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BP PLC
Form 13F-HR
May 05, 2011

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2011

Check here if Amendment [] ; Amendment Number: _____
This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: BP p.l.c.
Address: 1 St James's Square
London SW1Y 4PD
England

Form 13F File Number: 28-05353

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Dr. Byron E. Grote
Title: Chief Financial Officer and Executive Director
Phone: 020 7496 4263

Signature, Place, and Date of Signing:

/s/ Byron Grote	London, UK	May 3, 2011
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[Signature]	[City,State]	[Date]

Report Type (Check only one.):

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

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

[] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

Form 13F File Number	Name
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28-_____

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

 Form 13F Information Table Entry Total: 249

 Form 13F Information Table Value Total: \$ 1,690,079

 (thousands)

List of Other Included Managers:

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

No.	Form 13F File Number	Name
01	28-05357	BP Investment Management Limited

BP P.L.C.
 FORM 13F INFORMATION TABLE
 MARCH 31, 2011

ISSUER	TITLE OF CLASS	CUSIP	MARKET VALUE (USD 000)	SHARES /PRN AMT	SH/ PRN	INVESTMENT DISCRETION	MA
3M CO	COM	88579Y101	10,840	116,000	SH	DEFINED	
ABBOTT LABORATORIES	COM	002824100	10,055	205,000	SH	DEFINED	
AETNA INC	COM	00817Y108	1,871	50,000	SH	DEFINED	
AGILENT TECHNOLOGIES INC	COM	00846U101	6,719	150,000	SH	DEFINED	
AIR PRODUCTS + CHEMICALS	COM	009158106	4,961	55,000	SH	DEFINED	
ALCOA INC	COM	013817101	3,106	176,000	SH	DEFINED	
ALLERGAN INC	COM	018490102	4,474	63,000	SH	DEFINED	
ALTERA CORP	COM	021441100	5,500	125,000	SH	DEFINED	
ALTRIA GROUP INC	COM	02209S103	7,286	280,000	SH	DEFINED	
AMAZON.COM INC	COM	023135106	8,106	45,000	SH	DEFINED	
AMERICA MOVIL ADR SERIES	ADR	02364W204	17,388	300,000	SH	DEFINED	
AMERICA MOVIL ADR SERIES	ADR	02364W105	5,879	101,224	SH	DEFINED	
AMERICAN EXPRESS CO	COM	025816109	10,170	225,000	SH	DEFINED	
AMERICAN TOWER CORP CL A	COM	029912201	4,353	84,000	SH	DEFINED	
AMERISOURCEBERGEN CORP	COM	03073E105	5,335	135,000	SH	DEFINED	
AMGEN INC	COM	031162100	6,735	126,000	SH	DEFINED	
AMPHENOL CORP CL A	COM	032095101	3,481	64,000	SH	DEFINED	

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ANADARKO PETROLEUM CORP	COM	032511107	8,198	100,000	SH	DEFINED
AOL INC	COM	00184X105	585	30,000	SH	DEFINED
APACHE CORP	COM	037411105	9,296	71,000	SH	DEFINED
APPLE INC	COM	037833100	42,511	122,000	SH	DEFINED
APPLIED MATERIALS INC	COM	038222105	4,374	280,000	SH	DEFINED
ARCH CAPITAL GROUP LTD	COM	G0450A105	2,321	23,400	SH	DEFINED
ARCHER DANIELS MIDLAND CO	COM	039483102	5,041	140,000	SH	DEFINED
ASIAINFO LINKAGE INC	COM	04518A104	8,432	390,000	SH	DEFINED
AT+T INC	COM	00206R102	23,876	780,000	SH	DEFINED
AUTOMATIC DATA PROCESSING	COM	053015103	4,309	84,000	SH	DEFINED
BAKER HUGHES INC	COM	057224107	8,814	120,000	SH	DEFINED
BANCO BRADESCO ADR	ADR	059460303	2,636	127,050	SH	DEFINED
BANK OF AMERICA CORP	COM	060505104	17,662	1,325,000	SH	DEFINED
BANK OF NEW YORK MELLON	COM	064058100	7,171	240,000	SH	DEFINED
BAXTER INTERNATIONAL INC	COM	071813109	5,375	100,000	SH	DEFINED
BB+T CORP	COM	054937107	2,471	90,000	SH	DEFINED
BERKSHIRE HATHAWAY INC	COM	084670702	9,623	115,000	SH	DEFINED
BMC SOFTWARE INC	COM	055921100	2,338	47,000	SH	DEFINED
BOEING CO/THE	COM	097023105	8,280	112,000	SH	DEFINED
BROADCOM CORP CL A	COM	111320107	2,442	62,000	SH	DEFINED
CAPITAL ONE FINANCIAL	COM	14040H105	4,934	95,000	SH	DEFINED
CARDINAL HEALTH INC	COM	14149Y108	2,056	50,000	SH	DEFINED
CARNIVAL CORP	COM	143658300	5,370	140,000	SH	DEFINED
CATERPILLAR INC	COM	149123101	10,019	90,000	SH	DEFINED
CBS CORP CLASS B NON	COM	124857202	4,505	180,000	SH	DEFINED
CELGENE CORP	COM	151020104	3,682	64,000	SH	DEFINED
CEMEX SAB SPONS ADR PART	ADR	151290889	2,704	303,474	SH	DEFINED
CHEVRON CORP	COM	166764100	33,850	315,000	SH	DEFINED
CIA SIDERURGICA NACL SP	ADR	20440W105	1,090	65,400	SH	DEFINED
CISCO SYSTEMS INC	COM	17275R102	12,005	700,000	SH	DEFINED
CITIGROUP INC	COM	172967101	20,378	4,600,000	SH	DEFINED
CITRIX SYSTEMS INC	COM	177376100	1,949	26,531	SH	DEFINED
CLIFFS NATURAL RESOURCES	COM	18683K101	2,949	30,000	SH	DEFINED
COACH INC	COM	189754104	4,057	78,000	SH	DEFINED
COCA COLA CO/THE	COM	191216100	20,234	305,000	SH	DEFINED
COGNIZANT TECH SOLUTIONS	COM	192446102	3,174	39,000	SH	DEFINED
COLGATE PALMOLIVE CO	COM	194162103	5,651	70,000	SH	DEFINED
COMCAST CORP CLASS A	COM	20030N101	8,899	360,000	SH	DEFINED
COMPANHIA DE BEBIDAS PRF	ADR	20441W203	1,838	65,000	SH	DEFINED
COMPUTER SCIENCES CORP	COM	205363104	1,509	31,000	SH	DEFINED
CONOCOPHILLIPS	COM	20825C104	19,968	250,000	SH	DEFINED
CONSOLIDATED COMMUN	COM	209034107	1,777	95,000	SH	DEFINED
CONSTELLATION ENERGY GR	COM	210371100	4,043	130,000	SH	DEFINED
CORNING INC	COM	219350105	4,522	219,000	SH	DEFINED
COSTCO WHOLESALE CORP	COM	22160K105	4,399	60,000	SH	DEFINED
CSX CORP	COM	126408103	3,932	50,000	SH	DEFINED
CTRIIP.COM INTERNATIONAL	ADR	22943F100	5,600	135,000	SH	DEFINED
CUMMINS INC	COM	231021106	3,180	29,000	SH	DEFINED
CVS CAREMARK CORP	COM	126650100	8,058	235,000	SH	DEFINED
DANAHER CORP	COM	235851102	4,667	90,000	SH	DEFINED
DEERE + CO	COM	244199105	7,846	81,000	SH	DEFINED
DEVON ENERGY CORPORATION	COM	25179M103	7,709	84,000	SH	DEFINED
DIAMOND OFFSHORE DRILLING	COM	25271C102	3,887	50,000	SH	DEFINED
DIRECTV CLASS A	COM	25490A101	5,710	122,000	SH	DEFINED
DOMINION RESOURCES INC/VA	COM	25746U109	4,469	100,000	SH	DEFINED
DOVER CORP	COM	260003108	1,775	27,000	SH	DEFINED
DOW CHEMICAL CO/THE	COM	260543103	5,697	151,000	SH	DEFINED
DU PONT (E.I.) DE NEMOURS	COM	263534109	10,166	185,000	SH	DEFINED
EATON CORP	COM	278058102	7,210	130,000	SH	DEFINED
EBAY INC	COM	278642103	6,674	215,000	SH	DEFINED
ELI LILLY + CO	COM	532457108	4,219	120,000	SH	DEFINED
EMBRAER SA ADR	ADR	29082A107	337	10,000	SH	DEFINED

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EMC CORP/MASS	COM	268648102	11,151	420,000	SH	DEFINED
EMERSON ELECTRIC CO	COM	291011104	7,128	122,000	SH	DEFINED
ENTERGY CORP	COM	29364G103	1,748	26,000	SH	DEFINED
ESTEE LAUDER COMPANIES CL	COM	518439104	1,638	17,000	SH	DEFINED
EXELON CORP	COM	30161N101	6,430	156,000	SH	DEFINED
EXPRESS SCRIPTS INC	COM	302182100	6,006	108,000	SH	DEFINED
EXXON MOBIL CORP	COM	30231G102	59,761	710,000	SH	DEFINED
FIFTH THIRD BANCORP	COM	316773100	1,388	100,000	SH	DEFINED
FIRST HORIZON NATIONAL	COM	320517105	1,593	142,209	SH	DEFINED
FISERV INC	COM	337738108	2,822	45,000	SH	DEFINED
FLUOR CORP	COM	343412102	2,652	36,000	SH	DEFINED
FOMENTO ECONOMICO MEX SP	ADR	344419106	6,528	111,300	SH	DEFINED
FORD MOTOR CO	COM	345370860	7,450	500,000	SH	DEFINED
FREEMONT MCMORAN COPPER	COM	35671D857	8,333	150,000	SH	DEFINED
FRONTIER COMMUNICATIONS	COM	35906A108	3,280	400,000	SH	DEFINED
GENERAL DYNAMICS CORP	COM	369550108	3,980	52,000	SH	DEFINED
GENERAL ELECTRIC CO	COM	369604103	31,447	1,570,000	SH	DEFINED
GILEAD SCIENCES INC	COM	375558103	6,366	150,000	SH	DEFINED
GOLDMAN SACHS GROUP INC	COM	38141G104	11,895	75,000	SH	DEFINED
GOODRICH CORP	COM	382388106	2,223	26,000	SH	DEFINED
GOOGLE INC CL A	COM	38259P508	21,781	37,155	SH	DEFINED
GRUPO TELEVISIVA SA SPONS	ADR	40049J206	3,802	155,000	SH	DEFINED
HALLIBURTON CO	COM	406216101	5,982	120,000	SH	DEFINED
HARTFORD FINANCIAL SVCS	COM	416515104	2,961	110,000	SH	DEFINED
HESS CORP	COM	42809H107	5,877	69,000	SH	DEFINED
HEWLETT PACKARD CO	COM	428236103	14,995	366,000	SH	DEFINED
HOLOGIC INC	COM	436440101	4,771	215,000	SH	DEFINED
HOME DEPOT INC	COM	437076102	7,412	200,000	SH	DEFINED
HONEYWELL INTERNATIONAL	COM	438516106	7,882	132,000	SH	DEFINED
HOST HOTELS + RESORTS INC	COM	44107P104	4,403	250,000	SH	DEFINED
ILLINOIS TOOL WORKS	COM	452308109	7,252	135,000	SH	DEFINED
INGERSOLL RAND PLC	COM	G47791101	6,278	130,000	SH	DEFINED
INTEL CORP	COM	458140100	14,623	725,000	SH	DEFINED
INTERPUBLIC GROUP OF COS	COM	460690100	3,017	240,000	SH	DEFINED
INTL BUSINESS MACHINES	COM	459200101	28,241	173,000	SH	DEFINED
INTUIT INC	COM	461202103	3,290	62,000	SH	DEFINED
INTUITIVE SURGICAL INC	COM	46120E602	2,501	7,500	SH	DEFINED
INVESCO LTD	COM	G491BT108	2,759	108,000	SH	DEFINED
ISHARES COHEN + STEERS	COM	464287564	13,245	190,000	SH	DEFINED
ITAU UNIBANCO HLDNG PREF	ADR	465562106	1,653	68,750	SH	DEFINED
JANUS CAPITAL GROUP INC	COM	47102X105	1,495	120,000	SH	DEFINED
JDS UNIPHASE CORP	COM	46612J507	3,751	180,000	SH	DEFINED
JOHNSON + JOHNSON	COM	478160104	21,100	356,000	SH	DEFINED
JOHNSON CONTROLS INC	COM	478366107	6,651	160,000	SH	DEFINED
JPMORGAN CHASE + CO	COM	46625H100	26,288	570,000	SH	DEFINED
JUNIPER NETWORKS INC	COM	48203R104	4,840	115,000	SH	DEFINED
KANSAS CITY SOUTHERN	COM	485170302	4,080	75,000	SH	DEFINED
KEYCORP	COM	493267108	2,664	300,000	SH	DEFINED
KLA TENCOR CORPORATION	COM	482480100	1,326	28,000	SH	DEFINED
KRAFT FOODS INC CLASS A	COM	50075N104	6,397	204,000	SH	DEFINED
KROGER CO	COM	501044101	2,205	92,000	SH	DEFINED
LENNAR CORP A	COM	526057104	1,177	65,000	SH	DEFINED
LEUCADIA NATIONAL CORP	COM	527288104	976	26,000	SH	DEFINED
LG DISPLAY CO LTD ADR	ADR	50186V102	2,755	175,000	SH	DEFINED
LINCOLN NATIONAL CORP	COM	534187109	2,705	90,000	SH	DEFINED
LINEAR TECHNOLOGY CORP	COM	535678106	1,076	32,000	SH	DEFINED
LOWE S COS INC	COM	548661107	5,022	190,000	SH	DEFINED
M + T BANK CORP	COM	55261F104	5,310	60,000	SH	DEFINED
MACY S INC	COM	55616P104	2,716	112,000	SH	DEFINED
MARRIOTT INTERNATIONAL	COM	571903202	4,091	115,000	SH	DEFINED
MARVELL TECHNOLOGY GROUP	COM	G5876H105	1,555	100,000	SH	DEFINED
MASCO CORP	COM	574599106	3,756	270,000	SH	DEFINED

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MASTERCARD INC CLASS A	COM	57636Q104	3,272	13,000	SH	DEFINED
MATTEL INC	COM	577081102	1,321	53,000	SH	DEFINED
MCDONALD S CORP	COM	580135101	10,502	138,000	SH	DEFINED
MCGRAW HILL COMPANIES INC	COM	580645109	1,733	44,000	SH	DEFINED
MCKESSON CORP	COM	58155Q103	3,083	39,000	SH	DEFINED
MEDCO HEALTH SOLUTIONS	COM	58405U102	5,335	95,000	SH	DEFINED
MEDTRONIC INC	COM	585055106	5,703	145,000	SH	DEFINED
MELCO CROWN ENTERTAINME	ADR	585464100	7,580	1,000,000	SH	DEFINED
MEMC ELECTRONIC MATERIALS	COM	552715104	674	52,000	SH	DEFINED
MERCK + CO. INC.	COM	58933Y105	13,204	400,000	SH	DEFINED
METLIFE INC	COM	59156R108	5,808	130,000	SH	DEFINED
MICRON TECHNOLOGY INC	COM	595112103	1,318	115,000	SH	DEFINED
MICROSOFT CORP	COM	594918104	27,642	1,090,000	SH	DEFINED
MINDRAY MEDICAL INTL LTD	ADR	602675100	6,572	261,000	SH	DEFINED
MONSANTO CO	COM	61166W101	11,196	155,000	SH	DEFINED
MORGAN STANLEY	COM	617446448	6,010	220,000	SH	DEFINED
MOTOROLA MOBILITY HOLD	COM	620097105	1,891	77,500	SH	DEFINED
MOTOROLA SOLUTIONS INC	COM	620076307	3,958	88,571	SH	DEFINED
MYLAN INC	COM	628530107	5,207	230,000	SH	DEFINED
NABORS INDUSTRIES LTD	COM	G6359F103	6,076	200,000	SH	DEFINED
NATIONAL OILWELL VARCO	COM	637071101	5,945	75,000	SH	DEFINED
NETAPP INC	COM	64110D104	5,878	122,000	SH	DEFINED
NEW ORIENTAL EDUCATIO SP	ADR	647581107	7,214	72,000	SH	DEFINED
NEWMONT MINING CORP	COM	651639106	6,823	125,000	SH	DEFINED
NEWS CORP CLASS B	COM	65248E203	5,549	298,000	SH	DEFINED
NIKE INC CL B	COM	654106103	5,071	67,000	SH	DEFINED
NORFOLK SOUTHERN CORP	COM	655844108	6,369	92,000	SH	DEFINED
NORTHROP GRUMMAN CORP	COM	666807102	2,820	45,000	SH	DEFINED
NUCOR CORP	COM	670346105	2,533	55,000	SH	DEFINED
NVIDIA CORP	COM	67066G104	3,395	184,000	SH	DEFINED
NYSE EURONEXT	COM	629491101	2,740	78,000	SH	DEFINED
OCCIDENTAL PETROLEUM CORP	COM	674599105	13,270	127,000	SH	DEFINED
ORACLE CORP	COM	68389X105	20,189	605,000	SH	DEFINED
P G + E CORP	COM	69331C108	4,415	100,000	SH	DEFINED
PACCAR INC	COM	693718108	4,450	85,000	SH	DEFINED
PAYCHEX INC	COM	704326107	5,018	160,000	SH	DEFINED
PEABODY ENERGY CORP	COM	704549104	2,159	30,000	SH	DEFINED
PEPSICO INC	COM	713448108	13,977	217,000	SH	DEFINED
PETROHAWK ENERGY CORP	COM	716495106	3,922	160,000	SH	DEFINED
PETROLEO BRASILEIRO S.A.	ADR	71654V408	3,639	90,000	SH	DEFINED
PFIZER INC	COM	717081103	21,224	1,045,000	SH	DEFINED
PHILIP MORRIS INTERNATION	COM	718172109	16,728	255,000	SH	DEFINED
PHOENIX COMPANIES	COM	71902E109	277	101,817	SH	SOLE
PNC FINANCIAL SERVICES	COM	693475105	5,792	92,000	SH	DEFINED
PPG INDUSTRIES INC	COM	693506107	5,713	60,000	SH	DEFINED
PPL CORPORATION	COM	69351T106	1,896	75,000	SH	DEFINED
PRAXAIR INC	COM	74005P104	5,691	56,000	SH	DEFINED
PRECISION CASTPARTS CORP	COM	740189105	3,753	25,500	SH	DEFINED
PROCTER + GAMBLE CO/THE	COM	742718109	22,491	365,000	SH	DEFINED
PRUDENTIAL FINANCIAL INC	COM	744320102	3,693	60,000	SH	DEFINED
PUBLIC SERVICE ENTERPRISE	COM	744573106	3,153	100,000	SH	DEFINED
QUALCOMM INC	COM	747525103	14,256	260,000	SH	DEFINED
QWEST COMMUNICATIONS INTL	COM	749121109	1,528	223,000	SH	DEFINED
REGIONS FINANCIAL CORP	COM	7591EP100	2,755	380,000	SH	DEFINED
REPUBLIC SERVICES INC	COM	760759100	1,989	66,212	SH	SOLE
ROCKWELL COLLINS INC	COM	774341101	1,425	22,000	SH	DEFINED
SCHLUMBERGER LTD	COM	806857108	19,114	205,000	SH	DEFINED
SCHWAB (CHARLES) CORP	COM	808513105	6,311	350,000	SH	DEFINED
SEMPRA ENERGY	COM	816851109	2,460	46,000	SH	DEFINED
SIGMA ALDRICH	COM	826552101	2,546	40,000	SH	DEFINED
SINA CORP	COM	G81477104	12,310	115,000	SH	DEFINED
SLM CORP	COM	78442P106	3,823	250,000	SH	DEFINED

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SOUTHERN CO	COM	842587107	6,856	180,000	SH	DEFINED
SPECTRA ENERGY CORP	COM	847560109	4,757	175,000	SH	DEFINED
SPRINT NEXTEL CORP	COM	852061100	3,255	700,000	SH	DEFINED
ST JUDE MEDICAL INC	COM	790849103	2,049	40,000	SH	DEFINED
STANLEY BLACK + DECKER	COM	854502101	6,126	80,000	SH	DEFINED
STARBUCKS CORP	COM	855244109	3,695	100,000	SH	DEFINED
STATE STREET CORP	COM	857477103	5,845	130,000	SH	DEFINED
SUNTRUST BANKS INC	COM	867914103	4,329	150,000	SH	DEFINED
SUPERVALU INC	COM	868536103	2,138	240,000	SH	DEFINED
SYSCO CORP	COM	871829107	4,566	165,000	SH	DEFINED
T ROWE PRICE GROUP INC	COM	74144T108	4,777	72,000	SH	DEFINED
TAIWAN GTR CHINA FD	COM	874037104	330	45,846	SH	DEFINED
TARGET CORP	COM	87612E106	6,999	140,000	SH	DEFINED
TELE NORTE LESTE PART ADR	ADR	879246106	272	15,500	SH	DEFINED
TELEFONOS DE MEXICO SP AD	ADR	879403707	1,726	95,000	SH	DEFINED
TELEFONOS DE MEXICO SP AD	ADR	879403780	2,117	116,000	SH	DEFINED
TEXAS INSTRUMENTS INC	COM	882508104	5,357	155,000	SH	DEFINED
THERMO FISHER SCIENTIFIC	COM	883556102	3,278	59,000	SH	DEFINED
TIME WARNER CABLE	COM	88732J207	4,033	56,536	SH	DEFINED
TIME WARNER INC	COM	887317303	5,940	166,333	SH	DEFINED
TJX COMPANIES INC	COM	872540109	3,381	68,000	SH	DEFINED
UNION PACIFIC CORP	COM	907818108	7,866	80,000	SH	DEFINED
UNITED PARCEL SERVICE CL	COM	911312106	12,629	170,000	SH	DEFINED
UNITED TECHNOLOGIES CORP	COM	913017109	10,833	128,000	SH	DEFINED
UNITEDHEALTH GROUP INC	COM	91324P102	8,498	188,000	SH	DEFINED
US BANCORP	COM	902973304	9,036	342,000	SH	DEFINED
VALE SA SP ADR	ADR	91912E105	5,499	165,000	SH	DEFINED
VALERO ENERGY CORP	COM	91913Y100	2,952	99,000	SH	DEFINED
VERIZON COMMUNICATIONS	COM	92343V104	14,264	370,000	SH	DEFINED
VIACOM INC CLASS B	COM	92553P201	7,440	160,000	SH	DEFINED
VIRTUS	COM	92828Q109	300	5,090	SH	SOLE
VISA INC CLASS A SHARES	COM	92826C839	4,271	58,000	SH	DEFINED
WAL MART STORES INC	COM	931142103	13,538	260,000	SH	DEFINED
WALGREEN CO	COM	931422109	5,541	138,000	SH	DEFINED
WALT DISNEY CO/THE	COM	254687106	15,082	350,000	SH	DEFINED
WATERS CORP	COM	941848103	1,304	15,000	SH	DEFINED
WEATHERFORD INTL LTD	COM	H27013103	2,710	120,000	SH	DEFINED
WELLPOINT INC	COM	94973V107	5,583	80,000	SH	DEFINED
WELLS FARGO + CO	COM	949746101	21,556	680,000	SH	DEFINED
WESTERN DIGITAL CORP	COM	958102105	1,305	35,000	SH	DEFINED
WESTERN UNION CO	COM	959802109	2,122	102,000	SH	DEFINED
WILLIAMS COS INC	COM	969457100	3,648	117,000	SH	DEFINED
WISCONSIN ENERGY CORP	COM	976657106	2,561	84,000	SH	DEFINED
XEROX CORP	COM	984121103	4,362	410,000	SH	DEFINED
XILINX INC	COM	983919101	1,279	39,000	SH	DEFINED
YAHOO INC	COM	984332106	4,493	270,000	SH	DEFINED
			1,690,079			