | SOLE |
| APPLIED MATLS INC COM           | COM | 038222105 | 779    | 58190   | SH | SOLE |
| AQUA AMERICA INC                | COM | 03836W103 | 229    | 13000   | SH | SOLE |
| ARCH CHEMICALS INC COM          | COM | 03937R102 | 2513   | 83780   | SH | SOLE |
| ARCHER DANIELS MIDLAND          | COM | 039483102 | 50122  | 1715318 | SH | SOLE |
| ARGO GROUP INTL HLDGS LTD COM   | COM | G0464B107 | 2766   | 82132   | SH | SOLE |
| ARTHROCARE CORP                 | COM | 043136100 | 9981   | 489510  | SH | SOLE |
| ASCENT MEDIA CORP COM SER A     | COM | 043632108 | 27921  | 1090680 | SH | SOLE |
| ASHLAND INC NEW COM             | COM | 044209104 | 12310  | 284815  | SH | SOLE |
| ASPECT MED SYS INC COM          | COM | 045235108 | 599    | 50000   | SH | SOLE |
| AUTONATION INC                  | COM | 05329W102 | 38743  | 2142877 | SH | SOLE |
| AUTOZONE INC                    | COM | 053332102 | 424    | 2900    | SH | SOLE |
| AVON PRODUCTS INC               | COM | 054303102 | 3645   | 107325  | SH | SOLE |
| BADGER METER INC COM            | COM | 056525108 | 3078   | 79550   | SH | SOLE |
| BAKER HUGHES INC                | COM | 057224107 | 256    | 6000    | SH | SOLE |
| BALDOR ELEC CO COM              | COM | 057741100 | 21223  | 776250  | SH | SOLE |
| BALDWIN TECHNOLOGY INC CL A     | COM | 058264102 | 1936   | 1046725 | SH | SOLE |
| BANCO SANTANDER CENT HISP ADR ( | COM | 05964H105 | 203    | 12564   | SH | SOLE |
| BANK OF AMERICA                 | COM | 060505104 | 12207  | 721459  | SH | SOLE |
| BANK OF NEW YORK MELLON CORP    | COM | 064058100 | 63933  | 2205362 | SH | SOLE |
| BARNES GROUP INC COM            | COM | 067806109 | 1816   | 106240  | SH | SOLE |
| BARRICK GOLD(R:ABX.N B:ABX US)  | COM | 067901108 | 1800   | 47500   | SH | SOLE |
| BAXTER INTL INC COM             | COM | 071813109 | 11104  | 194778  | SH | SOLE |
| BCE INC                         | COM | 05534B760 | 3123   | 126600  | SH | SOLE |
| BEASLEY BROADCAST GRP INC.      | COM | 074014101 | 4172   | 1168561 | SH | SOLE |
| BECTON DICKINSON & CO COM       | COM | 075887109 | 451    | 6463    | SH | SOLE |
| BED BATH & BEYOND INC           | COM | 075896100 | 4944   | 131700  | SH | SOLE |
| BEL FUSE INC CL A               | COM | 077347201 | 437    | 23600   | SH | SOLE |
| BELDEN CDT INC                  | COM | 077454106 | 2472   | 107000  | SH | SOLE |
| BELO CORP                       | COM | 080555105 | 3860   | 713531  | SH | SOLE |
| BERKSHIRE HATHAWAY              | COM | 084670108 | 3131   | 31      | SH | SOLE |
| BERKSHIRE HATH/HLD B            | COM | 084670207 | 8856   | 2665    | SH | SOLE |
| BHP BILLITON LTD SPONSORED ADR  | COM | 088606108 | 749    | 11347   | SH | SOLE |
| BIG 5 SPORTING GOODS CORP COM   | COM | 08915P101 | 1389   | 92000   | SH | SOLE |
| PORTVUE-SEC13F.LNP              |     |           |        |         |    |      |
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| BIO RAD LABS INC CL A         | COM            | 090572207 | 533                | 5800               | SH         |              | SOLE              |         |
| BIOGEN IDEC INC               | COM            | 09062X103 | 606                | 12000              | SH         |              | SOLE              |         |
| BIOLASE TECHNOLOGY INC COM    | COM            | 090911108 | 451                | 199600             | SH         |              | SOLE              |         |
| BJ SVCS CO COM                | COM            | 055482103 | 1040               | 53500              | SH         |              | SOLE              |         |
| BLACK HILLS CORP COM          | COM            | 092113109 | 7083               | 281400             | SH         |              | SOLE              |         |
| BLACKROCK INC CL A            | COM            | 09247X101 | 740                | 3414               | SH         |              | SOLE              |         |
| BLACKSTONE GROUP L P COM UNIT | COM            | 09253U108 | 542                | 38200              | SH         |              | SOLE              |         |
| BOEING CO                     | COM            | 097023105 | 35588              | 657220             | SH         |              | SOLE              |         |
| BON-TON STORES INC COM        | COM            | 09776J101 | 4000               | 549500             | SH         |              | SOLE              |         |

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|---|------------------|-----------|--------|----------|----|------|
| BORG WARNER INC                                 | COM              | 099724106 | 40857  | 1350200  | SH | SOLE |
| BOSTON BEER INC CL A                            | COM              | 100557107 | 6211   | 167500   | SH | SOLE |
| BOSTON SCIENTIFIC CORP COM                      | COM              | 101137107 | 13809  | 1304000  | SH | SOLE |
| BOYD GAMING CORP                                | COM              | 103304101 | 23205  | 2123050  | SH | SOLE |
| BP PLC SPONS ADR                                | COM              | 055622104 | 780    | 14658    | SH | SOLE |
| BPW ACQUISITION CORP COM                        | COM              | 055637102 | 2053   | 210150   | SH | SOLE |
| BPW ACQUISITION CORP WT EXP 02 WARRANT AND RIGH | COM              | 055637110 | 319    | 590000   | SH | SOLE |
| BRINKS CO COM                                   | COM              | 109696104 | 3525   | 131000   | SH | SOLE |
| BRINKS HOME SEC HLDGS INC COM                   | COM              | 109699108 | 1093   | 35500    | SH | SOLE |
| BRISTOL MYERS SQUIBB CO                         | COM              | 110122108 | 6941   | 308220   | SH | SOLE |
| BROWN FORMAN CORP CL B                          | COM              | 115637209 | 4993   | 103548   | SH | SOLE |
| BROWN-FORMAN CORP CLASS A                       | COM              | 115637100 | 28964  | 567140   | SH | SOLE |
| BRUSH ENGINEERED MATLS INC COM                  | COM              | 117421107 | 4892   | 200000   | SH | SOLE |
| BUCKEYE PARTNERS L P UNIT LTD                   | OIL & GAS PARTNE | 118230101 | 436    | 9000     | SH | SOLE |
| CABLEVISION SYS NY GROUP A                      | COM              | 12686C109 | 248529 | 10464396 | SH | SOLE |
| CABOT OIL & GAS CORP COMMON ST                  | COM              | 127097103 | 322    | 9000     | SH | SOLE |
| CADBURY PLC-SPONS ADR                           | COM              | 12721E102 | 134141 | 2619434  | SH | SOLE |
| CALAMOS ASSET MANAGEMENT-A                      | COM              | 12811R104 | 1371   | 105000   | SH | SOLE |
| CALIFORNIA MICRO DEVICES CORCO                  | COM              | 130439102 | 3862   | 1199300  | SH | SOLE |
| CAMERON INTERNATIONAL CORP                      | COM              | 13342B105 | 10912  | 288523   | SH | SOLE |
| CAMPBELL SOUP CO                                | COM              | 134429109 | 27135  | 831841   | SH | SOLE |
| CANTERBURY PK HLDG CORP                         | COM              | 13811E101 | 3040   | 410779   | SH | SOLE |
| CAPITAL ONE FINL CORP COM                       | COM              | 14040H105 | 888    | 24860    | SH | SOLE |
| CARMIKE CINEMAS INC COM                         | COM              | 143436400 | 1395   | 138000   | SH | SOLE |
| CASELLA WASTE SYS INC CL A                      | COM              | 147448104 | 382    | 130000   | SH | SOLE |
| CASEYS GEN STORES INC COM                       | COM              | 147528103 | 3734   | 119000   | SH | SOLE |
| CAVCO INDUSTRIES                                | COM              | 149568107 | 18149  | 511248   | SH | SOLE |
| CBS CORP CLASS A                                | COM              | 124857103 | 32005  | 2653854  | SH | SOLE |
| CBS CORP NEW CL B                               | COM              | 124857202 | 1188   | 98612    | SH | SOLE |
| CELGENE CORP                                    | COM              | 151020104 | 674    | 12064    | SH | SOLE |
| CENTENNIAL COMMUNICATIONS CORP                  | COM              | 15133V208 | 23094  | 2894004  | SH | SOLE |
| CENTRAL EUROPE AND RUSSIA FUND                  | MUTUAL FUNDS     | 153436100 | 307    | 9441     | SH | SOLE |
| CENTRAL VT PUB SVC CORP COM                     | COM              | 155771108 | 618    | 32000    | SH | SOLE |
| CENTURYTEL INC                                  | COM              | 156700106 | 11289  | 335978   | SH | SOLE |
| CENVEO INC COM                                  | COM              | 15670S105 | 2423   | 350200   | SH | SOLE |
| PORTVUE-SEC13F.LNP                              |                  |           |        |          |    |      |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| CEPHALON INC COM               | COM            | 156708109 | 815                | 14000              | SH         |              | SOLE              |         |
| CEPHEID COM                    | COM            | 15670R107 | 2895               | 219000             | SH         |              | SOLE              |         |
| CH ENERGY GROUP, INC.          | COM            | 12541M102 | 31049              | 700717             | SH         |              | SOLE              |         |
| CHAMPION ENTERPRISES INC COM   | COM            | 158496109 | 531                | 1155196            | SH         |              | SOLE              |         |
| CHARTERED SEMICONDUCTOR MFG SP | COM            | 16133R205 | 744                | 40000              | SH         |              | SOLE              |         |
| CHEMED CORPORATION             | COM            | 16359R103 | 33212              | 756710             | SH         |              | SOLE              |         |
| CHESAPEAKE ENERGY CORP COM     | COM            | 165167107 | 1350               | 47548              | SH         |              | SOLE              |         |
| CHEVRON CORP                   | COM            | 166764100 | 18465              | 262177             | SH         |              | SOLE              |         |
| CHINA MOBILE LTD               | COM            | 16941M109 | 2848               | 58000              | SH         |              | SOLE              |         |
| CHURCH & DWIGHT CO             | COM            | 171340102 | 17642              | 310930             | SH         |              | SOLE              |         |
| CHURCHILL DOWNS INC COM        | COM            | 171484108 | 27911              | 724951             | SH         |              | SOLE              |         |
| CINCINNATI BELL                | COM            | 171871106 | 29465              | 8418532            | SH         |              | SOLE              |         |
| CIRCOR INTL INC COM            | COM            | 17273K109 | 32571              | 1152563            | SH         |              | SOLE              |         |
| CISCO SYS INC                  | COM            | 17275R102 | 3959               | 168188             | SH         |              | SOLE              |         |
| CITIGROUP INC.                 | COM            | 172967101 | 394                | 81500              | SH         |              | SOLE              |         |
| CLARCOR INC                    | COM            | 179895107 | 73553              | 2345451            | SH         |              | SOLE              |         |
| CLEAR CHANNEL OUTDOOR HLDGS CL | COM            | 18451C109 | 11458              | 1636900            | SH         |              | SOLE              |         |
| CLEARWIRE CORP-CLASS A         | COM            | 18538Q105 | 1122               | 138000             | SH         |              | SOLE              |         |
| CLOUGH GLOBAL OPPORTUNITIES SH | MUTUAL FUNDS   | 18914E106 | 127                | 10000              | SH         |              | SOLE              |         |

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| CME GROUP INC COM              | COM              | 12572Q105 | 2019  | 6550    | SH  | SOLE |
| CMS ENERGY CORP COM            | COM              | 125896100 | 1456  | 108675  | SH  | SOLE |
| CNA SURETY CORP COM            | COM              | 12612L108 | 14109 | 870900  | SH  | SOLE |
| CNH GLOBAL NV COM              | COM              | N20935206 | 67290 | 3939714 | SH  | SOLE |
| COACH INC                      | COM              | 189754104 | 408   | 12383   | SH  | SOLE |
| COCA COLA CO                   | COM              | 191216100 | 76804 | 1430238 | SH  | SOLE |
| COHEN & STEERS INC COM         | COM              | 19247A100 | 4380  | 182500  | SH  | SOLE |
| COLDWATER CREEK INC COM        | COM              | 193068103 | 8659  | 1056000 | SH  | SOLE |
| COLLECTIVE BRANDS INC COM      | COM              | 19421W100 | 225   | 13000   | SH  | SOLE |
| COMCAST CORP CL A SPL          | COM              | 20030N200 | 849   | 52775   | SH  | SOLE |
| COMCAST CORP NEW COM CL A      | COM              | 20030N101 | 1895  | 112278  | SH  | SOLE |
| COMMUNICATIONS SYS             | COM              | 203900105 | 3208  | 274637  | SH  | SOLE |
| COMPUCREDIT CVT 5.875% 01/30/3 | CONVERTIBLE BOND | 20478NAD2 | 79    | 200000  | PRN | SOLE |
| CONMED CORP COM                | COM              | 207410101 | 2231  | 116400  | SH  | SOLE |
| CONOCOPHILLIPS COM             | COM              | 20825C104 | 9606  | 212707  | SH  | SOLE |
| CONSTELLATION BRANDS COM       | COM              | 21036P108 | 13680 | 903000  | SH  | SOLE |
| CONSTELLATION ENERGY GROUP ICO | COM              | 210371100 | 5898  | 182206  | SH  | SOLE |
| CONTINUCARE CORP COM           | COM              | 212172100 | 30    | 10000   | SH  | SOLE |
| COOPER COS INC COM NEW         | COM              | 216648402 | 2527  | 85000   | SH  | SOLE |
| COOPER INDUSTRIES PLC SHS      | COM              | G24140108 | 50235 | 1337110 | SH  | SOLE |
| CORE MOLDING TECH COM          | COM              | 218683100 | 1382  | 424000  | SH  | SOLE |
| CORINTHIAN COLLEGES INC COM    | COM              | 218868107 | 2561  | 138000  | SH  | SOLE |
| CORN PRODS INTL INC COM        | COM              | 219023108 | 40533 | 1421201 | SH  | SOLE |
| CORNING INC                    | COM              | 219350105 | 9068  | 592306  | SH  | SOLE |
| COSTCO WHSL CORP NEW COM       | COM              | 22160K105 | 1421  | 25206   | SH  | SOLE |

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| COVANTA HOLDING CORP           | COM            | 22282E102 | 4131               | 243000             | SH         |              | SOLE               |         |
| COVIDIEN PLC ORDINARY SHARE    | COM            | G2554F105 | 4010               | 92700              | SH         |              | SOLE               |         |
| CRANE CO                       | COM            | 224399105 | 96887              | 3753865            | SH         |              | SOLE               |         |
| CROWN HOLDINGS INC COM         | COM            | 228368106 | 280                | 10300              | SH         |              | SOLE               |         |
| CROWN MEDIA HLDGS INC CL A     | COM            | 228411104 | 519                | 332400             | SH         |              | SOLE               |         |
| CRUCCELL N V SPONSORED ADR     | COM            | 228769105 | 6260               | 273500             | SH         |              | SOLE               |         |
| CTS CORP                       | COM            | 126501105 | 31371              | 3373233            | SH         |              | SOLE               |         |
| CUMMINS ENGINE INC             | COM            | 231021106 | 793                | 17692              | SH         |              | SOLE               |         |
| CURRENCYSHS JAPANESE YEN TR JA | MUTUAL FUNDS   | 23130A102 | 377                | 3410               | SH         |              | SOLE               |         |
| CURTISS WRIGHT CORP            | COM            | 231561101 | 65538              | 1920233            | SH         |              | SOLE               |         |
| CUTERA INC COM                 | COM            | 232109108 | 3231               | 373500             | SH         |              | SOLE               |         |
| CVS/CAREMARK CORP              | COM            | 126650100 | 45593              | 1275673            | SH         |              | SOLE               |         |
| CYNOSURE INC CL A              | COM            | 232577205 | 186                | 16000              | SH         |              | SOLE               |         |
| CYPRESS SEMICONDUCTOR CORP COM | COM            | 232806109 | 4328               | 419000             | SH         |              | SOLE               |         |
| C&D TECHNOLOGIES INC COM       | COM            | 124661109 | 33                 | 15490              | SH         |              | SOLE               |         |
| D & E COMMUNICATIONS INC COM   | COM            | 232860106 | 2319               | 201799             | SH         |              | SOLE               |         |
| DAIMLER AG                     | COM            | D1668R123 | 241                | 4800               | SH         |              | SOLE               |         |
| DANA HOLDING CORP COM          | COM            | 235825205 | 7372               | 1082500            | SH         |              | SOLE               |         |
| DEAN FOODS (B:DF)              | COM            | 242370104 | 8322               | 467800             | SH         |              | SOLE               |         |
| DEERE & CO.                    | COM            | 244199105 | 82751              | 1928040            | SH         |              | SOLE               |         |
| DEL MONTE FOODS CO COM         | COM            | 24522P103 | 26430              | 2282424            | SH         |              | SOLE               |         |
| DENNYS CORP COM                | COM            | 24869P104 | 74                 | 28000              | SH         |              | SOLE               |         |
| DENTSPLY INTL INC NEW COM      | COM            | 249030107 | 9604               | 278040             | SH         |              | SOLE               |         |
| DEUTSCHE BANK AG-REG (B:DB)    | COM            | D18190898 | 4506               | 58700              | SH         |              | SOLE               |         |
| DEUTSCHE TELEKOM AG-SPON ADR ( | COM            | 251566105 | 7402               | 541864             | SH         |              | SOLE               |         |
| DEVON ENERGY CORP NEW          | COM            | 25179M103 | 14396              | 213817             | SH         |              | SOLE               |         |
| DEXCOM INC COM                 | COM            | 252131107 | 603                | 76000              | SH         |              | SOLE               |         |
| DIAGEO PLC SPONSORED ADR (B:DE | COM            | 25243Q205 | 36478              | 593232             | SH         |              | SOLE               |         |
| DIAMOND FOODS INC COM          | COM            | 252603105 | 279                | 8800               | SH         |              | SOLE               |         |

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|                                |                  |           |        |         |     |                       |
|--------------------------------|------------------|-----------|--------|---------|-----|-----------------------|
| DIAMOND OFFSHORE DRILLNG INCCO | COM              | 25271C102 | 955    | 10000   | SH  | SOLE                  |
| DIEBOLD INC                    | COM              | 253651103 | 132608 | 4026965 | SH  | SOLE                  |
| DIRECTV GROUP INC              | COM              | 25459L106 | 104200 | 3778104 | SH  | SOLE                  |
| DISCOVER FINANCIAL             | COM              | 254709108 | 3433   | 211500  | SH  | SOLE                  |
| DISCOVERY COMMS NEW SER A      | COM              | 25470F104 | 33761  | 1168600 | SH  | SOLE                  |
| DISCOVERY COMMS NEW SER C      | COM              | 25470F302 | 28290  | 1086842 | SH  | SOLE                  |
| DISH NETWORK CORPORATION       | COM              | 25470M109 | 42672  | 2215600 | SH  | SOLE                  |
| DISNEY WALT PRODTNS            | COM              | 254687106 | 7184   | 261615  | SH  | SOLE                  |
| DOMINION RES INC VA NEW COM    | COM              | 25746U109 | 5227   | 151500  | SH  | SOLE                  |
| DONALDSON INC                  | COM              | 257651109 | 47131  | 1361000 | SH  | SOLE                  |
| DOVER DOWNS GAMING & ENTMT INC | COM              | 260095104 | 1058   | 185677  | SH  | SOLE                  |
| DOVER MOTORSPORTS INC.(B:DVD)  | COM              | 260174107 | 1361   | 907400  | SH  | SOLE                  |
| DPL INC COM                    | COM              | 233293109 | 17648  | 676168  | SH  | SOLE                  |
| DR HORTON 2.000% 05/15/14      | CONVERTIBLE BOND | 23331ABB4 | 215    | 190000  | PRN | SOLE                  |
| DR PEPPER SNAPPLE GROUP INC CO | COM              | 26138E109 | 84193  | 2928468 | SH  | SOLE                  |
| PORTVUE-SEC13F.LNP             |                  |           |        |         |     | GAMCO ASSET MGT. INC. |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| DU PONT E I DE NEMOURS CO      | COM              | 263534109 | 4059               | 126290             | SH         |              | SOLE               |         |
| DUFF & PHELPS CORP-CL A        | COM              | 26433B107 | 460                | 24000              | SH         |              | SOLE               |         |
| DUKE ENERGY CORP               | COM              | 26441C105 | 4389               | 278828             | SH         |              | SOLE               |         |
| E M C CORP MASS COM            | COM              | 268648102 | 1239               | 72700              | SH         |              | SOLE               |         |
| EASTMAN KODAK                  | COM              | 277461109 | 2216               | 463500             | SH         |              | SOLE               |         |
| EASTMAN KODAK 3.375% 10/15/33  | CONVERTIBLE BOND | 277461BE8 | 360                | 360000             | PRN        |              | SOLE               |         |
| EATON VANCE CORP COM           | COM              | 278265103 | 1064               | 38000              | SH         |              | SOLE               |         |
| EHOSTAR CORP-A                 | COM              | 278768106 | 3041               | 164741             | SH         |              | SOLE               |         |
| ECOLAB INC                     | COM              | 278865100 | 50278              | 1087558            | SH         |              | SOLE               |         |
| EDGEWATER TECHNOLOGY INC COM   | COM              | 280358102 | 3292               | 1119710            | SH         |              | SOLE               |         |
| EL PASO CORPORATION            | COM              | 28336L109 | 26379              | 2556095            | SH         |              | SOLE               |         |
| EL PASO ELEC CO COM NEW        | COM              | 283677854 | 36241              | 2051000            | SH         |              | SOLE               |         |
| ELIZABETH ARDEN INC            | COM              | 28660G106 | 129                | 11000              | SH         |              | SOLE               |         |
| EMERSON ELEC CO                | COM              | 291011104 | 1066               | 26591              | SH         |              | SOLE               |         |
| EMMIS COMMUNICATIONS CORP      | COM              | 291525103 | 126                | 150000             | SH         |              | SOLE               |         |
| EMULEX CORP COM NEW            | COM              | 292475209 | 3334               | 324000             | SH         |              | SOLE               |         |
| ENER1 INC COM NEW              | COM              | 29267A203 | 97                 | 14000              | SH         |              | SOLE               |         |
| ENERGIZER HLDGS INC COM        | COM              | 29266R108 | 81241              | 1224611            | SH         |              | SOLE               |         |
| ENTEGRIS INC COM               | COM              | 29362U104 | 486                | 98255              | SH         |              | SOLE               |         |
| EOG RESOURCES INC              | COM              | 26875P101 | 251                | 3000               | SH         |              | SOLE               |         |
| EPOCH HOLDING CORP             | COM              | 29428R103 | 4414               | 504439             | SH         |              | SOLE               |         |
| EXACTECH INC COM               | COM              | 30064E109 | 8155               | 518094             | SH         |              | SOLE               |         |
| EXXON MOBIL CORP               | COM              | 30231G102 | 9274               | 135167             | SH         |              | SOLE               |         |
| FACET BIOTECH CORP SHS         | COM              | 30303Q103 | 207                | 12000              | SH         |              | SOLE               |         |
| FALCONSTOR SOFTWARE INC COM    | COM              | 306137100 | 547                | 110000             | SH         |              | SOLE               |         |
| FERRO CORP                     | COM              | 315405100 | 48726              | 5474790            | SH         |              | SOLE               |         |
| FIDELITY NATL INFORMATION SVCO | COM              | 31620M106 | 306                | 12000              | SH         |              | SOLE               |         |
| FIDELITY SOUTHERN CORP         | COM              | 316394105 | 111                | 36158              | SH         |              | SOLE               |         |
| FIRST SOLAR INC COM            | COM              | 336433107 | 377                | 2466               | SH         |              | SOLE               |         |
| FIRSTENERGY CORP COM           | COM              | 337932107 | 1868               | 40851              | SH         |              | SOLE               |         |
| FISHER COMMUNICATIONS INC COM  | COM              | 337756209 | 28548              | 1570311            | SH         |              | SOLE               |         |
| FLIR SYS INC COM               | COM              | 302445101 | 861                | 30790              | SH         |              | SOLE               |         |
| FLORIDA PUB UTILS CO COM       | COM              | 341135101 | 2034               | 167397             | SH         |              | SOLE               |         |
| FLOWERS FOODS INC COM          | COM              | 343498101 | 34231              | 1302045            | SH         |              | SOLE               |         |
| FLOWERVE CORP COM              | COM              | 34354P105 | 171080             | 1736143            | SH         |              | SOLE               |         |
| FLUOR CORP NEW COM             | COM              | 343412102 | 526                | 10351              | SH         |              | SOLE               |         |
| FLUSHING FINL CORP COM         | COM              | 343873105 | 3344               | 293300             | SH         |              | SOLE               |         |
| FMC CORP COM NEW               | COM              | 302491303 | 528                | 9390               | SH         |              | SOLE               |         |
| FMC TECHNOLOGIES INC COM       | COM              | 30249U101 | 829                | 15870              | SH         |              | SOLE               |         |

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|                                    |                       |       |            |      |
|------------------------------------|-----------------------|-------|------------|------|
| FOMENTO ECONOMICO MEXICANO SAD COM | 344419106             | 13245 | 348100 SH  | SOLE |
| FORTUNE BRANDS INC COM             | 349631101             | 53795 | 1251620 SH | SOLE |
| FPL GROUP INC COM                  | 302571104             | 13817 | 250165 SH  | SOLE |
| FRANKLIN ELEC INC COM              | 353514102             | 5830  | 203200 SH  | SOLE |
| FREEMONT MCMORAN COPPER&GOLD C COM | 35671D857             | 19843 | 289214 SH  | SOLE |
| PORTVUE-SEC13F.LNP                 | GAMCO ASSET MGT. INC. |       |            |      |
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|---------------------------------|-----------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| FRESENIUS KABI PHARMA-CVR       | WARRANT AND RIGH      | 35802M115 | 9                  | 15000              | SH         |              | SOLE               |         |
| FRONTIER COMMUNICATIONS CORP    | COM                   | 35906A108 | 2462               | 326479             | SH         |              | SOLE               |         |
| FULLER H B CO COM               | COM                   | 359694106 | 9945               | 475850             | SH         |              | SOLE               |         |
| FURMANITE CORPORATION           | COM                   | 361086101 | 6666               | 1546672            | SH         |              | SOLE               |         |
| GABELLI CV SECURITIES FUND      | MUTUAL FUNDS          | 36240B109 | 6927               | 1217450            | SH         |              | SOLE               |         |
| GABELLI DIV&INC TR COM          | MUTUAL FUNDS          | 36242H104 | 25856              | 2086851            | SH         |              | SOLE               |         |
| GABELLI EQUITY TRUST INC        | MUTUAL FUNDS          | 362397101 | 3324               | 664853             | SH         |              | SOLE               |         |
| GABELLI GBL MULTIMEDIA TR COM   | MUTUAL FUNDS          | 36239Q109 | 2640               | 421055             | SH         |              | SOLE               |         |
| GABELLI GLOBAL DEAL FUND        | MUTUAL FUNDS          | 36245G103 | 18953              | 1277180            | SH         |              | SOLE               |         |
| GABELLI GLOBAL UTIL & INCOME CO | MUTUAL FUNDS          | 36242L105 | 3053               | 171491             | SH         |              | SOLE               |         |
| GABELLI HLTHCARE & WELLNESS     | MUTUAL FUNDS          | 36246K103 | 243                | 40836              | SH         |              | SOLE               |         |
| GABELLI UTIL TR COM             | MUTUAL FUNDS          | 36240A101 | 1923               | 259498             | SH         |              | SOLE               |         |
| GARDNER DENVER INC              | COM                   | 365558105 | 1151               | 33000              | SH         |              | SOLE               |         |
| GATX CORP                       | COM                   | 361448103 | 91281              | 3265851            | SH         |              | SOLE               |         |
| GATX CORP \$2.50 CV PFD         | CONVERTIBLE PREF      | 361448202 | 339                | 1300               | SH         |              | SOLE               |         |
| GAYLORD ENTERTAINMENT CO        | COM                   | 367905106 | 82602              | 4109569            | SH         |              | SOLE               |         |
| GENCORP INC                     | COM                   | 368682100 | 20443              | 3813913            | SH         |              | SOLE               |         |
| GENERAL DYNAMICS CORP COM       | COM                   | 369550108 | 278                | 4300               | SH         |              | SOLE               |         |
| GENERAL ELEC CO                 | COM                   | 369604103 | 13730              | 836170             | SH         |              | SOLE               |         |
| GENERAL MILLS INC               | COM                   | 370334104 | 105772             | 1642940            | SH         |              | SOLE               |         |
| GENESIS ENERGY L P UNIT L P IN  | OIL & GAS PARTNE      | 371927104 | 2639               | 164000             | SH         |              | SOLE               |         |
| GENTEK INC COM NEW              | COM                   | 37245X203 | 2135               | 56133              | SH         |              | SOLE               |         |
| GENUINE PARTS CO                | COM                   | 372460105 | 94100              | 2472410            | SH         |              | SOLE               |         |
| GENZYME CORP                    | COM                   | 372917104 | 766                | 13500              | SH         |              | SOLE               |         |
| GERBER SCIENTIFIC INSTR         | COM                   | 373730100 | 8877               | 1484463            | SH         |              | SOLE               |         |
| GILEAD SCIENCES INC COM         | COM                   | 375558103 | 1297               | 27889              | SH         |              | SOLE               |         |
| GLOBAL SOURCES LTD COM          | COM                   | G39300101 | 474                | 68991              | SH         |              | SOLE               |         |
| GOLDMAN SACHS GR                | COM                   | 38141G104 | 2674               | 14505              | SH         |              | SOLE               |         |
| GOOGLE INC-CL A                 | COM                   | 38259P508 | 9372               | 18901              | SH         |              | SOLE               |         |
| GORMAN RUPP CO                  | COM                   | 383082104 | 8535               | 342616             | SH         |              | SOLE               |         |
| GRACO INC COM                   | COM                   | 384109104 | 6604               | 236950             | SH         |              | SOLE               |         |
| GRAFTECH INTERNATIONAL          | COM                   | 384313102 | 89315              | 6075843            | SH         |              | SOLE               |         |
| GRAY TELEVISION, INC            | COM                   | 389375106 | 3512               | 1513625            | SH         |              | SOLE               |         |
| GRAY TELEVISION, INC CL A       | COM                   | 389375205 | 122                | 52475              | SH         |              | SOLE               |         |
| GREAT ATLANTIC & PAC TEA INCCO  | COM                   | 390064103 | 32509              | 3648630            | SH         |              | SOLE               |         |
| GREAT PLAINS ENERGY INC. (B: G  | COM                   | 391164100 | 46258              | 2577068            | SH         |              | SOLE               |         |
| GREATBATCH INC                  | COM                   | 39153L106 | 3460               | 154000             | SH         |              | SOLE               |         |
| GREENBRIER COS INC              | COM                   | 393657101 | 1464               | 125000             | SH         |              | SOLE               |         |
| GREIF INC CL A                  | COM                   | 397624107 | 63575              | 1154858            | SH         |              | SOLE               |         |
| GREIF INC CL B                  | COM                   | 397624206 | 370                | 7100               | SH         |              | SOLE               |         |
| GRIFFIN LAND & NUR              | COM                   | 398231100 | 27949              | 873421             | SH         |              | SOLE               |         |
| GRIFFON CORP COM                | COM                   | 398433102 | 42607              | 4231048            | SH         |              | SOLE               |         |
| GRUPO TELEVISIA SA DE CV ADR (B | COM                   | 40049J206 | 40138              | 2159118            | SH         |              | SOLE               |         |
| GSE SYS INC COM                 | COM                   | 36227K106 | 340                | 54701              | SH         |              | SOLE               |         |
| PORTVUE-SEC13F.LNP              | GAMCO ASSET MGT. INC. |           |                    |                    |            |              |                    |         |
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|---------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| GYRODYNE CO AMER INC COM        | COM            | 403820103 | 252                | 6000               | SH         |              | SOLE               |         |
| H R BLOCK INC                   | COM            | 093671105 | 1266               | 68890              | SH         |              | SOLE               |         |
| HAIN CELESTIAL GROUP INC        | COM            | 405217100 | 882                | 46000              | SH         |              | SOLE               |         |
| HALLIBURTON COMPANY             | COM            | 406216101 | 34004              | 1253830            | SH         |              | SOLE               |         |
| HANESBRANDS INC COM             | COM            | 410345102 | 1885               | 88062              | SH         |              | SOLE               |         |
| HARLEY DAVIDSON INC             | COM            | 412822108 | 493                | 21440              | SH         |              | SOLE               |         |
| HARMAN INTL INDS INC NEW COM    | COM            | 413086109 | 6020               | 177700             | SH         |              | SOLE               |         |
| HARMONY GOLD MINING CO LTD ADR  | COM            | 413216300 | 552                | 50450              | SH         |              | SOLE               |         |
| HARRIS CORPORATION              | COM            | 413875105 | 997                | 26528              | SH         |              | SOLE               |         |
| HAWAIIAN ELEC INDS INC COM      | COM            | 419870100 | 495                | 27300              | SH         |              | SOLE               |         |
| HAWK CORP CL A                  | COM            | 420089104 | 13226              | 964020             | SH         |              | SOLE               |         |
| HAWKINS INC COM                 | COM            | 420261109 | 7447               | 318808             | SH         |              | SOLE               |         |
| HEELYS INC COM                  | COM            | 42279M107 | 89                 | 42000              | SH         |              | SOLE               |         |
| HEICO CORP NEW COM              | COM            | 422806109 | 1305               | 30100              | SH         |              | SOLE               |         |
| HEINZ, H J COMPANY              | COM            | 423074103 | 46855              | 1178749            | SH         |              | SOLE               |         |
| HERLEY INDS INC COM             | COM            | 427398102 | 31623              | 2423214            | SH         |              | SOLE               |         |
| HERSHEY COMPANY (THE)           | COM            | 427866108 | 44787              | 1152531            | SH         |              | SOLE               |         |
| HESKA CORP COM                  | COM            | 42805E108 | 67                 | 152000             | SH         |              | SOLE               |         |
| HESS CORP                       | COM            | 42809H107 | 1953               | 36531              | SH         |              | SOLE               |         |
| HEWLETT PACKARD CO              | COM            | 428236103 | 800                | 16948              | SH         |              | SOLE               |         |
| HI SHEAR TECHNOLOGY CORP COM    | COM            | 42839Y104 | 694                | 36400              | SH         |              | SOLE               |         |
| HICKORY TECH CORP COM           | COM            | 429060106 | 475                | 55525              | SH         |              | SOLE               |         |
| HIGHLANDS ACQUISITION           | COM            | 430880203 | 980                | 100000             | SH         |              | SOLE               |         |
| HOME DEPOT INC                  | COM            | 437076102 | 3475               | 130460             | SH         |              | SOLE               |         |
| HONEYWELL INT'L INC             | COM            | 438516106 | 106507             | 2866953            | SH         |              | SOLE               |         |
| HSN INC COM                     | COM            | 404303109 | 440                | 27040              | SH         |              | SOLE               |         |
| HUDSON CITY BANCORP INC COM     | COM            | 443683107 | 316                | 24045              | SH         |              | SOLE               |         |
| HUNTSMAN CORP COM               | COM            | 447011107 | 10932              | 1200000            | SH         |              | SOLE               |         |
| I2 TECHNOLOGIES INC COM NEW     | COM            | 465754208 | 305                | 19000              | SH         |              | SOLE               |         |
| IAC INTERACTIVECORP COM PAR \$. | COM            | 44919P508 | 3865               | 191412             | SH         |              | SOLE               |         |
| ICU MEDICAL INC                 | COM            | 44930G107 | 1563               | 42400              | SH         |              | SOLE               |         |
| IDEATION ACQUISTION CORP-UT     | COM            | 451665202 | 1153               | 125000             | SH         |              | SOLE               |         |
| IDEX CORP                       | COM            | 45167R104 | 52463              | 1877032            | SH         |              | SOLE               |         |
| IMAX CORP COM                   | COM            | 45245E109 | 480                | 51000              | SH         |              | SOLE               |         |
| IMS HEALTH INC COM              | COM            | 449934108 | 2901               | 189000             | SH         |              | SOLE               |         |
| INGERSOLL-RAND PLC              | COM            | G47791101 | 478                | 15580              | SH         |              | SOLE               |         |
| INGLES MKTS INC CL A            | COM            | 457030104 | 15061              | 951403             | SH         |              | SOLE               |         |
| INNOVATIVE SOLUTIONS & SUPPOCO  | COM            | 45769N105 | 75                 | 15000              | SH         |              | SOLE               |         |
| INSITUFORM TECHNOLOGIES INC CL  | COM            | 457667103 | 1502               | 78500              | SH         |              | SOLE               |         |
| INTEGRYS ENERGY GROUP INC       | COM            | 45822P105 | 357                | 9945               | SH         |              | SOLE               |         |
| INTEL CORP                      | COM            | 458140100 | 5250               | 268254             | SH         |              | SOLE               |         |
| INTERACTIVE DATA CORP COM       | COM            | 45840J107 | 3434               | 131000             | SH         |              | SOLE               |         |
| INTERMEC INC                    | COM            | 458786100 | 63556              | 4507498            | SH         |              | SOLE               |         |
| INTERNATIONAL BUSINESS          | COM            | 459200101 | 7720               | 64544              | SH         |              | SOLE               |         |

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| INTERNATIONAL GAME TECH        | COM            | 459902102 | 28762              | 1339002            | SH         |              | SOLE               |         |
| INTERNATIONAL PAPER CO         | COM            | 460146103 | 871                | 39160              | SH         |              | SOLE               |         |
| INTERNATIONAL RECTIFIER CORPCO | COM            | 460254105 | 214                | 11000              | SH         |              | SOLE               |         |
| INTERNATIONAL SPEEDWAY A       | COM            | 460335201 | 524                | 19000              | SH         |              | SOLE               |         |
| INTERPUBLIC GROUP COS INC      | COM            | 460690100 | 10404              | 1383500            | SH         |              | SOLE               |         |
| INTERVAL LEISURE GROUP INC COM | COM            | 46113M108 | 793                | 63634              | SH         |              | SOLE               |         |
| INTL FLAVORS & FRAGRANCES      | COM            | 459506101 | 42970              | 1132875            | SH         |              | SOLE               |         |

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|                                |                  |           |        |         |    |      |
|--------------------------------|------------------|-----------|--------|---------|----|------|
| INTRICON CORP COM              | COM              | 46121H109 | 167    | 51000   | SH | SOLE |
| INVERNESS MED INNOVATIONS INCO | COM              | 46126P106 | 961    | 24809   | SH | SOLE |
| IRIS INTL INC COM              | COM              | 46270W105 | 120    | 11000   | SH | SOLE |
| ISHARES TR BARCLYS TIPS B      | ETF/ISHARE - EQU | 464287176 | 360    | 3500    | SH | SOLE |
| ITT INDUSTRIES                 | COM              | 450911102 | 93440  | 1791752 | SH | SOLE |
| I-FLOW CORP COM NEW            | COM              | 449520303 | 148    | 13000   | SH | SOLE |
| J & J SNACK FOODS CORP         | COM              | 466032109 | 2224   | 51500   | SH | SOLE |
| J.P. MORGAN CHASE & CO         | COM              | 46625H100 | 43518  | 993115  | SH | SOLE |
| JANUS CAP GROUP INC COM        | COM              | 47102X105 | 26776  | 1888300 | SH | SOLE |
| JOHNSON CONTROLS               | COM              | 478366107 | 19117  | 747926  | SH | SOLE |
| JOHNSON & JOHNSON              | COM              | 478160104 | 20215  | 332000  | SH | SOLE |
| JOURNAL COMM INC-A             | COM              | 481130102 | 18924  | 5142508 | SH | SOLE |
| JOY GLOBAL INC COM             | COM              | 481165108 | 850    | 17378   | SH | SOLE |
| KAMAN CORP                     | COM              | 483548103 | 57920  | 2635118 | SH | SOLE |
| KELLOGG CO                     | COM              | 487836108 | 4255   | 86425   | SH | SOLE |
| KENSEY NASH CORP COM           | COM              | 490057106 | 3344   | 115500  | SH | SOLE |
| KEY ENERGY SVCS INC COM        | COM              | 492914106 | 261    | 30000   | SH | SOLE |
| KIMBERLY CLARK CORP            | COM              | 494368103 | 3645   | 61800   | SH | SOLE |
| KINETIC CONCEPTS INC COM NEW   | COM              | 49460W208 | 3513   | 95000   | SH | SOLE |
| KINROSS GOLD CORP COM NO PAR   | COM              | 496902404 | 673    | 31000   | SH | SOLE |
| KRAFT FOODS INC CL A COM       | COM              | 50075N104 | 1658   | 63118   | SH | SOLE |
| K-TRON INTL INC                | COM              | 482730108 | 705    | 7400    | SH | SOLE |
| L 3 COMMUNICATIONS             | COM              | 502424104 | 830    | 10329   | SH | SOLE |
| LAKES ENTERTAINMENT INC COM    | COM              | 51206P109 | 353    | 105000  | SH | SOLE |
| LANDAUER INC                   | COM              | 51476K103 | 3943   | 71720   | SH | SOLE |
| LAS VEGAS SANDS CORP           | COM              | 517834107 | 33624  | 1996700 | SH | SOLE |
| LAYNE CHRISTENSEN CO COM       | COM              | 521050104 | 4881   | 152300  | SH | SOLE |
| LEE ENTERPRISES INC            | COM              | 523768109 | 29     | 10500   | SH | SOLE |
| LEGG MASON INC COM             | COM              | 524901105 | 102148 | 3291901 | SH | SOLE |
| LGL GROUP INC                  | COM              | 50186A108 | 106    | 31292   | SH | SOLE |
| LIBERTY ENTERTAINMENT-A        | COM              | 53071M500 | 161394 | 5187834 | SH | SOLE |
| LIBERTY GLOBAL INC COM SER A   | COM              | 530555101 | 29471  | 1305777 | SH | SOLE |
| LIBERTY GLOBAL INC COM SER C   | COM              | 530555309 | 20068  | 893480  | SH | SOLE |
| LIBERTY MEDIA HLDG CORP INT CO | COM              | 53071M104 | 21227  | 1935039 | SH | SOLE |
| LIBERTY MEDIA-CAP SER A        | COM              | 53071M302 | 21468  | 1026174 | SH | SOLE |
| LIFE TECHNOLOGIES CORP COM     | COM              | 53217V109 | 3511   | 75416   | SH | SOLE |
| LIFEWAY FOODS INC COM          | COM              | 531914109 | 2324   | 211505  | SH | SOLE |

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|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---|
| LILLY, ELI AND COMPANY       | COM            | 532457108 | 5116               | 154898             | SH         |              | SOLE               |   |
| LIN TV CORP CL A             | COM            | 532774106 | 22281              | 4710664            | SH         |              | SOLE               |   |
| LINDSAY CORP                 | COM            | 535555106 | 4119               | 104600             | SH         |              | SOLE               |   |
| LITTELFUSE INC               | COM            | 537008104 | 3123               | 119000             | SH         |              | SOLE               |   |
| LOCKHEED MARTIN CORP COM     | COM            | 539830109 | 2385               | 30540              | SH         |              | SOLE               |   |
| LOEWS CORP                   | COM            | 540424108 | 332                | 9700               | SH         |              | SOLE               |   |
| LSI LOGIC CORP COM           | COM            | 502161102 | 1344               | 244833             | SH         |              | SOLE               |   |
| LUFKIN INDS INC COM          | COM            | 549764108 | 10280              | 193300             | SH         |              | SOLE               |   |
| M G M MIRAGE INC COM         | COM            | 552953101 | 20500              | 1702624            | SH         |              | SOLE               |   |
| M & T BK CORP COM            | COM            | 55261F104 | 13430              | 215500             | SH         |              | SOLE               |   |
| MACY'S INC                   | COM            | 55616P104 | 18473              | 1010004            | SH         |              | SOLE               |   |
| MAGNETEK INC COM             | COM            | 559424106 | 2088               | 1338773            | SH         |              | SOLE               |   |
| MAINE & MARITIMES CORP       | COM            | 560377103 | 2513               | 69900              | SH         |              | SOLE               |   |
| MARCUS CORP COM              | COM            | 566330106 | 1177               | 92000              | SH         |              | SOLE               |   |
| MARINE PRODS CORP COM        | COM            | 568427108 | 3849               | 696112             | SH         |              | SOLE               |   |
| MARSH & MCLENNAN COS INC COM | COM            | 571748102 | 6917               | 279700             | SH         |              | SOLE               |   |
| MARTHA STEWART LIVING OMNI   | COM            | 573083102 | 2247               | 359000             | SH         |              | SOLE               |   |



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|                                |                  |           |       |         |    |                       |
|--------------------------------|------------------|-----------|-------|---------|----|-----------------------|
| MARVEL ENTERTAINMENT INC COM   | COM              | 57383T103 | 2000  | 40300   | SH | SOLE                  |
| MASTERCARD INC COM             | COM              | 57636Q104 | 2753  | 13618   | SH | SOLE                  |
| MATRIX INITIATIVES INC COM     | COM              | 57685L105 | 461   | 81200   | SH | SOLE                  |
| MATTHEWS INTL CORP CL A        | COM              | 577128101 | 814   | 23000   | SH | SOLE                  |
| MCCORMICK & CO INC COM VTG     | COM              | 579780107 | 340   | 10000   | SH | SOLE                  |
| MCDERMOTT INTERNATIONAL INC.   | COM              | 580037109 | 552   | 21827   | SH | SOLE                  |
| MCGRAW HILL COMPANIES, INC.    | COM              | 580645109 | 6754  | 268645  | SH | SOLE                  |
| MEDIA GENERAL CL A             | COM              | 584404107 | 36619 | 4282939 | SH | SOLE                  |
| MEDTRONIC INC COM              | COM              | 585055106 | 478   | 13000   | SH | SOLE                  |
| MENTOR GRAPHICS CORP COM       | COM              | 587200106 | 2272  | 244000  | SH | SOLE                  |
| MERCK & CO INC                 | COM              | 589331107 | 1053  | 33285   | SH | SOLE                  |
| MEREDITH CORP                  | COM              | 589433101 | 9758  | 325913  | SH | SOLE                  |
| MET PRO CORP COM               | COM              | 590876306 | 935   | 96500   | SH | SOLE                  |
| METAVANTE HLDG CO COM          | COM              | 591407101 | 690   | 20000   | SH | SOLE                  |
| METHODE ELECTRS INC CL A       | COM              | 591520200 | 1496  | 172500  | SH | SOLE                  |
| MICROSOFT CORP                 | COM              | 594918104 | 5570  | 216582  | SH | SOLE                  |
| MICRUS ENDOVASCULAR CORP COM   | COM              | 59518V102 | 3367  | 260000  | SH | SOLE                  |
| MIDAS GROUP INC COM            | COM              | 595626102 | 18398 | 1957200 | SH | SOLE                  |
| MIDDLESEX WTR CO COM           | COM              | 596680108 | 1886  | 125044  | SH | SOLE                  |
| MILLICOM INTL CELLULAR S A SHS | COM              | L6388F110 | 1709  | 23500   | SH | SOLE                  |
| MIRANT CORP NEW COM            | COM              | 60467R100 | 203   | 12371   | SH | SOLE                  |
| MIRANT CORP NEW WT A EX 010311 | WARRANT AND RIGH | 60467R118 | 18    | 12446   | SH | SOLE                  |
| MODINE MFG CO                  | COM              | 607828100 | 27649 | 2982606 | SH | SOLE                  |
| MONRO MUFFLER BRAKE INC        | COM              | 610236101 | 1272  | 40000   | SH | SOLE                  |
| MONSANTO CO NEW COM            | COM              | 61166W101 | 6629  | 85647   | SH | SOLE                  |
| MOOG INC CL A                  | COM              | 615394202 | 4045  | 137118  | SH | SOLE                  |
| MOOG INC CL B                  | COM              | 615394301 | 963   | 32600   | SH | SOLE                  |
| PORTVUE-SEC13F.LNP             |                  |           |       |         |    | GAMCO ASSET MGT. INC. |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| MORGAN STANLEY                 | COM            | 617446448 | 28590              | 925850             | SH         |              | SOLE                |         |
| MORGANS HOTEL GROUP CO COM     | COM            | 61748W108 | 311                | 57400              | SH         |              | SOLE                |         |
| MOSAIC CO/THE                  | COM            | 61945A107 | 826                | 17178              | SH         |              | SOLE                |         |
| MOSY INC                       | COM            | 619718109 | 63                 | 25000              | SH         |              | SOLE                |         |
| MOTOROLA INC                   | COM            | 620076109 | 507                | 59050              | SH         |              | SOLE                |         |
| MOVADO GROUP INC COM           | COM            | 624580106 | 997                | 68600              | SH         |              | SOLE                |         |
| MSC SOFTWARE CORP COM          | COM            | 553531104 | 1773               | 210800             | SH         |              | SOLE                |         |
| MUELLER WATER PRODUCTS INC     | COM            | 624758108 | 460                | 83906              | SH         |              | SOLE                |         |
| MURPHY OIL CORP COM            | COM            | 626717102 | 971                | 16868              | SH         |              | SOLE                |         |
| MVC CAP COM                    | COM            | 553829102 | 665                | 75750              | SH         |              | SOLE                |         |
| MWI VETERINARY SUPPLY INC      | COM            | 55402X105 | 2405               | 60200              | SH         |              | SOLE                |         |
| MYERS INDS INC                 | COM            | 628464109 | 20547              | 1907775            | SH         |              | SOLE                |         |
| NARA BANCORP INC COM           | COM            | 63080P105 | 4094               | 589000             | SH         |              | SOLE                |         |
| NATHANS FAMOUS INC NEW COM     | COM            | 632347100 | 2225               | 151141             | SH         |              | SOLE                |         |
| NATIONAL DENTEX CORP COM       | COM            | 63563H109 | 391                | 46000              | SH         |              | SOLE                |         |
| NATIONAL FUEL GAS CO N J COM   | COM            | 636180101 | 69604              | 1519405            | SH         |              | SOLE                |         |
| NATIONAL PRESTO INDS INC       | COM            | 637215104 | 813                | 9400               | SH         |              | SOLE                |         |
| NATIONAL-OILWELL INC COM       | COM            | 637071101 | 2280               | 52862              | SH         |              | SOLE                |         |
| NAVISTAR INTL CORP COM         | COM            | 63934E108 | 73865              | 1973942            | SH         |              | SOLE                |         |
| NCR CORP NEW COM               | COM            | 62886E108 | 36676              | 2653870            | SH         |              | SOLE                |         |
| NEW ALLIANCE BANCSHARES INC CO | COM            | 650203102 | 6716               | 627700             | SH         |              | SOLE                |         |
| NEW GERMANY FD COM (B:GF US)   | MUTUAL FUNDS   | 644465106 | 156                | 13000              | SH         |              | SOLE                |         |
| NEW YORK CMNTY BANCORP INC COM | COM            | 649445103 | 455                | 39886              | SH         |              | SOLE                |         |
| NEWMARKET CORP COM             | COM            | 651587107 | 4652               | 50000              | SH         |              | SOLE                |         |
| NEWMONT MINING CORP HOLDING CO | COM            | 651639106 | 8081               | 183569             | SH         |              | SOLE                |         |
| NEWS CORP CL A                 | COM            | 65248E104 | 92513              | 7735175            | SH         |              | SOLE                |         |
| NICOR INC COM                  | COM            | 654086107 | 2364               | 64600              | SH         |              | SOLE                |         |

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|                                |     |           |       |         |    |      |
|--------------------------------|-----|-----------|-------|---------|----|------|
| NIKE INC CL B                  | COM | 654106103 | 1621  | 25057   | SH | SOLE |
| NISOURCE INC                   | COM | 65473P105 | 350   | 25200   | SH | SOLE |
| NOBILITY HOMES INC COM         | COM | 654892108 | 1793  | 199211  | SH | SOLE |
| NOBLE CORPORATION BAAR NAMEN - | COM | H5833N103 | 971   | 25588   | SH | SOLE |
| NORDSON CORP COM               | COM | 655663102 | 1122  | 20000   | SH | SOLE |
| NORTHEAST UTILS COM            | COM | 664397106 | 25825 | 1087837 | SH | SOLE |
| NORTHERN TRUST CORP            | COM | 665859104 | 1749  | 30079   | SH | SOLE |
| NORTHROP GRUMMAN CORP (B:NOC)  | COM | 666807102 | 1420  | 27441   | SH | SOLE |
| NORTHWESTERN CORP COM NEW      | COM | 668074305 | 8629  | 353200  | SH | SOLE |
| NRG ENERGY INC COM NEW         | COM | 629377508 | 623   | 22100   | SH | SOLE |
| NSTAR COM                      | COM | 67019E107 | 30806 | 968145  | SH | SOLE |
| NUTRI SYS INC NEW COM          | COM | 67069D108 | 549   | 36000   | SH | SOLE |
| NYSE EURONEXT COM              | COM | 629491101 | 3798  | 131452  | SH | SOLE |
| O REILLY AUTOMOTIVE INC COM    | COM | 686091109 | 49232 | 1362259 | SH | SOLE |
| OCCIDENTAL PETE CORP           | COM | 674599105 | 4847  | 61828   | SH | SOLE |
| OCEANEERING INTL INC COM       | COM | 675232102 | 20706 | 364855  | SH | SOLE |
| ODYSSEY HEALTHCARE INC COM     | COM | 67611V101 | 6438  | 515000  | SH | SOLE |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| ODYSSEY RE HLDGS CORP COM      | COM              | 67612W108 | 6740               | 104000             | SH         |              | SOLE                |         |
| OIL DRI CORP AMER COM          | COM              | 677864100 | 8197               | 565300             | SH         |              | SOLE                |         |
| OMNITURE INC COM               | COM              | 68212S109 | 11468              | 534900             | SH         |              | SOLE                |         |
| OMNOVA SOLUTIONS INC COM       | COM              | 682129101 | 20845              | 3216843            | SH         |              | SOLE                |         |
| ONEOK INC NEW COM              | COM              | 682680103 | 9192               | 251018             | SH         |              | SOLE                |         |
| OPKO HEALTH INC COM            | COM              | 68375N103 | 34                 | 15000              | SH         |              | SOLE                |         |
| ORIENT-EXPRESS HOTELS LTD COM  | COM              | G67743107 | 6572               | 571000             | SH         |              | SOLE                |         |
| ORMAT TECHNOLOGIES INC         | COM              | 686688102 | 4025               | 98600              | SH         |              | SOLE                |         |
| ORTHOFIX INTL N V ORD          | COM              | N6748L102 | 5447               | 185350             | SH         |              | SOLE                |         |
| OSTEOTECH INC COM              | COM              | 688582105 | 56                 | 12500              | SH         |              | SOLE                |         |
| OTIX GLOBAL INC                | COM              | 68906N101 | 29                 | 30000              | SH         |              | SOLE                |         |
| OTTER TAIL CORPORATION COM     | COM              | 689648103 | 2393               | 100000             | SH         |              | SOLE                |         |
| OWENS & MINOR INC NEW COM      | COM              | 690732102 | 3634               | 80300              | SH         |              | SOLE                |         |
| PACCAR INC                     | COM              | 693718108 | 5247               | 139128             | SH         |              | SOLE                |         |
| PACTIV CORP COM                | COM              | 695257105 | 3579               | 137400             | SH         |              | SOLE                |         |
| PAIN THERAPEUTICS INC COM      | COM              | 69562K100 | 2505               | 495000             | SH         |              | SOLE                |         |
| PALM HBR HOMES INC COM         | COM              | 696639103 | 228                | 79000              | SH         |              | SOLE                |         |
| PALOMAR MED TECHNOLOGIES INCCO | COM              | 697529303 | 1332               | 82200              | SH         |              | SOLE                |         |
| PARALLEL PETE CORP DEL COM     | COM              | 699157103 | 883                | 278400             | SH         |              | SOLE                |         |
| PARK ELECTROCHEMICAL CORP COM  | COM              | 700416209 | 15199              | 616600             | SH         |              | SOLE                |         |
| PARK OHIO HLDGS CORP COM       | COM              | 700666100 | 9219               | 1057271            | SH         |              | SOLE                |         |
| PATTERSON COMPANIES INC        | COM              | 703395103 | 12336              | 452707             | SH         |              | SOLE                |         |
| PEABODY ENERGY CORP COM        | COM              | 704549104 | 715                | 19200              | SH         |              | SOLE                |         |
| PENN NATIONAL GAMING INC COM   | COM              | 707569109 | 2434               | 88000              | SH         |              | SOLE                |         |
| PENNICHUCK CORP COM NEW        | COM              | 708254206 | 6697               | 307780             | SH         |              | SOLE                |         |
| PENSKE AUTOMOTIVE GRP INC COM  | COM              | 70959W103 | 10215              | 532600             | SH         |              | SOLE                |         |
| PEP BOYS MANNY MOE & JACK      | COM              | 713278109 | 8060               | 825000             | SH         |              | SOLE                |         |
| PEPSI BOTTLING GROUP INC.      | COM              | 713409100 | 1093               | 30000              | SH         |              | SOLE                |         |
| PEPSIAMERICAS                  | COM              | 71343P200 | 102666             | 3594751            | SH         |              | SOLE                |         |
| PEPSICO INC                    | COM              | 713448108 | 11111              | 189417             | SH         |              | SOLE                |         |
| PEROT SYSTEMS CORP             | COM              | 714265105 | 58361              | 1965000            | SH         |              | SOLE                |         |
| PETROBRAS BRASILEIRO ADR SPONS | COM              | 71654V408 | 3316               | 72246              | SH         |              | SOLE                |         |
| PETROHAWK ENERGY CORP COM      | COM              | 716495106 | 327                | 13500              | SH         |              | SOLE                |         |
| PETROQUEST ENERGY INC COM      | COM              | 716748108 | 143                | 22000              | SH         |              | SOLE                |         |
| PFIZER INC                     | COM              | 717081103 | 1180               | 71325              | SH         |              | SOLE                |         |
| PHHM 3.25% 5/15/2024           | CONVERTIBLE BOND | 696639AB9 | 408                | 1228000            | PRN        |              | SOLE                |         |
| PIEDMONT NAT GAS INC COM       | COM              | 720186105 | 311                | 13000              | SH         |              | SOLE                |         |

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|                                    |     |           |       |         |    |                       |
|------------------------------------|-----|-----------|-------|---------|----|-----------------------|
| PIER 1 IMPORTS INC SHS BEN INT COM |     | 720279108 | 85    | 22000   | SH | SOLE                  |
| PINNACLE ENTMT INC COM             | COM | 723456109 | 15688 | 1539500 | SH | SOLE                  |
| PLANTRONICS                        | COM | 727493108 | 1206  | 45000   | SH | SOLE                  |
| PNC FINANCIAL CORP                 | COM | 693475105 | 9956  | 204900  | SH | SOLE                  |
| PNM RES INC                        | COM | 69349H107 | 39891 | 3415356 | SH | SOLE                  |
| POLO RALPH LAUREN CORP             | COM | 731572103 | 854   | 11145   | SH | SOLE                  |
| PORTUGAL TELECOM ADR (B:PT US)     | COM | 737273102 | 1347  | 127000  | SH | SOLE                  |
| PORTVUE-SEC13F.LNP                 |     |           |       |         |    | GAMCO ASSET MGT. INC. |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|-----------------------|---------|
| POTASH CORP SASK INC           | COM              | 73755L107 | 803                | 8887               | SH         |              | SOLE                  |         |
| PRECISION CASTPARTS CORP       | COM              | 740189105 | 129253             | 1268804            | SH         |              | SOLE                  |         |
| PRIMEDIA INC COM NEW           | COM              | 74157K846 | 427                | 169335             | SH         |              | SOLE                  |         |
| PRIVATEBANCORP INC COM         | COM              | 742962103 | 220                | 9000               | SH         |              | SOLE                  |         |
| PROCTER & GAMBLE COMPANY       | COM              | 742718109 | 22828              | 394126             | SH         |              | SOLE                  |         |
| PROSHARES TR PSHS ULTRA FINL   | ETF/ISHARE - EQU | 74347R743 | 526                | 89000              | SH         |              | SOLE                  |         |
| PROSHARES TR ULTRASHT SP500    | COM              | 74347R883 | 687                | 17000              | SH         |              | SOLE                  |         |
| PROSHARES TR ULTRSHRT 20YRS    | ETF/ISHARE - EQU | 74347R297 | 779                | 17700              | SH         |              | SOLE                  |         |
| PROSHARES TR ULTRSHRT 7-10Y    | ETF/ISHARE - EQU | 74347R313 | 719                | 13700              | SH         |              | SOLE                  |         |
| PROVIDENCE & WORCESTER RR COCO | COM              | 743737108 | 1138               | 111400             | SH         |              | SOLE                  |         |
| PSS WORLD MED INC COM          | COM              | 69366A100 | 1310               | 60000              | SH         |              | SOLE                  |         |
| PZENA INVESTMENT MGMT INC CLAS | COM              | 74731Q103 | 131                | 16000              | SH         |              | SOLE                  |         |
| QUALCOMM INC COM               | COM              | 747525103 | 2061               | 45814              | SH         |              | SOLE                  |         |
| QUESTAR CORP COM               | COM              | 748356102 | 3005               | 80000              | SH         |              | SOLE                  |         |
| QUIDEL CORP COM                | COM              | 74838J101 | 2642               | 162800             | SH         |              | SOLE                  |         |
| QWEST COMMUNICATIONS INTL.     | COM              | 749121109 | 428                | 112333             | SH         |              | SOLE                  |         |
| RALCORP HOLDINGS INC           | COM              | 751028101 | 4923               | 84200              | SH         |              | SOLE                  |         |
| READING INTL INC CL A          | COM              | 755408101 | 45                 | 11000              | SH         |              | SOLE                  |         |
| REPUBLIC SVCS INC CL A         | COM              | 760759100 | 37402              | 1407674            | SH         |              | SOLE                  |         |
| RESEARCH IN MOTION LTD COM     | COM              | 760975102 | 1761               | 26034              | SH         |              | SOLE                  |         |
| REVLON INC CL A                | COM              | 761525609 | 112                | 23000              | SH         |              | SOLE                  |         |
| RIO TINTO LTD ADR SPONSORED (B | COM              | 767204100 | 2664               | 15642              | SH         |              | SOLE                  |         |
| ROBBINS & MYERS INC            | COM              | 770196103 | 7664               | 326400             | SH         |              | SOLE                  |         |
| ROCKWELL AUTOMATION INC (B:ROK | COM              | 773903109 | 25287              | 593600             | SH         |              | SOLE                  |         |
| ROCKWELL COLLINS INC COM       | COM              | 774341101 | 1494               | 29411              | SH         |              | SOLE                  |         |
| ROCKWOOD HLDGS INC COM         | COM              | 774415103 | 2139               | 104000             | SH         |              | SOLE                  |         |
| ROGERS COMMUNICATIONS CL B     | COM              | 775109200 | 21736              | 770777             | SH         |              | SOLE                  |         |
| ROLLINS INC                    | COM              | 775711104 | 60250              | 3196271            | SH         |              | SOLE                  |         |
| ROPER 1.481% 01/15/34          | CONVERTIBLE BOND | 776696AA4 | 187                | 295000             | PRN        |              | SOLE                  |         |
| ROPER INDS INC NEW             | COM              | 776696106 | 3576               | 70150              | SH         |              | SOLE                  |         |
| ROVI CORP COM                  | COM              | 779376102 | 1613               | 48000              | SH         |              | SOLE                  |         |
| ROWAN COS INC                  | COM              | 779382100 | 22440              | 972700             | SH         |              | SOLE                  |         |
| ROYAL DUTCH SHELL PLC ADR-A(RD | COM              | 780259206 | 2152               | 37626              | SH         |              | SOLE                  |         |
| RPC INC. COMMON                | COM              | 749660106 | 58408              | 5573327            | SH         |              | SOLE                  |         |
| RTI BIOLOGICS INC COM          | COM              | 74975N105 | 706                | 162300             | SH         |              | SOLE                  |         |
| RUSH ENTERPRISES INC CL B      | COM              | 781846308 | 4850               | 442121             | SH         |              | SOLE                  |         |
| SAFEWAY INC COM NEW            | COM              | 786514208 | 3741               | 189700             | SH         |              | SOLE                  |         |
| SALEM COMMUNICATIONS CORP DECL | COM              | 794093104 | 2478               | 1096313            | SH         |              | SOLE                  |         |
| SALLY BEAUTY HLDGS INC COM     | COM              | 79546E104 | 10977              | 1543820            | SH         |              | SOLE                  |         |
| SANDISK CORP COM               | COM              | 80004C101 | 825                | 38000              | SH         |              | SOLE                  |         |
| SARA LEE CORP COM              | COM              | 803111103 | 13691              | 1229000            | SH         |              | SOLE                  |         |
| SCHEIN HENRY INC COM           | COM              | 806407102 | 21176              | 385658             | SH         |              | SOLE                  |         |
| SCHERING PLOUGH CORP           | COM              | 806605101 | 26898              | 952131             | SH         |              | SOLE                  |         |
| SCHIFF NUTRITION INTL INC COM  | COM              | 806693107 | 11447              | 2197074            | SH         |              | SOLE                  |         |
| PORTVUE-SEC13F.LNP             |                  |           |                    |                    |            |              | GAMCO ASSET MGT. INC. |         |
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| NAME OF ISSUER                 | TITLE OF CLASS   | CUSIP     | VALUE<br>(x\$1000)    | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
|--------------------------------|------------------|-----------|-----------------------|--------------------|------------|--------------|--------------------|---------|--|
| SCHLUMBERGER                   | COM              | 806857108 | 1715                  | 28774              | SH         |              | SOLE               |         |  |
| SCHWAB CHARLES CORP NEW        | COM              | 808513105 | 2544                  | 132867             | SH         |              | SOLE               |         |  |
| SCHWEITZER-MAUDUIT INTL INC CO | COM              | 808541106 | 1196                  | 22000              | SH         |              | SOLE               |         |  |
| SCRIPPS E W CO OHIO CL A       | COM              | 811054402 | 6863                  | 915003             | SH         |              | SOLE               |         |  |
| SCRIPPS NETWORKS INTERAC       | COM              | 811065101 | 66272                 | 1793546            | SH         |              | SOLE               |         |  |
| SEACOAST BKG CORP FLA COM      | COM              | 811707306 | 155                   | 61500              | SH         |              | SOLE               |         |  |
| SECTOR SPDR TR SHS BEN INT-FIN | MUTUAL FUNDS     | 81369Y605 | 1643                  | 110000             | SH         |              | SOLE               |         |  |
| SENSIENT TECHNOLOGIES CORP     | COM              | 81725T100 | 54750                 | 1971560            | SH         |              | SOLE               |         |  |
| SEPRACOR INC                   | COM              | 817315104 | 63981                 | 2793923            | SH         |              | SOLE               |         |  |
| SINCLAIR BROADCAST GROUP INCCL | COM              | 829226109 | 5335                  | 1490092            | SH         |              | SOLE               |         |  |
| SIRIUS XM RADIO INC COM        | COM              | 82967N108 | 432                   | 680800             | SH         |              | SOLE               |         |  |
| SJW CORP COM                   | COM              | 784305104 | 8007                  | 350415             | SH         |              | SOLE               |         |  |
| SKYLINE CORP                   | COM              | 830830105 | 13471                 | 597120             | SH         |              | SOLE               |         |  |
| SL INDS INC COM                | COM              | 784413106 | 11050                 | 1381217            | SH         |              | SOLE               |         |  |
| SLM CORP COM                   | COM              | 78442P106 | 8100                  | 928900             | SH         |              | SOLE               |         |  |
| SMART BALANCE INC COM          | COM              | 83169Y108 | 921                   | 150000             | SH         |              | SOLE               |         |  |
| SMITH A O CORP COM             | COM              | 831865209 | 267                   | 7000               | SH         |              | SOLE               |         |  |
| SMUCKER J M CO COM NEW         | COM              | 832696405 | 1160                  | 21885              | SH         |              | SOLE               |         |  |
| SONESTA INTL HOTELS CORP CL A  | COM              | 835438409 | 6321                  | 506096             | SH         |              | SOLE               |         |  |
| SOUTH JERSEY INDS INC COM      | COM              | 838518108 | 240                   | 6800               | SH         |              | SOLE               |         |  |
| SOUTHERN UN CO NEW COM         | COM              | 844030106 | 3304                  | 158942             | SH         |              | SOLE               |         |  |
| SOUTHWEST GAS CORP             | COM              | 844895102 | 41184                 | 1609995            | SH         |              | SOLE               |         |  |
| SOUTHWESTERN ENERGY CO COM     | COM              | 845467109 | 469                   | 10997              | SH         |              | SOLE               |         |  |
| SPARTAN MTRS INC COM           | COM              | 846819100 | 1491                  | 290000             | SH         |              | SOLE               |         |  |
| SPDR GOLD TRUST GOLD SHS       | ETF/ISHARE - EQU | 78463V107 | 563                   | 5700               | SH         |              | SOLE               |         |  |
| SPECTRA ENERGY CORP COM        | COM              | 847560109 | 6468                  | 341497             | SH         |              | SOLE               |         |  |
| SPRINT NEXTEL CORP             | COM              | 852061100 | 49973                 | 12651481           | SH         |              | SOLE               |         |  |
| SPSS INC COM                   | COM              | 78462K102 | 17977                 | 359820             | SH         |              | SOLE               |         |  |
| ST JUDE MEDICAL CENTER INC     | COM              | 790849103 | 933                   | 23912              | SH         |              | SOLE               |         |  |
| ST. JOE COMPANY                | COM              | 790148100 | 277                   | 9500               | SH         |              | SOLE               |         |  |
| STAMPS.COM INC (NEW)           | COM              | 852857200 | 185                   | 20000              | SH         |              | SOLE               |         |  |
| STANDARD MTR PRODS INC CLASS A | COM              | 853666105 | 25449                 | 1674275            | SH         |              | SOLE               |         |  |
| STANDEX INTL CORP              | COM              | 854231107 | 2320                  | 117000             | SH         |              | SOLE               |         |  |
| STARRETT L S CO CL A           | COM              | 855668109 | 1113                  | 107000             | SH         |              | SOLE               |         |  |
| STARWOOD HOTELS & RESORTS WRLD | COM              | 85590A401 | 2147                  | 65000              | SH         |              | SOLE               |         |  |
| STATE STREET CORP              | COM              | 857477103 | 6098                  | 115923             | SH         |              | SOLE               |         |  |
| STEAK N SHAKE CO COM           | COM              | 857873103 | 10834                 | 920500             | SH         |              | SOLE               |         |  |
| STERLING BANCORP COM           | COM              | 859158107 | 7512                  | 1040435            | SH         |              | SOLE               |         |  |
| STEWART ENTERPRISES INC CL A   | COM              | 860370105 | 418                   | 80000              | SH         |              | SOLE               |         |  |
| STONERIDGE INC                 | COM              | 86183P102 | 2655                  | 375000             | SH         |              | SOLE               |         |  |
| STRATTEC SECURITY CORP.        | COM              | 863111100 | 2027                  | 144873             | SH         |              | SOLE               |         |  |
| STRYKER CORP                   | COM              | 863667101 | 1413                  | 31109              | SH         |              | SOLE               |         |  |
| SUN MICROSYSTEMS INC CO        | COM              | 866810203 | 76511                 | 8417072            | SH         |              | SOLE               |         |  |
| SUNCOR ENERGY INC              | COM              | 867224107 | 480                   | 13900              | SH         |              | SOLE               |         |  |
| PORTVUE-SEC13F.LNP             |                  |           |                       |                    |            |              |                    |         |  |
|                                |                  |           | GAMCO ASSET MGT. INC. |                    |            |              |                    |         |  |
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|------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| SUNPOWER CORP COM CL A | COM            | 867652109 | 455                | 15211              | SH         |              | SOLE               |         |
| SUPERIOR INDS INTL INC | COM            | 868168105 | 5583               | 393200             | SH         |              | SOLE               |         |
| SUPERVALU INC COMMON   | COM            | 868536103 | 407                | 26993              | SH         |              | SOLE               |         |
| SWS GROUP INC          | COM            | 78503N107 | 15120              | 1050000            | SH         |              | SOLE               |         |
| SYCAMORE NETWORKS      | COM            | 871206108 | 2249               | 744600             | SH         |              | SOLE               |         |

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|                                  |           |           |        |         |    |                       |
|----------------------------------|-----------|-----------|--------|---------|----|-----------------------|
| SYNERON MEDICAL LTD ORD SHS      | COM       | M87245102 | 342    | 30000   | SH | SOLE                  |
| SYNGENTA AG ADR SPONSORED        | COM       | 87160A100 | 1818   | 39574   | SH | SOLE                  |
| T ROWE PRICE GROUP INC           | COM       | 74144T108 | 5722   | 125200  | SH | SOLE                  |
| TAKE-TWO INTERACTIVE SOFTWARE CO | COM       | 874054109 | 14820  | 1322000 | SH | SOLE                  |
| TD AMERITRADE HLDG CORP COM      | COM       | 87236Y108 | 654    | 33300   | SH | SOLE                  |
| TECH OPS SEVCON INC              | COM       | 878293109 | 1428   | 435519  | SH | SOLE                  |
| TECO ENERGY INC COM              | COM       | 872375100 | 2005   | 142422  | SH | SOLE                  |
| TELEFONICA DE ESPANA SA ADR (B   | COM       | 879382208 | 1327   | 16000   | SH | SOLE                  |
| TELEPHONE & DATA SYS INC SPL C   | COM       | 879433860 | 61083  | 2058036 | SH | SOLE                  |
| TELEPHONE & DATA SYSTEM INC.     | COM       | 879433100 | 98340  | 3171223 | SH | SOLE                  |
| TENARIS S A SPONSORED ADR        | COM       | 88031M109 | 1852   | 52000   | SH | SOLE                  |
| TENNANT CO                       | COM       | 880345103 | 16143  | 555490  | SH | SOLE                  |
| TENNECO AUTOMOTIVE INC COM       | COM       | 880349105 | 11191  | 858225  | SH | SOLE                  |
| TEVA PHARMACEUTICAL INDS LTDAD   | COM       | 881624209 | 323    | 6379    | SH | SOLE                  |
| TEXAS INSTRUMENTS INC            | COM       | 882508104 | 12453  | 525648  | SH | SOLE                  |
| TEXTRON INC                      | COM       | 883203101 | 22374  | 1178800 | SH | SOLE                  |
| THE SCOTTS MIRACLE GRO CO        | COM       | 810186106 | 3513   | 81800   | SH | SOLE                  |
| THOMAS & BETTS CORP              | COM       | 884315102 | 75338  | 2504593 | SH | SOLE                  |
| TICKETMASTER COM                 | COM       | 88633P302 | 192    | 16413   | SH | SOLE                  |
| TIFFANY & CO NEW COM             | COM       | 886547108 | 1951   | 50641   | SH | SOLE                  |
| TIME WARNER CABLE INC COM        | COM       | 88732J207 | 2198   | 51017   | SH | SOLE                  |
| TIME WARNER INC COM              | COM       | 887317303 | 102314 | 3555035 | SH | SOLE                  |
| TOLL BROS INC COM                | COM       | 889478103 | 547    | 28000   | SH | SOLE                  |
| TOOTSIE ROLL INDS INC            | COM       | 890516107 | 29728  | 1250111 | SH | SOLE                  |
| TRACTOR SUPPLY CO COM            | COM       | 892356106 | 9708   | 200500  | SH | SOLE                  |
| TRANS LUX CORP                   | COM       | 893247106 | 151    | 122800  | SH | SOLE                  |
| TRANSACT TECHNOLOGIES INC COM    | COM       | 892918103 | 668    | 126100  | SH | SOLE                  |
| TRANSOCEAN LTD ZUG NAMEN AKT     | COM       | H8817H100 | 10259  | 119946  | SH | SOLE                  |
| TRAVELERS COMPANIES INC          | COM       | 89417E109 | 756    | 15351   | SH | SOLE                  |
| TREDEGAR INDS INC                | COM       | 894650100 | 36674  | 2529263 | SH | SOLE                  |
| TRIDENT MICROSYSTEMS INC COM     | COM       | 895919108 | 1476   | 570000  | SH | SOLE                  |
| TRIMBLE NAV LTD COM              | COM       | 896239100 | 669    | 27968   | SH | SOLE                  |
| TYCO ELECTRONICS LTD             | COM       | H8912P106 | 6055   | 271754  | SH | SOLE                  |
| TYCO INTERNATIONAL LTD SHS       | COM       | H89128104 | 21109  | 612221  | SH | SOLE                  |
| TYLER TECHNOLOGIES INC COM       | COM       | 902252105 | 4510   | 263870  | SH | SOLE                  |
| UNDER ARMOUR INC CL A            | COM       | 904311107 | 914    | 32835   | SH | SOLE                  |
| UNION DRILLING INC COM           | COM       | 90653P105 | 917    | 120000  | SH | SOLE                  |
| UNISOURCE ENERGY CORP COM        | COM       | 909205106 | 6356   | 206700  | SH | SOLE                  |
| UNITED GUARDIAN INC COM          | COM       | 910571108 | 1806   | 191926  | SH | SOLE                  |
| PORTVUE-SEC13F.LNP               |           |           |        |         |    |                       |
|                                  |           |           |        |         |    | GAMCO ASSET MGT. INC. |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|----|
| UNITED RENTALS INC COM         | COM            | 911363109 | 824                | 80000              | SH         |              | SOLE              |    |
| UNITED STATES CELLULAR CORP    | COM            | 911684108 | 112828             | 2887839            | SH         |              | SOLE              |    |
| UNITED STATES NATL GAS FUND UN | MUTUAL FUNDS   | 912318102 | 411                | 35000              | SH         |              | SOLE              |    |
| UNITED TECHNOLOGIES CORP       | COM            | 913017109 | 1855               | 30437              | SH         |              | SOLE              |    |
| UNITEDHEALTH GROUP INC COM     | COM            | 91324P102 | 17937              | 716350             | SH         |              | SOLE              |    |
| UNIVERSAL TECHNICAL INST INCCO | COM            | 913915104 | 4626               | 234800             | SH         |              | SOLE              |    |
| VALLEY NATL BANCORP COM        | COM            | 919794107 | 637                | 51817              | SH         |              | SOLE              |    |
| VALMONT INDS INC               | COM            | 920253101 | 862                | 10125              | SH         |              | SOLE              |    |
| VALUECLICK INC COM             | COM            | 92046N102 | 5825               | 441600             | SH         |              | SOLE              |    |
| VARIAN INC COM                 | COM            | 922206107 | 25428              | 498000             | SH         |              | SOLE              |    |
| VARIAN MED SYS INC COM         | COM            | 92220P105 | 740                | 17568              | SH         |              | SOLE              |    |
| VASCULAR SOLUTIONS INC COM     | COM            | 92231M109 | 3584               | 433371             | SH         |              | SOLE              |    |
| VERIZON COMMUNICATIONS         | COM            | 92343V104 | 11608              | 383489             | SH         |              | SOLE              |    |
| VIACOM INC NEW CL A            | COM            | 92553P102 | 99909              | 3392489            | SH         |              | SOLE              |    |
| VIACOM INC NEW CL B            | COM            | 92553P201 | 9298               | 331606             | SH         |              | SOLE              |    |

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|   |     |           |       |         |    |                       |
|---|-----|-----------|-------|---------|----|-----------------------|
| VILLAGE SUPER MKT INC CL A NEW COM          |     | 927107409 | 3863  | 131087  | SH | SOLE                  |
| VIMPEL COMMUNICATIONS ADR (B:V COM          |     | 68370R109 | 8069  | 431500  | SH | SOLE                  |
| VISA INC-CLASS A SHRS                       | COM | 92826C839 | 1546  | 22377   | SH | SOLE                  |
| W D 40 COMPANY                              | COM | 929236107 | 1136  | 40000   | SH | SOLE                  |
| WADDELL & REED FINL INC CL A                | COM | 930059100 | 32581 | 1145200 | SH | SOLE                  |
| WAL MART STORES INC                         | COM | 931142103 | 3936  | 80175   | SH | SOLE                  |
| WALGREEN COMPANY                            | COM | 931422109 | 24050 | 641852  | SH | SOLE                  |
| WARNER MUSIC GROUP CORP COM                 | COM | 934550104 | 498   | 90000   | SH | SOLE                  |
| WASTE CONNECTIONS INC COM                   | COM | 941053100 | 289   | 10000   | SH | SOLE                  |
| WASTE MGMT INC DEL COM                      | COM | 94106L109 | 43461 | 1457449 | SH | SOLE                  |
| WASTE SERVICES INC DEL COM NEW COM          | COM | 941075202 | 254   | 55000   | SH | SOLE                  |
| WATTS WATER TECHNOLOGIES                    | COM | 942749102 | 84934 | 2807722 | SH | SOLE                  |
| WCA WASTE CORP COM                          | COM | 92926K103 | 386   | 100000  | SH | SOLE                  |
| WEATHERFORD INTERNATIONAL LTD               | COM | H27013103 | 14016 | 676107  | SH | SOLE                  |
| WEBS INDEX FD INC JAPAN WEBS S MUTUAL FUNDS |     | 464286848 | 567   | 57000   | SH | SOLE                  |
| WEIS MKTS INC                               | COM | 948849104 | 1901  | 59500   | SH | SOLE                  |
| WELLS FARGO & CO NEW                        | COM | 949746101 | 43633 | 1548354 | SH | SOLE                  |
| WENDYS/ARBYS GROUP INC                      | COM | 950587105 | 810   | 171310  | SH | SOLE                  |
| WESTAR ENERGY INC                           | COM | 95709T100 | 55924 | 2866408 | SH | SOLE                  |
| WESTWOOD HLDGS GROUP INC COM                | COM | 961765104 | 32746 | 943700  | SH | SOLE                  |
| WHX CORP                                    | COM | 929248607 | 1311  | 682996  | SH | SOLE                  |
| WILMINGTON TR CORP COM                      | COM | 971807102 | 4651  | 327500  | SH | SOLE                  |
| WINDSTREAM CORP COM                         | COM | 97381W104 | 683   | 67409   | SH | SOLE                  |
| WINN DIXIE STORES INC COM NEW               | COM | 974280307 | 7459  | 568500  | SH | SOLE                  |
| WOLVERINE WORLD WIDE INC COM                | COM | 978097103 | 3705  | 149174  | SH | SOLE                  |
| WOODWARD GOVERNOR CO COM                    | COM | 980745103 | 16156 | 665960  | SH | SOLE                  |
| WORLD WRESTLING ENTERTAINMENT               | COM | 98156Q108 | 731   | 52160   | SH | SOLE                  |
| WPT ENTERPRISES INC                         | COM | 98211W108 | 45    | 45503   | SH | SOLE                  |
| WYETH (B:WYE)                               | COM | 983024100 | 60612 | 1247665 | SH | SOLE                  |
| PORTVUE-SEC13F.LNP                          |     |           |       |         |    | GAMCO ASSET MGT. INC. |
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|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| WYNDHAM WORLDWIDE CORP COM   | COM            | 98310W108 | 209                | 12798              | SH         |              | SOLE              |         |
| WYNN RESORTS LTD COM         | COM            | 983134107 | 17687              | 249500             | SH         |              | SOLE              |         |
| XCEL ENERGY INC COM          | COM            | 98389B100 | 2333               | 121250             | SH         |              | SOLE              |         |
| XEROX CORP                   | COM            | 984121103 | 1374               | 177500             | SH         |              | SOLE              |         |
| XTO ENERGY INC COM           | COM            | 98385X106 | 1466               | 35480              | SH         |              | SOLE              |         |
| YAHOO INC.                   | COM            | 984332106 | 6091               | 341980             | SH         |              | SOLE              |         |
| YORK WTR CO COM              | COM            | 987184108 | 513                | 37000              | SH         |              | SOLE              |         |
| YOUBET COM INC COM           | COM            | 987413101 | 36                 | 17000              | SH         |              | SOLE              |         |
| YOUNG INNOVATIONS INC COM    | COM            | 987520103 | 6983               | 265422             | SH         |              | SOLE              |         |
| YUM BRANDS INC COM           | COM            | 988498101 | 608                | 18000              | SH         |              | SOLE              |         |
| ZEBRA TECHNOLOGIES CORP CL A | COM            | 989207105 | 9361               | 361000             | SH         |              | SOLE              |         |
| ZEP INC                      | COM            | 98944B108 | 37715              | 2320946            | SH         |              | SOLE              |         |
| ZIMMER HLDGS INC COM         | COM            | 98956P102 | 25134              | 470225             | SH         |              | SOLE              |         |
| ZORAN CORP COM               | COM            | 98975F101 | 1198               | 104000             | SH         |              | SOLE              |         |
| ZYGO CORP COM                | COM            | 989855101 | 2034               | 300000             | SH         |              | SOLE              |         |

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GABELLI FUNDS, LLC

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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| 1 800 FLOWERS COM INC CL A     | COM              | 68243Q106 | 352                | 102000             | SH         |              | SOLE              |         |
| 3M CO.                         | COM              | 88579Y101 | 369                | 5000               | SH         |              | SOLE              |         |
| 99 CENTS ONLY STORES           | COM              | 65440K106 | 404                | 30000              | SH         |              | SOLE              |         |
| A T & T INC (NEW)              | COM              | 00206R102 | 43027              | 1593000            | SH         |              | SOLE              |         |
| AAR CORP COM                   | COM              | 000361105 | 549                | 25000              | SH         |              | SOLE              |         |
| AARON'S INC                    | COM              | 002535300 | 4856               | 235750             | SH         |              | SOLE              |         |
| ABB LTD SPONSORED ADR          | COM              | 000375204 | 15281              | 762500             | SH         |              | SOLE              |         |
| ABBOTT LABS                    | COM              | 002824100 | 9780               | 197700             | SH         |              | SOLE              |         |
| ABOVENET INC COM               | COM              | 00374N107 | 2262               | 46400              | SH         |              | SOLE              |         |
| ACCO BRANDS CORP COM           | COM              | 00081T108 | 484                | 67000              | SH         |              | SOLE              |         |
| ACTIVISION BLIZZARD, INC       | COM              | 00507V109 | 966                | 78000              | SH         |              | SOLE              |         |
| ACUITY BRANDS INC (B:AYI) COM  | COM              | 00508Y102 | 1707               | 53000              | SH         |              | SOLE              |         |
| ADAMS GOLF INC COM NEW         | COM              | 006228209 | 48                 | 14750              | SH         |              | SOLE              |         |
| ADOBE SYSTEMS INC COM          | COM              | 00724F101 | 3932               | 119000             | SH         |              | SOLE              |         |
| AES CORP COM                   | COM              | 00130H105 | 18970              | 1280000            | SH         |              | SOLE              |         |
| AES TR III TR P CV SC 6.75     | CONVERTIBLE PREF | 00808N202 | 264                | 6000               | SH         |              | SOLE              |         |
| AETNA INC (B:AET) COM          | COM              | 00817Y108 | 1030               | 37000              | SH         |              | SOLE              |         |
| AFFILIATED COMPUTER SVCS INCCL | COM              | 008190100 | 8884               | 164000             | SH         |              | SOLE              |         |
| AFLAC INC COM                  | COM              | 001055102 | 7266               | 170000             | SH         |              | SOLE              |         |
| AGL RES INC COM                | COM              | 001204106 | 2345               | 66500              | SH         |              | SOLE              |         |
| AGNICO-EAGLE MINES (USD)       | COM              | 008474108 | 90338              | 1331431            | SH         |              | SOLE              |         |
| AIRGAS INC COM                 | COM              | 009363102 | 919                | 19000              | SH         |              | SOLE              |         |
| AKAMAI TECHNOLOGIES INC COM    | COM              | 00971T101 | 630                | 32000              | SH         |              | SOLE              |         |
| ALBANY INTL CORP NEW CL A      | COM              | 012348108 | 485                | 25000              | SH         |              | SOLE              |         |
| ALBEMARLE CORP COM             | COM              | 012653101 | 4360               | 126000             | SH         |              | SOLE              |         |
| ALBERTO CULVER CO NEW COM      | COM              | 013078100 | 9976               | 360420             | SH         |              | SOLE              |         |
| ALCATEL LUCENT ADR SPONS 1/5SH | COM              | 013904305 | 126                | 28000              | SH         |              | SOLE              |         |
| ALCOA 5.250% 03/15/14          | CONVERTIBLE BOND | 013817AT8 | 1061               | 470000             | PRN        |              | SOLE              |         |
| ALCOA INC COM                  | COM              | 013817101 | 14406              | 1098000            | SH         |              | SOLE              |         |
| ALCON INC COM SHS              | COM              | H01301102 | 4257               | 30700              | SH         |              | SOLE              |         |
| ALIGN TECHNOLOGY INC COM       | COM              | 016255101 | 995                | 70000              | SH         |              | SOLE              |         |
| ALLEGHANY CORP DEL             | COM              | 017175100 | 8297               | 32028              | SH         |              | SOLE              |         |
| ALLEGHENY ENERGY INC COM       | COM              | 017361106 | 22118              | 834000             | SH         |              | SOLE              |         |
| ALLERGAN INC                   | COM              | 018490102 | 11097              | 195514             | SH         |              | SOLE              |         |

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|                                |                  |           |      |        |     |                    |
|--------------------------------|------------------|-----------|------|--------|-----|--------------------|
| ALLETE INC COM NEW             | COM              | 018522300 | 5438 | 162000 | SH  | SOLE               |
| ALLIANCE BERNSTEIN HLDGS LP UN | COM              | 01881G106 | 8211 | 301000 | SH  | SOLE               |
| ALLIANCE HOLDINGS GP LP COM UN | COM              | 01861G100 | 494  | 24000  | SH  | SOLE               |
| ALLIANCE ONE INTL INC COM      | COM              | 018772103 | 56   | 12500  | SH  | SOLE               |
| ALLIANT ENERGY CORP COM        | COM              | 018802108 | 4317 | 155000 | SH  | SOLE               |
| ALLSTATE CORP COM              | COM              | 020002101 | 3429 | 112000 | SH  | SOLE               |
| ALTRIA GROUP INC COM           | COM              | 02209S103 | 1460 | 82000  | SH  | SOLE               |
| AMAZON.COM INC                 | COM              | 023135106 | 4155 | 44500  | SH  | SOLE               |
| AMD 5.750% 08/15/12            | CONVERTIBLE BOND | 007903AN7 | 170  | 200000 | PRN | SOLE               |
| PORTVUE-SEC13F.LNP             |                  |           |      |        |     | GABELLI FUNDS, LLC |

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|--------------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| AMEDISYS INC COM                     | COM            | 023436108 | 654                | 15000              | SH         |              | SOLE               |         |
| AMEREN CORP COM                      | COM            | 023608102 | 8090               | 320000             | SH         |              | SOLE               |         |
| AMERICA MOVIL S A DE C V SPONS       | COM            | 02364W105 | 17909              | 408600             | SH         |              | SOLE               |         |
| AMERICAN DAIRY INC COM               | COM            | 025334103 | 1417               | 50000              | SH         |              | SOLE               |         |
| AMERICAN ELECTRIC POWER              | COM            | 025537101 | 19555              | 631000             | SH         |              | SOLE               |         |
| AMERICAN EXPRESS CO                  | COM            | 025816109 | 71376              | 2105500            | SH         |              | SOLE               |         |
| AMERICAN INTERNATIONAL GROUP I       | COM            | 026874784 | 221                | 5000               | SH         |              | SOLE               |         |
| AMERICAN STS WTR CO COM              | COM            | 029899101 | 1013               | 28000              | SH         |              | SOLE               |         |
| AMERICAN TOWER SYSTEMS CL A          | COM            | 029912201 | 419                | 11500              | SH         |              | SOLE               |         |
| AMERICAN WATER WORKS CO INC          | COM            | 030420103 | 10664              | 534800             | SH         |              | SOLE               |         |
| AMERIPRISE FINL INC COM              | COM            | 03076C106 | 1526               | 42000              | SH         |              | SOLE               |         |
| AMERISOURCEBERGEN CORP COM           | COM            | 03073E105 | 403                | 18000              | SH         |              | SOLE               |         |
| AMETEK INC NEW COM                   | COM            | 031100100 | 42416              | 1215000            | SH         |              | SOLE               |         |
| AMGEN INC                            | COM            | 031162100 | 5059               | 84000              | SH         |              | SOLE               |         |
| AMICAS INC                           | COM            | 001712108 | 1894               | 526000             | SH         |              | SOLE               |         |
| AMPCO PITTSBURGH CORP                | COM            | 032037103 | 9785               | 368000             | SH         |              | SOLE               |         |
| AMPHENOL CORP NEW CL A               | COM            | 032095101 | 505                | 13400              | SH         |              | SOLE               |         |
| AMR CORP                             | COM            | 001765106 | 1630               | 205000             | SH         |              | SOLE               |         |
| ANADARKO PETE CORP COM               | COM            | 032511107 | 14052              | 224000             | SH         |              | SOLE               |         |
| ANGIODYNAMICS INC COM                | COM            | 03475V101 | 3376               | 245000             | SH         |              | SOLE               |         |
| ANGLOGOLD LTD SPONSORED ADR          | COM            | 035128206 | 25557              | 627000             | SH         |              | SOLE               |         |
| ANIMAL HEALTH INTERNATIONAL          | COM            | 03525N109 | 689                | 325000             | SH         |              | SOLE               |         |
| ANIXTER INTL INC COM                 | COM            | 035290105 | 441                | 11000              | SH         |              | SOLE               |         |
| APACHE CORP                          | COM            | 037411105 | 21993              | 239500             | SH         |              | SOLE               |         |
| APPLE INC                            | COM            | 037833100 | 25467              | 137400             | SH         |              | SOLE               |         |
| APPLIED MATLS INC COM                | COM            | 038222105 | 368                | 27500              | SH         |              | SOLE               |         |
| AQUA AMERICA INC                     | COM            | 03836W103 | 3137               | 177832             | SH         |              | SOLE               |         |
| ARCH CHEMICALS INC COM               | COM            | 03937R102 | 1050               | 35000              | SH         |              | SOLE               |         |
| ARCH COAL INC COM                    | COM            | 039380100 | 310                | 14000              | SH         |              | SOLE               |         |
| ARCHER DANIELS MIDLAND               | COM            | 039483102 | 32902              | 1126000            | SH         |              | SOLE               |         |
| ARCHER DANIELS MIDLAND 6.25% 6 UNITS |                | 039483201 | 239                | 6000               | SH         |              | SOLE               |         |
| ARGO GROUP INTL HLDGS LTD COM        | COM            | G0464B107 | 3965               | 117729             | SH         |              | SOLE               |         |
| ARTESIAN RES CORP COM CL A           | COM            | 043113208 | 517                | 30750              | SH         |              | SOLE               |         |
| ARTHROCARE CORP                      | COM            | 043136100 | 5373               | 263500             | SH         |              | SOLE               |         |
| ASCENT MEDIA CORP COM SER A          | COM            | 043632108 | 2856               | 111558             | SH         |              | SOLE               |         |
| ASHLAND INC NEW COM                  | COM            | 044209104 | 12620              | 292000             | SH         |              | SOLE               |         |
| ASPECT MED SYS INC COM               | COM            | 045235108 | 1498               | 125000             | SH         |              | SOLE               |         |
| ASTORIA FINL CORP COM                | COM            | 046265104 | 883                | 80000              | SH         |              | SOLE               |         |
| ASTRONICS CORP COM                   | COM            | 046433108 | 94                 | 10000              | SH         |              | SOLE               |         |
| ATLANTIC TELE NETWORK INC COM        | COM            | 049079205 | 3216               | 60200              | SH         |              | SOLE               |         |
| ATMOS ENERGY CORP COM                | COM            | 049560105 | 6679               | 237000             | SH         |              | SOLE               |         |
| ATRICURE INC COM                     | COM            | 04963C209 | 58                 | 12200              | SH         |              | SOLE               |         |
| AUTONATION INC                       | COM            | 05329W102 | 7594               | 420000             | SH         |              | SOLE               |         |
| AUTOZONE INC                         | COM            | 053332102 | 2047               | 14000              | SH         |              | SOLE               |         |
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|---------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| AVISTA CORP COM                 | COM              | 05379B107 | 5288               | 261500             | SH         |              | SOLE               |         |
| AVON PRODUCTS INC               | COM              | 054303102 | 9339               | 275000             | SH         |              | SOLE               |         |
| BADGER METER INC COM            | COM              | 056525108 | 2012               | 52000              | SH         |              | SOLE               |         |
| BAKER HUGHES INC                | COM              | 057224107 | 3541               | 83000              | SH         |              | SOLE               |         |
| BALDOR ELEC CO COM              | COM              | 057741100 | 22309              | 816000             | SH         |              | SOLE               |         |
| BALDWIN TECHNOLOGY INC CL A     | COM              | 058264102 | 1124               | 607700             | SH         |              | SOLE               |         |
| BANCO SANTANDER CENT HISP ADR ( | COM              | 05964H105 | 4038               | 250000             | SH         |              | SOLE               |         |
| BANK FLA CORP NAPLES COM        | COM              | 062128103 | 201                | 85000              | SH         |              | SOLE               |         |
| BANK OF AMERICA                 | COM              | 060505104 | 20826              | 1230876            | SH         |              | SOLE               |         |
| BANK OF NEW YORK MELLON CORP    | COM              | 064058100 | 43501              | 1500547            | SH         |              | SOLE               |         |
| BARNES GROUP INC COM            | COM              | 067806109 | 239                | 14000              | SH         |              | SOLE               |         |
| BARRICK GOLD(R:ABX.N B:ABX US)  | COM              | 067901108 | 56232              | 1483703            | SH         |              | SOLE               |         |
| BASSETT FURNITURE INDS          | COM              | 070203104 | 43                 | 10000              | SH         |              | SOLE               |         |
| BAXTER INTL INC COM             | COM              | 071813109 | 17787              | 312000             | SH         |              | SOLE               |         |
| BCE INC                         | COM              | 05534B760 | 27680              | 1122000            | SH         |              | SOLE               |         |
| BEASLEY BROADCAST GRP INC.      | COM              | 074014101 | 393                | 110000             | SH         |              | SOLE               |         |
| BECTON DICKINSON & CO COM       | COM              | 075887109 | 12429              | 178200             | SH         |              | SOLE               |         |
| BED BATH & BEYOND INC           | COM              | 075896100 | 1877               | 50000              | SH         |              | SOLE               |         |
| BEL FUSE INC CL A               | COM              | 077347201 | 5554               | 300075             | SH         |              | SOLE               |         |
| BELDEN CDT INC                  | COM              | 077454106 | 947                | 41000              | SH         |              | SOLE               |         |
| BELO CORP                       | COM              | 080555105 | 1423               | 263000             | SH         |              | SOLE               |         |
| BERKSHIRE HATHAWAY              | COM              | 084670108 | 35148              | 348                | SH         |              | SOLE               |         |
| BEST BUY INC COM                | COM              | 086516101 | 1126               | 30000              | SH         |              | SOLE               |         |
| BHP BILLITON LTD SPONSORED ADR  | COM              | 088606108 | 7129               | 108000             | SH         |              | SOLE               |         |
| BIG 5 SPORTING GOODS CORP COM   | COM              | 08915P101 | 755                | 50000              | SH         |              | SOLE               |         |
| BIO RAD LABS INC CL A           | COM              | 090572207 | 643                | 7000               | SH         |              | SOLE               |         |
| BIOGEN IDEC INC                 | COM              | 09062X103 | 5603               | 110900             | SH         |              | SOLE               |         |
| BIOLASE TECHNOLOGY INC COM      | COM              | 090911108 | 136                | 60000              | SH         |              | SOLE               |         |
| BJ SVCS CO COM                  | COM              | 055482103 | 7325               | 377000             | SH         |              | SOLE               |         |
| BLACK HILLS CORP COM            | COM              | 092113109 | 17997              | 715000             | SH         |              | SOLE               |         |
| BLACKROCK INC CL A              | COM              | 09247X101 | 9735               | 44900              | SH         |              | SOLE               |         |
| BLACKSTONE GROUP L P COM UNIT   | COM              | 09253U108 | 1576               | 111000             | SH         |              | SOLE               |         |
| BOEING CO                       | COM              | 097023105 | 27183              | 502000             | SH         |              | SOLE               |         |
| BON-TON STORES INC COM          | COM              | 09776J101 | 2184               | 300000             | SH         |              | SOLE               |         |
| BORG WARNER INC                 | COM              | 099724106 | 14313              | 473000             | SH         |              | SOLE               |         |
| BOSTON BEER INC CL A            | COM              | 100557107 | 1854               | 50000              | SH         |              | SOLE               |         |
| BOSTON SCIENTIFIC CORP COM      | COM              | 101137107 | 10971              | 1036000            | SH         |              | SOLE               |         |
| BOYD GAMING CORP                | COM              | 103304101 | 4394               | 402000             | SH         |              | SOLE               |         |
| BP PLC SPONS ADR                | COM              | 055622104 | 43010              | 808000             | SH         |              | SOLE               |         |
| BPW ACQUISITION CORP COM        | COM              | 055637102 | 9330               | 955000             | SH         |              | SOLE               |         |
| BPW ACQUISITION CORP WT EXP 02  | WARRANT AND RIGH | 055637110 | 408                | 755000             | SH         |              | SOLE               |         |
| BRAZIL TELECOM PARTICIPACOES S  | COM              | 105530109 | 3171               | 59500              | SH         |              | SOLE               |         |
| BRINKS CO COM                   | COM              | 109696104 | 1502               | 55820              | SH         |              | SOLE               |         |
| BRINKS HOME SEC HLDGS INC COM   | COM              | 109699108 | 2673               | 86820              | SH         |              | SOLE               |         |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| BRISTOL MYERS SQUIBB CO        | COM            | 110122108 | 10382              | 461000             | SH         |              | SOLE               |         |
| BROADRIDGE FINL SOLUTIONS INCO | COM            | 11133T103 | 281                | 14000              | SH         |              | SOLE               |         |
| BROOKFIELD ASSET MANAGEMENT I  | COM            | 112585104 | 1050               | 43075              | SH         |              | SOLE               |         |

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|                                |                  |           |        |         |     |                    |
|--------------------------------|------------------|-----------|--------|---------|-----|--------------------|
| BROWN FORMAN CORP CL B         | COM              | 115637209 | 5714   | 118500  | SH  | SOLE               |
| BROWN-FORMAN CORP CLASS A      | COM              | 115637100 | 25892  | 507000  | SH  | SOLE               |
| BRUKER BIOSCIENCES CORP        | COM              | 116794108 | 213    | 20000   | SH  | SOLE               |
| BRUSH ENGINEERED MATLS INC COM | COM              | 117421107 | 1468   | 60000   | SH  | SOLE               |
| BT GROUP PLC SPON ADR          | COM              | 05577E101 | 4162   | 200000  | SH  | SOLE               |
| BURLINGTON NORTHN SANTA FE COM | COM              | 12189T104 | 639    | 8000    | SH  | SOLE               |
| CABLEVISION SYS NY GROUP A     | COM              | 12686C109 | 176862 | 7446800 | SH  | SOLE               |
| CADBURY PLC-SPONS ADR          | COM              | 12721E102 | 43375  | 847000  | SH  | SOLE               |
| CADIZ INC                      | COM              | 127537207 | 164    | 14000   | SH  | SOLE               |
| CALAMOS ASSET MANAGEMENT-A     | COM              | 12811R104 | 327    | 25000   | SH  | SOLE               |
| CALIFORNIA MICRO DEVICES CORCO | COM              | 130439102 | 2125   | 660000  | SH  | SOLE               |
| CALIFORNIA WTR SVC GROUP COM   | COM              | 130788102 | 1079   | 27700   | SH  | SOLE               |
| CALLON PETE CO DEL COM         | COM              | 13123X102 | 229    | 125000  | SH  | SOLE               |
| CAMERON INTERNATIONAL CORP     | COM              | 13342B105 | 5219   | 138000  | SH  | SOLE               |
| CAMPBELL SOUP CO               | COM              | 134429109 | 16734  | 513000  | SH  | SOLE               |
| CANTERBURY PK HLDG CORP        | COM              | 13811E101 | 807    | 109000  | SH  | SOLE               |
| CAPSTONE TURBINE CORP COM      | COM              | 14067D102 | 185    | 140000  | SH  | SOLE               |
| CAREER EDUCATION CORP          | COM              | 141665109 | 1337   | 55000   | SH  | SOLE               |
| CARMIKE CINEMAS INC COM        | COM              | 143436400 | 829    | 82000   | SH  | SOLE               |
| CARPENTER TECHNOLOGY CORP COM  | COM              | 144285103 | 211    | 9000    | SH  | SOLE               |
| CASEYS GEN STORES INC COM      | COM              | 147528103 | 3891   | 124000  | SH  | SOLE               |
| CATERPILLAR INC                | COM              | 149123101 | 8521   | 166000  | SH  | SOLE               |
| CAVCO INDUSTRIES               | COM              | 149568107 | 3905   | 110000  | SH  | SOLE               |
| CBS CORP CLASS A               | COM              | 124857103 | 22808  | 1891200 | SH  | SOLE               |
| CBS CORP NEW CL B              | COM              | 124857202 | 362    | 30000   | SH  | SOLE               |
| CELGENE CORP                   | COM              | 151020104 | 4248   | 76000   | SH  | SOLE               |
| CENTENNIAL COMMUNICATIONS CORP | COM              | 15133V208 | 27611  | 3460000 | SH  | SOLE               |
| CENTRAL EUROPE AND RUSSIA FUND | MUTUAL FUNDS     | 153436100 | 6561   | 202000  | SH  | SOLE               |
| CENTRAL VT PUB SVC CORP COM    | COM              | 155771108 | 3185   | 165000  | SH  | SOLE               |
| CENTURYTEL INC                 | COM              | 156700106 | 5611   | 167000  | SH  | SOLE               |
| CENVEO INC COM                 | COM              | 15670S105 | 1800   | 260055  | SH  | SOLE               |
| CEPHALON INC COM               | COM              | 156708109 | 1252   | 21500   | SH  | SOLE               |
| CEPHALON - B 0% 6/15/2033 SERI | CONVERTIBLE BOND | 156708AL3 | 222    | 200000  | PRN | SOLE               |
| CEPHEID COM                    | COM              | 15670R107 | 2710   | 205000  | SH  | SOLE               |
| CH ENERGY GROUP, INC.          | COM              | 12541M102 | 24415  | 551000  | SH  | SOLE               |
| CHAMPION ENTERPRISES INC COM   | COM              | 158496109 | 262    | 570000  | SH  | SOLE               |
| CHARTERED SEMICONDUCTOR MFG SP | COM              | 16133R205 | 1026   | 55179   | SH  | SOLE               |
| CHECK POINT SOFTWARE TECH      | COM              | M22465104 | 284    | 10000   | SH  | SOLE               |
| CHEESECAKE FACTORY INC         | COM              | 163072101 | 889    | 48000   | SH  | SOLE               |
| CHEMED CORP 1.875% 05/15/14    | CONVERTIBLE BOND | 16359RAC7 | 411    | 500000  | PRN | SOLE               |
| CHEMED CORPORATION             | COM              | 16359R103 | 10143  | 231100  | SH  | SOLE               |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| CHESAPEAKE ENERGY CORP 2.250%  | CONVERTIBLE BOND | 165167CB1 | 1155               | 1500000            | PRN        |              | SOLE              |         |
| CHESAPEAKE ENERGY CORP COM     | COM              | 165167107 | 10295              | 362500             | SH         |              | SOLE              |         |
| CHEVRON CORP                   | COM              | 166764100 | 59823              | 849400             | SH         |              | SOLE              |         |
| CHINA AUTOMOTIVE SYS INC COM   | COM              | 16936R105 | 669                | 72022              | SH         |              | SOLE              |         |
| CHINA MOBILE LTD               | COM              | 16941M109 | 5697               | 116000             | SH         |              | SOLE              |         |
| CHINA TELECOM CORP LTD SPONS A | COM              | 169426103 | 237                | 5000               | SH         |              | SOLE              |         |
| CHINA UNICOM ADR               | COM              | 16945R104 | 1524               | 107000             | SH         |              | SOLE              |         |
| CHINA YUCHAI INTL LTD ORD      | COM              | G21082105 | 342                | 38000              | SH         |              | SOLE              |         |
| CHURCH & DWIGHT CO             | COM              | 171340102 | 16857              | 297085             | SH         |              | SOLE              |         |
| CHURCHILL DOWNS INC COM        | COM              | 171484108 | 5698               | 148000             | SH         |              | SOLE              |         |
| CINCINNATI BELL                | COM              | 171871106 | 19163              | 5475000            | SH         |              | SOLE              |         |
| CIRCOR INTL INC COM            | COM              | 17273K109 | 24756              | 876000             | SH         |              | SOLE              |         |
| CISCO SYS INC                  | COM              | 17275R102 | 11080              | 470700             | SH         |              | SOLE              |         |

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|--------------------------------|------------------|-----------|-------|---------|-----|--------------------|
| CITIGROUP INC.                 | COM              | 172967101 | 4308  | 890000  | SH  | SOLE               |
| CLARCOR INC                    | COM              | 179895107 | 25025 | 798000  | SH  | SOLE               |
| CLEAR CHANNEL OUTDOOR HLDGS CL | COM              | 18451C109 | 6031  | 861600  | SH  | SOLE               |
| CLEARWIRE CORP-CLASS A         | COM              | 18538Q105 | 854   | 105000  | SH  | SOLE               |
| CLECO CORP NEW COM             | COM              | 12561W105 | 1643  | 65500   | SH  | SOLE               |
| CLOROX CO                      | COM              | 189054109 | 3353  | 57000   | SH  | SOLE               |
| CME GROUP INC COM              | COM              | 12572Q105 | 6780  | 22000   | SH  | SOLE               |
| CMS ENERGY CORP COM            | COM              | 125896100 | 4362  | 325500  | SH  | SOLE               |
| CNA SURETY CORP COM            | COM              | 12612L108 | 8991  | 555000  | SH  | SOLE               |
| CNH GLOBAL NV COM              | COM              | N20935206 | 23152 | 1355500 | SH  | SOLE               |
| COACH INC                      | COM              | 189754104 | 2601  | 79000   | SH  | SOLE               |
| COCA COLA CO                   | COM              | 191216100 | 62561 | 1165000 | SH  | SOLE               |
| COCA COLA ENTERPRISES INC      | COM              | 191219104 | 1606  | 75000   | SH  | SOLE               |
| COCA-COLA FEMSA S A DE C V ADR | COM              | 191241108 | 481   | 10000   | SH  | SOLE               |
| COCA-COLA HELLENIC BOTTLING SP | COM              | 1912EP104 | 435   | 16500   | SH  | SOLE               |
| COHEN & STEERS INC COM         | COM              | 19247A100 | 792   | 33000   | SH  | SOLE               |
| COLDWATER CREEK INC COM        | COM              | 193068103 | 7921  | 966000  | SH  | SOLE               |
| COMCAST CORP CL A SPL          | COM              | 20030N200 | 3538  | 220000  | SH  | SOLE               |
| COMCAST CORP NEW COM CL A      | COM              | 20030N101 | 3444  | 204000  | SH  | SOLE               |
| COMMUNICATIONS SYS             | COM              | 203900105 | 1869  | 160000  | SH  | SOLE               |
| COMPANIA DE MINAS BUENAVENTURA | FOREIGN COMMON S | 204448104 | 15992 | 454200  | SH  | SOLE               |
| COMPUCREDIT CVT 3.625% 05/30/3 | CONVERTIBLE BOND | 20478NAB6 | 211   | 400000  | PRN | SOLE               |
| CONAGRA INC                    | COM              | 205887102 | 4770  | 220000  | SH  | SOLE               |
| CONMED CORP COM                | COM              | 207410101 | 2032  | 106000  | SH  | SOLE               |
| CONNECTICUT WTR SVC INC COM    | COM              | 207797101 | 1097  | 49000   | SH  | SOLE               |
| CONOCOPHILLIPS COM             | COM              | 20825C104 | 65575 | 1452050 | SH  | SOLE               |
| CONSOL ENERGY INC COM          | COM              | 20854P109 | 6767  | 150000  | SH  | SOLE               |
| CONSOLIDATED EDISON INC COM    | COM              | 209115104 | 20634 | 504000  | SH  | SOLE               |
| CONSOLIDATED WATER CO LTD ORD  | COM              | G23773107 | 220   | 13500   | SH  | SOLE               |
| CONSTELLATION BRANDS COM       | COM              | 21036P108 | 12809 | 845500  | SH  | SOLE               |
| CONSTELLATION ENERGY GROUP ICO | COM              | 210371100 | 23954 | 740000  | SH  | SOLE               |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| CONTINU CARE CORP COM          | COM              | 212172100 | 1072               | 355000             | SH         |              | SOLE              |         |
| COOPER CAMERON 2.500% 06/15/26 | CONVERTIBLE BOND | 13342BAB1 | 258                | 200000             | PRN        |              | SOLE              |         |
| COOPER INDUSTRIES PLC SHS      | COM              | G24140108 | 37946              | 1010000            | SH         |              | SOLE              |         |
| COPART INC COM                 | COM              | 217204106 | 1926               | 58000              | SH         |              | SOLE              |         |
| CORE MOLDING TECH COM          | COM              | 218683100 | 978                | 300000             | SH         |              | SOLE              |         |
| CORINTHIAN COLLEGES INC COM    | COM              | 218868107 | 3545               | 191000             | SH         |              | SOLE              |         |
| CORN PRODS INTL INC COM        | COM              | 219023108 | 21932              | 769000             | SH         |              | SOLE              |         |
| CORNING INC                    | COM              | 219350105 | 32365              | 2114000            | SH         |              | SOLE              |         |
| CORUS ENTMT INC CL B NON VTG   | COM              | 220874101 | 1478               | 87000              | SH         |              | SOLE              |         |
| COSTCO WHSL CORP NEW COM       | COM              | 22160K105 | 27869              | 494300             | SH         |              | SOLE              |         |
| COVANTA HOLDING CORP           | COM              | 22282E102 | 2550               | 150000             | SH         |              | SOLE              |         |
| COVIDIEN PLC ORDINARY SHARE    | COM              | G2554F105 | 18083              | 418000             | SH         |              | SOLE              |         |
| CRANE CO                       | COM              | 224399105 | 33063              | 1281000            | SH         |              | SOLE              |         |
| CREE INC COM                   | COM              | 225447101 | 221                | 6000               | SH         |              | SOLE              |         |
| CROWN HOLDINGS INC COM         | COM              | 228368106 | 8704               | 320000             | SH         |              | SOLE              |         |
| CROWN MEDIA HLDGS INC CL A     | COM              | 228411104 | 632                | 405000             | SH         |              | SOLE              |         |
| CRUCCELL N V SPONSORED ADR     | COM              | 228769105 | 6821               | 298000             | SH         |              | SOLE              |         |
| CTS CORP                       | COM              | 126501105 | 6278               | 675000             | SH         |              | SOLE              |         |
| CUMMINS ENGINE INC             | COM              | 231021106 | 3204               | 71500              | SH         |              | SOLE              |         |
| CURTISS WRIGHT CORP            | COM              | 231561101 | 41304              | 1210200            | SH         |              | SOLE              |         |
| CUTERA INC COM                 | COM              | 232109108 | 3105               | 359000             | SH         |              | SOLE              |         |
| CVS/CAREMARK CORP              | COM              | 126650100 | 32130              | 899000             | SH         |              | SOLE              |         |
| CYNOSURE INC CL A              | COM              | 232577205 | 140                | 12000              | SH         |              | SOLE              |         |

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|                                    |                            |       |         |     |      |
|------------------------------------|----------------------------|-------|---------|-----|------|
| CYPRESS SEMICONDUCTOR CORP COM COM | 232806109                  | 1064  | 103000  | SH  | SOLE |
| CYTEC INDS INC COM                 | 232820100                  | 357   | 11000   | SH  | SOLE |
| D & E COMMUNICATIONS INC COM       | 232860106                  | 2091  | 182000  | SH  | SOLE |
| DANA HOLDING CORP COM              | 235825205                  | 8513  | 1250000 | SH  | SOLE |
| DANAHER CORP 0.0% 1/22/2021        | CONVERTIBLE BOND 235851AF9 | 192   | 200000  | PRN | SOLE |
| DANAHER CORP SHS BEN INT           | COM 235851102              | 1144  | 17000   | SH  | SOLE |
| DEAN FOODS (B:DF)                  | COM 242370104              | 17790 | 1000000 | SH  | SOLE |
| DEERE & CO.                        | COM 244199105              | 73561 | 1713900 | SH  | SOLE |
| DEL MONTE FOODS CO COM             | COM 24522P103              | 6601  | 570000  | SH  | SOLE |
| DELTA NAT GAS INC COM              | COM 247748106              | 2022  | 76300   | SH  | SOLE |
| DENBURY RES INC COM NEW            | COM 247916208              | 303   | 20000   | SH  | SOLE |
| DENNY'S CORP COM                   | COM 24869P104              | 386   | 145108  | SH  | SOLE |
| DENTSPLY INTL INC NEW COM          | COM 249030107              | 380   | 11000   | SH  | SOLE |
| DEUTSCHE BANK AG-REG (B:DB)        | COM D18190898              | 36850 | 480000  | SH  | SOLE |
| DEUTSCHE TELEKOM AG-SPON ADR (     | COM 251566105              | 35420 | 2593000 | SH  | SOLE |
| DEVON ENERGY CORP NEW              | COM 25179M103              | 38423 | 570672  | SH  | SOLE |
| DEXCOM INC COM                     | COM 252131107              | 793   | 100000  | SH  | SOLE |
| DIAGEO PLC SPONSORED ADR (B:DE     | COM 25243Q205              | 50422 | 820000  | SH  | SOLE |
| DIAMOND FOODS INC COM              | COM 252603105              | 508   | 16000   | SH  | SOLE |
| DIAMOND OFFSHORE DRILLNG INCCO     | COM 25271C102              | 15188 | 159000  | SH  | SOLE |
| DIEBOLD INC COM                    | COM 253651103              | 42315 | 1285000 | SH  | SOLE |
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|--------------------------------|----------------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| DIGITAL ALLY INC COM           | COM                        | 25382P109 | 58                 | 23000              | SH         |              | SOLE                |         |
| DIRECTV GROUP INC              | COM                        | 25459L106 | 61752              | 2239000            | SH         |              | SOLE                |         |
| DISCOVER FINANCIAL             | COM                        | 254709108 | 13877              | 855000             | SH         |              | SOLE                |         |
| DISCOVERY COMMS NEW SER A      | COM                        | 25470F104 | 26148              | 905085             | SH         |              | SOLE                |         |
| DISCOVERY COMMS NEW SER C      | COM                        | 25470F302 | 22271              | 855585             | SH         |              | SOLE                |         |
| DISH NETWORK CORPORATION       | COM                        | 25470M109 | 23478              | 1219000            | SH         |              | SOLE                |         |
| DISNEY WALT PRODTNS            | COM                        | 254687106 | 1551               | 56500              | SH         |              | SOLE                |         |
| DOMINION RES INC VA NEW COM    | COM                        | 25746U109 | 11075              | 321000             | SH         |              | SOLE                |         |
| DONALDSON INC                  | COM                        | 257651109 | 23825              | 688000             | SH         |              | SOLE                |         |
| DOVER DOWNS GAMING & ENTMT INC | COM                        | 260095104 | 1048               | 183900             | SH         |              | SOLE                |         |
| DOVER MOTORSPORTS INC.(B:DVD)  | COM                        | 260174107 | 878                | 585000             | SH         |              | SOLE                |         |
| DOW CHEMICAL CORP              | COM                        | 260543103 | 7560               | 290000             | SH         |              | SOLE                |         |
| DPL INC COM                    | COM                        | 233293109 | 33539              | 1285000            | SH         |              | SOLE                |         |
| DR PEPPER SNAPPLE GROUP INC CO | COM                        | 26138E109 | 33372              | 1160780            | SH         |              | SOLE                |         |
| DREAMWORKS ANIMATION SKG-A     | COM                        | 26153C103 | 2312               | 65000              | SH         |              | SOLE                |         |
| DREW INDS INC COM NEW          | COM                        | 26168L205 | 369                | 17000              | SH         |              | SOLE                |         |
| DTE ENERGY CO COM              | COM                        | 233331107 | 2495               | 71000              | SH         |              | SOLE                |         |
| DU PONT E I DE NEMOURS CO      | COM                        | 263534109 | 9321               | 290000             | SH         |              | SOLE                |         |
| DUFF & PHELPS CORP-CL A        | COM                        | 26433B107 | 460                | 24000              | SH         |              | SOLE                |         |
| DUKE ENERGY CORP               | COM                        | 26441C105 | 20431              | 1298000            | SH         |              | SOLE                |         |
| DUN & BRADSTREET CORP          | COM                        | 26483E100 | 1280               | 17000              | SH         |              | SOLE                |         |
| DYNEGY INC DEL CL A            | COM                        | 26817G102 | 91                 | 35810              | SH         |              | SOLE                |         |
| E M C CORP MASS COM            | COM                        | 268648102 | 596                | 35000              | SH         |              | SOLE                |         |
| EASTERN CO COM                 | COM                        | 276317104 | 191                | 12000              | SH         |              | SOLE                |         |
| EASTMAN KODAK                  | COM                        | 277461109 | 10851              | 2270000            | SH         |              | SOLE                |         |
| EASTMAN KODAK 3.375% 10/15/33  | CONVERTIBLE BOND 277461BE8 | 4296      | 4300000            | PRN                |            |              | SOLE                |         |
| EBAY INC                       | COM                        | 278642103 | 817                | 34600              | SH         |              | SOLE                |         |
| ECHOSTAR CORP-A                | COM                        | 278768106 | 4391               | 237880             | SH         |              | SOLE                |         |
| ECOLAB INC                     | COM                        | 278865100 | 8969               | 194000             | SH         |              | SOLE                |         |
| EDGEWATER TECHNOLOGY INC COM   | COM                        | 280358102 | 1318               | 448150             | SH         |              | SOLE                |         |
| EDISON INTL COM                | COM                        | 281020107 | 10242              | 305000             | SH         |              | SOLE                |         |
| EL PASO CORPORATION            | COM                        | 28336L109 | 37616              | 3645000            | SH         |              | SOLE                |         |
| EL PASO ELEC CO COM NEW        | COM                        | 283677854 | 28383              | 1606300            | SH         |              | SOLE                |         |

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|                                |                 |           |       |        |    |      |
|--------------------------------|-----------------|-----------|-------|--------|----|------|
| EL PASO ENERGY CAP TR I PFD CO | CONVERTIBLE PEF | 283678209 | 4322  | 129300 | SH | SOLE |
| EMBRAER-EMPRESA BRASIL AERONAD | COM             | 29081M102 | 688   | 30000  | SH | SOLE |
| EMERSON ELEC CO                | COM             | 291011104 | 4529  | 113000 | SH | SOLE |
| EMMIS COMMUNICATIONS CORP PFD  | CONVERTIBLE PEF | 291525202 | 155   | 16000  | SH | SOLE |
| EMPIRE DIST ELEC CO COM        | COM             | 291641108 | 5255  | 290500 | SH | SOLE |
| EMULEX CORP COM NEW            | COM             | 292475209 | 1893  | 184000 | SH | SOLE |
| ENER1 INC COM NEW              | COM             | 29267A203 | 138   | 20000  | SH | SOLE |
| ENERGEN CORP COM               | COM             | 29265N108 | 1250  | 29000  | SH | SOLE |
| ENERGIZER HLDGS INC COM        | COM             | 29266R108 | 32639 | 492000 | SH | SOLE |
| ENERGY RECOVERY INC            | COM             | 29270J100 | 117   | 20000  | SH | SOLE |
| ENERSIS S A                    | COM             | 29274F104 | 535   | 29000  | SH | SOLE |

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|---------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|----|
| ENI S P A ADR SPONSORED         | COM              | 26874R108 | 8475               | 170000             | SH         |              | SOLE               |    |
| ENTEGRIS INC COM                | COM              | 29362U104 | 446                | 90000              | SH         |              | SOLE               |    |
| ENTERGY CORP NEW COM            | COM              | 29364G103 | 479                | 6000               | SH         |              | SOLE               |    |
| ENVIRONMENTAL PWR CORP COM NEW  | COM              | 29406L201 | 11                 | 25000              | SH         |              | SOLE               |    |
| EOG RESOURCES INC               | COM              | 26875P101 | 8351               | 100000             | SH         |              | SOLE               |    |
| EPOCH HOLDING CORP              | COM              | 29428R103 | 1693               | 193500             | SH         |              | SOLE               |    |
| EUROPEAN EQUITY FUND COM        | MUTUAL FUNDS     | 298768102 | 265                | 38225              | SH         |              | SOLE               |    |
| EXACTECH INC COM                | COM              | 30064E109 | 3236               | 205600             | SH         |              | SOLE               |    |
| EXELON CORP                     | COM              | 30161N101 | 8336               | 168000             | SH         |              | SOLE               |    |
| EXPRESS SCRIPTS INC COM         | COM              | 302182100 | 853                | 11000              | SH         |              | SOLE               |    |
| EXTERRAN HLDGS INC COM          | COM              | 30225X103 | 237                | 10000              | SH         |              | SOLE               |    |
| EXXON MOBIL CORP                | COM              | 30231G102 | 60548              | 882500             | SH         |              | SOLE               |    |
| FAIRPOINT COMMUNICATIONS INCCO  | COM              | 305560104 | 8                  | 20000              | SH         |              | SOLE               |    |
| FALCONSTOR SOFTWARE INC COM     | COM              | 306137100 | 572                | 115000             | SH         |              | SOLE               |    |
| FARMER BROS CO                  | COM              | 307675108 | 1967               | 95000              | SH         |              | SOLE               |    |
| FEDERAL NAT MORTGAGE ASSN-FANN  | COM              | 313586109 | 669                | 440300             | SH         |              | SOLE               |    |
| FEDERATED INVESTORS INC-CL B    | COM              | 314211103 | 396                | 15000              | SH         |              | SOLE               |    |
| FERRO CORP                      | COM              | 315405100 | 993                | 2083000            | SH         |              | SOLE               |    |
| FERRO CORP 6.500% 08/15/13      | CONVERTIBLE BOND | 315405AL4 | 5410               | 6200000            | PRN        |              | SOLE               |    |
| FIDELITY NATL INFORMATION SVCO  | COM              | 31620M106 | 2207               | 86496              | SH         |              | SOLE               |    |
| FIDELITY NATL TITLE GROUP INCO  | COM              | 31620R105 | 738                | 48909              | SH         |              | SOLE               |    |
| FIDELITY SOUTHERN CORP          | COM              | 316394105 | 115                | 37728              | SH         |              | SOLE               |    |
| FIRST SOLAR INC COM             | COM              | 336433107 | 3516               | 23000              | SH         |              | SOLE               |    |
| FIRSTENERGY CORP COM            | COM              | 337932107 | 12207              | 267000             | SH         |              | SOLE               |    |
| FISHER COMMUNICATIONS INC COM   | COM              | 337756209 | 7852               | 431900             | SH         |              | SOLE               |    |
| FLIR SYS INC COM                | COM              | 302445101 | 4503               | 161000             | SH         |              | SOLE               |    |
| FLORIDA PUB UTILS CO COM        | COM              | 341135101 | 5346               | 440000             | SH         |              | SOLE               |    |
| FLOWERS FOODS INC COM           | COM              | 343498101 | 18797              | 715000             | SH         |              | SOLE               |    |
| FLOWSERVE CORP COM              | COM              | 34354P105 | 91445              | 928000             | SH         |              | SOLE               |    |
| FLUOR CORP NEW COM              | COM              | 343412102 | 2049               | 40300              | SH         |              | SOLE               |    |
| FLUSHING FINL CORP COM          | COM              | 343873105 | 3558               | 312100             | SH         |              | SOLE               |    |
| FMC CORP COM NEW                | COM              | 302491303 | 746                | 13260              | SH         |              | SOLE               |    |
| FMC TECHNOLOGIES INC COM        | COM              | 30249U101 | 3615               | 69200              | SH         |              | SOLE               |    |
| FOMENTO ECONOMICO MEXICANO SAD  | COM              | 344419106 | 17693              | 465000             | SH         |              | SOLE               |    |
| FORTRESS INVESTMENT GROUP CL A  | COM              | 34958B106 | 296                | 57000              | SH         |              | SOLE               |    |
| FORTUNE BRANDS INC              | COM              | 349631101 | 19405              | 451500             | SH         |              | SOLE               |    |
| FOSTER WHEELER AGR              | COM              | H27178104 | 595                | 18640              | SH         |              | SOLE               |    |
| FPL GROUP INC COM               | COM              | 302571104 | 46421              | 840500             | SH         |              | SOLE               |    |
| FRANCE TELECOM SPONSORED ADR    | COM              | 35177Q105 | 4038               | 150000             | SH         |              | SOLE               |    |
| FRANKLIN ELEC INC               | COM              | 353514102 | 5666               | 197500             | SH         |              | SOLE               |    |
| FREEMPORT MCMORAN COPPER&GOLD C | COM              | 35671D857 | 68651              | 1000592            | SH         |              | SOLE               |    |
| FREEMPORT-MCMORAN COPPER 6.75%  | CONVERTIBLE PEF  | 35671D782 | 5670               | 55220              | SH         |              | SOLE               |    |
| FRESENIUS KABI PHARMA-CVR       | WARRANT AND RIGH | 35802M115 | 14                 | 24000              | SH         |              | SOLE               |    |

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FRONTIER COMMUNICATIONS CORP COM 35906A108 1327 176000 SH SOLE  
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|----------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| FULLER H B CO COM                | COM              | 359694106 | 9948               | 476000             | SH         |              | SOLE               |         |
| FURMANITE CORPORATION            | COM              | 361086101 | 2155               | 500000             | SH         |              | SOLE               |         |
| GARDNER DENVER INC               | COM              | 365558105 | 4325               | 124000             | SH         |              | SOLE               |         |
| GATX CORP                        | COM              | 361448103 | 34001              | 1216500            | SH         |              | SOLE               |         |
| GATX CORP \$2.50 CV PFD          | CONVERTIBLE PREF | 361448202 | 1094               | 4200               | SH         |              | SOLE               |         |
| GAYLORD ENTERTAINMENT CO         | COM              | 367905106 | 22017              | 1095370            | SH         |              | SOLE               |         |
| GENCORP INC                      | COM              | 368682100 | 10854              | 2025000            | SH         |              | SOLE               |         |
| GENERAL COMMUNICATIONS INC CL    | COM              | 369385109 | 515                | 75000              | SH         |              | SOLE               |         |
| GENERAL DYNAMICS CORP COM        | COM              | 369550108 | 388                | 6000               | SH         |              | SOLE               |         |
| GENERAL ELEC CO                  | COM              | 369604103 | 37405              | 2278000            | SH         |              | SOLE               |         |
| GENERAL MILLS INC                | COM              | 370334104 | 50410              | 783000             | SH         |              | SOLE               |         |
| GENOPTIX INC                     | COM              | 37243V100 | 1012               | 29091              | SH         |              | SOLE               |         |
| GENTEK INC COM NEW               | COM              | 37245X203 | 4108               | 108000             | SH         |              | SOLE               |         |
| GENUINE PARTS CO                 | COM              | 372460105 | 61886              | 1626000            | SH         |              | SOLE               |         |
| GENZYME CORP                     | COM              | 372917104 | 284                | 5000               | SH         |              | SOLE               |         |
| GEOMET INC DEL COM               | COM              | 37250U201 | 51                 | 30000              | SH         |              | SOLE               |         |
| GERBER SCIENTIFIC INSTR          | COM              | 373730100 | 3636               | 608000             | SH         |              | SOLE               |         |
| GILEAD SCIENCES INC COM          | COM              | 375558103 | 7593               | 163300             | SH         |              | SOLE               |         |
| GLAXOSMITHKLINE PLC ADR (B:GSK   | COM              | 37733W105 | 604                | 15276              | SH         |              | SOLE               |         |
| GLOBAL SOURCES LTD COM           | COM              | G39300101 | 1031               | 150058             | SH         |              | SOLE               |         |
| GOLD FIELDS LTD NEW SPON ADR (   | COM              | 38059T106 | 42743              | 3101849            | SH         |              | SOLE               |         |
| GOLDCORP INC (US)                | COM              | 380956409 | 33778              | 836708             | SH         |              | SOLE               |         |
| GOLDMAN SACHS GR                 | COM              | 38141G104 | 15246              | 82700              | SH         |              | SOLE               |         |
| GOODRICH B F CO COM              | COM              | 382388106 | 543                | 10000              | SH         |              | SOLE               |         |
| GOOGLE INC-CL A                  | COM              | 38259P508 | 27073              | 54600              | SH         |              | SOLE               |         |
| GORMAN RUPP CO                   | COM              | 383082104 | 8345               | 335000             | SH         |              | SOLE               |         |
| GP STRATEGIES CORP COM           | COM              | 36225V104 | 898                | 119931             | SH         |              | SOLE               |         |
| GRACO INC COM                    | COM              | 384109104 | 3456               | 124000             | SH         |              | SOLE               |         |
| GRAFTECH INTERNATIONAL           | COM              | 384313102 | 21197              | 1442000            | SH         |              | SOLE               |         |
| GRAY TELEVISION, INC             | COM              | 389375106 | 724                | 312000             | SH         |              | SOLE               |         |
| GRAY TELEVISION, INC CL A        | COM              | 389375205 | 97                 | 42000              | SH         |              | SOLE               |         |
| GREAT ATLA & PAC 5.125% 6/15/2   | CONVERTIBLE BOND | 390064AJ2 | 15766              | 16500000           | PRN        |              | SOLE               |         |
| GREAT ATLANTIC & PAC TEA INCCO   | COM              | 390064103 | 11512              | 1292000            | SH         |              | SOLE               |         |
| GREAT PLAINS ENERGY INC. (B: G   | COM              | 391164100 | 49305              | 2746784            | SH         |              | SOLE               |         |
| GREATBATCH INC                   | COM              | 39153L106 | 1348               | 60000              | SH         |              | SOLE               |         |
| GREENBRIER COS INC               | COM              | 393657101 | 1171               | 100000             | SH         |              | SOLE               |         |
| GREIF INC CL A                   | COM              | 397624107 | 41177              | 748000             | SH         |              | SOLE               |         |
| GREIF INC CL B                   | COM              | 397624206 | 3626               | 69500              | SH         |              | SOLE               |         |
| GRIFFIN LAND & NUR               | COM              | 398231100 | 16998              | 531200             | SH         |              | SOLE               |         |
| GRIFFON CORP COM                 | COM              | 398433102 | 11196              | 1111794            | SH         |              | SOLE               |         |
| GRUPO TELEVISIVA SA DE CV ADR (B | COM              | 40049J206 | 40452              | 2176000            | SH         |              | SOLE               |         |
| GRUPO TMM S A B ADR              | COM              | 40051D303 | 90                 | 23000              | SH         |              | SOLE               |         |
| GSE SYS INC COM                  | COM              | 36227K106 | 239                | 38419              | SH         |              | SOLE               |         |
| GY 4% 01/16/24                   | CONVERTIBLE BOND | 368682AJ9 | 490                | 500000             | PRN        |              | SOLE               |         |

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|--------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| GYRODYNE CO AMER INC COM | COM            | 403820103 | 420                | 10000              | SH         |              | SOLE               |         |

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|                                 |     |           |       |         |    |                    |
|---------------------------------|-----|-----------|-------|---------|----|--------------------|
| H R BLOCK INC                   | COM | 093671105 | 8253  | 449000  | SH | SOLE               |
| HAIN CELESTIAL GROUP INC        | COM | 405217100 | 1582  | 82500   | SH | SOLE               |
| HALLIBURTON COMPANY             | COM | 406216101 | 53711 | 1980500 | SH | SOLE               |
| HANESBRANDS INC COM             | COM | 410345102 | 2354  | 110000  | SH | SOLE               |
| HANSEN NAT CORP COM             | COM | 411310105 | 441   | 12000   | SH | SOLE               |
| HARLEY DAVIDSON INC             | COM | 412822108 | 1587  | 69000   | SH | SOLE               |
| HARMAN INTL INDS INC NEW COM    | COM | 413086109 | 6607  | 195000  | SH | SOLE               |
| HARMONY GOLD MINING CO LTD ADR  | COM | 413216300 | 20364 | 1861426 | SH | SOLE               |
| HARRIS CORPORATION              | COM | 413875105 | 3670  | 97600   | SH | SOLE               |
| HARTE HANKS INC                 | COM | 416196103 | 277   | 20000   | SH | SOLE               |
| HAWAIIAN ELEC INDS INC COM      | COM | 419870100 | 10636 | 587000  | SH | SOLE               |
| HAWKINS INC COM                 | COM | 420261109 | 3924  | 168000  | SH | SOLE               |
| HEADWATERS INC COM              | COM | 42210P102 | 77    | 20000   | SH | SOLE               |
| HEALTHWAYS INC COM              | COM | 422245100 | 260   | 17000   | SH | SOLE               |
| HEELYS INC COM                  | COM | 42279M107 | 110   | 52000   | SH | SOLE               |
| HEINZ, H J COMPANY              | COM | 423074103 | 21107 | 531000  | SH | SOLE               |
| HELLENIC TELECOMMUNICATIONS AD  | COM | 423325307 | 2289  | 273800  | SH | SOLE               |
| HERLEY INDS INC COM             | COM | 427398102 | 9508  | 728600  | SH | SOLE               |
| HERSHEY COMPANY (THE)           | COM | 427866108 | 24832 | 639000  | SH | SOLE               |
| HESKA CORP COM                  | COM | 42805E108 | 18    | 40000   | SH | SOLE               |
| HESS CORP                       | COM | 42809H107 | 11948 | 223500  | SH | SOLE               |
| HI SHEAR TECHNOLOGY CORP COM    | COM | 42839Y104 | 1863  | 97700   | SH | SOLE               |
| HICKORY TECH CORP COM           | COM | 429060106 | 1004  | 117400  | SH | SOLE               |
| HILAND HLDGS GP LP UNIT LP INT  | COM | 43129M107 | 48    | 20000   | SH | SOLE               |
| HITACHI LTD ADR (B:HIT US)      | COM | 433578507 | 214   | 7000    | SH | SOLE               |
| HOLOGIC INC COM                 | COM | 436440101 | 245   | 15000   | SH | SOLE               |
| HOME DEPOT INC                  | COM | 437076102 | 2264  | 85000   | SH | SOLE               |
| HOME DIAGNOSTICS INC DEL COM    | COM | 437080104 | 94    | 13900   | SH | SOLE               |
| HOME INNS & HOTELS MANAG-ADR    | COM | 43713W107 | 2090  | 70000   | SH | SOLE               |
| HONEYWELL INT'L INC             | COM | 438516106 | 65087 | 1752000 | SH | SOLE               |
| HOOPER HOLMES INC COM           | COM | 439104100 | 52    | 53500   | SH | SOLE               |
| HORSEHEAD HLDG CORP COM         | COM | 440694305 | 176   | 15000   | SH | SOLE               |
| HOSPIRA INC COM                 | COM | 441060100 | 5709  | 128000  | SH | SOLE               |
| HOST HOTELS & RESORTS INC       | COM | 44107P104 | 235   | 20000   | SH | SOLE               |
| HSBC HLDGS PLC ADR SPON NEW     | COM | 404280406 | 3728  | 65000   | SH | SOLE               |
| HSN INC COM                     | COM | 404303109 | 2426  | 149000  | SH | SOLE               |
| HUANENG PWR INTL INC SPON ADR   | COM | 443304100 | 2997  | 112500  | SH | SOLE               |
| HUDSON CITY BANCORP INC COM     | COM | 443683107 | 1184  | 90000   | SH | SOLE               |
| HUNTINGTON BANCSHARES INC       | COM | 446150104 | 141   | 30000   | SH | SOLE               |
| HUNTSMAN CORP COM               | COM | 447011107 | 8655  | 950000  | SH | SOLE               |
| IAC INTERACTIVECORP COM PAR \$. | COM | 44919P508 | 7561  | 374500  | SH | SOLE               |
| IAMGOLD CORP (USD) COM          | COM | 450913108 | 9050  | 640000  | SH | SOLE               |
| IBASIS INC COM NEW              | COM | 450732201 | 72    | 33900   | SH | SOLE               |
| PORTVUE-SEC13F.LNP              |     |           |       |         |    | GABELLI FUNDS, LLC |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ICU MEDICAL INC                | COM            | 44930G107 | 1622               | 44000              | SH         |              | SOLE               |         |
| IDEATION ACQUISITION CORP COM  | COM            | 451665103 | 472                | 60000              | SH         |              | SOLE               |         |
| IDEATION ACQUISTION CORP-UT    | COM            | 451665202 | 2024               | 219500             | SH         |              | SOLE               |         |
| IDEX CORP                      | COM            | 45167R104 | 34043              | 1218000            | SH         |              | SOLE               |         |
| IMAX CORP COM                  | COM            | 45245E109 | 221                | 23500              | SH         |              | SOLE               |         |
| IMS HEALTH INC COM             | COM            | 449934108 | 2763               | 180000             | SH         |              | SOLE               |         |
| INGERSOLL-RAND PLC             | COM            | G47791101 | 2178               | 71000              | SH         |              | SOLE               |         |
| INGLES MKTS INC CL A           | COM            | 457030104 | 12673              | 800600             | SH         |              | SOLE               |         |
| INSITUFORM TECHNOLOGIES INC CL | COM            | 457667103 | 536                | 28000              | SH         |              | SOLE               |         |
| INSPIRE PHARMACEUTICALS INC CO | COM            | 457733103 | 110                | 21000              | SH         |              | SOLE               |         |
| INTEGRYS ENERGY GROUP INC      | COM            | 45822P105 | 28371              | 790500             | SH         |              | SOLE               |         |

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|                                |                  |           |       |          |     |      |
|--------------------------------|------------------|-----------|-------|----------|-----|------|
| INTEL CORP                     | COM              | 458140100 | 47203 | 2412000  | SH  | SOLE |
| INTERACTIVE BROKERS            | COM              | 45841N107 | 1649  | 83000    | SH  | SOLE |
| INTERACTIVE DATA CORP COM      | COM              | 45840J107 | 1782  | 68000    | SH  | SOLE |
| INTERMEC INC                   | COM              | 458786100 | 10434 | 740000   | SH  | SOLE |
| INTERNATIONAL BUSINESS         | COM              | 459200101 | 41541 | 347300   | SH  | SOLE |
| INTERNATIONAL GAME TECH        | COM              | 459902102 | 8635  | 402000   | SH  | SOLE |
| INTERNATIONAL PAPER CO         | COM              | 460146103 | 9225  | 415000   | SH  | SOLE |
| INTERNATIONAL RECTIFIER CORPCO | COM              | 460254105 | 1072  | 55000    | SH  | SOLE |
| INTERNATIONAL SPEEDWAY A       | COM              | 460335201 | 441   | 16000    | SH  | SOLE |
| INTERPUBLIC GROUP COS INC      | COM              | 460690100 | 22560 | 3000000  | SH  | SOLE |
| INTERVAL LEISURE GROUP INC COM | COM              | 46113M108 | 1657  | 133000   | SH  | SOLE |
| INTL FLAVORS & FRAGRANCES      | COM              | 459506101 | 13238 | 349000   | SH  | SOLE |
| INTL GM TECH 2.600% 12/15/2036 | CONVERTIBLE BOND | 459902AP7 | 11445 | 11450000 | PRN | SOLE |
| INVERNESS MED INNOVATIONS INCO | COM              | 46126P106 | 2479  | 64000    | SH  | SOLE |
| INVESCO LTD                    | COM              | G491BT108 | 2845  | 125000   | SH  | SOLE |
| INVITEL HLDGS A/S ADS          | COM              | 46186X106 | 92    | 20000    | SH  | SOLE |
| ITT INDUSTRIES                 | COM              | 450911102 | 67065 | 1286000  | SH  | SOLE |
| IVANHOE MINES LTD COM          | COM              | 46579N103 | 5924  | 463140   | SH  | SOLE |
| I-FLOW CORP COM NEW            | COM              | 449520303 | 478   | 42000    | SH  | SOLE |
| J & J SNACK FOODS CORP         | COM              | 466032109 | 1080  | 25000    | SH  | SOLE |
| J.P. MORGAN CHASE & CO         | COM              | 46625H100 | 42932 | 979726   | SH  | SOLE |
| JA SOLAR HOLD CO 4.500% 05/15/ | CONVERTIBLE BOND | 466090AA5 | 221   | 300000   | PRN | SOLE |
| JANUS CAP GROUP INC COM        | COM              | 47102X105 | 13896 | 980000   | SH  | SOLE |
| JANUS CAPITAL 3.250% 07/15/14  | CONVERTIBLE BOND | 47102XAG0 | 2566  | 2000000  | PRN | SOLE |
| JARDEN CORPORATION             | COM              | 471109108 | 225   | 8000     | SH  | SOLE |
| JOHNSON CONTROLS               | COM              | 478366107 | 15553 | 608500   | SH  | SOLE |
| JOHNSON CTRLS 6.500% 09/30/12  | CONVERTIBLE BOND | 478366AS6 | 486   | 200000   | PRN | SOLE |
| JOHNSON & JOHNSON              | COM              | 478160104 | 36108 | 593000   | SH  | SOLE |
| JOURNAL COMM INC-A             | COM              | 481130102 | 3202  | 870000   | SH  | SOLE |
| JOY GLOBAL INC COM             | COM              | 481165108 | 3279  | 67000    | SH  | SOLE |
| KAMAN CORP                     | COM              | 483548103 | 21490 | 977719   | SH  | SOLE |
| KANSAS CITY SOUTHERN           | COM              | 485170302 | 821   | 31000    | SH  | SOLE |
| KBW INC                        | COM              | 482423100 | 387   | 12000    | SH  | SOLE |

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| KELLOGG CO                     | COM            | 487836108 | 5760               | 117000             | SH         |              | SOLE               |         |
| KEY ENERGY SVCS INC COM        | COM            | 492914106 | 261                | 30000              | SH         |              | SOLE               |         |
| KIMBERLY CLARK CORP            | COM            | 494368103 | 19581              | 332000             | SH         |              | SOLE               |         |
| KINDER MORGAN EGY PTNS L P UT  | COM            | 494550106 | 1080               | 20000              | SH         |              | SOLE               |         |
| KINETIC CONCEPTS INC COM NEW   | COM            | 49460W208 | 2404               | 65000              | SH         |              | SOLE               |         |
| KING PHARMACEUTICALS INC COM   | COM            | 495582108 | 108                | 10000              | SH         |              | SOLE               |         |
| KINROSS GOLD CORP COM NO PAR   | COM            | 496902404 | 43571              | 2007900            | SH         |              | SOLE               |         |
| KONINKLIJKE PHILIPS ELECTRS SP | COM            | 500472303 | 926                | 38000              | SH         |              | SOLE               |         |
| KOREA ELEC PWR CO SPONSORED AD | COM            | 500631106 | 6568               | 431000             | SH         |              | SOLE               |         |
| KRAFT FOODS INC CL A COM       | COM            | 50075N104 | 27641              | 1052200            | SH         |              | SOLE               |         |
| KROGER CO                      | COM            | 501044101 | 2642               | 128000             | SH         |              | SOLE               |         |
| KT CORP SPON ADR               | COM            | 48268K101 | 174                | 10000              | SH         |              | SOLE               |         |
| KYOCERA CORP ADR               | COM            | 501556203 | 918                | 10000              | SH         |              | SOLE               |         |
| K-TRON INTL INC                | COM            | 482730108 | 904                | 9500               | SH         |              | SOLE               |         |
| L 3 COMMUNICATIONS             | COM            | 502424104 | 2948               | 36700              | SH         |              | SOLE               |         |
| LABORATORY CORP AMER HLDGS COM | COM            | 50540R409 | 2037               | 31000              | SH         |              | SOLE               |         |
| LABRANCHE & CO INC COM         | COM            | 505447102 | 170                | 50000              | SH         |              | SOLE               |         |
| LACLEDE GROUP INC              | COM            | 505597104 | 5724               | 178000             | SH         |              | SOLE               |         |
| LAKES ENTERTAINMENT INC COM    | COM            | 51206P109 | 470                | 140000             | SH         |              | SOLE               |         |
| LAMAR ADVERTISING CO CL A      | COM            | 512815101 | 686                | 25000              | SH         |              | SOLE               |         |
| LANDAUER INC                   | COM            | 51476K103 | 9567               | 174000             | SH         |              | SOLE               |         |



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| LAS VEGAS SANDS CORP           | COM              | 517834107 | 15173 | 901000  | SH  | SOLE               |
| LAWSON SOFTWARE INC NEW COM    | COM              | 52078P102 | 115   | 18410   | SH  | SOLE               |
| LAYNE CHRISTENSEN CO COM       | COM              | 521050104 | 1795  | 56000   | SH  | SOLE               |
| LEGG MASON INC COM             | COM              | 524901105 | 46793 | 1508000 | SH  | SOLE               |
| LENDER PROCESSING SVCS INC COM | COM              | 52602E102 | 1527  | 40000   | SH  | SOLE               |
| LEUCADIA NATL CORP COM         | COM              | 527288104 | 6012  | 243200  | SH  | SOLE               |
| LEVEL 3 COMM INC 2.875% 7/15/2 | CONVERTIBLE BOND | 52729NBA7 | 241   | 250000  | PRN | SOLE               |
| LIBERTY ENTERTAINMENT-A        | COM              | 53071M500 | 80575 | 2590000 | SH  | SOLE               |
| LIBERTY GLOBAL INC COM SER A   | COM              | 530555101 | 25935 | 1149084 | SH  | SOLE               |
| LIBERTY GLOBAL INC COM SER C   | COM              | 530555309 | 13498 | 600963  | SH  | SOLE               |
| LIBERTY MEDIA HLDG CORP INT CO | COM              | 53071M104 | 12122 | 1105000 | SH  | SOLE               |
| LIBERTY MEDIA-CAP SER A        | COM              | 53071M302 | 15154 | 724400  | SH  | SOLE               |
| LIFE SCIENCES RESH INC COM     | COM              | 532169109 | 96    | 12000   | SH  | SOLE               |
| LIFE TECHNOLOGIES CORP COM     | COM              | 53217V109 | 9799  | 210500  | SH  | SOLE               |
| LIFEWAY FOODS INC COM          | COM              | 531914109 | 2521  | 229400  | SH  | SOLE               |
| LILLY, ELI AND COMPANY         | COM              | 532457108 | 11164 | 338000  | SH  | SOLE               |
| LIME ENERGY CO COM NEW         | COM              | 53261U205 | 56    | 10000   | SH  | SOLE               |
| LIN TV CORP CL A               | COM              | 532774106 | 5458  | 1154000 | SH  | SOLE               |
| LINDSAY CORP                   | COM              | 535555106 | 2796  | 71000   | SH  | SOLE               |
| LITTELFUSE INC                 | COM              | 537008104 | 1050  | 40000   | SH  | SOLE               |
| LO JACK CORP COM               | COM              | 539451104 | 102   | 20000   | SH  | SOLE               |
| LOCKHEED MARTIN CORP COM       | COM              | 539830109 | 4341  | 55600   | SH  | SOLE               |
| LOEWS CORP                     | COM              | 540424108 | 5823  | 170000  | SH  | SOLE               |
| PORTVUE-SEC13F.LNP             |                  |           |       |         |     | GABELLI FUNDS, LLC |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| LSI LOGIC CORP COM             | COM              | 502161102 | 8236               | 1500100            | SH         |              | SOLE               |         |
| LUFKIN INDS INC COM            | COM              | 549764108 | 24037              | 452000             | SH         |              | SOLE               |         |
| M G M MIRAGE INC COM           | COM              | 552953101 | 13316              | 1106000            | SH         |              | SOLE               |         |
| M & T BK CORP COM              | COM              | 55261F104 | 11716              | 188000             | SH         |              | SOLE               |         |
| MACROVISION CORP 2.625% 08/15/ | CONVERTIBLE BOND | 555904AB7 | 390                | 300000             | PRN        |              | SOLE               |         |
| MACY'S INC                     | COM              | 55616P104 | 20905              | 1143000            | SH         |              | SOLE               |         |
| MAGNETEK INC COM               | COM              | 559424106 | 1092               | 700000             | SH         |              | SOLE               |         |
| MAINE & MARITIMES CORP         | COM              | 560377103 | 6417               | 178500             | SH         |              | SOLE               |         |
| MANITOWOC CO COM               | COM              | 563571108 | 1932               | 204000             | SH         |              | SOLE               |         |
| MARATHON OIL CORP COM          | COM              | 565849106 | 23383              | 733000             | SH         |              | SOLE               |         |
| MARCUS CORP COM                | COM              | 566330106 | 921                | 72000              | SH         |              | SOLE               |         |
| MARINE PRODS CORP COM          | COM              | 568427108 | 1880               | 340000             | SH         |              | SOLE               |         |
| MARSH & MCLENNAN COS INC COM   | COM              | 571748102 | 22430              | 907000             | SH         |              | SOLE               |         |
| MARTHA STEWART LIVING OMNI     | COM              | 573083102 | 1127               | 180000             | SH         |              | SOLE               |         |
| MARTIN MARIETTA MTLs INC COM   | COM              | 573284106 | 644                | 7000               | SH         |              | SOLE               |         |
| MARVEL ENTERTAINMENT INC COM   | COM              | 57383T103 | 992                | 20000              | SH         |              | SOLE               |         |
| MASSEY ENERGY CORP COM         | COM              | 576206106 | 279                | 10000              | SH         |              | SOLE               |         |
| MASTERCARD INC COM             | COM              | 57636Q104 | 35073              | 173500             | SH         |              | SOLE               |         |
| MATTEL INC                     | COM              | 577081102 | 1255               | 68000              | SH         |              | SOLE               |         |
| MATTHEWS INTL CORP CL A        | COM              | 577128101 | 1132               | 32000              | SH         |              | SOLE               |         |
| MCDERMOTT INTERNATIONAL INC.   | COM              | 580037109 | 2628               | 104000             | SH         |              | SOLE               |         |
| MCGRAW HILL COMPANIES, INC.    | COM              | 580645109 | 12947              | 515000             | SH         |              | SOLE               |         |
| MCKESSON HBOC INC.             | COM              | 58155Q103 | 596                | 10000              | SH         |              | SOLE               |         |
| MDS INC COM                    | COM              | 55269P302 | 484                | 59095              | SH         |              | SOLE               |         |
| MEAD JOHNSON                   | COM              | 582839106 | 3293               | 73000              | SH         |              | SOLE               |         |
| MEDCO HEALTH SOLUTIONS INC COM | COM              | 58405U102 | 6858               | 124000             | SH         |              | SOLE               |         |
| MEDIA GENERAL CL A             | COM              | 584404107 | 15946              | 1865000            | SH         |              | SOLE               |         |
| MEDIACOM COMMUNICATIONS CORPCL | COM              | 58446K105 | 190                | 33000              | SH         |              | SOLE               |         |
| MEDICAL ACTION INDS INC COM    | COM              | 58449L100 | 181                | 15000              | SH         |              | SOLE               |         |
| MEDICAL NUTRITION USA INC COM  | COM              | 58461X107 | 519                | 259400             | SH         |              | SOLE               |         |
| MEDTRONIC INC COM              | COM              | 585055106 | 331                | 9000               | SH         |              | SOLE               |         |

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| MELCO PBL ENTERTAINMENT-ADR    | COM | 585464100 | 647   | 93000   | SH | SOLE               |
| MENTOR GRAPHICS CORP COM       | COM | 587200106 | 726   | 78000   | SH | SOLE               |
| MERCK & CO INC                 | COM | 589331107 | 9963  | 315000  | SH | SOLE               |
| MEREDITH CORP                  | COM | 589433101 | 9281  | 310000  | SH | SOLE               |
| MET PRO CORP COM               | COM | 590876306 | 1454  | 150001  | SH | SOLE               |
| METAVANTE HLDG CO COM          | COM | 591407101 | 9827  | 285000  | SH | SOLE               |
| METHODE ELECTRS INC CL A       | COM | 591520200 | 780   | 90000   | SH | SOLE               |
| METROPCS COMMUNICATIONS INC    | COM | 591708102 | 122   | 13000   | SH | SOLE               |
| METROPOLITAN HEALTH NETWORKSCO | COM | 592142103 | 610   | 280000  | SH | SOLE               |
| MGE ENERGY INC                 | COM | 55277P104 | 14483 | 397000  | SH | SOLE               |
| MGP INGREDIENTS INC COM        | COM | 55302G103 | 298   | 70000   | SH | SOLE               |
| MICROSOFT CORP                 | COM | 594918104 | 34040 | 1323500 | SH | SOLE               |
| MICRUS ENDOVASCULAR CORP COM   | COM | 59518V102 | 1716  | 132500  | SH | SOLE               |
| PORTVUE-SEC13F.LNP             |     |           |       |         |    | GABELLI FUNDS, LLC |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| MIDAS GROUP INC COM            | COM              | 595626102 | 7184               | 764290             | SH         |              | SOLE                |         |
| MIDDLEBY CORP COM              | COM              | 596278101 | 1623               | 29500              | SH         |              | SOLE                |         |
| MIDDLESEX WTR CO COM           | COM              | 596680108 | 1800               | 119333             | SH         |              | SOLE                |         |
| MILLICOM INTL CELLULAR S A SHS | COM              | L6388F110 | 10074              | 138500             | SH         |              | SOLE                |         |
| MIRANT CORP NEW COM            | COM              | 60467R100 | 2759               | 167932             | SH         |              | SOLE                |         |
| MIRANT CORP NEW WT A EX 010311 | WARRANT AND RIGH | 60467R118 | 115                | 78016              | SH         |              | SOLE                |         |
| MIRANT CORP NEW WT B EX 010311 | WARRANT AND RIGH | 60467R126 | 74                 | 38363              | SH         |              | SOLE                |         |
| MKS INSTRS INC COM             | COM              | 55306N104 | 389                | 20187              | SH         |              | SOLE                |         |
| MOBILE TELESYSTEMS OJSC ADR SP | COM              | 607409109 | 459                | 9500               | SH         |              | SOLE                |         |
| MODINE MFG CO                  | COM              | 607828100 | 9279               | 1001000            | SH         |              | SOLE                |         |
| MOLEX INC CL A                 | COM              | 608554200 | 827                | 44000              | SH         |              | SOLE                |         |
| MONRO MUFFLER BRAKE INC        | COM              | 610236101 | 477                | 15000              | SH         |              | SOLE                |         |
| MONSANTO CO NEW COM            | COM              | 61166W101 | 33673              | 435058             | SH         |              | SOLE                |         |
| MONSTER WORLDWIDE INC COM      | COM              | 611742107 | 2709               | 155000             | SH         |              | SOLE                |         |
| MOODYS CORP COM                | COM              | 615369105 | 4460               | 218000             | SH         |              | SOLE                |         |
| MOOG INC CL A                  | COM              | 615394202 | 2655               | 90000              | SH         |              | SOLE                |         |
| MOOG INC CL B                  | COM              | 615394301 | 476                | 16100              | SH         |              | SOLE                |         |
| MORGAN STANLEY                 | COM              | 617446448 | 5250               | 170000             | SH         |              | SOLE                |         |
| MORNINGSTAR INC COM            | COM              | 617700109 | 777                | 16000              | SH         |              | SOLE                |         |
| MOSAIC CO/THE                  | COM              | 61945A107 | 6874               | 143000             | SH         |              | SOLE                |         |
| MOSY INC                       | COM              | 619718109 | 118                | 47000              | SH         |              | SOLE                |         |
| MOTOROLA INC                   | COM              | 620076109 | 4063               | 473000             | SH         |              | SOLE                |         |
| MOVADO GROUP INC COM           | COM              | 624580106 | 523                | 36000              | SH         |              | SOLE                |         |
| MSC SOFTWARE CORP COM          | COM              | 553531104 | 4051               | 481700             | SH         |              | SOLE                |         |
| MUELLER INDS INC COM           | COM              | 624756102 | 3485               | 146000             | SH         |              | SOLE                |         |
| MUELLER WATER PRODUCTS INC     | COM              | 624758108 | 250                | 45533              | SH         |              | SOLE                |         |
| MURPHY OIL CORP COM            | COM              | 626717102 | 20466              | 355500             | SH         |              | SOLE                |         |
| MVC CAP COM                    | COM              | 553829102 | 746                | 85000              | SH         |              | SOLE                |         |
| MWI VETERINARY SUPPLY INC      | COM              | 55402X105 | 1598               | 40000              | SH         |              | SOLE                |         |
| MYERS INDS INC                 | COM              | 628464109 | 15918              | 1478000            | SH         |              | SOLE                |         |
| MYLAN LABS INC COM             | COM              | 628530107 | 640                | 40000              | SH         |              | SOLE                |         |
| M-SYSTEMS FIN NV 1.000% 03/15/ | CONVERTIBLE BOND | 55375VAB8 | 296                | 300000             | PRN        |              | SOLE                |         |
| NABI BIOPHARMACEUTICALS        | COM              | 629519109 | 65                 | 18000              | SH         |              | SOLE                |         |
| NABORS INDS INC 0.940% 05/15/1 | CONVERTIBLE BOND | 629568AP1 | 1945               | 200000             | PRN        |              | SOLE                |         |
| NABORS INDUSTRIES LTD SHS      | COM              | G6359F103 | 6061               | 290000             | SH         |              | SOLE                |         |
| NARA BANCORP INC COM           | COM              | 63080P105 | 1981               | 285000             | SH         |              | SOLE                |         |
| NATHANS FAMOUS INC NEW COM     | COM              | 632347100 | 1649               | 112000             | SH         |              | SOLE                |         |
| NATIONAL FUEL GAS CO N J COM   | COM              | 636180101 | 53735              | 1173000            | SH         |              | SOLE                |         |
| NATIONAL GRID PLC              | COM              | 636274300 | 2581               | 52952              | SH         |              | SOLE                |         |
| NATIONAL PRESTO INDS INC       | COM              | 637215104 | 6878               | 79500              | SH         |              | SOLE                |         |
| NATIONAL-OILWELL INC COM       | COM              | 637071101 | 6124               | 142000             | SH         |              | SOLE                |         |

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|                                |     |           |       |        |    |                    |
|--------------------------------|-----|-----------|-------|--------|----|--------------------|
| NAVISTAR INTL CORP COM         | COM | 63934E108 | 26381 | 705000 | SH | SOLE               |
| NCR CORP NEW COM               | COM | 62886E108 | 9259  | 670000 | SH | SOLE               |
| NEW ALLIANCE BANCSHARES INC CO | COM | 650203102 | 7369  | 688718 | SH | SOLE               |
| PORTVUE-SEC13F.LNP             |     |           |       |        |    | GABELLI FUNDS, LLC |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| NEW GERMANY FD COM (B:GF US)   | MUTUAL FUNDS     | 644465106 | 1486               | 124000             | SH         |              | SOLE               |         |
| NEW YORK CMNTY BANCORP INC COM | COM              | 649445103 | 2649               | 232000             | SH         |              | SOLE               |         |
| NEW YORK TIMES CO CLASS A      | COM              | 650111107 | 633                | 78000              | SH         |              | SOLE               |         |
| NEWMARKET CORP COM             | COM              | 651587107 | 326                | 3500               | SH         |              | SOLE               |         |
| NEWMONT MINING 1.625% 07/15/17 | CONVERTIBLE BOND | 651639AJ5 | 5801               | 5250000            | PRN        |              | SOLE               |         |
| NEWMONT MINING CORP HOLDING CO | COM              | 651639106 | 104806             | 2380871            | SH         |              | SOLE               |         |
| NEWS CORP CL A                 | COM              | 65248E104 | 70971              | 5934000            | SH         |              | SOLE               |         |
| NEWS CORP CL B                 | COM              | 65248E203 | 1287               | 92016              | SH         |              | SOLE               |         |
| NEXEN INC COM                  | COM              | 65334H102 | 1580               | 70000              | SH         |              | SOLE               |         |
| NEXTWAVE WIRELESS INC COM      | COM              | 65337Y102 | 18                 | 20000              | SH         |              | SOLE               |         |
| NICOR INC COM                  | COM              | 654086107 | 13063              | 357000             | SH         |              | SOLE               |         |
| NIKE INC CL B                  | COM              | 654106103 | 6794               | 105000             | SH         |              | SOLE               |         |
| NIPPON TELEG&TEL CORP ADR (B:N | COM              | 654624105 | 415                | 18000              | SH         |              | SOLE               |         |
| NISOURCE INC                   | COM              | 65473P105 | 7918               | 570086             | SH         |              | SOLE               |         |
| NOBILITY HOMES INC COM         | COM              | 654892108 | 621                | 69000              | SH         |              | SOLE               |         |
| NOBLE CORPORATION BAAR NAMEN - | COM              | H5833N103 | 10970              | 289000             | SH         |              | SOLE               |         |
| NOKIA CORP SPONSORED ADR (B:NO | COM              | 654902204 | 366                | 25000              | SH         |              | SOLE               |         |
| NORTHEAST UTILS COM            | COM              | 664397106 | 24642              | 1038000            | SH         |              | SOLE               |         |
| NORTHERN TRUST CORP            | COM              | 665859104 | 8840               | 152000             | SH         |              | SOLE               |         |
| NORTHROP GRUMMAN CORP (B:NOC)  | COM              | 666807102 | 6365               | 123000             | SH         |              | SOLE               |         |
| NORTHSTAR NEUROSCIENCE INC COM | COM              | 66704V101 | 43                 | 550000             | SH         |              | SOLE               |         |
| NORTHWESTERN CORP COM NEW      | COM              | 668074305 | 20204              | 827000             | SH         |              | SOLE               |         |
| NOVARTIS AG - ADR (B:NVS US)   | COM              | 66987V109 | 12242              | 243000             | SH         |              | SOLE               |         |
| NRG ENERGY INC COM NEW         | COM              | 629377508 | 14151              | 502000             | SH         |              | SOLE               |         |
| NSTAR COM                      | COM              | 67019E107 | 38868              | 1221500            | SH         |              | SOLE               |         |
| NV ENERGY INC COM              | COM              | 67073Y106 | 406                | 35000              | SH         |              | SOLE               |         |
| NYSE EURONEXT COM              | COM              | 629491101 | 2022               | 70000              | SH         |              | SOLE               |         |
| O REILLY AUTOMOTIVE INC COM    | COM              | 686091109 | 35779              | 990000             | SH         |              | SOLE               |         |
| OCCIDENTAL PETE CORP           | COM              | 674599105 | 37867              | 483000             | SH         |              | SOLE               |         |
| OCEANEERING INTL INC COM       | COM              | 675232102 | 12485              | 220000             | SH         |              | SOLE               |         |
| OCH ZIFF CAP MGMT GROUP CL A   | COM              | 67551U105 | 3274               | 269000             | SH         |              | SOLE               |         |
| ODYSSEY HEALTHCARE INC COM     | COM              | 67611V101 | 3313               | 265000             | SH         |              | SOLE               |         |
| ODYSSEY RE HLDGS CORP COM      | COM              | 67612W108 | 13131              | 202600             | SH         |              | SOLE               |         |
| OGE ENERGY CORP COM            | COM              | 670837103 | 30136              | 911000             | SH         |              | SOLE               |         |
| OIL DRI CORP AMER COM          | COM              | 677864100 | 2030               | 140000             | SH         |              | SOLE               |         |
| OLIN CORP COM PAR \$1.         | COM              | 680665205 | 2093               | 120000             | SH         |              | SOLE               |         |
| OMNICARE INC COM               | COM              | 681904108 | 563                | 25000              | SH         |              | SOLE               |         |
| OMNITURE INC COM               | COM              | 68212S109 | 25514              | 1190000            | SH         |              | SOLE               |         |
| OMNOVA SOLUTIONS INC COM       | COM              | 682129101 | 9500               | 1466000            | SH         |              | SOLE               |         |
| ONEOK INC NEW COM              | COM              | 682680103 | 23876              | 652000             | SH         |              | SOLE               |         |
| OPENTV CORP CL A               | COM              | G67543101 | 21                 | 15000              | SH         |              | SOLE               |         |
| OPKO HEALTH INC COM            | COM              | 68375N103 | 217                | 95000              | SH         |              | SOLE               |         |
| ORIENT-EXPRESS HOTELS LTD COM  | COM              | G67743107 | 2947               | 256000             | SH         |              | SOLE               |         |
| ORMAT TECHNOLOGIES INC         | COM              | 686688102 | 4715               | 115500             | SH         |              | SOLE               |         |
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|                                |                  |           |       |         |     |                    |
|--------------------------------|------------------|-----------|-------|---------|-----|--------------------|
| ORTHOFIX INTL N V ORD          | COM              | N6748L102 | 4026  | 137000  | SH  | SOLE               |
| OTIX GLOBAL INC                | COM              | 68906N101 | 19    | 20000   | SH  | SOLE               |
| OTTER TAIL CORPORATION COM     | COM              | 689648103 | 4834  | 202000  | SH  | SOLE               |
| OUTDOOR HLDGS INC (NEW)        | COM              | 690027206 | 216   | 33000   | SH  | SOLE               |
| OWENS ILL INC COM NEW          | COM              | 690768403 | 4797  | 130000  | SH  | SOLE               |
| OWENS & MINOR INC NEW COM      | COM              | 690732102 | 5521  | 122000  | SH  | SOLE               |
| PACCAR INC                     | COM              | 693718108 | 11615 | 308000  | SH  | SOLE               |
| PACTIV CORP COM                | COM              | 695257105 | 4793  | 184000  | SH  | SOLE               |
| PAIN THERAPEUTICS INC COM      | COM              | 69562K100 | 2201  | 435000  | SH  | SOLE               |
| PALOMAR MED TECHNOLOGIES INCCO | COM              | 697529303 | 4863  | 300000  | SH  | SOLE               |
| PARALLEL PETE CORP DEL COM     | COM              | 699157103 | 2367  | 746825  | SH  | SOLE               |
| PARK ELECTROCHEMICAL CORP COM  | COM              | 700416209 | 7789  | 316000  | SH  | SOLE               |
| PARK OHIO HLDGS CORP COM       | COM              | 700666100 | 3008  | 345000  | SH  | SOLE               |
| PARKER HANNIFIN CORP           | COM              | 701094104 | 622   | 12000   | SH  | SOLE               |
| PATTERSON COMPANIES INC        | COM              | 703395103 | 2671  | 98000   | SH  | SOLE               |
| PEABODY ENERGY CORP COM        | COM              | 704549104 | 7511  | 201800  | SH  | SOLE               |
| PENFORD CORP COM               | COM              | 707051108 | 430   | 60000   | SH  | SOLE               |
| PENN NATIONAL GAMING INC COM   | COM              | 707569109 | 3264  | 118000  | SH  | SOLE               |
| PENNICHUCK CORP COM NEW        | COM              | 708254206 | 7246  | 333000  | SH  | SOLE               |
| PENTAIR INC COM                | COM              | 709631105 | 1565  | 53000   | SH  | SOLE               |
| PENWEST PHARMACEUTICALS CO COM | COM              | 709754105 | 324   | 155000  | SH  | SOLE               |
| PEP BOYS MANNY MOE & JACK      | COM              | 713278109 | 4348  | 445000  | SH  | SOLE               |
| PEPCO HLDGS INC COM            | COM              | 713291102 | 4204  | 282500  | SH  | SOLE               |
| PEPSI BOTTLING GROUP INC.      | COM              | 713409100 | 364   | 10000   | SH  | SOLE               |
| PEPSIAMERICAS                  | COM              | 71343P200 | 49038 | 1717000 | SH  | SOLE               |
| PEPSICO INC                    | COM              | 713448108 | 24672 | 420600  | SH  | SOLE               |
| PEROT SYSTEMS CORP             | COM              | 714265105 | 36977 | 1245000 | SH  | SOLE               |
| PETROBRAS BRASILEIRO ADR SPONS | COM              | 71654V408 | 35839 | 780800  | SH  | SOLE               |
| PETROCHINA CO LTD SPONSORED AD | COM              | 71646E100 | 4368  | 38400   | SH  | SOLE               |
| PFIZER INC                     | COM              | 717081103 | 14564 | 880000  | SH  | SOLE               |
| PG&E CORP COM                  | COM              | 69331C108 | 3604  | 89000   | SH  | SOLE               |
| PHH CORP COM NEW               | COM              | 693320202 | 456   | 23000   | SH  | SOLE               |
| PHHM 3.25% 5/15/2024           | CONVERTIBLE BOND | 696639AB9 | 1313  | 3950000 | PRN | SOLE               |
| PHILIP MORRIS INTL INC COM     | COM              | 718172109 | 4362  | 89500   | SH  | SOLE               |
| PHILLIPINE LONG DISTANCE TEL S | COM              | 718252604 | 6091  | 118500  | SH  | SOLE               |
| PHOENIX COS INC NEW COM        | COM              | 71902E109 | 439   | 135000  | SH  | SOLE               |
| PIEDMONT NAT GAS INC COM       | COM              | 720186105 | 3088  | 129000  | SH  | SOLE               |
| PIER 1 IMPORTS INC SHS BEN INT | COM              | 720279108 | 182   | 47000   | SH  | SOLE               |
| PINNACLE ENTMT INC COM         | COM              | 723456109 | 7452  | 731300  | SH  | SOLE               |
| PINNACLE WEST CAP CORP COM     | COM              | 723484101 | 13719 | 418000  | SH  | SOLE               |
| PLANTRONICS                    | COM              | 727493108 | 322   | 12000   | SH  | SOLE               |
| PLATO LEARNING INC COM         | COM              | 72764Y100 | 65    | 15000   | SH  | SOLE               |
| PNC FINANCIAL CORP             | COM              | 693475105 | 18075 | 372000  | SH  | SOLE               |
| PNM RES INC                    | COM              | 69349H107 | 27798 | 2380000 | SH  | SOLE               |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| POLO RALPH LAUREN CORP         | COM            | 731572103 | 3525               | 46000              | SH         |              | SOLE               |         |
| POPULAR INC COM                | COM            | 733174106 | 303                | 107137             | SH         |              | SOLE               |         |
| PORTUGAL TELECOM ADR (B:PT US) | COM            | 737273102 | 1220               | 115000             | SH         |              | SOLE               |         |
| POTASH CORP SASK INC           | COM            | 73755L107 | 5737               | 63500              | SH         |              | SOLE               |         |
| PPL CORP COM                   | COM            | 69351T106 | 1523               | 50200              | SH         |              | SOLE               |         |
| PRECISION CASTPARTS CORP       | COM            | 740189105 | 53074              | 521000             | SH         |              | SOLE               |         |
| PRIMEDIA INC COM NEW           | COM            | 74157K846 | 501                | 199000             | SH         |              | SOLE               |         |
| PRIVATEBANCORP INC COM         | COM            | 742962103 | 269                | 11000              | SH         |              | SOLE               |         |
| PROCTER & GAMBLE COMPANY       | COM            | 742718109 | 56501              | 975500             | SH         |              | SOLE               |         |

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|                                |                  |           |       |         |     |                    |
|--------------------------------|------------------|-----------|-------|---------|-----|--------------------|
| PROGRESS ENERGY INC COM        | COM              | 743263105 | 28436 | 728000  | SH  | SOLE               |
| PROLOGIS SH BEN INT            | COM              | 743410102 | 429   | 36000   | SH  | SOLE               |
| PROSHARES TR PSHS ULTRA FINL   | ETF/ISHARE - EQU | 74347R743 | 1773  | 300000  | SH  | SOLE               |
| PROVIDENCE SERV 6.500% 05/15/1 | CONVERTIBLE BOND | 743815AB8 | 203   | 300000  | PRN | SOLE               |
| PROVIDENCE & WORCESTER RR COCO | COM              | 743737108 | 1328  | 130000  | SH  | SOLE               |
| PRUDENTIAL FINANCIAL INC       | COM              | 744320102 | 250   | 5000    | SH  | SOLE               |
| PSS WORLD MED INC COM          | COM              | 69366A100 | 961   | 44000   | SH  | SOLE               |
| PT INDOSAT TBK SPONSORED ADR   | COM              | 744383100 | 390   | 14000   | SH  | SOLE               |
| PT TELEKOMUNIKASI INDONESIA (B | COM              | 715684106 | 763   | 21360   | SH  | SOLE               |
| PUBLIC SVC ENTERPRISES COM     | COM              | 744573106 | 15318 | 487200  | SH  | SOLE               |
| QUAKER CHEM CORP COM           | COM              | 747316107 | 504   | 23000   | SH  | SOLE               |
| QUALCOMM INC COM               | COM              | 747525103 | 12504 | 278000  | SH  | SOLE               |
| QUIDEL CORP COM                | COM              | 74838J101 | 4382  | 270000  | SH  | SOLE               |
| QWEST COMMUNICATIONS INTL.     | COM              | 749121109 | 4915  | 1290000 | SH  | SOLE               |
| RALCORP HOLDINGS INC           | COM              | 751028101 | 15728 | 269000  | SH  | SOLE               |
| RANDGOLD RES LTD ADR           | COM              | 752344309 | 81914 | 1172207 | SH  | SOLE               |
| RAYONIER INC COM               | COM              | 754907103 | 1022  | 24984   | SH  | SOLE               |
| RAYTHEON COMPANY               | COM              | 755111507 | 480   | 10000   | SH  | SOLE               |
| RCN CORP COM NEW               | COM              | 749361200 | 577   | 62000   | SH  | SOLE               |
| REGAL ENTERTAINMENT GROUP      | COM              | 758766109 | 444   | 36000   | SH  | SOLE               |
| REPSOL YPF S A ADR SPONSORED   | COM              | 76026T205 | 8229  | 303000  | SH  | SOLE               |
| REPUBLIC SVCS INC CL A         | COM              | 760759100 | 36752 | 1383200 | SH  | SOLE               |
| RESEARCH IN MOTION LTD COM     | COM              | 760975102 | 9617  | 142200  | SH  | SOLE               |
| RGC RES INC COM                | COM              | 74955L103 | 248   | 9000    | SH  | SOLE               |
| RIO TINTO LTD ADR SPONSORED (B | COM              | 767204100 | 23841 | 140000  | SH  | SOLE               |
| ROBBINS & MYERS INC            | COM              | 770196103 | 3182  | 135500  | SH  | SOLE               |
| ROCKWELL AUTOMATION INC (B:ROK | COM              | 773903109 | 32120 | 754000  | SH  | SOLE               |
| ROCKWELL COLLINS INC COM       | COM              | 774341101 | 4216  | 83000   | SH  | SOLE               |
| ROCKWOOD HLDGS INC COM         | COM              | 774415103 | 2057  | 100000  | SH  | SOLE               |
| ROGERS COMMUNICATIONS CL B     | COM              | 775109200 | 80948 | 2870500 | SH  | SOLE               |
| ROLLINS INC                    | COM              | 775711104 | 45628 | 2420600 | SH  | SOLE               |
| ROPER 1.481% 01/15/34          | CONVERTIBLE BOND | 776696AA4 | 888   | 1400000 | PRN | SOLE               |
| ROPER INDS INC NEW             | COM              | 776696106 | 1631  | 32000   | SH  | SOLE               |
| ROSTELECOM LONG DISTANCE & ISP | COM              | 778529107 | 514   | 17500   | SH  | SOLE               |
| ROVI CORP COM                  | COM              | 779376102 | 5611  | 167000  | SH  | SOLE               |
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|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ROWAN COS INC                  | COM              | 779382100 | 23255              | 1008000            | SH         |              | SOLE               |         |
| ROYAL BK CDA MONTREAL QUE COM  | COM              | 780087102 | 804                | 15000              | SH         |              | SOLE               |         |
| ROYAL DUTCH SHELL PLC ADR-A(RD | COM              | 780259206 | 23677              | 414000             | SH         |              | SOLE               |         |
| ROYAL GOLD INC COM             | COM              | 780287108 | 14031              | 307700             | SH         |              | SOLE               |         |
| ROYCE VALUE TR INC             | COM              | 780910105 | 1151               | 111420             | SH         |              | SOLE               |         |
| RPC INC. COMMON                | COM              | 749660106 | 16873              | 1610000            | SH         |              | SOLE               |         |
| RTI BIOLOGICS INC COM          | COM              | 74975N105 | 726                | 167000             | SH         |              | SOLE               |         |
| RUSH ENTERPRISES INC CL B      | COM              | 781846308 | 2194               | 200000             | SH         |              | SOLE               |         |
| SAFEWAY INC COM NEW            | COM              | 786514208 | 14691              | 745000             | SH         |              | SOLE               |         |
| SALEM COMMUNICATIONS CORP DECL | COM              | 794093104 | 1422               | 629000             | SH         |              | SOLE               |         |
| SALLY BEAUTY HLDGS INC COM     | COM              | 79546E104 | 6321               | 889000             | SH         |              | SOLE               |         |
| SANDISK CORP 1.000% 05/15/13   | CONVERTIBLE BOND | 80004CAC5 | 4589               | 5900000            | PRN        |              | SOLE               |         |
| SANDISK CORP COM               | COM              | 80004C101 | 2778               | 128000             | SH         |              | SOLE               |         |
| SARA LEE CORP COM              | COM              | 803111103 | 25176              | 2260000            | SH         |              | SOLE               |         |
| SASOL LTD ADR SPONSORED        | COM              | 803866300 | 3496               | 91700              | SH         |              | SOLE               |         |
| SCANA CORP NEW COM             | COM              | 80589M102 | 9615               | 275500             | SH         |              | SOLE               |         |
| SCHEIN HENRY INC COM           | COM              | 806407102 | 8204               | 149400             | SH         |              | SOLE               |         |
| SCHERING PLOUGH CORP           | COM              | 806605101 | 30482              | 1079000            | SH         |              | SOLE               |         |
| SCHIFF NUTRITION INTL INC COM  | COM              | 806693107 | 4382               | 841000             | SH         |              | SOLE               |         |

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| SCHLUMBERGER                   | COM              | 806857108 | 13541 | 227200  | SH  | SOLE |
| SCHULMAN A INC COM             | COM              | 808194104 | 1156  | 58000   | SH  | SOLE |
| SCHWAB CHARLES CORP NEW        | COM              | 808513105 | 15665 | 818000  | SH  | SOLE |
| SCHWEITZER-MAUDUIT INTL INC CO | COM              | 808541106 | 924   | 17000   | SH  | SOLE |
| SCRIPPS E W CO OHIO CL A       | COM              | 811054402 | 4750  | 633333  | SH  | SOLE |
| SCRIPPS NETWORKS INTERAC       | COM              | 811065101 | 21985 | 595000  | SH  | SOLE |
| SEACOAST BKG CORP FLA COM      | COM              | 811707306 | 83    | 33000   | SH  | SOLE |
| SEALED AIR CORP NEW            | COM              | 81211K100 | 432   | 22000   | SH  | SOLE |
| SEMPRA ENERGY COM              | COM              | 816851109 | 9364  | 188000  | SH  | SOLE |
| SENSIENT TECHNOLOGIES CORP     | COM              | 81725T100 | 26354 | 949000  | SH  | SOLE |
| SEPRACOR INC                   | COM              | 817315104 | 48951 | 2137600 | SH  | SOLE |
| SHAW COMMUNICATIONS CL B NON V | COM              | 82028K200 | 11040 | 613000  | SH  | SOLE |
| SHENANDOAH TELECOMMUNICATIONCD | COM              | 82312B106 | 1723  | 96000   | SH  | SOLE |
| SINCLAIR BROAD 4.875% 7/15/201 | CONVERTIBLE BOND | 829226AU3 | 1531  | 1750000 | PRN | SOLE |
| SINCLAIR BROADCAST GROUP INCCL | COM              | 829226109 | 1471  | 411000  | SH  | SOLE |
| SIRIUS XM RADIO INC COM        | COM              | 82967N108 | 286   | 450000  | SH  | SOLE |
| SJW CORP COM                   | COM              | 784305104 | 12378 | 541700  | SH  | SOLE |
| SK TELECOM LTD SPONSORED ADR ( | COM              | 78440P108 | 2872  | 164600  | SH  | SOLE |
| SKYLINE CORP                   | COM              | 830830105 | 6881  | 305000  | SH  | SOLE |
| SL INDS INC COM                | COM              | 784413106 | 1662  | 207800  | SH  | SOLE |
| SLM CORP COM                   | COM              | 78442P106 | 8319  | 954000  | SH  | SOLE |
| SMART BALANCE INC COM          | COM              | 83169Y108 | 1045  | 170200  | SH  | SOLE |
| SMITH A O CORP COM             | COM              | 831865209 | 457   | 12000   | SH  | SOLE |
| SMUCKER J M CO COM NEW         | COM              | 832696405 | 5518  | 104100  | SH  | SOLE |
| SOAPSTONE NETWORKS INC COM     | COM              | 833570104 | 12    | 21600   | SH  | SOLE |

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| SONESTA INTL HOTELS CORP CL A  | COM            | 835438409 | 2030               | 162500             | SH         |              | SOLE               |         |
| SONOCO PRODS CO COM            | COM            | 835495102 | 909                | 33000              | SH         |              | SOLE               |         |
| SONY CORP-ADR (B:SNE US)       | COM            | 835699307 | 1460               | 50000              | SH         |              | SOLE               |         |
| SORL AUTO PTS INC COM          | COM            | 78461U101 | 721                | 140000             | SH         |              | SOLE               |         |
| SOUTH JERSEY INDS INC COM      | COM            | 838518108 | 3707               | 105000             | SH         |              | SOLE               |         |
| SOUTHERN CO                    | COM            | 842587107 | 12193              | 385000             | SH         |              | SOLE               |         |
| SOUTHERN UN CO NEW COM         | COM            | 844030106 | 29813              | 1434000            | SH         |              | SOLE               |         |
| SOUTHWEST GAS CORP             | COM            | 844895102 | 35454              | 1386000            | SH         |              | SOLE               |         |
| SOUTHWEST WATER CO             | COM            | 845331107 | 123                | 24901              | SH         |              | SOLE               |         |
| SOUTHWESTERN ENERGY CO COM     | COM            | 845467109 | 2902               | 68000              | SH         |              | SOLE               |         |
| SP AQUISITION HOLDING-UNITS    | COM            | 78470A203 | 119                | 12500              | SH         |              | SOLE               |         |
| SPAIN FUND INC                 | MUTUAL FUNDS   | 846330108 | 79                 | 11000              | SH         |              | SOLE               |         |
| SPARTAN MTRS INC COM           | COM            | 846819100 | 413                | 80375              | SH         |              | SOLE               |         |
| SPECTRA ENERGY CORP COM        | COM            | 847560109 | 35228              | 1860000            | SH         |              | SOLE               |         |
| SPRINT NEXTEL CORP             | COM            | 852061100 | 43817              | 11093000           | SH         |              | SOLE               |         |
| SPSS INC COM                   | COM            | 78462K102 | 59143              | 1183800            | SH         |              | SOLE               |         |
| ST JUDE MEDICAL CENTER INC     | COM            | 790849103 | 8364               | 214400             | SH         |              | SOLE               |         |
| ST. JOE COMPANY                | COM            | 790148100 | 17326              | 595000             | SH         |              | SOLE               |         |
| STAMPS.COM INC (NEW)           | COM            | 852857200 | 902                | 97502              | SH         |              | SOLE               |         |
| STANDARD MTR PRODS INC CLASS A | COM            | 853666105 | 13270              | 873000             | SH         |              | SOLE               |         |
| STANDEX INTL CORP              | COM            | 854231107 | 1428               | 72000              | SH         |              | SOLE               |         |
| STARRETT L S CO CL A           | COM            | 855668109 | 1794               | 172500             | SH         |              | SOLE               |         |
| STARWOOD HOTELS & RESORTS WRLD | COM            | 85590A401 | 7300               | 221000             | SH         |              | SOLE               |         |
| STATE STREET CORP              | COM            | 857477103 | 28330              | 538600             | SH         |              | SOLE               |         |
| STATOIL ASA SPONSORED ADR      | COM            | 85771P102 | 21602              | 958400             | SH         |              | SOLE               |         |
| STEAK N SHAKE CO COM           | COM            | 857873103 | 4096               | 348000             | SH         |              | SOLE               |         |
| STERLING BANCORP COM           | COM            | 859158107 | 2859               | 396000             | SH         |              | SOLE               |         |
| STEWART ENTERPRISES INC CL A   | COM            | 860370105 | 314                | 60000              | SH         |              | SOLE               |         |
| STILLWATER MINING              | COM            | 86074Q102 | 350                | 52100              | SH         |              | SOLE               |         |

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|                             |     |           |       |         |    |      |
|-----------------------------|-----|-----------|-------|---------|----|------|
| STONERIDGE INC              | COM | 86183P102 | 1310  | 185000  | SH | SOLE |
| STRATTEC SECURITY CORP.     | COM | 863111100 | 2308  | 165000  | SH | SOLE |
| STRYKER CORP                | COM | 863667101 | 4466  | 98300   | SH | SOLE |
| STUDENT LN CORP COM         | COM | 863902102 | 278   | 6000    | SH | SOLE |
| SUN MICROSYSTEMS INC CO     | COM | 866810203 | 47877 | 5267000 | SH | SOLE |
| SUNCOR ENERGY INC           | COM | 867224107 | 10921 | 316000  | SH | SOLE |
| SUNOCO INC COM              | COM | 86764P109 | 4979  | 175000  | SH | SOLE |
| SUNPOWER CORP COM CL A      | COM | 867652109 | 3357  | 112300  | SH | SOLE |
| SUNTRUST BANKS INC          | COM | 867914103 | 1173  | 52000   | SH | SOLE |
| SUPERIOR INDS INTL INC      | COM | 868168105 | 5020  | 353500  | SH | SOLE |
| SUPERVALU INC COMMON        | COM | 868536103 | 3946  | 262000  | SH | SOLE |
| SWS GROUP INC               | COM | 78503N107 | 7632  | 530000  | SH | SOLE |
| SYCAMORE NETWORKS           | COM | 871206108 | 1661  | 550000  | SH | SOLE |
| SYNERON MEDICAL LTD ORD SHS | COM | M87245102 | 160   | 14000   | SH | SOLE |
| SYNGENTA AG ADR SPONSORED   | COM | 87160A100 | 2757  | 60000   | SH | SOLE |

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| T ROWE PRICE GROUP INC         | COM            | 74144T108 | 18371              | 402000             | SH         |              | SOLE               |         |
| TAKE-TWO INTERACTIVE SOFTWARE  | COM            | 874054109 | 13228              | 1180000            | SH         |              | SOLE               |         |
| TD AMERITRADE HLDG CORP COM    | COM            | 87236Y108 | 1963               | 100000             | SH         |              | SOLE               |         |
| TECH OPS SEVCON INC            | COM            | 878293109 | 662                | 202006             | SH         |              | SOLE               |         |
| TECO ENERGY INC COM            | COM            | 872375100 | 4365               | 310000             | SH         |              | SOLE               |         |
| TEEKAY SHIPPING CORP COM       | COM            | Y8564W103 | 481                | 22000              | SH         |              | SOLE               |         |
| TELE CELULAR SUL PARTICIPACOE  | COM            | 88706P106 | 1539               | 62566              | SH         |              | SOLE               |         |
| TELE NORTE LESTE PARTICIPACO A | COM            | 879246106 | 5676               | 302096             | SH         |              | SOLE               |         |
| TELECOM ARGENTINA SA ADR       | COM            | 879273209 | 3742               | 234000             | SH         |              | SOLE               |         |
| TELECOM ITALIA SPA ADR         | COM            | 87927Y102 | 6311               | 360000             | SH         |              | SOLE               |         |
| TELECOM NEW ZEALAND ADR(R:STVM | COM            | 879278208 | 535                | 55844              | SH         |              | SOLE               |         |
| TELEFLEX INC                   | COM            | 879369106 | 242                | 5000               | SH         |              | SOLE               |         |
| TELEFONICA DE ARGENTINA S A SP | COM            | 879378404 | 341                | 35000              | SH         |              | SOLE               |         |
| TELEFONICA DE ESPANA SA ADR (B | COM            | 879382208 | 39445              | 475761             | SH         |              | SOLE               |         |
| TELEFONOS DE MEXICO ADR REP (B | COM            | 879403780 | 6906               | 396000             | SH         |              | SOLE               |         |
| TELEPHONE & DATA SYS INC SPL C | COM            | 879433860 | 36723              | 1237300            | SH         |              | SOLE               |         |
| TELEPHONE & DATA SYSTEM INC.   | COM            | 879433100 | 52556              | 1694800            | SH         |              | SOLE               |         |
| TELMEX INTERNACIONAL SAB DE SP | COM            | 879690105 | 5733               | 411000             | SH         |              | SOLE               |         |
| TELUS CORP NON VTG SHS         | COM            | 87971M202 | 4418               | 142100             | SH         |              | SOLE               |         |
| TELVENT GIT SA SHS             | COM            | E90215109 | 290                | 10000              | SH         |              | SOLE               |         |
| TENARIS S A SPONSORED ADR      | COM            | 88031M109 | 21657              | 608000             | SH         |              | SOLE               |         |
| TENET HEALTHCARE CORP COM      | COM            | 88033G100 | 5762               | 980000             | SH         |              | SOLE               |         |
| TENNANT CO                     | COM            | 880345103 | 9415               | 324000             | SH         |              | SOLE               |         |
| TENNECO AUTOMOTIVE INC COM     | COM            | 880349105 | 6729               | 516000             | SH         |              | SOLE               |         |
| TESORO PETE CORP COM           | COM            | 881609101 | 1558               | 104000             | SH         |              | SOLE               |         |
| TEVA PHARMACEUTICAL INDS LTDAD | COM            | 881624209 | 4828               | 95500              | SH         |              | SOLE               |         |
| TEXAS INSTRUMENTS INC          | COM            | 882508104 | 22885              | 966000             | SH         |              | SOLE               |         |
| TEXTRON INC                    | COM            | 883203101 | 18354              | 967000             | SH         |              | SOLE               |         |
| THE SCOTTS MIRACLE GRO CO      | COM            | 810186106 | 687                | 16000              | SH         |              | SOLE               |         |
| THERMO FISHER SCIENTIFIC INC   | COM            | 883556102 | 721                | 16500              | SH         |              | SOLE               |         |
| THOMAS & BETTS CORP            | COM            | 884315102 | 39224              | 1304000            | SH         |              | SOLE               |         |
| THOR INDS INC COM              | COM            | 885160101 | 836                | 27000              | SH         |              | SOLE               |         |
| TICKETMASTER COM               | COM            | 88633P302 | 421                | 36000              | SH         |              | SOLE               |         |
| TIER TECHNOLOGIES INC CL B     | COM            | 88650Q100 | 212                | 25000              | SH         |              | SOLE               |         |
| TIFFANY & CO NEW COM           | COM            | 886547108 | 4446               | 115400             | SH         |              | SOLE               |         |
| TIME WARNER CABLE INC COM      | COM            | 88732J207 | 9351               | 217000             | SH         |              | SOLE               |         |
| TIME WARNER INC COM            | COM            | 887317303 | 49426              | 1717366            | SH         |              | SOLE               |         |
| TIVO INC                       | COM            | 888706108 | 570                | 55000              | SH         |              | SOLE               |         |
| TOOTSIE ROLL INDS INC          | COM            | 890516107 | 15437              | 649166             | SH         |              | SOLE               |         |

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|                               |                  |           |       |         |     |                    |
|-------------------------------|------------------|-----------|-------|---------|-----|--------------------|
| TOTAL SA ADR (B:TOT US)       | COM              | 89151E109 | 14223 | 240018  | SH  | SOLE               |
| TRACTOR SUPPLY CO COM         | COM              | 892356106 | 8231  | 170000  | SH  | SOLE               |
| TRANS LUX CORP                | COM              | 893247106 | 773   | 628400  | SH  | SOLE               |
| TRANSACT TECHNOLOGIES INC COM | COM              | 892918103 | 270   | 50850   | SH  | SOLE               |
| TRANSOCEAN INC 1.5% 12/15/37  | CONVERTIBLE BOND | 893830AV1 | 970   | 1000000 | PRN | SOLE               |
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|---------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| TRANSOCEAN INC 1.625% 12/15/20  | CONVERTIBLE BOND | 893830AU3 | 784                | 800000             | PRN        |              | SOLE               |         |
| TRANSOCEAN LTD ZUG NAMEN AKT    | COM              | H8817H100 | 27006              | 315751             | SH         |              | SOLE               |         |
| TRAVELERS COMPANIES INC         | COM              | 89417E109 | 17674              | 359000             | SH         |              | SOLE               |         |
| TREDEGAR INDS INC               | COM              | 894650100 | 2828               | 195000             | SH         |              | SOLE               |         |
| TREE COM INC COM                | COM              | 894675107 | 641                | 84886              | SH         |              | SOLE               |         |
| TRIDENT MICROSYSTEMS INC COM    | COM              | 895919108 | 907                | 350000             | SH         |              | SOLE               |         |
| TRIMBLE NAV LTD COM             | COM              | 896239100 | 3587               | 150000             | SH         |              | SOLE               |         |
| TRINITY INDS INC                | COM              | 896522109 | 3197               | 186000             | SH         |              | SOLE               |         |
| TURKCELL ILETISIM HIZMETLERISP  | COM              | 900111204 | 3842               | 215000             | SH         |              | SOLE               |         |
| TW TELECOM INC                  | COM              | 87311L104 | 2475               | 184000             | SH         |              | SOLE               |         |
| TYCO ELECTRONICS LTD            | COM              | H8912P106 | 12594              | 565250             | SH         |              | SOLE               |         |
| TYCO INTERNATIONAL LTD SHS      | COM              | H89128104 | 29067              | 843000             | SH         |              | SOLE               |         |
| TYLER TECHNOLOGIES INC COM      | COM              | 902252105 | 5042               | 295000             | SH         |              | SOLE               |         |
| TYSON FOODS INC                 | COM              | 902494103 | 10167              | 805000             | SH         |              | SOLE               |         |
| UIL HLDG CORP COM               | COM              | 902748102 | 2243               | 84997              | SH         |              | SOLE               |         |
| UNDER ARMOUR INC CL A           | COM              | 904311107 | 6799               | 244300             | SH         |              | SOLE               |         |
| UNILEVER N V NEW YORK SHS N     | COM              | 904784709 | 2251               | 78000              | SH         |              | SOLE               |         |
| UNION DRILLING INC COM          | COM              | 90653P105 | 191                | 25000              | SH         |              | SOLE               |         |
| UNISOURCE ENERGY CORP COM       | COM              | 909205106 | 16279              | 529400             | SH         |              | SOLE               |         |
| UNITED GUARDIAN INC COM         | COM              | 910571108 | 452                | 48000              | SH         |              | SOLE               |         |
| UNITED RENTALS INC COM          | COM              | 911363109 | 618                | 60000              | SH         |              | SOLE               |         |
| UNITED STATES CELLULAR CORP     | COM              | 911684108 | 32589              | 834130             | SH         |              | SOLE               |         |
| UNITED TECHNOLOGIES CORP        | COM              | 913017109 | 7494               | 123000             | SH         |              | SOLE               |         |
| UNITEDHEALTH GROUP INC COM      | COM              | 91324P102 | 12174              | 486200             | SH         |              | SOLE               |         |
| UNITIL CORP                     | COM              | 913259107 | 1639               | 73000              | SH         |              | SOLE               |         |
| UNITRIN INC                     | COM              | 913275103 | 1150               | 59000              | SH         |              | SOLE               |         |
| UNIVERSAL TECHNICAL INST INCCO  | COM              | 913915104 | 3940               | 200000             | SH         |              | SOLE               |         |
| URANIUM RES INC COM PAR \$0.001 | COM              | 916901507 | 99                 | 86000              | SH         |              | SOLE               |         |
| UTILITIES HOLDRS TR DEP RCPT    | COM              | 918019100 | 8923               | 95000              | SH         |              | SOLE               |         |
| VALE S A ADR                    | COM              | 91912E105 | 2727               | 117900             | SH         |              | SOLE               |         |
| VALERO ENERGY CORP COM          | COM              | 91913Y100 | 1476               | 76100              | SH         |              | SOLE               |         |
| VALMONT INDS INC                | COM              | 920253101 | 3271               | 38400              | SH         |              | SOLE               |         |
| VALUE LINE INC                  | COM              | 920437100 | 503                | 16300              | SH         |              | SOLE               |         |
| VALUECLICK INC COM              | COM              | 92046N102 | 1847               | 140000             | SH         |              | SOLE               |         |
| VARIAN INC COM                  | COM              | 922206107 | 33751              | 661009             | SH         |              | SOLE               |         |
| VARIAN MED SYS INC COM          | COM              | 92220P105 | 3834               | 91000              | SH         |              | SOLE               |         |
| VASCULAR SOLUTIONS INC COM      | COM              | 92231M109 | 1340               | 162000             | SH         |              | SOLE               |         |
| VECTREN INC.                    | COM              | 92240G101 | 13340              | 579000             | SH         |              | SOLE               |         |
| VERIZON COMMUNICATIONS          | COM              | 92343V104 | 70432              | 2326784            | SH         |              | SOLE               |         |
| VIACOM INC NEW CL A             | COM              | 92553P102 | 62198              | 2112000            | SH         |              | SOLE               |         |
| VIACOM INC NEW CL B             | COM              | 92553P201 | 841                | 30000              | SH         |              | SOLE               |         |
| VICOR CORP COM                  | COM              | 925815102 | 540                | 70000              | SH         |              | SOLE               |         |
| VILLAGE SUPER MKT INC CL A NEW  | COM              | 927107409 | 1671               | 56700              | SH         |              | SOLE               |         |
| VIMPEL COMMUNICATIONS ADR (B:V  | COM              | 68370R109 | 29527              | 1579000            | SH         |              | SOLE               |         |
| PORTVUE-SEC13F.LNP              |                  |           |                    |                    |            |              | GABELLI FUNDS, LLC |         |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| VISA INC-CLASS A SHRS          | COM            | 92826C839 | 9675               | 140000             | SH         |              | SOLE              |         |
| VIVO PARTICIPACOE S A SPON AD  | COM            | 92855S200 | 2291               | 90739              | SH         |              | SOLE              |         |
| VODAFONE GROUP PLC-ADR         | COM            | 92857W209 | 8333               | 370375             | SH         |              | SOLE              |         |
| W D 40 COMPANY                 | COM            | 929236107 | 625                | 22000              | SH         |              | SOLE              |         |
| WADDELL & REED FINL INC CL A   | COM            | 930059100 | 38464              | 1352000            | SH         |              | SOLE              |         |
| WAL MART STORES INC            | COM            | 931142103 | 20225              | 412000             | SH         |              | SOLE              |         |
| WALGREEN COMPANY               | COM            | 931422109 | 32786              | 875000             | SH         |              | SOLE              |         |
| WARNER MUSIC GROUP CORP COM    | COM            | 934550104 | 100                | 18000              | SH         |              | SOLE              |         |
| WASHINGTON POST CO CL B        | COM            | 939640108 | 374                | 800                | SH         |              | SOLE              |         |
| WASTE MGMT INC DEL COM         | COM            | 94106L109 | 39601              | 1328000            | SH         |              | SOLE              |         |
| WATSCO INC CL B                | COM            | 942622101 | 419                | 7875               | SH         |              | SOLE              |         |
| WATSON PHARMACEUTICALS INC COM | COM            | 942683103 | 3517               | 96000              | SH         |              | SOLE              |         |
| WATTS WATER TECHNOLOGIES       | COM            | 942749102 | 25592              | 846000             | SH         |              | SOLE              |         |
| WAUSAU PAPER CORP              | COM            | 943315101 | 400                | 40000              | SH         |              | SOLE              |         |
| WEATHERFORD INTERNATIONAL LTD  | COM            | H27013103 | 26327              | 1270000            | SH         |              | SOLE              |         |
| WEBSTER FINL CORP WATERBURY CO | COM            | 947890109 | 811                | 65000              | SH         |              | SOLE              |         |
| WEIGHT WATCHERS INTL INC NEWCO | COM            | 948626106 | 412                | 15000              | SH         |              | SOLE              |         |
| WEIS MKTS INC                  | COM            | 948849104 | 1757               | 55000              | SH         |              | SOLE              |         |
| WELLS FARGO & CO NEW           | COM            | 949746101 | 60555              | 2148865            | SH         |              | SOLE              |         |
| WENDYS/ARBYS GROUP INC         | COM            | 950587105 | 795                | 168000             | SH         |              | SOLE              |         |
| WESTAR ENERGY INC              | COM            | 95709T100 | 40893              | 2096000            | SH         |              | SOLE              |         |
| WHOLE FOODS MKT INC COM        | COM            | 966837106 | 9391               | 308000             | SH         |              | SOLE              |         |
| WHX CORP                       | COM            | 929248607 | 1004               | 523000             | SH         |              | SOLE              |         |
| WILEY JOHN & SONS INC CL B     | COM            | 968223305 | 440                | 12800              | SH         |              | SOLE              |         |
| WILLIAMS COS INC               | COM            | 969457100 | 3588               | 200800             | SH         |              | SOLE              |         |
| WILLIS GROUP HOLDINGS LTD SHS  | COM            | G96655108 | 634                | 22464              | SH         |              | SOLE              |         |
| WILMINGTON TR CORP COM         | COM            | 971807102 | 6134               | 432000             | SH         |              | SOLE              |         |
| WIMM BILL DANN FOODS OJSC SPON | COM            | 97263M109 | 1287               | 18000              | SH         |              | SOLE              |         |
| WINDSTREAM CORP COM            | COM            | 97381W104 | 1075               | 106169             | SH         |              | SOLE              |         |
| WINN DIXIE STORES INC COM NEW  | COM            | 974280307 | 4592               | 350000             | SH         |              | SOLE              |         |
| WISCONSIN ENERGY CORP COM      | COM            | 976657106 | 18520              | 410000             | SH         |              | SOLE              |         |
| WOLVERINE WORLD WIDE INC COM   | COM            | 978097103 | 2633               | 106000             | SH         |              | SOLE              |         |
| WONDER AUTO TECHNOLOGY INC COM | COM            | 978166106 | 552                | 46000              | SH         |              | SOLE              |         |
| WOODWARD GOVERNOR CO COM       | COM            | 980745103 | 2111               | 87000              | SH         |              | SOLE              |         |
| WORLD WRESTLING ENTERTAINMENT  | COM            | 98156Q108 | 1583               | 113000             | SH         |              | SOLE              |         |
| WPT ENTERPRISES INC            | COM            | 98211W108 | 83                 | 85057              | SH         |              | SOLE              |         |
| WRIGHT MED GROUP INC COM       | COM            | 98235T107 | 679                | 38000              | SH         |              | SOLE              |         |
| WYETH (B:WYE)                  | COM            | 983024100 | 60914              | 1253900            | SH         |              | SOLE              |         |
| WYNDHAM WORLDWIDE CORP COM     | COM            | 98310W108 | 326                | 20000              | SH         |              | SOLE              |         |
| WYNN RESORTS LTD COM           | COM            | 983134107 | 7373               | 104000             | SH         |              | SOLE              |         |
| XCEL ENERGY INC COM            | COM            | 98389B100 | 11833              | 615000             | SH         |              | SOLE              |         |
| XEROX CORP                     | COM            | 984121103 | 7353               | 950000             | SH         |              | SOLE              |         |
| XTO ENERGY INC COM             | COM            | 98385X106 | 11497              | 278250             | SH         |              | SOLE              |         |
| YAHOO INC.                     | COM            | 984332106 | 25166              | 1413000            | SH         |              | SOLE              |         |

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GABELLI FUNDS, LLC

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| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE<br>(x\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DCRETN | O<br>MA |
|------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| YAMANA GOLD INC COM          | COM            | 98462Y100 | 11205              | 1046200            | SH         |              | SOLE              |         |
| YORK WTR CO COM              | COM            | 987184108 | 806                | 58150              | SH         |              | SOLE              |         |
| YOUBET COM INC COM           | COM            | 987413101 | 61                 | 29000              | SH         |              | SOLE              |         |
| YOUNG INNOVATIONS INC COM    | COM            | 987520103 | 381                | 14500              | SH         |              | SOLE              |         |
| ZEBRA TECHNOLOGIES CORP CL A | COM            | 989207105 | 4641               | 179000             | SH         |              | SOLE              |         |
| ZEP INC                      | COM            | 98944B108 | 11603              | 714000             | SH         |              | SOLE              |         |
| ZIMMER HLDGS INC COM         | COM            | 98956P102 | 7964               | 149000             | SH         |              | SOLE              |         |

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|                      |     |           |      |        |    |      |
|----------------------|-----|-----------|------|--------|----|------|
| ZORAN CORP COM       | COM | 98975F101 | 3064 | 266000 | SH | SOLE |
| ZYGO CORP COM        | COM | 989855101 | 182  | 26900  | SH | SOLE |
| ZYMOGENETICS INC COM | COM | 98985T109 | 121  | 20000  | SH | SOLE |

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GABELLI SECURITIES, INC.

FORM 13F INFORMATION TABLE  
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| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(x\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| ABBOTT LABS                    | COM            | 002824100 | 272                | 5500               | SH         |              | SOLE               |         |
| AFFILIATED COMPUTER SVCS INCCL | COM            | 008190100 | 1679               | 31000              | SH         |              | SOLE               |         |
| AGNICO-EAGLE MINES (USD)       | COM            | 008474108 | 237                | 3500               | SH         |              | SOLE               |         |
| AMERICAN DG ENERGY INC         | COM            | 025398108 | 225                | 79000              | SH         |              | SOLE               |         |
| AMKOR TECHNOLOGY INC COM       | COM            | 031652100 | 416                | 60500              | SH         |              | SOLE               |         |
| ARVINMERITOR, INC              | COM            | 043353101 | 429                | 54800              | SH         |              | SOLE               |         |
| ASPECT MED SYS INC COM         | COM            | 045235108 | 1645               | 137353             | SH         |              | SOLE               |         |
| BANK OF AMERICA                | COM            | 060505104 | 1840               | 108729             | SH         |              | SOLE               |         |
| BECTON DICKINSON & CO COM      | COM            | 075887109 | 384                | 5500               | SH         |              | SOLE               |         |
| BELO CORP                      | COM            | 080555105 | 248                | 45900              | SH         |              | SOLE               |         |
| BIOLASE TECHNOLOGY INC COM     | COM            | 090911108 | 23                 | 10000              | SH         |              | SOLE               |         |
| BJ SVCS CO COM                 | COM            | 055482103 | 3837               | 197500             | SH         |              | SOLE               |         |
| BLOCKBUSTER INC-CL B (BBI B)   | COM            | 093679207 | 112                | 187400             | SH         |              | SOLE               |         |
| CABLEVISION SYS NY GROUP A     | COM            | 12686C109 | 565                | 23800              | SH         |              | SOLE               |         |
| CADBURY PLC-SPONS ADR          | COM            | 12721E102 | 303                | 5920               | SH         |              | SOLE               |         |
| CANDELA CORP COM               | COM            | 136907102 | 280                | 84740              | SH         |              | SOLE               |         |

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|                                |                  |           |      |         |     |      |
|--------------------------------|------------------|-----------|------|---------|-----|------|
| CENTENNIAL COMMUNICATIONS CORP | COM              | 15133V208 | 7241 | 907338  | SH  | SOLE |
| CF INDS HLDGS INC              | COM              | 125269100 | 2061 | 23900   | SH  | SOLE |
| CHEMED CORP 1.875% 05/15/14    | CONVERTIBLE BOND | 16359RAC7 | 473  | 575000  | PRN | SOLE |
| CHIPOTLE MEXICAN GRILL INC CL  | COM              | 169656204 | 1207 | 14500   | SH  | SOLE |
| CHIQUITA BRANDS INTL INC COM   | COM              | 170032809 | 354  | 21900   | SH  | SOLE |
| CHORDIANT SOFTWARE INC COM     | COM              | 170404305 | 78   | 20000   | SH  | SOLE |
| CITIZENS BKG CORP MICH COM     | COM              | 174420109 | 258  | 338973  | SH  | SOLE |
| CLEAR CHANNEL OUTDOOR HLDGS CL | COM              | 18451C109 | 84   | 12000   | SH  | SOLE |
| COMCAST CORP CL A SPL          | COM              | 20030N200 | 756  | 47000   | SH  | SOLE |
| COMCAST CORP NEW COM CL A      | COM              | 20030N101 | 844  | 50000   | SH  | SOLE |
| CORCEPT THERAPEUTICS INC OC-CO | COM              | 218352102 | 54   | 36000   | SH  | SOLE |
| CRUCELL N V SPONSORED ADR      | COM              | 228769105 | 479  | 20925   | SH  | SOLE |
| CUTERA INC COM                 | COM              | 232109108 | 124  | 14300   | SH  | SOLE |
| CYNOSURE INC CL A              | COM              | 232577205 | 132  | 11300   | SH  | SOLE |
| D & E COMMUNICATIONS INC COM   | COM              | 232860106 | 341  | 29688   | SH  | SOLE |
| DELUXE CORP                    | COM              | 248019101 | 595  | 34800   | SH  | SOLE |
| DIEBOLD INC COM                | COM              | 253651103 | 533  | 16200   | SH  | SOLE |
| DOMTAR CORPORATION             | COM              | 257559203 | 423  | 12000   | SH  | SOLE |
| EASTMAN KODAK 3.375% 10/15/33  | CONVERTIBLE BOND | 277461BE8 | 999  | 1000000 | PRN | SOLE |
| EMULEX CORP COM NEW            | COM              | 292475209 | 463  | 45000   | SH  | SOLE |
| ENTRAVISION COMM CORP CL A     | COM              | 29382R107 | 39   | 22400   | SH  | SOLE |
| ENZON INC COM                  | COM              | 293904108 | 83   | 10000   | SH  | SOLE |
| FERRO CORP 6.500% 08/15/13     | CONVERTIBLE BOND | 315405AL4 | 436  | 500000  | PRN | SOLE |
| GENTEK INC COM NEW             | COM              | 37245X203 | 2128 | 55954   | SH  | SOLE |
| GEOMET INC DEL COM             | COM              | 37250U201 | 76   | 45000   | SH  | SOLE |
| GOLD FIELDS LTD NEW SPON ADR ( | COM              | 38059T106 | 160  | 11600   | SH  | SOLE |
| GREIF INC CL B                 | COM              | 397624206 | 3339 | 64000   | SH  | SOLE |

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GABELLI SECURITIES, INC.

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FORM 13F INFORMATION TABLE

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| NAME OF ISSUER                 | TITLE OF CLASS   | CUSIP     | VALUE<br>(x\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DISCRETN | O<br>MA |
|--------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|---------------------|---------|
| HARMONY GOLD MINING CO LTD ADR | COM              | 413216300 | 109                | 10000              | SH         |              | SOLE                |         |
| HEADWATERS INC COM             | COM              | 42210P102 | 77                 | 20000              | SH         |              | SOLE                |         |
| HI SHEAR TECHNOLOGY CORP COM   | COM              | 42839Y104 | 990                | 51900              | SH         |              | SOLE                |         |
| HORSEHEAD HLDG CORP COM        | COM              | 440694305 | 152                | 13000              | SH         |              | SOLE                |         |
| HUNTSMAN CORP COM              | COM              | 447011107 | 219                | 24000              | SH         |              | SOLE                |         |
| IDEATION ACQUISITION CORP COM  | COM              | 451665103 | 537                | 68185              | SH         |              | SOLE                |         |
| INTEL CORP 2.950% 02/15/35     | CONVERTIBLE BOND | 458140AD2 | 2250               | 2500000            | PRN        |              | SOLE                |         |
| INTELLON CORP COM              | COM              | 45816W504 | 1649               | 232603             | SH         |              | SOLE                |         |
| INTERPUBLIC GROUP COS INC      | COM              | 460690100 | 462                | 61400              | SH         |              | SOLE                |         |
| KINROSS GOLD CORP COM NO PAR   | COM              | 496902404 | 240                | 11067              | SH         |              | SOLE                |         |
| LENNAR CORP COM                | COM              | 526057104 | 403                | 28300              | SH         |              | SOLE                |         |
| LIBERTY ACQUISITION HLDGS      | COM              | 53015Y107 | 1209               | 127237             | SH         |              | SOLE                |         |
| LIBERTY ENTERTAINMENT-A        | COM              | 53071M500 | 4100               | 131793             | SH         |              | SOLE                |         |
| LIBERTY MEDIA-CAP SER A        | COM              | 53071M302 | 256                | 12250              | SH         |              | SOLE                |         |
| LSI LOGIC CORP COM             | COM              | 502161102 | 63                 | 11400              | SH         |              | SOLE                |         |
| LUCENT TECH 2.750% 06/15/25    | CONVERTIBLE BOND | 549463AH0 | 815                | 1000000            | PRN        |              | SOLE                |         |
| MARKET VECTORS GOLD 10/09 15 C | OPTION - CALL    |           | 9                  | 100                | SH         | CALL         | SOLE                |         |
| MARKET VECTORS SOLAR ENGY 10/0 | OPTION - CALL    |           | 25                 | 250                | SH         | CALL         | SOLE                |         |
| MARVEL ENTERTAINMENT INC COM   | COM              | 57383T103 | 5136               | 103500             | SH         |              | SOLE                |         |
| MAXTOR CORP 6.8% 4/30/10       | CONVERTIBLE BOND | 577729AC0 | 1829               | 1800000            | PRN        |              | SOLE                |         |
| MDS INC COM                    | COM              | 55269P302 | 784                | 95700              | SH         |              | SOLE                |         |
| MEDTRONIC 1.625% 04/15/13      | CONVERTIBLE BOND | 585055AM8 | 494                | 500000             | PRN        |              | SOLE                |         |
| MEDTRONIC INC 1.500% 04/15/11  | CONVERTIBLE BOND | 585055AL0 | 994                | 1000000            | PRN        |              | SOLE                |         |
| METAVANTE HLDG CO COM          | COM              | 591407101 | 5724               | 166000             | SH         |              | SOLE                |         |
| MICRON TECH 1.875% 06/01/14    | CONVERTIBLE BOND | 595112AH6 | 839                | 1000000            | PRN        |              | SOLE                |         |
| MICROSOFT CORP                 | COM              | 594918104 | 381                | 14800              | SH         |              | SOLE                |         |
| MSC SOFTWARE CORP COM          | COM              | 553531104 | 2055               | 244405             | SH         |              | SOLE                |         |

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|                                |                  |           |      |        |     |                          |
|--------------------------------|------------------|-----------|------|--------|-----|--------------------------|
| NATCO GROUP INC                | COM              | 63227W203 | 4122 | 93100  | SH  | SOLE                     |
| NATIONAL FUEL GAS CO N J COM   | COM              | 636180101 | 275  | 6000   | SH  | SOLE                     |
| NEKTAR THERAPEUTICS COM        | COM              | 640268108 | 97   | 10000  | SH  | SOLE                     |
| NEUROMETRIX INC COM            | COM              | 641255104 | 36   | 11200  | SH  | SOLE                     |
| NEWS CORP CL A                 | COM              | 65248E104 | 144  | 12000  | SH  | SOLE                     |
| NORTHSTAR NEUROSCIENCE INC COM | COM              | 66704V101 | 29   | 372855 | SH  | SOLE                     |
| NRG ENERGY INC COM NEW         | COM              | 629377508 | 226  | 8000   | SH  | SOLE                     |
| NYFIX INC COM                  | COM              | 670712108 | 635  | 384687 | SH  | SOLE                     |
| O REILLY AUTOMOTIVE INC COM    | COM              | 686091109 | 361  | 10000  | SH  | SOLE                     |
| ODYSSEY RE HLDGS CORP COM      | COM              | 67612W108 | 7693 | 118700 | SH  | SOLE                     |
| OMNITURE INC COM               | COM              | 68212S109 | 4266 | 198956 | SH  | SOLE                     |
| ON2 TECHNOLOGIES INC COM       | COM              | 68338A107 | 427  | 722969 | SH  | SOLE                     |
| OSG AMER L P COM UNIT LPI      | COM              | 671028108 | 103  | 10100  | SH  | SOLE                     |
| OTIX GLOBAL INC                | COM              | 68906N101 | 10   | 10000  | SH  | SOLE                     |
| PARALLEL PETE CORP DEL COM     | COM              | 699157103 | 441  | 139266 | SH  | SOLE                     |
| PEABODY ENERGY 4.750% 12/15/41 | CONVERTIBLE BOND | 704549AG9 | 440  | 500000 | PRN | SOLE                     |
| PEPSI BOTTLING GROUP INC.      | COM              | 713409100 | 4515 | 123900 | SH  | SOLE                     |
| PORTVUE-SEC13F.LNP             |                  |           |      |        |     | GABELLI SECURITIES, INC. |
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FORM 13F INFORMATION TABLE  
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| NAME OF ISSUER                   | TITLE OF CLASS   | CUSIP     | VALUE<br>(x\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|----------------------------------|------------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| PEPSIAMERICAS                    | COM              | 71343P200 | 628                | 22000              | SH         |              | SOLE               |         |
| PEROT SYSTEMS CORP               | COM              | 714265105 | 10858              | 365600             | SH         |              | SOLE               |         |
| PRO-DEX INC COLO COM             | COM              | 74265M106 | 6                  | 10000              | SH         |              | SOLE               |         |
| QUICKSILVER RESOURCES INC COM    | COM              | 74837R104 | 190                | 13400              | SH         |              | SOLE               |         |
| QUIKSILVER INC COM               | COM              | 74838C106 | 182                | 66300              | SH         |              | SOLE               |         |
| RANDGOLD RES LTD ADR             | COM              | 752344309 | 280                | 4000               | SH         |              | SOLE               |         |
| RITE AID CORP COM                | COM              | 767754104 | 213                | 129600             | SH         |              | SOLE               |         |
| ROCKWELL AUTOMATION INC (B:ROK   | COM              | 773903109 | 251                | 5900               | SH         |              | SOLE               |         |
| SANDISK CORP 1.000% 05/15/13     | CONVERTIBLE BOND | 80004CAC5 | 817                | 1050000            | PRN        |              | SOLE               |         |
| SAPPHIRE INDUSTRIALS CORP        | COM              | 80306T109 | 1339               | 134941             | SH         |              | SOLE               |         |
| SCHERING PLOUGH CORP             | COM              | 806605101 | 8390               | 297000             | SH         |              | SOLE               |         |
| SCHERING PLOUGH CORP PFD CONV    | PREFERRED STOCKS | 806605705 | 2063               | 8500               | SH         |              | SOLE               |         |
| SEPRACOR INC                     | COM              | 817315104 | 13598              | 593819             | SH         |              | SOLE               |         |
| SINCLAIR BROAD 4.875% 7/15/201   | CONVERTIBLE BOND | 829226AU3 | 438                | 500000             | PRN        |              | SOLE               |         |
| SP ACQUISITION HOLDINGS INC CO   | COM              | 78470A104 | 1152               | 119059             | SH         |              | SOLE               |         |
| SPRINT NEXTEL CORP               | COM              | 852061100 | 328                | 83000              | SH         |              | SOLE               |         |
| SPSS INC COM                     | COM              | 78462K102 | 9724               | 194641             | SH         |              | SOLE               |         |
| SUN MICROSYSTEMS INC CO          | COM              | 866810203 | 13094              | 1440489            | SH         |              | SOLE               |         |
| SUNAIR ELECTRS INC COM           | COM              | 867017105 | 121                | 45000              | SH         |              | SOLE               |         |
| SYCAMORE NETWORKS                | COM              | 871206108 | 54                 | 18000              | SH         |              | SOLE               |         |
| SYNERON MEDICAL LTD ORD SHS      | COM              | M87245102 | 178                | 15600              | SH         |              | SOLE               |         |
| TAKE-TWO INTERACTIVE SOFTWARE CO | COM              | 874054109 | 157                | 14000              | SH         |              | SOLE               |         |
| TELEPHONE & DATA SYSTEM INC.     | COM              | 879433100 | 341                | 11000              | SH         |              | SOLE               |         |
| TELVENT GIT SA SHS               | COM              | E90215109 | 261                | 9000               | SH         |              | SOLE               |         |
| TEPPCO PARTNERS LP UT L P INT    | OIL & GAS PARTNE | 872384102 | 365                | 10500              | SH         |              | SOLE               |         |
| TEXAS INSTRUMENTS INC            | COM              | 882508104 | 201                | 8500               | SH         |              | SOLE               |         |
| TICKETMASTER COM                 | COM              | 88633P302 | 191                | 16322              | SH         |              | SOLE               |         |
| TIME WARNER INC COM              | COM              | 887317303 | 518                | 17999              | SH         |              | SOLE               |         |
| TM ENTERTAINMENT & MEDIA-U       | COM              | 87260T207 | 156                | 20000              | SH         |              | SOLE               |         |
| TRANSOCEAN LTD ZUG NAMEN AKT     | COM              | H8817H100 | 257                | 3000               | SH         |              | SOLE               |         |
| TRIAN ACQUISITION I CORP COM     | COM              | 89582E108 | 1589               | 163336             | SH         |              | SOLE               |         |
| TRIPLECROWN ACQUISITION CORP CO  | COM              | 89677G109 | 486                | 50096              | SH         |              | SOLE               |         |
| TWEEN BRANDS INC COM             | COM              | 901166108 | 84                 | 10000              | SH         |              | SOLE               |         |
| U S CONCRETE INC COM             | COM              | 90333L102 | 81                 | 46800              | SH         |              | SOLE               |         |
| UNITED REFINING ENERGY CORP      | COM              | 911360105 | 539                | 54200              | SH         |              | SOLE               |         |
| UNITED RENTALS INC COM           | COM              | 911363109 | 339                | 32900              | SH         |              | SOLE               |         |
| VARIAN INC COM                   | COM              | 922206107 | 8350               | 163531             | SH         |              | SOLE               |         |

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|                                |     |           |      |        |    |      |
|--------------------------------|-----|-----------|------|--------|----|------|
| VARIAN MED SYS INC COM         | COM | 92220P105 | 333  | 7900   | SH | SOLE |
| VIACOM INC NEW CL A            | COM | 92553P102 | 353  | 12000  | SH | SOLE |
| VIMPEL COMMUNICATIONS ADR (B:V | COM | 68370R109 | 187  | 10000  | SH | SOLE |
| VIRGIN MOBILE USA INC-A        | COM | 92769R108 | 1460 | 292000 | SH | SOLE |
| VOLTERRA SEMICONDUCTOR CORP CO | COM | 928708106 | 184  | 10000  | SH | SOLE |
| WASTE MGMT INC DEL COM         | COM | 94106L109 | 215  | 7200   | SH | SOLE |
| WELLS FARGO & CO NEW           | COM | 949746101 | 2300 | 81628  | SH | SOLE |

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GABELLI SECURITIES, INC.

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|----------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| WHX CORP       | COM            | 929248607 | 88                 | 46073              | SH         |              | SOLE               |         |
| WYETH (B:WYE)  | COM            | 983024100 | 10445              | 215000             | SH         |              | SOLE               |         |
| XEROX CORP     | COM            | 984121103 | 77                 | 10000              | SH         |              | SOLE               |         |
| YAHOO INC.     | COM            | 984332106 | 684                | 38400              | SH         |              | SOLE               |         |

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TETON ADVISORS, INC.

FORM 13F INFORMATION TABLE

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| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(x\$1000)   | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
|--------------------------------|----------------|-----------|----------------------|--------------------|------------|--------------|--------------------|---------|--|
| 1 800 FLOWERS COM INC CL A     | COM            | 68243Q106 | 500                  | 145000             | SH         |              | SOLE               |         |  |
| A T & T INC (NEW)              | COM            | 00206R102 | 216                  | 8000               | SH         |              | SOLE               |         |  |
| ADAMS GOLF INC COM NEW         | COM            | 006228209 | 59                   | 18000              | SH         |              | SOLE               |         |  |
| ADVANCED ANALOGIC TECHNOLOGICO | COM            | 00752J108 | 44                   | 11200              | SH         |              | SOLE               |         |  |
| AKAMAI TECHNOLOGIES INC COM    | COM            | 00971T101 | 581                  | 29529              | SH         |              | SOLE               |         |  |
| AMERICAN EAGLE OUTFITTERS INCO | COM            | 02553E106 | 644                  | 38207              | SH         |              | SOLE               |         |  |
| AMICAS INC                     | COM            | 001712108 | 2142                 | 595000             | SH         |              | SOLE               |         |  |
| AMPCO PITTSBURGH CORP          | COM            | 032037103 | 372                  | 14000              | SH         |              | SOLE               |         |  |
| ANGIODYNAMICS INC COM          | COM            | 03475V101 | 1022                 | 74171              | SH         |              | SOLE               |         |  |
| APPLIED SIGNAL TECHNOLOGY COM  | COM            | 038237103 | 442                  | 19000              | SH         |              | SOLE               |         |  |
| ARCH CHEMICALS INC COM         | COM            | 03937R102 | 596                  | 19857              | SH         |              | SOLE               |         |  |
| ARTHROCARE CORP                | COM            | 043136100 | 224                  | 11000              | SH         |              | SOLE               |         |  |
| ASCENT MEDIA CORP COM SER A    | COM            | 043632108 | 1947                 | 76050              | SH         |              | SOLE               |         |  |
| ASPECT MED SYS INC COM         | COM            | 045235108 | 2396                 | 200000             | SH         |              | SOLE               |         |  |
| ATLANTIC TELE NETWORK INC COM  | COM            | 049079205 | 641                  | 12000              | SH         |              | SOLE               |         |  |
| ATLAS AIR WORLDWIDE HLDGS INCO | COM            | 049164205 | 234                  | 7308               | SH         |              | SOLE               |         |  |
| AVNET INC                      | COM            | 053807103 | 608                  | 23393              | SH         |              | SOLE               |         |  |
| BALDWIN TECHNOLOGY INC CL A    | COM            | 058264102 | 315                  | 170000             | SH         |              | SOLE               |         |  |
| BEASLEY BROADCAST GRP INC.     | COM            | 074014101 | 118                  | 33000              | SH         |              | SOLE               |         |  |
| BEL FUSE INC CL A              | COM            | 077347201 | 648                  | 35000              | SH         |              | SOLE               |         |  |
| BELO CORP                      | COM            | 080555105 | 978                  | 180800             | SH         |              | SOLE               |         |  |
| BERKSHIRE BANCORP INC DEL COM  | COM            | 084597202 | 110                  | 16100              | SH         |              | SOLE               |         |  |
| BIOLASE TECHNOLOGY INC COM     | COM            | 090911108 | 542                  | 240000             | SH         |              | SOLE               |         |  |
| BOSTON BEER INC CL A           | COM            | 100557107 | 667                  | 18000              | SH         |              | SOLE               |         |  |
| BOWNE & CO INC COM             | COM            | 103043105 | 153                  | 19929              | SH         |              | SOLE               |         |  |
| BRIGHAM EXPLORATION CO COM     | COM            | 109178103 | 228                  | 25100              | SH         |              | SOLE               |         |  |
| BROOKS AUTOMATION COM          | COM            | 114340102 | 189                  | 24504              | SH         |              | SOLE               |         |  |
| BRUSH ENGINEERED MATLS INC COM | COM            | 117421107 | 1093                 | 44700              | SH         |              | SOLE               |         |  |
| BTU INTL INC COM               | COM            | 056032105 | 507                  | 82650              | SH         |              | SOLE               |         |  |
| BUCYRUS INTL INC NEW CL A      | COM            | 118759109 | 626                  | 17570              | SH         |              | SOLE               |         |  |
| CALIFORNIA MICRO DEVICES CORCO | COM            | 130439102 | 1046                 | 324850             | SH         |              | SOLE               |         |  |
| CANTERBURY PK HLDG CORP        | COM            | 13811E101 | 148                  | 20000              | SH         |              | SOLE               |         |  |
| CAPSTONE TURBINE CORP COM      | COM            | 14067D102 | 26                   | 20000              | SH         |              | SOLE               |         |  |
| CASELLA WASTE SYS INC CL A     | COM            | 147448104 | 323                  | 110000             | SH         |              | SOLE               |         |  |
| CAVCO INDUSTRIES               | COM            | 149568107 | 359                  | 10100              | SH         |              | SOLE               |         |  |
| CENVEO INC COM                 | COM            | 15670S105 | 263                  | 38000              | SH         |              | SOLE               |         |  |
| CEPHEID COM                    | COM            | 15670R107 | 820                  | 62000              | SH         |              | SOLE               |         |  |
| CHASE CORP                     | COM            | 16150R104 | 501                  | 42800              | SH         |              | SOLE               |         |  |
| CIRCOR INTL INC COM            | COM            | 17273K109 | 565                  | 20000              | SH         |              | SOLE               |         |  |
| CLARIENT INC COM               | COM            | 180489106 | 56                   | 13400              | SH         |              | SOLE               |         |  |
| COHEN & STEERS INC COM         | COM            | 19247A100 | 672                  | 28000              | SH         |              | SOLE               |         |  |
| COLDWATER CREEK INC COM        | COM            | 193068103 | 943                  | 115000             | SH         |              | SOLE               |         |  |
| COMMUNICATIONS SYS             | COM            | 203900105 | 228                  | 19500              | SH         |              | SOLE               |         |  |
| PORTVUE-SEC13F.LNP             |                |           |                      |                    |            |              |                    |         |  |
|                                |                |           | TETON ADVISORS, INC. |                    |            |              |                    |         |  |
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| NAME OF ISSUER                | TITLE OF CLASS | CUSIP     | VALUE<br>(x\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|-------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| CONSOLIDATED WATER CO LTD ORD | COM            | G23773107 | 653                | 40000              | SH         |              | SOLE               |         |
| CONTINUCARE CORP COM          | COM            | 212172100 | 1491               | 493600             | SH         |              | SOLE               |         |
| CORE MOLDING TECH COM         | COM            | 218683100 | 505                | 155000             | SH         |              | SOLE               |         |
| CROWN MEDIA HLDGS INC CL A    | COM            | 228411104 | 74                 | 47600              | SH         |              | SOLE               |         |
| CTS CORP                      | COM            | 126501105 | 1663               | 178850             | SH         |              | SOLE               |         |

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|                                |     |           |      |        |    |                      |
|--------------------------------|-----|-----------|------|--------|----|----------------------|
| CUTERA INC COM                 | COM | 232109108 | 649  | 75000  | SH | SOLE                 |
| CYNOSURE INC CL A              | COM | 232577205 | 713  | 61200  | SH | SOLE                 |
| D & E COMMUNICATIONS INC COM   | COM | 232860106 | 1264 | 110000 | SH | SOLE                 |
| DANA HOLDING CORP COM          | COM | 235825205 | 477  | 70000  | SH | SOLE                 |
| DAWSON GEOPHYSICAL CO COM      | COM | 239359102 | 465  | 17000  | SH | SOLE                 |
| DELTA NAT GAS INC COM          | COM | 247748106 | 384  | 14500  | SH | SOLE                 |
| DISCOVER FINANCIAL             | COM | 254709108 | 162  | 10000  | SH | SOLE                 |
| DOVER DOWNS GAMING & ENTMT INC | COM | 260095104 | 1459 | 256000 | SH | SOLE                 |
| DOVER MOTORSPORTS INC.(B:DVD)  | COM | 260174107 | 315  | 210000 | SH | SOLE                 |
| EDGAR ONLINE INC               | COM | 279765101 | 120  | 61650  | SH | SOLE                 |
| EDGEWATER TECHNOLOGY INC COM   | COM | 280358102 | 805  | 273643 | SH | SOLE                 |
| ENERGY RECOVERY INC            | COM | 29270J100 | 117  | 20000  | SH | SOLE                 |
| ENTEGRIS INC COM               | COM | 29362U104 | 281  | 56690  | SH | SOLE                 |
| ENTERCOM COMMUNICATIONS CORPCL | COM | 293639100 | 383  | 75000  | SH | SOLE                 |
| EPOCH HOLDING CORP             | COM | 29428R103 | 2695 | 308015 | SH | SOLE                 |
| ESTERLINE TECHNOLOGIES CORP CO | COM | 297425100 | 204  | 5211   | SH | SOLE                 |
| EXACTECH INC COM               | COM | 30064E109 | 647  | 41100  | SH | SOLE                 |
| FAIR ISAAC & CO INC COM        | COM | 303250104 | 520  | 24187  | SH | SOLE                 |
| FERRO CORP                     | COM | 315405100 | 4055 | 455569 | SH | SOLE                 |
| FIRST NIAGARA FINL GP INC COM  | COM | 33582V108 | 308  | 25000  | SH | SOLE                 |
| FISHER COMMUNICATIONS INC COM  | COM | 337756209 | 978  | 53800  | SH | SOLE                 |
| FLORIDA PUB UTILS CO COM       | COM | 341135101 | 1018 | 83800  | SH | SOLE                 |
| FLOW INTL CORP COM             | COM | 343468104 | 520  | 199400 | SH | SOLE                 |
| FLUSHING FINL CORP COM         | COM | 343873105 | 684  | 60000  | SH | SOLE                 |
| FORMFACTOR INC COM             | COM | 346375108 | 257  | 10736  | SH | SOLE                 |
| FSI INTL INC COM               | COM | 302633102 | 40   | 34900  | SH | SOLE                 |
| FULL HOUSE RESORTS INC COM     | COM | 359678109 | 41   | 15000  | SH | SOLE                 |
| FURMANITE CORPORATION          | COM | 361086101 | 647  | 150000 | SH | SOLE                 |
| GENCORP INC                    | COM | 368682100 | 2332 | 435000 | SH | SOLE                 |
| GENERAL MILLS INC              | COM | 370334104 | 242  | 3761   | SH | SOLE                 |
| GERBER SCIENTIFIC INSTR        | COM | 373730100 | 1168 | 195370 | SH | SOLE                 |
| GLOBAL SOURCES LTD COM         | COM | G39300101 | 824  | 120000 | SH | SOLE                 |
| GP STRATEGIES CORP COM         | COM | 36225V104 | 135  | 17970  | SH | SOLE                 |
| GRAFTECH INTERNATIONAL         | COM | 384313102 | 230  | 15617  | SH | SOLE                 |
| GRAHAM CORP COM                | COM | 384556106 | 244  | 15700  | SH | SOLE                 |
| GRAY TELEVISION, INC           | COM | 389375106 | 1369 | 590000 | SH | SOLE                 |
| GREAT ATLANTIC & PAC TEA INCCO | COM | 390064103 | 537  | 60300  | SH | SOLE                 |
| GRIFFIN LAND & NUR             | COM | 398231100 | 544  | 17000  | SH | SOLE                 |
| GRIFFON CORP COM               | COM | 398433102 | 552  | 54788  | SH | SOLE                 |
| PORTVUE-SEC13F.LNP             |     |           |      |        |    | TETON ADVISORS, INC. |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|----|
| GSE SYS INC COM                | COM            | 36227K106 | 243                | 39000              | SH         |              | SOLE              |    |
| HAWKINS INC COM                | COM            | 420261109 | 1168               | 50000              | SH         |              | SOLE              |    |
| HEELYS INC COM                 | COM            | 42279M107 | 123                | 58000              | SH         |              | SOLE              |    |
| HERLEY INDS INC COM            | COM            | 427398102 | 2307               | 176800             | SH         |              | SOLE              |    |
| HESKA CORP COM                 | COM            | 42805E108 | 13                 | 28700              | SH         |              | SOLE              |    |
| HICKORY TECH CORP COM          | COM            | 429060106 | 428                | 50000              | SH         |              | SOLE              |    |
| HOME DIAGNOSTICS INC DEL COM   | COM            | 437080104 | 387                | 57300              | SH         |              | SOLE              |    |
| IDEX CORP                      | COM            | 45167R104 | 616                | 22056              | SH         |              | SOLE              |    |
| IMAX CORP COM                  | COM            | 45245E109 | 536                | 57000              | SH         |              | SOLE              |    |
| INGLES MKTS INC CL A           | COM            | 457030104 | 1201               | 75900              | SH         |              | SOLE              |    |
| INTEGRATED DEVICE TECH INC COM | COM            | 458118106 | 264                | 39057              | SH         |              | SOLE              |    |
| INTERNATIONAL RECTIFIER CORPCO | COM            | 460254105 | 752                | 38594              | SH         |              | SOLE              |    |
| INTRICON CORP COM              | COM            | 46121H109 | 516                | 157900             | SH         |              | SOLE              |    |
| I-FLOW CORP COM NEW            | COM            | 449520303 | 1139               | 100000             | SH         |              | SOLE              |    |
| JOURNAL COMM INC-A             | COM            | 481130102 | 3031               | 823700             | SH         |              | SOLE              |    |

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|                               |     |           |      |        |    |                      |
|-------------------------------|-----|-----------|------|--------|----|----------------------|
| KAMAN CORP                    | COM | 483548103 | 2573 | 117080 | SH | SOLE                 |
| KBW INC                       | COM | 482423100 | 613  | 19027  | SH | SOLE                 |
| KEY TECHNOLOGY INC COM        | COM | 493143101 | 259  | 23000  | SH | SOLE                 |
| LAKELAND INDS INC COM         | COM | 511795106 | 122  | 15300  | SH | SOLE                 |
| LAWSON SOFTWARE INC NEW COM   | COM | 52078P102 | 117  | 18726  | SH | SOLE                 |
| LECROY CORP COM               | COM | 52324W109 | 882  | 217847 | SH | SOLE                 |
| LIFEWAY FOODS INC COM         | COM | 531914109 | 989  | 90000  | SH | SOLE                 |
| LIN TV CORP CL A              | COM | 532774106 | 520  | 110000 | SH | SOLE                 |
| LINDSAY CORP                  | COM | 535555106 | 236  | 6000   | SH | SOLE                 |
| LITTELFUSE INC                | COM | 537008104 | 280  | 10653  | SH | SOLE                 |
| LYDALL INC COM                | COM | 550819106 | 96   | 18312  | SH | SOLE                 |
| MAGMA DESIGN AUTOMATION COM   | COM | 559181102 | 259  | 123892 | SH | SOLE                 |
| MAGNETEK INC COM              | COM | 559424106 | 584  | 374600 | SH | SOLE                 |
| MAINE & MARITIMES CORP        | COM | 560377103 | 1079 | 30000  | SH | SOLE                 |
| MANITOWOC CO COM              | COM | 563571108 | 194  | 20500  | SH | SOLE                 |
| MARCUS CORP COM               | COM | 566330106 | 179  | 14000  | SH | SOLE                 |
| MARINE PRODS CORP COM         | COM | 568427108 | 221  | 40000  | SH | SOLE                 |
| MARINEMAX INC COM             | COM | 567908108 | 78   | 10000  | SH | SOLE                 |
| MEADOWBROOK INS GROUP INC COM | COM | 58319P108 | 155  | 20900  | SH | SOLE                 |
| MEDIA GENERAL CL A            | COM | 584404107 | 2907 | 340000 | SH | SOLE                 |
| MEDICAL NUTRITION USA INC COM | COM | 58461X107 | 120  | 59900  | SH | SOLE                 |
| MERCURY COMPUTER SYS INC COM  | COM | 589378108 | 480  | 48653  | SH | SOLE                 |
| MERIX CORP COM                | COM | 590049102 | 85   | 28200  | SH | SOLE                 |
| MET PRO CORP COM              | COM | 590876306 | 686  | 70800  | SH | SOLE                 |
| METHODE ELECTRS INC CL A      | COM | 591520200 | 650  | 75000  | SH | SOLE                 |
| MGE ENERGY INC                | COM | 55277P104 | 219  | 6000   | SH | SOLE                 |
| MGP INGREDIENTS INC COM       | COM | 55302G103 | 64   | 15000  | SH | SOLE                 |
| MICROSEMI CORP COM            | COM | 595137100 | 270  | 17084  | SH | SOLE                 |
| MICRUS ENDOVASCULAR CORP COM  | COM | 59518V102 | 777  | 60000  | SH | SOLE                 |
| PORTVUE-SEC13F.LNP            |     |           |      |        |    | TETON ADVISORS, INC. |
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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| MIDAS GROUP INC COM            | COM            | 595626102 | 1121               | 119300             | SH         |              | SOLE               |         |
| MIDDLEBY CORP COM              | COM            | 596278101 | 888                | 16143              | SH         |              | SOLE               |         |
| MINE SAFETY APPLIANCES CO COM  | COM            | 602720104 | 481                | 17469              | SH         |              | SOLE               |         |
| MODINE MFG CO                  | COM            | 607828100 | 769                | 83000              | SH         |              | SOLE               |         |
| MOLEX INC                      | COM            | 608554101 | 729                | 34929              | SH         |              | SOLE               |         |
| MORGANS HOTEL GROUP CO COM     | COM            | 61748W108 | 217                | 40000              | SH         |              | SOLE               |         |
| MOSY INC                       | COM            | 619718109 | 189                | 75400              | SH         |              | SOLE               |         |
| MSC SOFTWARE CORP COM          | COM            | 553531104 | 673                | 80000              | SH         |              | SOLE               |         |
| MVC CAP COM                    | COM            | 553829102 | 281                | 32000              | SH         |              | SOLE               |         |
| MYERS INDS INC                 | COM            | 628464109 | 194                | 18000              | SH         |              | SOLE               |         |
| NARA BANCORP INC COM           | COM            | 63080P105 | 215                | 30900              | SH         |              | SOLE               |         |
| NATHANS FAMOUS INC NEW COM     | COM            | 632347100 | 1483               | 100777             | SH         |              | SOLE               |         |
| NEOGEN CORP COM                | COM            | 640491106 | 2099               | 65000              | SH         |              | SOLE               |         |
| NEW ALLIANCE BANCSHARES INC CO | COM            | 650203102 | 111                | 10386              | SH         |              | SOLE               |         |
| NEW YORK CMNTY BANCORP INC COM | COM            | 649445103 | 126                | 11055              | SH         |              | SOLE               |         |
| NEWPORT CORP COM               | COM            | 651824104 | 811                | 92558              | SH         |              | SOLE               |         |
| NOBILITY HOMES INC COM         | COM            | 654892108 | 153                | 17000              | SH         |              | SOLE               |         |
| NYFIX INC COM                  | COM            | 670712108 | 50                 | 30000              | SH         |              | SOLE               |         |
| OIL DRI CORP AMER COM          | COM            | 677864100 | 771                | 53200              | SH         |              | SOLE               |         |
| OMNICELL INC COM               | COM            | 68213N109 | 123                | 11054              | SH         |              | SOLE               |         |
| OMNOVA SOLUTIONS INC COM       | COM            | 682129101 | 1620               | 250000             | SH         |              | SOLE               |         |
| ON SEMICONDUCTOR CORP COM      | COM            | 682189105 | 606                | 73503              | SH         |              | SOLE               |         |
| OPKO HEALTH INC COM            | COM            | 68375N103 | 87                 | 38000              | SH         |              | SOLE               |         |
| ORITANI FINL CORP COM          | COM            | 686323106 | 341                | 25000              | SH         |              | SOLE               |         |
| ORTHOFIX INTL N V ORD          | COM            | N6748L102 | 647                | 22000              | SH         |              | SOLE               |         |



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|                                |     |           |      |        |    |      |
|--------------------------------|-----|-----------|------|--------|----|------|
| OTIX GLOBAL INC                | COM | 68906N101 | 384  | 404000 | SH | SOLE |
| PAIN THERAPEUTICS INC COM      | COM | 69562K100 | 380  | 75000  | SH | SOLE |
| PALM HBR HOMES INC COM         | COM | 696639103 | 35   | 12000  | SH | SOLE |
| PALOMAR MED TECHNOLOGIES INCCO | COM | 697529303 | 438  | 27000  | SH | SOLE |
| PARALLEL PETE CORP DEL COM     | COM | 699157103 | 239  | 75400  | SH | SOLE |
| PARAMETRIC TECHNOLOGY CORP COM | COM | 699173209 | 608  | 43972  | SH | SOLE |
| PARK ELECTROCHEMICAL CORP COM  | COM | 700416209 | 1068 | 43341  | SH | SOLE |
| PARK OHIO HLDGS CORP COM       | COM | 700666100 | 87   | 10000  | SH | SOLE |
| PC GROUP INC                   | COM | 70455G107 | 14   | 22550  | SH | SOLE |
| PENNICHUCK CORP COM NEW        | COM | 708254206 | 1190 | 54700  | SH | SOLE |
| PERICOM SEMICONDUCTOR CORP COM | COM | 713831105 | 751  | 76600  | SH | SOLE |
| PERRIGO CO                     | COM | 714290103 | 635  | 18680  | SH | SOLE |
| PETROHAWK ENERGY CORP COM      | COM | 716495106 | 643  | 26561  | SH | SOLE |
| PHOENIX TECHNOLOGIES LTD COM   | COM | 719153108 | 342  | 93792  | SH | SOLE |
| PINNACLE ENTMT INC COM         | COM | 723456109 | 183  | 18000  | SH | SOLE |
| PREFORMED LINE PRODS CO COM    | COM | 740444104 | 312  | 7788   | SH | SOLE |
| PRIDE INTL INC COM             | COM | 74153Q102 | 727  | 23877  | SH | SOLE |
| PRIMEDIA INC COM NEW           | COM | 74157K846 | 504  | 200000 | SH | SOLE |
| PROVIDENCE & WORCESTER RR COCO | COM | 743737108 | 624  | 61048  | SH | SOLE |

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|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|---------|
| PZENA INVESTMENT MGMT INC CLAS | COM            | 74731Q103 | 368                | 45000              | SH         |              | SOLE               |         |
| QLOGIC CORP COM                | COM            | 747277101 | 704                | 40921              | SH         |              | SOLE               |         |
| QUIDEL CORP COM                | COM            | 74838J101 | 357                | 22000              | SH         |              | SOLE               |         |
| READING INTERNATIONAL INC CL B | COM            | 755408200 | 129                | 25100              | SH         |              | SOLE               |         |
| READING INTL INC CL A          | COM            | 755408101 | 238                | 58000              | SH         |              | SOLE               |         |
| RGC RES INC COM                | COM            | 74955L103 | 454                | 16500              | SH         |              | SOLE               |         |
| ROCHESTER MED CORP COM         | COM            | 771497104 | 508                | 42175              | SH         |              | SOLE               |         |
| RPC INC. COMMON                | COM            | 749660106 | 419                | 40000              | SH         |              | SOLE               |         |
| RTI BIOLOGICS INC COM          | COM            | 74975N105 | 163                | 37415              | SH         |              | SOLE               |         |
| SALEM COMMUNICATIONS CORP DECL | COM            | 794093104 | 118                | 52000              | SH         |              | SOLE               |         |
| SCHIFF NUTRITION INTL INC COM  | COM            | 806693107 | 978                | 187665             | SH         |              | SOLE               |         |
| SCRIPPS E W CO OHIO CL A       | COM            | 811054402 | 900                | 120000             | SH         |              | SOLE               |         |
| SEALED AIR CORP NEW            | COM            | 81211K100 | 208                | 10571              | SH         |              | SOLE               |         |
| SHENANDOAH TELECOMMUNICATIONCD | COM            | 82312B106 | 323                | 18000              | SH         |              | SOLE               |         |
| SINCLAIR BROADCAST GROUP INCCL | COM            | 829226109 | 179                | 50000              | SH         |              | SOLE               |         |
| SJW CORP COM                   | COM            | 784305104 | 377                | 16500              | SH         |              | SOLE               |         |
| SL INDS INC COM                | COM            | 784413106 | 1403               | 175400             | SH         |              | SOLE               |         |
| SONESTA INTL HOTELS CORP CL A  | COM            | 835438409 | 1725               | 138100             | SH         |              | SOLE               |         |
| SONOSITE INC COM               | COM            | 83568G104 | 608                | 22986              | SH         |              | SOLE               |         |
| STAMPS.COM INC (NEW)           | COM            | 852857200 | 1203               | 130000             | SH         |              | SOLE               |         |
| STANDARD MTR PRODS INC CLASS A | COM            | 853666105 | 3222               | 212000             | SH         |              | SOLE               |         |
| STARRETT L S CO CL A           | COM            | 855668109 | 676                | 65026              | SH         |              | SOLE               |         |
| STEAK N SHAKE CO COM           | COM            | 857873103 | 471                | 40000              | SH         |              | SOLE               |         |
| STONERIDGE INC                 | COM            | 86183P102 | 1451               | 205000             | SH         |              | SOLE               |         |
| STRATEGIC DIAGNOSTICS INC COM  | COM            | 862700101 | 376                | 213900             | SH         |              | SOLE               |         |
| STRATTEC SECURITY CORP.        | COM            | 863111100 | 644                | 46000              | SH         |              | SOLE               |         |
| SVB FINL GROUP COM             | COM            | 78486Q101 | 685                | 15831              | SH         |              | SOLE               |         |
| SWS GROUP INC                  | COM            | 78503N107 | 792                | 55000              | SH         |              | SOLE               |         |
| SYCAMORE NETWORKS              | COM            | 871206108 | 100                | 33000              | SH         |              | SOLE               |         |
| SYMMETRICOM INC COM            | COM            | 871543104 | 226                | 43650              | SH         |              | SOLE               |         |
| SYNERON MEDICAL LTD ORD SHS    | COM            | M87245102 | 1097               | 96100              | SH         |              | SOLE               |         |
| TECH OPS SEVCON INC            | COM            | 878293109 | 230                | 70048              | SH         |              | SOLE               |         |
| TELEFLEX INC                   | COM            | 879369106 | 535                | 11082              | SH         |              | SOLE               |         |
| TENNANT CO                     | COM            | 880345103 | 1387               | 47724              | SH         |              | SOLE               |         |
| TENNECO AUTOMOTIVE INC COM     | COM            | 880349105 | 522                | 40000              | SH         |              | SOLE               |         |

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|-------------------------------|-----|-----------|------|--------|----|----------------------|
| TERADATA CORP DEL COM         | COM | 88076W103 | 567  | 20621  | SH | SOLE                 |
| TESCO CORP COM                | COM | 88157K101 | 542  | 67900  | SH | SOLE                 |
| TIER TECHNOLOGIES INC CL B    | COM | 88650Q100 | 640  | 75500  | SH | SOLE                 |
| TIFFANY & CO NEW COM          | COM | 886547108 | 670  | 17397  | SH | SOLE                 |
| TORO CO COM                   | COM | 891092108 | 619  | 15567  | SH | SOLE                 |
| TRANS LUX CORP                | COM | 893247106 | 39   | 32000  | SH | SOLE                 |
| TRANSACT TECHNOLOGIES INC COM | COM | 892918103 | 1696 | 320000 | SH | SOLE                 |
| TREE COM INC COM              | COM | 894675107 | 76   | 10000  | SH | SOLE                 |
| TTM TECHNOLOGIES INC COM      | COM | 87305R109 | 268  | 23404  | SH | SOLE                 |
| PORTVUE-SEC13F.LNP            |     |           |      |        |    | TETON ADVISORS, INC. |
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| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(x\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DCRETN | O<br>MA |
|--------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|-------------------|---------|
| U S ENERGY CORP WYO COM        | COM            | 911805109 | 79                 | 20300              | SH         |              | SOLE              |         |
| ULTRA CLEAN HLDGS INC COM      | COM            | 90385V107 | 941                | 182425             | SH         |              | SOLE              |         |
| ULTRALIFE BATTERIES INC COM    | COM            | 903899102 | 283                | 46700              | SH         |              | SOLE              |         |
| ULTRATECH INC COM              | COM            | 904034105 | 621                | 46950              | SH         |              | SOLE              |         |
| UMPQUA HLDGS CORP COM          | COM            | 904214103 | 147                | 13908              | SH         |              | SOLE              |         |
| UNITED GUARDIAN INC COM        | COM            | 910571108 | 715                | 76000              | SH         |              | SOLE              |         |
| VALASSIS COMMUNICATIONS INC CO | COM            | 918866104 | 179                | 10000              | SH         |              | SOLE              |         |
| VALLEY NATL BANCORP COM        | COM            | 919794107 | 193                | 15688              | SH         |              | SOLE              |         |
| VARIAN SEMICONDUCTOR EQUIPTMCO | COM            | 922207105 | 203                | 6190               | SH         |              | SOLE              |         |
| VASCULAR SOLUTIONS INC COM     | COM            | 92231M109 | 253                | 30600              | SH         |              | SOLE              |         |
| VICOR CORP COM                 | COM            | 925815102 | 400                | 51750              | SH         |              | SOLE              |         |
| VISHAY INTERTECHNOLOGY INC     | COM            | 928298108 | 356                | 45113              | SH         |              | SOLE              |         |
| WEBSTER FINL CORP WATERBURY CO | COM            | 947890109 | 134                | 10768              | SH         |              | SOLE              |         |
| WESTERN SIZZLIN CORP DEL COM N | COM            | 959542200 | 186                | 13600              | SH         |              | SOLE              |         |
| WHITNEY HLDG CORP              | COM            | 966612103 | 531                | 55639              | SH         |              | SOLE              |         |
| WHX CORP                       | COM            | 929248607 | 211                | 110000             | SH         |              | SOLE              |         |
| WILLAMETTE VY VINEYARD INC COM | COM            | 969136100 | 71                 | 17000              | SH         |              | SOLE              |         |
| WILLIAMS SONOMA INC COM        | COM            | 969904101 | 701                | 34640              | SH         |              | SOLE              |         |
| WILSHIRE BANCORP INC COM       | COM            | 97186T108 | 280                | 38100              | SH         |              | SOLE              |         |
| YORK WTR CO COM                | COM            | 987184108 | 139                | 10000              | SH         |              | SOLE              |         |
| YOUBET COM INC COM             | COM            | 987413101 | 277                | 132000             | SH         |              | SOLE              |         |
| YOUNG INNOVATIONS INC COM      | COM            | 987520103 | 487                | 18500              | SH         |              | SOLE              |         |
| ZEBRA TECHNOLOGIES CORP CL A   | COM            | 989207105 | 691                | 26649              | SH         |              | SOLE              |         |
| ZEP INC                        | COM            | 98944B108 | 2139               | 131650             | SH         |              | SOLE              |         |
| ZORAN CORP COM                 | COM            | 98975F101 | 856                | 74300              | SH         |              | SOLE              |         |
| ZYGO CORP COM                  | COM            | 989855101 | 736                | 108600             | SH         |              | SOLE              |         |