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FIFTH THIRD BANCORP
Form 13F-HR
May 06, 2002

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: March 31, 2002

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: Fifth Third Bancorp
Address: 38 Fountain Square Plaza
Cincinnati, Ohio 45263

13F File Number - #28-03158
Name and Management numbers of All Institutional Investment Managers with
respect to which this schedule is filed (other than the one filing this report).

Name: -----	Manager # -----	Name: -----	Man -----
Fifth Third Bank Ohio	1	Fifth Third Bank Indiana	
Fifth Third Bank of Northern Kentucky	5	Fifth Third Bank Florida	
Fifth Third Bank Kentucky	2	Fifth Third Bank Michigan	
Fifth Third Asset Management	85		

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: Neal Arnold
Title: Executive Vice President, CFO
Phone: 513-534-8577
Signature, Place, and Date of Signing:

Neal Arnold ----- [Signature]	Cincinnati, Ohio ----- [City, State]	May 1, 2002 ----- [Date]
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Report Type (Check only one):

[] 13F HOLDINGS REPORT

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[] 13F NOTICE

[x] 13F COMBINATION REPORT

List of Other Managers Reporting for this Manager:

Fifth Third Bank Ohio - 28-539
Heartland Capital Management - 28-01397

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 7

Form 13F Information Table Entry Total: 3459

Form 13F Information Table Value Total (x\$1000): 15,921,651

List of Other Included Managers:

Name:	13F File No.:	Name:
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Fifth Third Bank	28-539	Fifth Third Bank Florida
Fifth Third Bank of Northern Kentucky	28-10121	Fifth Third Bank Kentucky
Fifth Third Bank Asset Management	28-10115	Fifth Third Bank a Michigan Cor
Fifth Third Bank Indiana	28-10118	

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

DAIMLERCHRYSLER AG		ORD	D1668R123	53	1170	SH		DEFINED	1	
				114	2525	SH		DEFINED	15	
				242	5370	SH		DEFINED	19	

				408	9065					
ACE LTD		ORD	G0070K103	33	800	SH		DEFINED	1	
				834	20000	SH		DEFINED	85	

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			867	20800		
AMDOCS LTD	ORD	G02602103	896	33611 SH	DEFINED	1
			50	1875 SH	DEFINED	15
			143	5350 SH	DEFINED	2
			56	2120 SH	DEFINED	5
			808	30310 SH	DEFINED	19
			866	32500 SH	DEFINED	85
			-----	-----		
			2819	105766		
GLOBALSANTAFE CORP	SHS	G3930E101	994	30402 SH	DEFINED	1
			39	1197 SH	DEFINED	15
			45	1380 SH	DEFINED	5
			21	647 SH	DEFINED	10
			297	9082 SH	DEFINED	19
			-----	-----		
			1397	42708		
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	107	2137 SH	DEFINED	1
			300	6000 SH	DEFINED	19
			1543	30850 SH	DEFINED	85
			-----	-----		
			1950	38987		
TRANSOCEAN SEDCO FOREX INC	ORD	G90078109	3187	95898 SH	DEFINED	1
			982	29550 SH	DEFINED	15
			861	25908 SH	DEFINED	2
			9	274 SH	DEFINED	10
			820	24670 SH	DEFINED	19
			3839	115540 SH	DEFINED	85
			-----	-----		
			9698	291840		
XL CAP LTD	CL A	G98255105	952	10200 SH	DEFINED	85
			-----	-----		
			952	10200		

PAGE		2 OF 151		FORM 13F		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA				
FLEXTRONICS INTL LTD		ORD	Y2573F102	15398	843723	SH		DEFINED	1				
				37	2022	SH		DEFINED	15				
				563	30843	SH		DEFINED	2				
				46	2535	SH		DEFINED	5				
				37	2000	SH		DEFINED	10				
				1227	67214	SH		DEFINED	19				

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			20823	1141000	SH	DEFINED	85
			-----	-----			
			38130	2089337			
A D C TELECOMMUNICATIONS	COM	000886101	1479	363340	SH	DEFINED	1
			11	2700	SH	DEFINED	15
			28	6900	SH	DEFINED	2
			28	6800	SH	DEFINED	5
			46	11280	SH	DEFINED	19
			2425	595875	SH	DEFINED	85
			-----	-----			
			4017	986895			
ACM INCOME FUND INC	COM	000912105	45	5891	SH	DEFINED	1
			10	1311	SH	DEFINED	15
			5	694	SH	DEFINED	5
			14	1785	SH	DEFINED	10
			6	800	SH	DEFINED	19
			-----	-----			
			81	10481			
ABM INDS INC	COM	000957100	2753	75000	SH	DEFINED	85
			-----	-----			
			2753	75000			
AFLAC INC	COM	001055102	15212	515672	SH	DEFINED	1
			3407	115490	SH	DEFINED	15
			219	7434	SH	DEFINED	2
			832	28200	SH	DEFINED	10
			2377	80572	SH	DEFINED	19
			4761	161400	SH	DEFINED	85
			-----	-----			
			26809	908768			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	O	
AES CORP	COM	00130H105	280	31082	SH	DEFINED	1		
			103	11413	SH	DEFINED	15		
			12	1385	SH	DEFINED	5		

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			37	4079	SH	DEFINED	19
			368	40900	SH	DEFINED	85
			-----	-----			
			800	88859			
AK STL HLDG CORP	COM	001547108	20	1380	SH	DEFINED	1
			4	300	SH	DEFINED	19
			725	50700	SH	DEFINED	85
			-----	-----			
			749	52380			
AMR CORP	COM	001765106	148	5600	SH	DEFINED	1
			6	224	SH	DEFINED	15
			224	8478	SH	DEFINED	19
			578	21900	SH	DEFINED	85
			-----	-----			
			956	36202			
AOL TIME WARNER INC	COM	00184A105	10709	452804	SH	DEFINED	1
			1436	60731	SH	DEFINED	15
			2038	86171	SH	DEFINED	2
			15	650	SH	DEFINED	5
			195	8240	SH	DEFINED	10
			7693	325302	SH	DEFINED	19
			16205	685180	SH	DEFINED	85
			-----	-----			
			38291	1619078			
AT&T CORP	COM	001957109	2157	137418	SH	DEFINED	1
			351	22335	SH	DEFINED	15
			298	18950	SH	DEFINED	2
			24	1550	SH	DEFINED	5
			4439	282755	SH	DEFINED	19
			7498	477553	SH	DEFINED	85
			-----	-----			
			14767	940561			
ATMI INC	COM	00207R101	2359	75000	SH	DEFINED	85
			-----	-----			
			2359	75000			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
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AT&T WIRELESS SVCS INC	COM	00209A106	429	47976	SH	DEFINED	1
			55	6183	SH	DEFINED	15
			4	409	SH	DEFINED	2
			6	701	SH	DEFINED	5
			991	110755	SH	DEFINED	19
			3363	375795	SH	DEFINED	85
			-----	-----			
			4849	541819			
AVI BIOPHARMA INC	COM	002346104	97	12000	SH	DEFINED	1
			-----	-----			
			97	12000			
AXT INC	COM	00246W103	456	42655	SH	DEFINED	1
			1156	108000	SH	DEFINED	85
			-----	-----			
			1612	150655			
ABBOTT LABS	COM	002824100	71230	1354191	SH	DEFINED	1
			4594	87332	SH	DEFINED	15
			361	6860	SH	DEFINED	2
			3	60	SH	DEFINED	5
			379	7204	SH	DEFINED	10
			22086	419886	SH	DEFINED	19
			15599	296550	SH	DEFINED	85
			-----	-----			
			114252	2172083			
ABERDEEN ASIA PACIFIC INCOM	COM	003009107	4	1000	SH	DEFINED	1
			3	600	SH	DEFINED	19
			886	210000	SH	DEFINED	85
			-----	-----			
			893	211600			
ABERDEEN COMWLTH INCOME FD I	COM	003013109	1180	135000	SH	DEFINED	85
			-----	-----			
			1180	135000			
ACCREDO HEALTH INC	COM	00437V104	29	500	SH	DEFINED	2
			1432	25000	SH	DEFINED	85
			-----	-----			
			1460	25500			
ACTERNA CORP	COM	00503U105	179	119031	SH	DEFINED	1
			-----	-----			
			179	119031			

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ACXIOM CORP	COM	005125109	1	80 SH	DEFINED 19
			1714	100000 SH	DEFINED 85
			-----	-----	
			1715	100080	
ADAMS EXPRESS CO	COM	006212104	54	3809 SH	DEFINED 1
			107	7574 SH	DEFINED 19
			-----	-----	
			161	11383	
ADOBE SYS INC	COM	00724F101	1377	34180 SH	DEFINED 1
			57	1418 SH	DEFINED 15
			809	20070 SH	DEFINED 19
			2079	51600 SH	DEFINED 85
			-----	-----	
			4322	107268	
ADVANCED DIGITAL INFORMATION	COM	007525108	1	100 SH	DEFINED 1
			39	3000 SH	DEFINED 2
			9	670 SH	DEFINED 10
			4	300 SH	DEFINED 19
			1301	100000 SH	DEFINED 85
			-----	-----	
			1354	104070	
ADVO INC	COM	007585102	3168	75000 SH	DEFINED 85
			-----	-----	
			3168	75000	
AEROFLEX INC	COM	007768104	3215	250000 SH	DEFINED 85
			-----	-----	
			3215	250000	
ADVANCEPCS	COM	00790K109	3761	125000 SH	DEFINED 85
			-----	-----	
			3761	125000	
ADVANCED MICRO DEVICES INC	COM	007903107	14	950 SH	DEFINED 1
			84	5710 SH	DEFINED 19
			652	44350 SH	DEFINED 85
			-----	-----	
			750	51010	

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
AEGON N V	ORD AMER REG	007924103	216	8825	SH	DEFINED	1
			1058	43300	SH	DEFINED	15
			112	4575	SH	DEFINED	2
			355	14542	SH	DEFINED	19
			-----		1741	71242	
AETNA INC NEW	COM	00817Y108	113	2908	SH	DEFINED	1
			224	5761	SH	DEFINED	19
			755	19445	SH	DEFINED	85
			-----		1091	28114	
AFFILIATED COMPUTER SERVICES	CL A	008190100	853	15200	SH	DEFINED	1
			101	1800	SH	DEFINED	15
			2245	40000	SH	DEFINED	85
			-----		3199	57000	
AFFYMETRIX INC	COM	00826T108	17	600	SH	DEFINED	1
			8	280	SH	DEFINED	19
			1449	50000	SH	DEFINED	85
			-----		1475	50880	
AGILENT TECHNOLOGIES INC	COM	00846U101	18324	524132	SH	DEFINED	1
			2066	59101	SH	DEFINED	15
			382	10929	SH	DEFINED	2
			87	2487	SH	DEFINED	5
			142	4050	SH	DEFINED	10
			1252	35817	SH	DEFINED	19
			15052	430557	SH	DEFINED	85
			-----		37305	1067073	
AIR PRODS & CHEMS INC	COM	009158106	6776	131183	SH	DEFINED	1
			832	16115	SH	DEFINED	15
			2	46	SH	DEFINED	2
			62	1200	SH	DEFINED	5
			533	10320	SH	DEFINED	19
			1694	32800	SH	DEFINED	85
			-----		9899	191664	

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
AIRTRAN HLDGS INC	COM	00949P108	284	47000	SH		DEFINED	19	
			284	47000					
ALBANY INTL CORP	CL A	012348108	1515	50000	SH		DEFINED	85	
			1515	50000					
ALBERTO CULVER CO	CL B CONV	013068101	70	1300	SH		DEFINED	1	
			422	7815	SH		DEFINED	19	
			798	14775	SH		DEFINED	85	
			1290	23890					
ALBERTSONS INC	COM	013104104	685	20678	SH		DEFINED	1	
			50	1512	SH		DEFINED	15	
			109	3277	SH		DEFINED	19	
			1034	31197	SH		DEFINED	85	
			1878	56664					
ALCAN INC	COM	013716105	74	1871	SH		DEFINED	19	
			981	24750	SH		DEFINED	85	
			1055	26621					
ALCOA INC	COM	013817101	5004	132587	SH		DEFINED	1	
			373	9885	SH		DEFINED	15	
			4	107	SH		DEFINED	2	
			11	300	SH		DEFINED	10	
			2109	55891	SH		DEFINED	19	
			5279	139876	SH		DEFINED	85	
			12781	338646					
ALFA CORP	COM	015385107	286	10264	SH		DEFINED	10	
			286	10264					
ALKERMES INC	COM	01642T108	3258	125000	SH		DEFINED	85	
			3258	125000					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
ALLEGHENY ENERGY INC	COM	017361106	192	4648	SH		DEFINED	1	
			74	1800	SH		DEFINED	15	
			384	9275	SH		DEFINED	19	
			1410	34100	SH		DEFINED	85	
			-----	-----					
			2060	49823					
ALLEN TELECOM INC	COM	018091108	19	2800	SH		DEFINED	1	
			27	4000	SH		DEFINED	2	
			534	80000	SH		DEFINED	85	
						-----	-----		
			580	86800					
ALLERGAN INC	COM	018490102	47	723	SH		DEFINED	1	
			109	1688	SH		DEFINED	19	
			905	14000	SH		DEFINED	85	
						-----	-----		
			1061	16411					
ALLIANT ENERGY CORP	COM	018802108	61	2004	SH		DEFINED	1	
			19	639	SH		DEFINED	15	
			39	1300	SH		DEFINED	10	
			115	3798	SH		DEFINED	19	
						-----	-----		
			234	7741					
ALLIANT TECHSYSTEMS INC	COM	018804104	9179	90000	SH		DEFINED	85	
						-----	-----		
			9179	90000					
ALLIED CAP CORP NEW	COM	01903Q108	6	200	SH		DEFINED	1	
			8	300	SH		DEFINED	19	
			2750	100000	SH		DEFINED	85	
						-----	-----		
			2764	100500					
ALLIED WASTE INDS INC	COM PAR\$.01NEW	019589308	200	15400	SH		DEFINED	85	
						-----	-----		
			200	15400					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
ALLSTATE CORP	COM	020002101	2131	56424	SH		DEFINED	1	
			564	14933	SH		DEFINED	15	
			430	11375	SH		DEFINED	2	
			52	1364	SH		DEFINED	5	
			21164	560328	SH		DEFINED	19	
			3767	99748	SH		DEFINED	85	
			-----	-----					
			28107	744172					
ALLTEL CORP	COM	020039103	35495	638972	SH		DEFINED	1	
			2470	44470	SH		DEFINED	15	
			2063	37141	SH		DEFINED	2	
			500	8992	SH		DEFINED	5	
			306	5510	SH		DEFINED	10	
			1069	19246	SH		DEFINED	19	
			17387	313000	SH		DEFINED	85	
-----	-----								
			59290	1067331					
ALPHA INDS INC	COM	020753109	2288	150000	SH		DEFINED	85	
			-----	-----					
			2288	150000					
ALTERA CORP	COM	021441100	1095	50081	SH		DEFINED	1	
			3	131	SH		DEFINED	2	
			11	491	SH		DEFINED	10	
			299	13690	SH		DEFINED	19	
			4901	224100	SH		DEFINED	85	
			-----	-----					
			6309	288493					
ALTERRA HEALTHCARE CORP	COM	02146C104	3	27100	SH		DEFINED	19	
			-----	-----					
			3	27100					
AMBAC FINL GROUP INC	COM	023139108	146	2480	SH		DEFINED	1	
			61	1035	SH		DEFINED	15	
			1	25	SH		DEFINED	5	
			53	900	SH		DEFINED	19	
			476	8050	SH		DEFINED	85	
			-----	-----					
			738	12490					

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
AMERADA HESS CORP	COM	023551104	50	630	SH		DEFINED	1	
			51	645	SH		DEFINED	15	
			228	2870	SH		DEFINED	19	
			540	6800	SH		DEFINED	85	
			-----	-----					
			869	10945					
AMEREN CORP	COM	023608102	111	2596	SH		DEFINED	1	
			140	3281	SH		DEFINED	15	
			591	13823	SH		DEFINED	19	
			457	10700	SH		DEFINED	85	
			-----	-----					
			1300	30400					
AMCORE FINL INC	COM	023912108	464	19728	SH		DEFINED	19	
			-----	-----					
			464	19728					
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	9636	332292	SH		DEFINED	19	
			-----	-----					
			9636	332292					
AMERICAN CAPITAL STRATEGIES	COM	024937104	40	1300	SH		DEFINED	2	
			3870	125000	SH		DEFINED	85	
			-----	-----					
			3910	126300					
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	6759	272885	SH		DEFINED	1	
			19	755	SH		DEFINED	19	
			9958	402000	SH		DEFINED	85	
			-----	-----					
			16736	675640					
AMERICAN ELEC PWR INC	COM	025537101	834	18103	SH		DEFINED	1	
			248	5374	SH		DEFINED	15	
			14	310	SH		DEFINED	2	
			22	480	SH		DEFINED	10	
			1056	22903	SH		DEFINED	19	
			3432	74460	SH		DEFINED	85	
			-----	-----					
			5606	121630					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	MA	
AMERICAN EXPRESS CO	COM	025816109	5947	145185	SH		DEFINED	1	
			284	6938	SH		DEFINED	15	
			733	17885	SH		DEFINED	2	
			13	325	SH		DEFINED	5	
			2935	71650	SH		DEFINED	19	
			10692	261037	SH		DEFINED	85	
			-----	-----					
			20604	503020					
AMERICAN FINL GROUP INC OHIO	COM	025932104	357	12444	SH		DEFINED	1	
			-----	-----					
			357	12444					
AMERICAN INCOME FD INC	COM	02672T109	8	1000	SH		DEFINED	1	
			1028	121600	SH		DEFINED	85	
			-----	-----					
			1036	122600					
AMERICAN INTL GROUP INC	COM	026874107	92684	1284776	SH		DEFINED	1	
			7243	100407	SH		DEFINED	15	
			5955	82551	SH		DEFINED	2	
			2210	30634	SH		DEFINED	5	
			2037	28230	SH		DEFINED	10	
			20401	282792	SH		DEFINED	19	
			61757	856076	SH		DEFINED	85	
			-----	-----					
			192287	2665466					
AMERICAN MGMT SYS INC	COM	027352103	934	50000	SH		DEFINED	85	
			-----	-----					
			934	50000					
AMERICAN PWR CONVERSION CORP	COM	029066107	154	10450	SH		DEFINED	1	
			15	1000	SH		DEFINED	19	
			1182	80000	SH		DEFINED	85	
			-----	-----					
			1352	91450					
AMERICREDIT CORP	COM	03060R101	23	600	SH		DEFINED	10	
			3799	100000	SH		DEFINED	85	
			-----	-----					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	MA	
AMERIPATH INC	COM	03071D109	1948	72700	SH		DEFINED 1		
			35	1300	SH		DEFINED 2		
			2680	100000	SH		DEFINED 85		
			-----	-----					
			4663	174000					
AMERON INTL INC	COM	030710107	718	10000	SH		DEFINED 85		
			-----	-----					
			718	10000					
AMERUS GROUP CO	COM	03072M108	38	981	SH		DEFINED 15		
			1923	50000	SH		DEFINED 85		
			-----	-----					
			1960	50981					
AMERISOURCEBERGEN CORP	COM	03073E105	101	1480	SH		DEFINED 1		
			4	55	SH		DEFINED 19		
			546	8000	SH		DEFINED 85		
			-----	-----					
			651	9535					
AMETEK INC NEW	COM	031100100	19	500	SH		DEFINED 15		
			167	4500	SH		DEFINED 19		
			5582	150000	SH		DEFINED 85		
			-----	-----					
			5768	155000					
AMGEN INC	COM	031162100	72212	1209990	SH		DEFINED 1		
			4908	82238	SH		DEFINED 15		
			5420	90811	SH		DEFINED 2		
			629	10533	SH		DEFINED 5		
			894	14973	SH		DEFINED 10		
			6891	115461	SH		DEFINED 19		
			42116	705700	SH		DEFINED 85		
			-----	-----					
			133069	2229706					
AMKOR TECHNOLOGY INC	COM	031652100	2006	89920	SH		DEFINED 1		

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165	7407	SH	DEFINED	5
112	5000	SH	DEFINED	19
7764	348000	SH	DEFINED	85

10047	450327			

PAGE		13 OF		151		FORM 13F				
						NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP				
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O

AMSOUTH BANCORPORATION			COM	032165102	59	2663	SH	DEFINED	1	
					46	2075	SH	DEFINED	2	
					122	5550	SH	DEFINED	10	
					15	675	SH	DEFINED	19	
					614	27950	SH	DEFINED	85	

					855	38913				
ANADARKO PETE CORP			COM	032511107	259	4591	SH	DEFINED	1	
					83	1462	SH	DEFINED	15	
					4	69	SH	DEFINED	2	
					357	6323	SH	DEFINED	19	
					1079	19109	SH	DEFINED	85	

					1781	31554				
ANALOG DEVICES INC			NOTE	4.750%10	032654AD7	2846	30000	SH	DEFINED	19

					2846	30000				
ANALOG DEVICES INC			COM	032654105	30482	676774	SH	DEFINED	1	
					3156	70070	SH	DEFINED	15	
					6329	140522	SH	DEFINED	2	
					32	700	SH	DEFINED	5	
					540	12000	SH	DEFINED	10	
					3219	71475	SH	DEFINED	19	
					24389	541500	SH	DEFINED	85	

					68147	1513041				
ANDREW CORP			COM	034425108	5	300	SH	DEFINED	1	
					432	25850	SH	DEFINED	19	
					105	6255	SH	DEFINED	85	

					542	32405				

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ANHEUSER BUSCH COS INC	COM	035229103	23301	446378	SH	DEFINED	1
			1306	25015	SH	DEFINED	15
			559	10700	SH	DEFINED	2
			2798	53605	SH	DEFINED	19
			7843	150240	SH	DEFINED	85
			-----	-----			
			35806	685938			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA

ANN TAYLOR STORES CORP	COM	036115103	50	1150	SH	DEFINED	2
			3242	75000	SH	DEFINED	85
			-----	-----			
			3291	76150			
ANTHEM INC	COM	03674B104	78	1357	SH	DEFINED	1
			388	6734	SH	DEFINED	15
			2	37	SH	DEFINED	2
			1	21	SH	DEFINED	5
			-----	-----			
			469	8149			
AON CORP	COM	037389103	185	5272	SH	DEFINED	1
			1077	30774	SH	DEFINED	19
			725	20700	SH	DEFINED	85
			-----	-----			
			1986	56746			
APACHE CORP	COM	037411105	88	1544	SH	DEFINED	1
			240	4218	SH	DEFINED	19
			2473	43470	SH	DEFINED	85
			-----	-----			
			2800	49232			
APHTON CORP	COM	03759P101	215	18217	SH	DEFINED	19
			-----	-----			
			215	18217			
APPLE COMPUTER INC	COM	037833100	33	1380	SH	DEFINED	1
			109	4620	SH	DEFINED	19
			641	27100	SH	DEFINED	85
			-----	-----			

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			783	33100		
APPLEBEES INTL INC	COM	037899101	45	1250	SH	DEFINED 2
			32	890	SH	DEFINED 19
			4084	112500	SH	DEFINED 85
			-----	-----		
			4161	114640		
APRIA HEALTHCARE GROUP INC	COM	037933108	3064	125000	SH	DEFINED 85
			-----	-----		
			3064	125000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
APPLERA CORP	COM AP BIO GRP	038020103	69	3092	SH	DEFINED 1	
			1	50	SH	DEFINED 15	
			367	16400	SH	DEFINED 85	
			-----	-----			
			437	19542			
APPLERA CORP	COM CE GEN GRP	038020202	16	800	SH	DEFINED 1	
			4	200	SH	DEFINED 15	
			1	50	SH	DEFINED 19	
			308	15000	SH	DEFINED 85	
			-----	-----			
			330	16050			
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	211	10975	SH	DEFINED 1	
			18	950	SH	DEFINED 2	
			-----	-----			
			230	11925			
APPLIED MICRO CIRCUITS CORP	COM	03822W109	186	23300	SH	DEFINED 85	
			-----	-----			
			186	23300			
APPLIED MATLS INC	COM	038222105	31926	588287	SH	DEFINED 1	
			1176	21670	SH	DEFINED 15	
			302	5565	SH	DEFINED 2	
			81	1490	SH	DEFINED 5	
			251	4630	SH	DEFINED 10	
			3909	72030	SH	DEFINED 19	
			23814	438800	SH	DEFINED 85	

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		61459	1132472				
ARCHER DANIELS MIDLAND CO	COM	039483102	15	1102	SH	DEFINED	1
			16	1166	SH	DEFINED	15
			417	29925	SH	DEFINED	19
			2845	204271	SH	DEFINED	85
		3294	236464				
ARCHSTONE SMITH TR	COM	039583109	276	10287	SH	DEFINED	1
			276	10287			

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PAGE 16 OF 151 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
ARTESYN TECHNOLOGIES INC	COM	043127109	324	34775	SH	DEFINED	1
			4	400	SH	DEFINED	15
			1164	125000	SH	DEFINED	85
			1491	160175			
ARTHROCARE CORP	COM	043136100	901	50000	SH	DEFINED	85
			901	50000			
ASHLAND INC	COM	044204105	902	19819	SH	DEFINED	1
			55	1198	SH	DEFINED	15
			33	732	SH	DEFINED	2
			34	738	SH	DEFINED	5
			74	1629	SH	DEFINED	19
			246	5400	SH	DEFINED	85
		1343	29516				
ASSOCIATED ESTATES RLTY CORP	COM	045604105	26	2500	SH	DEFINED	1
			799	78100	SH	DEFINED	85
			825	80600			
ASTROPOWER INC	COM	04644A101	1462	35000	SH	DEFINED	85

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			1462	35000			
ASYST TECHNOLOGY CORP	COM	04648X107	1820	100000	SH	DEFINED	85
			-----	-----			
			1820	100000			
ATALANTA SOSNOFF CAP CORP	COM	046499109	297	25000	SH	DEFINED	85
			-----	-----			
			297	25000			
ATLAS AIR WORLDWIDE HLDGS IN	COM	049164106	763	57900	SH	DEFINED	1
			13	975	SH	DEFINED	2
			-----	-----			
			775	58875			
ATMOS ENERGY CORP	COM	049560105	11	454	SH	DEFINED	19
			3540	150000	SH	DEFINED	85
			-----	-----			
			3551	150454			

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PAGE 17 OF 151		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ATWOOD OCEANICS INC	COM	050095108	1836	40000	SH	DEFINED	85		
			-----	-----					
			1836	40000					
AULT INC	COM	051503100	695	173700	SH	DEFINED	85		
			-----	-----					
			695	173700					
AUTODESK INC	COM	052769106	28	600	SH	DEFINED	1		
			329	7050	SH	DEFINED	19		
			668	14300	SH	DEFINED	85		
			-----	-----					
			1025	21950					
AUTOMATIC DATA PROCESSING IN	COM	053015103	50159	860808	SH	DEFINED	1		
			545	9357	SH	DEFINED	15		
			871	14949	SH	DEFINED	2		
			307	5275	SH	DEFINED	5		
			181	3100	SH	DEFINED	10		
			10607	182038	SH	DEFINED	19		
			7986	137050	SH	DEFINED	85		
			-----	-----					
			70657	1212577					

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AUTOZONE INC	COM	053332102	296	4305	SH	DEFINED	19
			1480	21500	SH	DEFINED	85
			-----	-----			
			1777	25805			
AVAYA INC	COM	053499109	39	5237	SH	DEFINED	1
			1	79	SH	DEFINED	15
			1	138	SH	DEFINED	2
			0	16	SH	DEFINED	5
			1	104	SH	DEFINED	10
			61	8202	SH	DEFINED	19
			173	23394	SH	DEFINED	85
			-----	-----			
			274	37170			
AVERY DENNISON CORP	COM	053611109	53424	875368	SH	DEFINED	1
			146	2400	SH	DEFINED	15
			55	900	SH	DEFINED	10
			232	3805	SH	DEFINED	19
			4771	78175	SH	DEFINED	85
						-----	-----
			58628	960648			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
AVIALL INC NEW	COM	05366B102	930	103000	SH	DEFINED	85
			-----	-----			
			930	103000			
AVNET INC	COM	053807103	10	377	SH	DEFINED	1
			13	462	SH	DEFINED	19
			1353	50000	SH	DEFINED	85
						-----	-----
			1376	50839			
AVOCENT CORP	COM	053893103	4688	175000	SH	DEFINED	85
			-----	-----			
			4688	175000			
AVON PRODS INC	COM	054303102	53	980	SH	DEFINED	1
			237	4355	SH	DEFINED	19
			1374	25300	SH	DEFINED	85
						-----	-----
			1664	30635			

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AZTAR CORP	COM	054802103	3	124	SH	DEFINED	5
			2190	100000	SH	DEFINED	85
			-----	-----			
			2193	100124			
BB&T CORP	COM	054937107	43827	1150008	SH	DEFINED	1
			4607	120879	SH	DEFINED	2
			232	6095	SH	DEFINED	19
			2260	59300	SH	DEFINED	85
			-----	-----			
			50926	1336282			
BKF CAP GROUP INC	COM	05548G102	299	10000	SH	DEFINED	85
			-----	-----			
			299	10000			
BP PLC	SPONSORED ADR	055622104	43701	822998	SH	DEFINED	1
			10473	197229	SH	DEFINED	15
			1358	25578	SH	DEFINED	2
			260	4892	SH	DEFINED	5
			359	6758	SH	DEFINED	10
			13416	252651	SH	DEFINED	19
			-----	-----			
			69567	1310106			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
BMC SOFTWARE INC	COM	055921100	4476	230113	SH	DEFINED	1
			821	42187	SH	DEFINED	15
			308	15850	SH	DEFINED	2
			130	6700	SH	DEFINED	10
			258	13250	SH	DEFINED	19
			7612	391350	SH	DEFINED	85
-----	-----						
			13604	699450			
BAKER HUGHES INC	COM	057224107	89	2338	SH	DEFINED	1
			38	1000	SH	DEFINED	2
			424	11075	SH	DEFINED	19
			1675	43780	SH	DEFINED	85
			-----	-----			
			2226	58193			
BALL CORP	COM	058498106	94	2000	SH	DEFINED	1

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			38	800	SH	DEFINED	19
			198	4200	SH	DEFINED	85
			-----	-----			
			331	7000			
BANCINSURANCE CORP	COM	05945K102	75	15750	SH	DEFINED	1
			-----	-----			
			75	15750			
BANK OF AMERICA CORPORATION	COM	060505104	3740	54991	SH	DEFINED	1
			412	6054	SH	DEFINED	15
			693	10181	SH	DEFINED	2
			78	1153	SH	DEFINED	5
			354	5200	SH	DEFINED	10
			3326	48895	SH	DEFINED	19
			16460	241992	SH	DEFINED	85
			-----	-----			
			25063	368466			
BANK NEW YORK INC	COM	064057102	104269	2481408	SH	DEFINED	1
			2749	65415	SH	DEFINED	15
			7351	174930	SH	DEFINED	2
			2643	62900	SH	DEFINED	5
			2086	49650	SH	DEFINED	10
			4362	103804	SH	DEFINED	19
			60740	1445500	SH	DEFINED	85
			-----	-----			
			184199	4383607			

PAGE		20 OF 151		FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP			
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA		
BANK ONE CORP	COM	06423A103	8208	196456	SH	DEFINED	1		
			1134	27154	SH	DEFINED	15		
			94	2261	SH	DEFINED	2		
			24	567	SH	DEFINED	5		
			22	522	SH	DEFINED	10		
			8350	199868	SH	DEFINED	19		
			7989	191211	SH	DEFINED	85		
			-----	-----					
			25822	618039					
BARD C R INC	COM	067383109	34	580	SH	DEFINED	19		
			230	3900	SH	DEFINED	85		
			-----	-----					
			265	4480					

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BARRICK GOLD CORP	COM	067901108	66	3530	SH	DEFINED	1
			192	10356	SH	DEFINED	19
			1357	73106	SH	DEFINED	85
			-----		1615	86992	
BARRY R G CORP OHIO	COM	068798107	995	165000	SH	DEFINED	85
			-----		995	165000	
BAXTER INTL INC	COM	071813109	28316	475735	SH	DEFINED	1
			559	9395	SH	DEFINED	15
			3743	62890	SH	DEFINED	2
			2840	47707	SH	DEFINED	5
			280	4700	SH	DEFINED	10
			2256	37899	SH	DEFINED	19
			26284	441600	SH	DEFINED	85
-----		64277	1079926				
BE AEROSPACE INC	COM	073302101	497	50000	SH	DEFINED	1
			-----		497	50000	

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA		

BEA SYS INC	COM	073325102	2559	186645	SH	DEFINED	1			
			180	13100	SH	DEFINED	15			
			341	24863	SH	DEFINED	2			
			14	1000	SH	DEFINED	10			
			1008	73515	SH	DEFINED	19			
			6807	496500	SH	DEFINED	85			
-----		10908	795623							
BEAR STEARNS COS INC	COM	073902108	7	110	SH	DEFINED	1			
			1110	17687	SH	DEFINED	85			

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		-----		-----			
		1117	17797				
BECTON DICKINSON & CO	COM	075887109	548	14520	SH	DEFINED	1
			23	600	SH	DEFINED	19
			2633	69800	SH	DEFINED	85
			-----	-----			
			3203	84920			
BED BATH & BEYOND INC	COM	075896100	1865	55265	SH	DEFINED	1
			30	900	SH	DEFINED	15
			50	1489	SH	DEFINED	10
			1573	46610	SH	DEFINED	19
			5171	153200	SH	DEFINED	85
			-----	-----			
			8689	257464			
BELL MICROPRODUCTS INC	COM	078137106	1560	150000	SH	DEFINED	85
			-----	-----			
			1560	150000			
BELLSOUTH CORP	COM	079860102	17303	469421	SH	DEFINED	1
			3546	96202	SH	DEFINED	15
			568	15397	SH	DEFINED	2
			51	1394	SH	DEFINED	5
			215	5824	SH	DEFINED	10
			8523	231218	SH	DEFINED	19
			10697	290200	SH	DEFINED	85
			-----	-----			
			40902	1109656			
BEMIS INC	COM	081437105	228	4200	SH	DEFINED	85
			-----	-----			
			228	4200			

				FORM 13F					
PAGE 22 OF 151		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
-----		-----		-----		-----		-----	
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	1139	481	SH	DEFINED	1		
			7	3	SH	DEFINED	15		
			294	124	SH	DEFINED	2		
			9	4	SH	DEFINED	5		
			298	126	SH	DEFINED	19		
			2369	1000	SH	DEFINED	85		
			-----	-----					
			4117	1738					

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BEST BUY INC	COM	086516101	105	1330	SH	DEFINED	1
			105	1332	SH	DEFINED	15
			51	650	SH	DEFINED	2
			1291	16295	SH	DEFINED	19
			2732	34500	SH	DEFINED	85
			-----	-----			
			4285	54107			
BETHLEHEM STL CORP	COM	087509105	0	125	SH	DEFINED	1
			4	8000	SH	DEFINED	2
			1	3200	SH	DEFINED	19
				-----	-----		
			5	11325			
BIG LOTS INC	COM	089302103	10	700	SH	DEFINED	1
			1526	108600	SH	DEFINED	85
				-----	-----		
			1536	109300			
BIOGEN INC	COM	090597105	145	2950	SH	DEFINED	1
			182	3705	SH	DEFINED	19
			554	11300	SH	DEFINED	85
				-----	-----		
			881	17955			
BIOMET INC	COM	090613100	22012	813437	SH	DEFINED	1
			2870	106069	SH	DEFINED	15
			2427	89673	SH	DEFINED	2
			999	36900	SH	DEFINED	5
			867	32049	SH	DEFINED	10
			1716	63424	SH	DEFINED	19
			8973	331612	SH	DEFINED	85
				-----	-----		
			39864	1473164			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
BIOVAIL CORP	COM	09067J109	1962	39255	SH		DEFINED	1		
			3	55	SH		DEFINED	15		
			35	700	SH		DEFINED	10		
			899	17995	SH		DEFINED	19		
			5298	106000	SH		DEFINED	85		

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		-----		-----			
		8197	164005				
BLACK & DECKER CORP	COM	091797100	38	825	SH	DEFINED	1
			191	4100	SH	DEFINED	19
			284	6100	SH	DEFINED	85
			-----	-----			
			513	11025			
BLACK BOX CORP DEL	COM	091826107	51	1050	SH	DEFINED	2
			10	200	SH	DEFINED	5
			3632	75000	SH	DEFINED	85
			-----	-----			
			3692	76250			
BLACKROCK INCOME TR INC	COM	09247F100	11	1482	SH	DEFINED	1
			1298	176100	SH	DEFINED	85
			-----	-----			
			1309	177582			
BLACKROCK NORTH AMERN GV INC	COM	092475102	1459	146300	SH	DEFINED	85
			-----	-----			
			1459	146300			
BLOCK H & R INC	COM	093671105	3015	67825	SH	DEFINED	1
			431	9693	SH	DEFINED	19
			1191	26800	SH	DEFINED	85
			-----	-----			
			4637	104318			
BOB EVANS FARMS INC	COM	096761101	1011	35829	SH	DEFINED	1
			89	3139	SH	DEFINED	15
			240	8495	SH	DEFINED	2
			4	135	SH	DEFINED	5
			27	965	SH	DEFINED	19
			1834	65000	SH	DEFINED	85
			-----	-----			
			3205	113563			

				FORM 13F					
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NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN		MA

BOEING CO	COM	097023105	4762	98694	SH	DEFINED	1		
			287	5944	SH	DEFINED	15		

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			10	200	SH	DEFINED	2
			9	178	SH	DEFINED	5
			49	1021	SH	DEFINED	10
			2109	43716	SH	DEFINED	19
			6344	131492	SH	DEFINED	85
			-----	-----			
			13570	281245			
BOMBAY CO INC	COM	097924104	483	162500	SH	DEFINED	85
			-----	-----			
			483	162500			
BORG WARNER INC	COM	099724106	2	27	SH	DEFINED	19
			1258	20000	SH	DEFINED	85
			-----	-----			
			1260	20027			
BOSTON SCIENTIFIC CORP	COM	101137107	648	25844	SH	DEFINED	1
			18	700	SH	DEFINED	15
			321	12800	SH	DEFINED	2
			18	700	SH	DEFINED	5
			105	4165	SH	DEFINED	19
			775	30900	SH	DEFINED	85
			-----	-----			
			1884	75109			
BRANTLEY CAP CORP	COM	105494108	114	11000	SH	DEFINED	19
			342	33100	SH	DEFINED	85
			-----	-----			
			456	44100			
BRISTOL MYERS SQUIBB CO	COM	110122108	123501	3050151	SH	DEFINED	1
			12610	311429	SH	DEFINED	15
			1251	30900	SH	DEFINED	2
			412	10172	SH	DEFINED	5
			798	19700	SH	DEFINED	10
			10197	251851	SH	DEFINED	19
			15164	374500	SH	DEFINED	85
			-----	-----			
			163932	4048703			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP									
		NAME OF ISSUER		TITLE OF CLASS		CUSIP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
								(X\$1000)	PRN	AMT	CALL	DSCRETN	MA

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BROADCOM CORP	CL A	111320107	53	1465	SH	DEFINED	1
			2	60	SH	DEFINED	15
			6	178	SH	DEFINED	2
			39	1080	SH	DEFINED	19
			725	20200	SH	DEFINED	85
			-----	-----			
			825	22983			
BROADWING INC	COM	111620100	10103	1445390	SH	DEFINED	1
			124	17764	SH	DEFINED	15
			62	8800	SH	DEFINED	2
			1051	150365	SH	DEFINED	5
			65	9300	SH	DEFINED	10
			99	14097	SH	DEFINED	19
			2456	351400	SH	DEFINED	85
			-----	-----			
			13960	1997116			
BROWN FORMAN CORP	CL B	115637209	372	5118	SH	DEFINED	1
			7	100	SH	DEFINED	2
			437	6000	SH	DEFINED	19
			378	5200	SH	DEFINED	85
						-----	-----
			1195	16418			
BRUKER DALTONICS INC	COM	116795105	23	2400	SH	DEFINED	2
			2156	225000	SH	DEFINED	85
						-----	-----
			2178	227400			
BRUNSWICK CORP	COM	117043109	1621	59323	SH	DEFINED	1
			121	4420	SH	DEFINED	19
			183	6700	SH	DEFINED	85
						-----	-----
			1925	70443			
BRUSH ENGINEERED MATLS INC	COM	117421107	32	2500	SH	DEFINED	1
			6	500	SH	DEFINED	19
			554	43600	SH	DEFINED	85
						-----	-----
			592	46600			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
BURLINGTON NORTHN SANTA FE C	COM	12189T104	201	6659	SH		DEFINED	1
			45	1500	SH		DEFINED	15
			472	15636	SH		DEFINED	19
			1666	55200	SH		DEFINED	85
			-----	-----				
			2384	78995				
BURLINGTON RES INC	COM	122014103	1932	48187	SH		DEFINED	1
			1491	37194	SH		DEFINED	15
			1061	26470	SH		DEFINED	2
			122	3050	SH		DEFINED	19
			616	15365	SH		DEFINED	85
-----	-----							
			5222	130266				
C&D TECHNOLOGIES INC	COM	124661109	43	2050	SH		DEFINED	2
			2628	125000	SH		DEFINED	85
			-----	-----				
			2671	127050				
C COR NET CORP	COM	125010108	2025	112500	SH		DEFINED	85
			-----	-----				
			2025	112500				
CEC ENTMT INC	COM	125137109	4620	100000	SH		DEFINED	85
			-----	-----				
			4620	100000				
CIGNA CORP	COM	125509109	2838	27993	SH		DEFINED	1
			122	1200	SH		DEFINED	15
			41	400	SH		DEFINED	2
			494	4871	SH		DEFINED	19
			2165	21350	SH		DEFINED	85
-----	-----							
			5659	55814				
CLECO CORP NEW	COM	12561W105	1912	80000	SH		DEFINED	85
			-----	-----				
			1912	80000				

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			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
CMS ENERGY CORP	COM	125896100	11	474	SH		DEFINED	1	
			3	121	SH		DEFINED	15	
			16	704	SH		DEFINED	5	
			779	34440	SH		DEFINED	19	
			233	10300	SH		DEFINED	85	
			-----	-----					
			1042	46039					
CSG SYS INTL INC	COM	126349109	11	390	SH		DEFINED	10	
			1424	50000	SH		DEFINED	85	
			-----	-----					
			1435	50390					
CSX CORP	COM	126408103	906	23775	SH		DEFINED	1	
			163	4279	SH		DEFINED	15	
			230	6045	SH		DEFINED	5	
			8	221	SH		DEFINED	10	
			151	3953	SH		DEFINED	19	
			625	16408	SH		DEFINED	85	
			-----	-----					
			2084	54681					
CTS CORP	COM	126501105	1625	100000	SH		DEFINED	85	
			-----	-----					
			1625	100000					
CVB FINL CORP	COM	126600105	1890	93750	SH		DEFINED	85	
			-----	-----					
			1890	93750					
CVS CORP	COM	126650100	62	1820	SH		DEFINED	1	
			33	950	SH		DEFINED	2	
			994	28951	SH		DEFINED	19	
			1680	48950	SH		DEFINED	85	
			-----	-----					
			2769	80671					
CALIPER TECHNOLOGIES CORP	COM	130876105	25	1900	SH		DEFINED	2	
			1297	100000	SH		DEFINED	85	
			-----	-----					
			1322	101900					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
CALPINE CORP	COM	131347106	6	500	SH		DEFINED	1	
			19	1500	SH		DEFINED	15	
			4	310	SH		DEFINED	10	
			25	1960	SH		DEFINED	19	
			676	53200	SH		DEFINED	85	
			-----	730	57470				
CAMPBELL SOUP CO	COM	134429109	984	36735	SH		DEFINED	1	
			23	864	SH		DEFINED	15	
			16	600	SH		DEFINED	10	
			214	8000	SH		DEFINED	19	
			836	31200	SH		DEFINED	85	
			-----	2074	77399				
CAPITAL ONE FINL CORP	COM	14040H105	20674	323788	SH		DEFINED	1	
			19	300	SH		DEFINED	15	
			147	2300	SH		DEFINED	2	
			54	850	SH		DEFINED	5	
			85	1330	SH		DEFINED	10	
			374	5865	SH		DEFINED	19	
			20348	318686	SH		DEFINED	85	
-----	41702	653119							
CARDINAL HEALTH INC	COM	14149Y108	43182	609135	SH		DEFINED	1	
			108	1520	SH		DEFINED	15	
			911	12850	SH		DEFINED	2	
			41	576	SH		DEFINED	5	
			206	2901	SH		DEFINED	10	
			2183	30800	SH		DEFINED	19	
			22727	320600	SH		DEFINED	85	
-----	69358	978382							
CARNIVAL CORP	COM	143658102	680	20826	SH		DEFINED	1	
			13	400	SH		DEFINED	15	
			65	2000	SH		DEFINED	10	
			632	19345	SH		DEFINED	19	
			2553	78200	SH		DEFINED	85	
			-----	3943	120771				

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
CARRINGTON LABS INC	COM	144525102	260	135220	SH		DEFINED	85	
			260	135220					
CASEYS GEN STORES INC	COM	147528103	62	4600	SH		DEFINED	1	
			95	7000	SH		DEFINED	15	
			9	650	SH		DEFINED	19	
			165	12250					
CATALINA MARKETING CORP	COM	148867104	3650	100000	SH		DEFINED	85	
			3650	100000					
CATERPILLAR INC DEL	COM	149123101	677	11903	SH		DEFINED	1	
			51	902	SH		DEFINED	15	
			253	4442	SH		DEFINED	19	
			1495	26300	SH		DEFINED	85	
			2476	43547					
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	507	21320	SH		DEFINED	1	
			59	2500	SH		DEFINED	19	
			566	23820					
CELL GENESYS INC	COM	150921104	1695	100000	SH		DEFINED	85	
			1695	100000					
CELGENE CORP	COM	151020104	1856	75000	SH		DEFINED	85	
			1856	75000					
CENDANT CORP	COM	151313103	4	200	SH		DEFINED	1	
			179	9300	SH		DEFINED	15	
			23	1182	SH		DEFINED	10	
			804	41867	SH		DEFINED	19	
			3095	161219	SH		DEFINED	85	
			4104	213768					
CENTEX CORP	COM	152312104	13	250	SH		DEFINED	15	
			239	4600	SH		DEFINED	85	
			252	4850					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN			
ENTURY BUSINESS SVCS INC	COM	156490104	1180	340000	SH		DEFINED	85		
			-----	-----						
			1180	340000						
CEPHEID	COM	15670R107	638	150000	SH		DEFINED	85		
			-----	-----						
			638	150000						
CENTURYTEL INC	COM	156700106	1451	42678	SH		DEFINED	1		
			9	270	SH		DEFINED	15		
			139	4075	SH		DEFINED	2		
			130	3825	SH		DEFINED	5		
			17	500	SH		DEFINED	10		
			127	3729	SH		DEFINED	19		
			367	10800	SH		DEFINED	85		
			-----	-----						
			2240	65877						
CERES GROUP INC	COM	156772105	2184	480009	SH		DEFINED	1		
			-----	-----						
			2184	480009						
CERNER CORP	COM	156782104	4771	100000	SH		DEFINED	85		
			-----	-----						
			4771	100000						
CERTEGY INC	COM	156880106	330	8300	SH		DEFINED	1		
			71	1800	SH		DEFINED	15		
			139	3500	SH		DEFINED	2		
			636	16027	SH		DEFINED	19		
			-----	-----						
			1176	29627						
CHARLES & COLVARD LTD	COM	159765106	1037	229520	SH		DEFINED	1		
			-----	-----						
			1037	229520						
CHARTER ONE FINL INC	COM	160903100	180	5753	SH		DEFINED	1		
			479	15351	SH		DEFINED	19		
			540	17284	SH		DEFINED	85		
			-----	-----						
			1198	38388						

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN			
CHECKFREE CORP NEW	COM	162813109	3	200	SH	DEFINED	19		
			767	50000	SH	DEFINED	85		
			770	50200					
CHEMICAL FINL CORP	COM	163731102	2036	67949	SH	DEFINED	19		
			2036	67949					
CHEVRONTEXACO CORP	COM	166764100	60912	674774	SH	DEFINED	1		
			6948	76967	SH	DEFINED	15		
			4209	46626	SH	DEFINED	2		
			415	4595	SH	DEFINED	5		
			438	4855	SH	DEFINED	10		
			9256	102534	SH	DEFINED	19		
			21011	232756	SH	DEFINED	85		
103188	1143107								
CHICOS FAS INC	COM	168615102	623	18490	SH	DEFINED	1		
			44	1300	SH	DEFINED	2		
			61	1800	SH	DEFINED	10		
			38	1125	SH	DEFINED	19		
			3370	100000	SH	DEFINED	85		
4135	122715								
CHIRON CORP	COM	170040109	39	849	SH	DEFINED	1		
			5	100	SH	DEFINED	19		
			665	14500	SH	DEFINED	85		
709	15449								
CHOICEPOINT INC	COM	170388102	304	5280	SH	DEFINED	1		
			62	1080	SH	DEFINED	15		
			86	1500	SH	DEFINED	2		
			544	9450	SH	DEFINED	19		
997	17310								
CHRISTOPHER & BANKS CORP	COM	171046105	1196	36400	SH	DEFINED	1		
			3449	105000	SH	DEFINED	85		

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4645 141400

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP									
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN				
CHUBB CORP	COM	171232101	1253	17140	SH		DEFINED	1			
			16	224	SH		DEFINED	15			
			450	6160	SH		DEFINED	19			
			3743	51200	SH		DEFINED	85			
			5462	74724							
CHURCH & DWIGHT INC	COM	171340102	1	46	SH		DEFINED	1			
			4	150	SH		DEFINED	15			
			2946	100000	SH		DEFINED	85			
			2952	100196							
CIENA CORP	COM	171779101	57	6300	SH		DEFINED	1			
			229	25400	SH		DEFINED	85			
			285	31700							
CINCINNATI FINL CORP	DBC	5.500% 5	172062AB7	4630	20000	SH		DEFINED	1		
				4630	20000						
CINCINNATI FINL CORP	COM	172062101	161484	3698664	SH		DEFINED	1			
			24	550	SH		DEFINED	15			
			1011	23158	SH		DEFINED	2			
			272	6237	SH		DEFINED	5			
			1759	40298	SH		DEFINED	10			
			122	2789	SH		DEFINED	19			
			2445	56000	SH		DEFINED	85			
			167117	3827696							
CINERGY CORP	COM	172474108	4037	112925	SH		DEFINED	1			
			129	3621	SH		DEFINED	15			
			200	5589	SH		DEFINED	2			
			166	4641	SH		DEFINED	5			
			25	700	SH		DEFINED	10			
			154	4303	SH		DEFINED	19			
			3047	85235	SH		DEFINED	85			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
CIRCUIT CITY STORE INC	CIRCT CITY GRP	172737108	14	800	SH		DEFINED	15	
			8	450	SH		DEFINED	10	
			49	2700	SH		DEFINED	19	
			290	16100	SH		DEFINED	85	
			-----		362	20050			
CISCO SYS INC	COM	17275R102	75842	4479733	SH		DEFINED	1	
			2572	151941	SH		DEFINED	15	
			4618	272779	SH		DEFINED	2	
			1946	114968	SH		DEFINED	5	
			1622	95796	SH		DEFINED	10	
			11720	692286	SH		DEFINED	19	
			48676	2875150	SH		DEFINED	85	
-----		146998	8682653						
CINTAS CORP	COM	172908105	181069	3631539	SH		DEFINED	1	
			851	17060	SH		DEFINED	15	
			3472	69635	SH		DEFINED	2	
			97	1940	SH		DEFINED	5	
			550	11036	SH		DEFINED	10	
			146	2930	SH		DEFINED	19	
			23848	478300	SH		DEFINED	85	
-----		210032	4212440						
CITIGROUP INC	COM	172967101	40144	810671	SH		DEFINED	1	
			2521	50901	SH		DEFINED	15	
			3425	69158	SH		DEFINED	2	
			556	11234	SH		DEFINED	5	
			459	9264	SH		DEFINED	10	
			23902	482679	SH		DEFINED	19	
			73967	1493670	SH		DEFINED	85	
-----		144974	2927577						

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CITIZENS BKG CORP MICH	COM	174420109	326	10051	SH	DEFINED	19
			-----	-----			
			326	10051			
CITIZENS COMMUNICATIONS CO	COM	17453B101	545	50723	SH	DEFINED	1
			373	34697	SH	DEFINED	19
			231	21500	SH	DEFINED	85
			-----	-----			
			1149	106920			

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PAGE	34 OF	151	NAME OF REPORTING MANAGER:		FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN		

CITRIX SYS INC	COM	177376100	19	1100	SH		DEFINED	1	
			10	600	SH		DEFINED	15	
			8	480	SH		DEFINED	2	
			17	1000	SH		DEFINED	19	
			368	21300	SH		DEFINED	85	
			-----	-----					
			423	24480					
CLARCOR INC	COM	179895107	4994	156066	SH		DEFINED	1	
			161	5030	SH		DEFINED	19	
			1600	50000	SH		DEFINED	85	
			-----	-----					
			6755	211096					
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	229	4448	SH		DEFINED	1	
			54	1050	SH		DEFINED	15	
			77	1504	SH		DEFINED	2	
			1077	20955	SH		DEFINED	19	
			4663	90700	SH		DEFINED	85	
			-----	-----					
			6100	118657					
CLOROX CO DEL	COM	189054109	910	20851	SH		DEFINED	1	
			446	10225	SH		DEFINED	15	
			232	5310	SH		DEFINED	2	
			148	3387	SH		DEFINED	19	
			781	17900	SH		DEFINED	85	
			-----	-----					
			2516	57673					
COACH INC	COM	189754104	1569	30935	SH		DEFINED	1	
			515	10154	SH		DEFINED	19	
			6136	121000	SH		DEFINED	85	
			-----	-----					

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			8220	162089		
COBRA ELECTRS CORP	COM	191042100	817	108300	SH	DEFINED 85
			-----	-----		
			817	108300		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA

COCA COLA CO	COM	191216100	48311	924436	SH	DEFINED 1	
			3590	68704	SH	DEFINED 15	
			928	17751	SH	DEFINED 2	
			174	3334	SH	DEFINED 5	
			371	7100	SH	DEFINED 10	
			8223	157350	SH	DEFINED 19	
			19618	375400	SH	DEFINED 85	
			-----	-----			
			81216	1554075			
COCA COLA ENTERPRISES INC	COM	191219104	1	33	SH	DEFINED 19	
			646	34400	SH	DEFINED 85	
			-----	-----			
			647	34433			
COHERENT INC	COM	192479103	136	4000	SH	DEFINED 15	
			44	1300	SH	DEFINED 2	
			3390	100000	SH	DEFINED 85	
			-----	-----			
			3570	105300			
COLGATE PALMOLIVE CO	COM	194162103	11977	209566	SH	DEFINED 1	
			1669	29210	SH	DEFINED 15	
			192	3353	SH	DEFINED 2	
			11	201	SH	DEFINED 5	
			29	500	SH	DEFINED 10	
			4605	80577	SH	DEFINED 19	
			4972	87000	SH	DEFINED 85	
			-----	-----			
			23455	410407			

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COMCAST CORP	CL A SPL	200300200	211	6630	SH	DEFINED	1
			32	1000	SH	DEFINED	15
			1445	45440	SH	DEFINED	19
			5940	186800	SH	DEFINED	85
			-----	-----			
			7628	239870			
COMERICA INC	COM	200340107	88	1400	SH	DEFINED	1
			1297	20725	SH	DEFINED	19
			1636	26150	SH	DEFINED	85
						-----	-----
			3021	48275			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
			-----	-----	-----	-----	-----
COMMERCE BANCORP INC NJ	COM	200519106	21	470	SH	DEFINED	10
			5613	125000	SH	DEFINED	85
						-----	-----
			5634	125470			
COMMSCOPE INC	COM	203372107	870	50000	SH	DEFINED	85
						-----	-----
			870	50000			
COMMUNITY CENTRAL BANK CORP	COM	20363J107	517	66245	SH	DEFINED	19
						-----	-----
			517	66245			
COMMUNITY FIRST BANKSHARES I	COM	203902101	4396	170000	SH	DEFINED	85
						-----	-----
			4396	170000			
COMPAQ COMPUTER CORP	COM	204493100	217	20734	SH	DEFINED	1
			129	12338	SH	DEFINED	15
			10	1000	SH	DEFINED	5
			602	57653	SH	DEFINED	19
			3955	378499	SH	DEFINED	85
			-----	-----			
			4914	470224			
COMPUTER ASSOC INTL INC	COM	204912109	42	1900	SH	DEFINED	1
			5	250	SH	DEFINED	15
			678	30954	SH	DEFINED	19

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			2126	97118	SH	DEFINED	85
			-----	-----			
			2851	130222			
COMPUTER NETWORK TECHNOLOGY	COM	204925101	1322	100000	SH	DEFINED	85
			-----	-----			
			1322	100000			
COMPUTER SCIENCES CORP	COM	205363104	1258	24793	SH	DEFINED	1
			274	5400	SH	DEFINED	15
			41	800	SH	DEFINED	2
			256	5050	SH	DEFINED	10
			869	17120	SH	DEFINED	19
			1667	32850	SH	DEFINED	85
			-----	-----			
			4365	86013			

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PAGE 37 OF 151 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
COMPUWARE CORP	COM	205638109	21	1593	SH	DEFINED	1
			133	10300	SH	DEFINED	19
			368	28500	SH	DEFINED	85
			-----	-----			
			521	40393			
COMSTOCK RES INC	COM NEW	205768203	955	125000	SH	DEFINED	85
			-----	-----			
			955	125000			
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	2064	162917	SH	DEFINED	1
			258	20325	SH	DEFINED	15
			15	1150	SH	DEFINED	2
			4	300	SH	DEFINED	5
			22	1700	SH	DEFINED	10
			353	27858	SH	DEFINED	19
			3675	290050	SH	DEFINED	85
			-----	-----			
			6389	504300			
CONAGRA FOODS INC	COM	205887102	847	34920	SH	DEFINED	1
			10	425	SH	DEFINED	15
			338	13920	SH	DEFINED	19
			1000	41250	SH	DEFINED	85
			-----	-----			

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				2195	90515		
CONCORD EFS INC	COM	206197105	4152	124876	SH	DEFINED	1
			33	1000	SH	DEFINED	10
			473	14235	SH	DEFINED	19
			1742	52400	SH	DEFINED	85
			-----		6401	192511	
CONEXANT SYSTEMS INC	COM	207142100	147	12233	SH	DEFINED	1
			12	1000	SH	DEFINED	5
			12	1000	SH	DEFINED	10
			270	22426	SH	DEFINED	19
			231	19200	SH	DEFINED	85
			-----		673	55859	
CONMED CORP	COM	207410101	1875	75000	SH	DEFINED	85
			-----		1875	75000	

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	

CONOCO INC	COM	208251504	15476	530354	SH	DEFINED	1		
			3085	105719	SH	DEFINED	15		
			532	18220	SH	DEFINED	2		
			142	4870	SH	DEFINED	5		
			294	10083	SH	DEFINED	10		
			1811	62059	SH	DEFINED	19		
			2971	101811	SH	DEFINED	85		
			-----		24310	833116			
CONSECO INC	COM	208464107	47	12886	SH	DEFINED	1		
			2	680	SH	DEFINED	15		
			15	4260	SH	DEFINED	5		
			20	5468	SH	DEFINED	19		
			96	26464	SH	DEFINED	85		
			-----		180	49758			
CONSOLIDATED EDISON INC	COM	209115104	196	4666	SH	DEFINED	1		
			9	210	SH	DEFINED	15		
			16	376	SH	DEFINED	10		
			1095	26117	SH	DEFINED	19		

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			1396	33300	SH	DEFINED	85
			-----	-----			
			2710	64669			
CONSTELLATION ENERGY GROUP I	COM	210371100	110	3550	SH	DEFINED	1
			19	600	SH	DEFINED	15
			81	2620	SH	DEFINED	19
			392	12700	SH	DEFINED	85
			-----	-----			
			601	19470			
CONVERGYS CORP	COM	212485106	37615	1272054	SH	DEFINED	1
			998	33758	SH	DEFINED	15
			280	9475	SH	DEFINED	2
			2872	97124	SH	DEFINED	5
			61	2050	SH	DEFINED	10
			958	32411	SH	DEFINED	19
			13026	440500	SH	DEFINED	85
			-----	-----			
			55810	1887372			
COOPER COS INC	COM NEW	216648402	3081	65000	SH	DEFINED	85
			-----	-----			
			3081	65000			

FORM 13F

PAGE 39 OF 151 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
COOPER INDS INC	COM	216669101	374	8922	SH	DEFINED	1
			1465	34925	SH	DEFINED	19
			306	7300	SH	DEFINED	85
			-----	-----			
			2146	51147			
COOPER TIRE & RUBR CO	COM	216831107	309	14251	SH	DEFINED	1
			61	2800	SH	DEFINED	19
			121	5600	SH	DEFINED	85
			-----	-----			
			490	22651			
COORS ADOLPH CO	CL B	217016104	74	1100	SH	DEFINED	1
			207	3075	SH	DEFINED	19
			594	8800	SH	DEFINED	85
			-----	-----			
			875	12975			
COPART INC	COM	217204106	7	390	SH	DEFINED	1

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			46	2550	SH	DEFINED	2
			37	2040	SH	DEFINED	19
			737	41100	SH	DEFINED	85
			-----	-----			
			827	46080			
CORINTHIAN COLLEGES INC	COM	218868107	40	800	SH	DEFINED	2
			758	15000	SH	DEFINED	85
			-----	-----			
			799	15800			
CORN PRODS INTL INC	COM	219023108	242	7504	SH	DEFINED	1
			3	100	SH	DEFINED	15
			65	2025	SH	DEFINED	19
			-----	-----			
			310	9629			
CORNING INC	COM	219350105	1602	210244	SH	DEFINED	1
			50	6535	SH	DEFINED	15
			668	87706	SH	DEFINED	2
			10	1299	SH	DEFINED	5
			27	3600	SH	DEFINED	10
			544	71430	SH	DEFINED	19
			821	107700	SH	DEFINED	85
			-----	-----			
			3722	488514			

PAGE		40 OF 151		FORM 13F					
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA		
			-----	-----	-----	-----	-----		
CORPORATE EXECUTIVE BRD CO	COM	21988R102	38	1000	SH	DEFINED	2		
			1876	50000	SH	DEFINED	85		
			-----	-----					
			1913	51000					
CORPORATE HIGH YIELD FD INC	COM	219914108	92	10300	SH	DEFINED	10		
			-----	-----					
			92	10300					
COSTCO WHSL CORP NEW	COM	22160K105	88	2200	SH	DEFINED	1		
			370	9300	SH	DEFINED	19		
			2369	59500	SH	DEFINED	85		
			-----	-----					
			2827	71000					
COUNTRYWIDE CR INDS INC DEL	COM	222372104	282	6294	SH	DEFINED	1		

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			54	1200	SH	DEFINED	19
			412	9200	SH	DEFINED	85
			-----	-----			
			747	16694			
CRANE CO	COM	224399105	68	2475	SH	DEFINED	1
			1270	46434	SH	DEFINED	19
			126	4625	SH	DEFINED	85
			-----	-----			
			1464	53534			
CREDENCE SYS CORP	COM	225302108	2196	100000	SH	DEFINED	85
			-----	-----			
			2196	100000			
CREE INC	COM	225447101	2366	173610	SH	DEFINED	1
			183	13400	SH	DEFINED	15
			137	10082	SH	DEFINED	2
			110	8100	SH	DEFINED	10
			181	13300	SH	DEFINED	19
			2671	196000	SH	DEFINED	85
			-----	-----			
			5650	414492			
CRYOLIFE INC	COM	228903100	2090	100000	SH	DEFINED	85
			-----	-----			
			2090	100000			

PAGE		41 OF 151		FORM 13F		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA

CRYSTALLEX INTL CORP	COM	22942F101	11	5470	SH	DEFINED	15
			40	20000	SH	DEFINED	19
			-----	-----			
			51	25470			
CUBIC CORP	COM	229669106	1340	20500	SH	DEFINED	85
			-----	-----			
			1340	20500			
CURAGEN CORP	COM	23126R101	1606	100000	SH	DEFINED	85
			-----	-----			
			1606	100000			

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CUTTER & BUCK INC	COM	232217109	2	300	SH	DEFINED 1
			234	32000	SH	DEFINED 85
			-----	-----		
			236	32300		
CYMER INC	COM	232572107	5	100	SH	DEFINED 15
			5	100	SH	DEFINED 19
			4966	100000	SH	DEFINED 85
			-----	-----		
			4976	100200		
CYPRESS SEMICONDUCTOR CORP	COM	232806109	2875	125000	SH	DEFINED 85
			-----	-----		
			2875	125000		
DMC STRATEX NETWORKS INC	COM	23322L106	1088	200000	SH	DEFINED 85
			-----	-----		
			1088	200000		
DPL INC	COM	233293109	3766	147409	SH	DEFINED 1
			116	4545	SH	DEFINED 15
			314	12283	SH	DEFINED 5
			111	4337	SH	DEFINED 10
			90	3511	SH	DEFINED 19
			-----	-----		
			4397	172085		
D R HORTON INC	COM	23331A109	1885	50000	SH	DEFINED 85
			-----	-----		
			1885	50000		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O	MA
DTE ENERGY CO	COM	233331107	204	4487	SH		DEFINED 1		
			30	658	SH		DEFINED 15		
			1809	39755	SH		DEFINED 19		
			1174	25800	SH		DEFINED 85		
			-----	-----					
			3217	70700					
DANA CORP	COM	235811106	1003	46739	SH		DEFINED 1		
			9	400	SH		DEFINED 15		
			23	1050	SH		DEFINED 2		

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			114	5332	SH	DEFINED	19
			250	11632	SH	DEFINED	85
			-----	-----			
			1399	65153			
DANAHER CORP DEL	COM	235851102	4616	64995	SH	DEFINED	1
			3260	45900	SH	DEFINED	15
			620	8725	SH	DEFINED	2
			160	2250	SH	DEFINED	10
			1728	24326	SH	DEFINED	19
			1449	20400	SH	DEFINED	85
			-----	-----			
			11832	166596			
DARDEN RESTAURANTS INC	COM	237194105	280	6892	SH	DEFINED	1
			44	1073	SH	DEFINED	19
			365	9000	SH	DEFINED	85
			-----	-----			
			689	16965			
DATUM INC	COM	238208102	33	3000	SH	DEFINED	1
			502	45000	SH	DEFINED	85
			-----	-----			
			536	48000			
DEERE & CO	COM	244199105	973	21357	SH	DEFINED	1
			81	1768	SH	DEFINED	15
			98	2150	SH	DEFINED	2
			4	85	SH	DEFINED	5
			0	10	SH	DEFINED	10
			329	7217	SH	DEFINED	19
			829	18200	SH	DEFINED	85
			-----	-----			
			2313	50787			

PAGE		43 OF 151		FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA				
DELL COMPUTER CORP		COM	247025109	3153	120741	SH	DEFINED	1					
				76	2922	SH	DEFINED	15					
				258	9892	SH	DEFINED	2					
				116	4430	SH	DEFINED	5					
				278	10649	SH	DEFINED	10					
				2110	80815	SH	DEFINED	19					
				11483	439800	SH	DEFINED	85					

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		-----		-----			
		17474	669249				
DELPHI CORP	COM	247126105	130	8156	SH	DEFINED	1
			164	10271	SH	DEFINED	15
			9	537	SH	DEFINED	5
			459	28698	SH	DEFINED	19
			1191	74509	SH	DEFINED	85

		1954	122171				
DELPHI FINL GROUP INC	CL A	247131105	1961	50000	SH	DEFINED	85

		1961	50000				
DELTA AIR LINES INC DEL	COM	247361108	7	200	SH	DEFINED	5
			69	2105	SH	DEFINED	19
			543	16600	SH	DEFINED	85

		619	18905				
DELUXE CORP	COM	248019101	14	300	SH	DEFINED	15
			2	35	SH	DEFINED	10
			2361	51041	SH	DEFINED	19
			236	5100	SH	DEFINED	85

		2613	56476				
DEVON ENERGY CORP NEW	COM	25179M103	1	22	SH	DEFINED	1
			403	8346	SH	DEFINED	19
			1284	26600	SH	DEFINED	85

		1688	34968				
DEVRY INC DEL	COM	251893103	518	17200	SH	DEFINED	15
			6	200	SH	DEFINED	19

		524	17400				

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PAGE 44 OF 151		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O		
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA	
-----		-----		-----		-----		-----		-----	
DIAGNOSTIC PRODS CORP	COM	252450101	4320	100000	SH	DEFINED	85				

		4320		100000							

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DIAMONDCLUSTER INTL INC	CL A	25278P106	1292	100000	SH	DEFINED	85
			-----	-----			
			1292	100000			
DIEBOLD INC	COM	253651103	702	17241	SH	DEFINED	1
			480	11787	SH	DEFINED	19
			2444	60000	SH	DEFINED	85
			-----	-----			
			3627	89028			
DIONEX CORP	COM	254546104	1907	78400	SH	DEFINED	85
			-----	-----			
			1907	78400			
DISNEY WALT CO	COM DISNEY	254687106	14280	618710	SH	DEFINED	1
			3009	130378	SH	DEFINED	15
			801	34701	SH	DEFINED	2
			106	4582	SH	DEFINED	5
			55	2400	SH	DEFINED	10
			3723	161304	SH	DEFINED	19
			7184	311250	SH	DEFINED	85
			-----	-----			
			29158	1263325			
DOCUMENTUM INC	COM	256159104	25	1000	SH	DEFINED	1
			3181	125000	SH	DEFINED	85
			-----	-----			
			3207	126000			
DOLLAR GEN CORP	COM	256669102	685	42074	SH	DEFINED	1
			17	1028	SH	DEFINED	15
			132	8130	SH	DEFINED	2
			417	25633	SH	DEFINED	85
			-----	-----			
			1251	76865			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
				VALUE	SHARES/	SH/	PUT/	INVSTMT	O	
NAME OF ISSUER				(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	
-----				-----	-----	-----	-----	-----	-----	
DOMINION RES INC VA NEW				COM	25746U109	4168	63972	SH	DEFINED	1

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			66	1008	SH	DEFINED	15
			13	200	SH	DEFINED	2
			11	164	SH	DEFINED	5
			1242	19055	SH	DEFINED	19
			3523	54067	SH	DEFINED	85
			-----	-----			
			9022	138466			
DONNELLEY R R & SONS CO	COM	257867101	960	30864	SH	DEFINED	1
			31	1000	SH	DEFINED	15
			121	3900	SH	DEFINED	2
			138	4432	SH	DEFINED	19
			271	8700	SH	DEFINED	85
			-----	-----			
			1521	48896			
DOVER CORP	COM	260003108	4807	117234	SH	DEFINED	1
			492	12000	SH	DEFINED	15
			366	8925	SH	DEFINED	19
			636	15500	SH	DEFINED	85
			-----	-----			
			6300	153659			
DOW CHEM CO	COM	260543103	2583	78952	SH	DEFINED	1
			311	9509	SH	DEFINED	15
			263	8050	SH	DEFINED	2
			1781	54430	SH	DEFINED	19
			4628	141454	SH	DEFINED	85
			-----	-----			
			9567	292395			
DOW JONES & CO INC	COM	260561105	221	3800	SH	DEFINED	1
			23	400	SH	DEFINED	19
			378	6500	SH	DEFINED	85
			-----	-----			
			623	10700			
DOWNEY FINL CORP	COM	261018105	4560	100000	SH	DEFINED	85
			-----	-----			
			4560	100000			

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NAME OF ISSUER		TITLE OF CLASS		CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN			MA

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DREYFUS STRATEGIC MUNS INC	COM	261932107	23	2395 SH	DEFINED 1
			25	2554 SH	DEFINED 15
			59	6163 SH	DEFINED 19
			-----	-----	
			107	11112	
DREYFUS STRATEGIC MUN BD FD	COM	26202F107	124	14920 SH	DEFINED 1
			23	2775 SH	DEFINED 19
			-----	-----	
			147	17695	
DU PONT E I DE NEMOURS & CO	COM	263534109	21578	457638 SH	DEFINED 1
			2217	47010 SH	DEFINED 15
			79	1665 SH	DEFINED 2
			5	100 SH	DEFINED 5
			433	9177 SH	DEFINED 10
			3489	74004 SH	DEFINED 19
			7503	159120 SH	DEFINED 85
			-----	-----	
			35302	748714	
DUFF & PHELPS UTILS INCOME I	COM	264324104	189	16714 SH	DEFINED 1
			77	6792 SH	DEFINED 15
			5	414 SH	DEFINED 5
			333	29541 SH	DEFINED 19
			-----	-----	
			603	53461	
DUKE ENERGY CORP	WHEN ISSUED	264399106	18032	477033 SH	DEFINED 1
			2681	70928 SH	DEFINED 15
			857	22663 SH	DEFINED 2
			85	2236 SH	DEFINED 5
			1	35 SH	DEFINED 10
			4081	107976 SH	DEFINED 19
			5429	143612 SH	DEFINED 85
			-----	-----	
			31165	824483	
DUKE REALTY CORP	COM NEW	264411505	177	6818 SH	DEFINED 1
			5	200 SH	DEFINED 15
			8	298 SH	DEFINED 5
			21	800 SH	DEFINED 10
			104	4000 SH	DEFINED 19
			-----	-----	
			315	12116	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DCRETN	O MA
DUN & BRADSTREET CORP DEL NE	COM	26483E100	226 151	5658 3774	SH SH	DEFINED 1 DEFINED 19	
			----- 377	----- 9432			
DYCOM INDS INC	COM	267475101	4 2616	250 175000	SH SH	DEFINED 19 DEFINED 85	
			----- 2620	----- 175250			
DYNEGY INC NEW	CL A	26816Q101	40 59 314 2248	1380 2024 10841 77500	SH SH SH SH	DEFINED 1 DEFINED 15 DEFINED 19 DEFINED 85	
			----- 2661	----- 91745			
E M C CORP MASS	COM	268648102	21268 509 2352 40 279 1951 12545	1784261 42673 197283 3355 23440 163643 1052400	SH SH SH SH SH SH SH	DEFINED 1 DEFINED 15 DEFINED 2 DEFINED 5 DEFINED 10 DEFINED 19 DEFINED 85	
			----- 38943	----- 3267055			
ENSCO INTL INC	COM	26874Q100	95 18 112	3150 600 3700	SH SH SH	DEFINED 1 DEFINED 10 DEFINED 19	
			----- 225	----- 7450			
EOG RES INC	COM	26875P101	26 365	629 9000	SH SH	DEFINED 19 DEFINED 85	
			----- 391	----- 9629			
EAST WEST BANCORP INC	COM	27579R104	1465	50000	SH	DEFINED 85	
			----- 1465	----- 50000			

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O MA	
EASTMAN CHEM CO	COM	277432100	20	416	SH		DEFINED	1	
			17	355	SH		DEFINED	15	
			49	1000	SH		DEFINED	2	
			63	1282	SH		DEFINED	19	
			293	6000	SH		DEFINED	85	
			-----	-----					
			442	9053					
EASTMAN KODAK CO	COM	277461109	307	9840	SH		DEFINED	1	
			76	2453	SH		DEFINED	15	
			9	300	SH		DEFINED	2	
			401	12857	SH		DEFINED	19	
			1138	36500	SH		DEFINED	85	
			-----	-----					
			1931	61950					
EATON CORP	COM	278058102	304	3760	SH		DEFINED	1	
			226	2794	SH		DEFINED	19	
			429	5300	SH		DEFINED	85	
			-----	-----					
			960	11854					
EATON VANCE CORP	COM NON VTG	278265103	6	160	SH		DEFINED	2	
			4994	125000	SH		DEFINED	85	
			-----	-----					
			5000	125160					
EBAY INC	COM	278642103	730	12896	SH		DEFINED	1	
			23	400	SH		DEFINED	15	
			27	475	SH		DEFINED	2	
			51	900	SH		DEFINED	5	
			120	2120	SH		DEFINED	19	
			850	15000	SH		DEFINED	85	
			-----	-----					
			1801	31791					
ECHELON CORP	COM	27874N105	5	250	SH		DEFINED	1	
			2250	125000	SH		DEFINED	85	
			-----	-----					
			2255	125250					

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			FORM 13F						
PAGE	49 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
ECOLAB INC	COM	278865100	12405	271325	SH		DEFINED	1	
			479	10475	SH		DEFINED	15	
			31	680	SH		DEFINED	2	
			160	3510	SH		DEFINED	5	
			15	325	SH		DEFINED	10	
			280	6135	SH		DEFINED	19	
			3587	78450	SH		DEFINED	85	
			-----	-----					
			16958	370900					
EDISON INTL	COM	281020107	79	4700	SH		DEFINED	1	
			33	1956	SH		DEFINED	15	
			170	10158	SH		DEFINED	19	
			419	25000	SH		DEFINED	85	
			-----	-----					
			700	41814					
EDWARDS AG INC	COM	281760108	8245	187463	SH		DEFINED	1	
			1542	35061	SH		DEFINED	15	
			644	14650	SH		DEFINED	2	
			936	21280	SH		DEFINED	10	
			98	2225	SH		DEFINED	19	
			18212	414100	SH		DEFINED	85	
			-----	-----					
			29677	674779					
EFUNDS CORP	COM	28224R101	3	165	SH		DEFINED	15	
			485	30217	SH		DEFINED	19	
			-----	-----					
			488	30382					
1838 BD-DEB TRADING FD	COM	282520105	10	500	SH		DEFINED	1	
			7	349	SH		DEFINED	19	
			880	45500	SH		DEFINED	85	
			-----	-----					
			896	46349					
EL PASO CORP	COM	28336L109	15806	358971	SH		DEFINED	1	
			1787	40588	SH		DEFINED	15	
			294	6675	SH		DEFINED	2	
			35	800	SH		DEFINED	5	
			3	59	SH		DEFINED	10	
			1467	33316	SH		DEFINED	19	
			16819	381995	SH		DEFINED	85	
			-----	-----					
			36210	822404					

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			FORM 13F								
			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP								
PAGE	50 OF	151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
			ELECTRO SCIENTIFIC INDS	COM	285229100	4581	125000	SH		DEFINED	85
						-----	-----				
						4581	125000				
			ELECTRONIC DATA SYS NEW	COM	285661104	522	8993	SH		DEFINED	1
						137	2354	SH		DEFINED	15
						46	801	SH		DEFINED	2
						6	104	SH		DEFINED	5
						972	16759	SH		DEFINED	19
						4671	80550	SH		DEFINED	85
						-----	-----				
						6353	109561				
			EMCORE CORP	COM	290846104	5	500	SH		DEFINED	19
						961	100000	SH		DEFINED	85
						-----	-----				
						966	100500				
			EMERSON ELEC CO	COM	291011104	44218	770476	SH		DEFINED	1
						4029	70199	SH		DEFINED	15
						1479	25765	SH		DEFINED	2
						178	3100	SH		DEFINED	5
						588	10250	SH		DEFINED	10
						3956	68928	SH		DEFINED	19
						5624	98000	SH		DEFINED	85
						-----	-----				
						60071	1046718				
			ENCOMPASS SVCS CORP	COM	29255U104	18	10122	SH		DEFINED	1
						37	20763	SH		DEFINED	19
						-----	-----				
						55	30885				
			ENERGEN CORP	COM	29265N108	19	700	SH		DEFINED	1
						16	600	SH		DEFINED	19
						2645	100000	SH		DEFINED	85
						-----	-----				
						2679	101300				
			ENGELHARD CORP	COM	292845104	59	1912	SH		DEFINED	1
						311	10037	SH		DEFINED	85
						-----	-----				
						371	11949				

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
ENGINEERED SUPPORT SYS INC	COM	292866100	49	1050	SH		DEFINED	2	
			416	9000	SH		DEFINED	85	
			-----	-----					
			465	10050					
ENTERGY CORP NEW	COM	29364G103	16	376	SH		DEFINED	1	
			113	2613	SH		DEFINED	15	
			241	5551	SH		DEFINED	19	
			1437	33100	SH		DEFINED	85	
			-----	-----					
			1808	41640					
ENTERPRISE PRODS PARTNERS L	COM	293792107	2418	50000	SH		DEFINED	85	
			-----	-----					
			2418	50000					
ENTRUST INC	COM	293848107	87	17100	SH		DEFINED	1	
			8	1600	SH		DEFINED	19	
			-----	-----					
			95	18700					
ENZON INC	COM	293904108	2290	51710	SH		DEFINED	1	
			89	2000	SH		DEFINED	19	
			6466	146000	SH		DEFINED	85	
			-----	-----					
			8845	199710					
EQUIFAX INC	COM	294429105	556	18600	SH		DEFINED	1	
			60	2000	SH		DEFINED	15	
			293	9800	SH		DEFINED	2	
			958	32055	SH		DEFINED	19	
			332	11100	SH		DEFINED	85	
			-----	-----					
			2199	73555					
EQUITABLE RES INC	COM	294549100	259	7450	SH		DEFINED	1	
			42	1200	SH		DEFINED	5	
			35	1012	SH		DEFINED	19	
			-----	-----					
			336	9662					
EQUITY INCOME FD	UT 1 EX SR-ATT	294700703	499	4618	SH		DEFINED	1	
			-----	-----					
			499	4618					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT DSCRETN	O MA
EQUITY OFFICE PROPERTIES TRU	COM	294741103	58	1930	SH		DEFINED	1
			30	1009	SH		DEFINED	2
			30	1000	SH		DEFINED	19
			954	31800	SH		DEFINED	85
			-----	-----				
			1072	35739				
EQUITY RESIDENTIAL PPTYS TR	SH BEN INT	29476L107	23	800	SH		DEFINED	1
			9	302	SH		DEFINED	2
			326	11342	SH		DEFINED	19
			589	20500	SH		DEFINED	85
			-----	-----				
			947	32944				
EQUITY RESIDENTIAL PPTYS TR	PFD CV 1/10 G	29476L859	1349	53000	SH		DEFINED	85
			-----	-----				
			1349	53000				
EQUUS II INC	COM	294766100	535	68400	SH		DEFINED	85
			-----	-----				
			535	68400				
ERICSSON L M TEL CO	ADR CL B SEK10	294821400	76	18089	SH		DEFINED	1
			37	8800	SH		DEFINED	2
			1046	250330	SH		DEFINED	19
			-----	-----				
			1159	277219				
ESTERLINE TECHNOLOGIES CORP	COM	297425100	92	4500	SH		DEFINED	1
			2040	100000	SH		DEFINED	85
			-----	-----				
			2132	104500				
ETHYL CORP	COM	297659104	243	211700	SH		DEFINED	85
			-----	-----				
			243	211700				
EXELON CORP	COM	30161N101	107	2014	SH		DEFINED	1
			113	2140	SH		DEFINED	15
			16	300	SH		DEFINED	5
			2080	39272	SH		DEFINED	19
			3139	59262	SH		DEFINED	85

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5455 102988

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
EXXON MOBIL CORP	COM	30231G102	240400	5484839	SH		DEFINED	1	
			16827	383925	SH		DEFINED	15	
			7010	159939	SH		DEFINED	2	
			1621	36989	SH		DEFINED	5	
			3223	73526	SH		DEFINED	10	
			41221	940477	SH		DEFINED	19	
			67945	1550190	SH		DEFINED	85	
			378248	8629885					
FBL FINL GROUP INC	CL A	30239F106	1875	100000	SH		DEFINED	85	
				1875	100000				
FPL GROUP INC	COM	302571104	522	8768	SH		DEFINED	1	
			401	6742	SH		DEFINED	15	
			60	1000	SH		DEFINED	10	
			664	11153	SH		DEFINED	19	
			1530	25700	SH		DEFINED	85	
			3178	53363					
FTI CONSULTING INC	COM	302941109	1549	50000	SH		DEFINED	85	
				1549	50000				
FACTSET RESH SYS INC	COM	303075105	54	1350	SH		DEFINED	2	
			3026	75000	SH		DEFINED	85	
				3081	76350				
FAMILY DLR STORES INC	COM	307000109	1	32	SH		DEFINED	1	
			446	13300	SH		DEFINED	85	
				447	13332				
FASTENAL CO	COM	311900104	2516	33410	SH		DEFINED	1	
			481	6390	SH		DEFINED	15	
			8	100	SH		DEFINED	19	

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9114 121000 SH DEFINED 85

 12119 160900

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA			
FEDERAL HOME LN MTG CORP	COM	313400301	59043	931725	SH	DEFINED	1			
			1462	23067	SH	DEFINED	15			
			1752	27648	SH	DEFINED	2			
			940	14830	SH	DEFINED	5			
			844	13320	SH	DEFINED	10			
			1098	17319	SH	DEFINED	19			
			26766	422375	SH	DEFINED	85			

			91905	1450284						
FEDERAL NATL MTG ASSN	COM	313586109	30203	378104	SH	DEFINED	1			
			2091	26171	SH	DEFINED	15			
			644	8059	SH	DEFINED	2			
			118	1475	SH	DEFINED	5			
			977	12230	SH	DEFINED	10			
			7017	87844	SH	DEFINED	19			
			14191	177650	SH	DEFINED	85			

			55240	691533						
FEDERAL SIGNAL CORP	COM	313855108	92	3866	SH	DEFINED	1			
			47	2000	SH	DEFINED	2			
			9	400	SH	DEFINED	5			
			115	4845	SH	DEFINED	19			
			3558	150000	SH	DEFINED	85			

			3822	161111						
FEDERATED DEPT STORES INC DE	COM	31410H101	379	9269	SH	DEFINED	1			
			198	4835	SH	DEFINED	19			
			1234	30200	SH	DEFINED	85			

			1810	44304						
FEDEX CORP	COM	31428X106	2884	49644	SH	DEFINED	1			
			436	7500	SH	DEFINED	15			

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25	425	SH	DEFINED	2
19	320	SH	DEFINED	10
525	9030	SH	DEFINED	19
2462	42370	SH	DEFINED	85

 6350 109289

FELCOR LODGING TR INC	PFD CV A \$1.95	31430F200	221	10000	SH	DEFINED	85
			-----	-----			
			221	10000			

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NAME OF ISSUER			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	

FIDELITY NATL FINL INC	COM	316326107	2176	82500	SH	DEFINED	85	
			-----	-----				
			2176	82500				
FIFTH THIRD BANCORP	COM	316773100	1240342	18380878	SH	DEFINED	1	
			217953	3229886	SH	DEFINED	15	
			3699	54823	SH	DEFINED	2	
			33999	503840	SH	DEFINED	5	
			10870	161088	SH	DEFINED	10	
			253376	3754833	SH	DEFINED	19	
			4812	71312	SH	DEFINED	85	
			-----	-----				
			1765051	26156660				
FILENET CORP	COM	316869106	2564	150000	SH	DEFINED	85	
			-----	-----				
			2564	150000				
FINANCIAL FED CORP	COM	317492106	46	1400	SH	DEFINED	2	
			1641	50000	SH	DEFINED	85	
			-----	-----				
			1686	51400				
FIRST AMERN CORP CALIF	COM	318522307	58	2715	SH	DEFINED	1	
			1596	75000	SH	DEFINED	85	
			-----	-----				
			1654	77715				
FIRST BANCORP IND INC NEW	COM	31867T103	145	10500	SH	DEFINED	15	
			6	400	SH	DEFINED	5	
			-----	-----				
			150	10900				

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FIRST BANCORP P R	COM	318672102	2890	100000	SH	DEFINED	85
			2890	100000			
FIRST CTZNS BANC CORP	COM NO PAR	319459202	625	29890	SH	DEFINED	1
			625	29890			
FIRST COMWLTH FINL CORP PA	COM	319829107	1986	150000	SH	DEFINED	85
			1986	150000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
FIRST DATA CORP	COM	319963104	6199	71051	SH	DEFINED	1
			61	700	SH	DEFINED	2
			148	1700	SH	DEFINED	10
			5286	60585	SH	DEFINED	19
			5165	59200	SH	DEFINED	85
			16860	193236			
FIRST FINL BANCORP OH	COM	320209109	308	19624	SH	DEFINED	1
			232	14768	SH	DEFINED	19
			541	34392			
FIRST IND CORP	COM	32054R108	1391	71500	SH	DEFINED	15
			61	3135	SH	DEFINED	19
			1452	74635			
FIRST MIDWEST BANCORP DEL	COM	320867104	1437	49497	SH	DEFINED	19
			3630	125000	SH	DEFINED	85
			5067	174497			
FIRST REP BK SAN FRANCISCO	COM	336158100	1420	50000	SH	DEFINED	85
			1420	50000			
FIRST TENN NATL CORP	COM	337162101	55748	1590538	SH	DEFINED	1
			1815	51786	SH	DEFINED	15
			913	26050	SH	DEFINED	2

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572 16320 SH DEFINED 5
 102 2900 SH DEFINED 10
 159 4545 SH DEFINED 19
 25734 734200 SH DEFINED 85

 85043 2426339

FISERV INC	COM	337738108	22734	494314	SH	DEFINED	1
			173	3756	SH	DEFINED	15
			141	3075	SH	DEFINED	2
			97	2100	SH	DEFINED	5
			119	2587	SH	DEFINED	10
			350	7619	SH	DEFINED	19
			14880	323550	SH	DEFINED	85
			-----	-----			
			38494	837001			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
	-----	-----	-----	-----	-----	-----	-----	-----
	FIRSTFED FINL CORP	COM	337907109	2223	85000	SH	DEFINED	85
				-----	-----			
				2223	85000			
	FIRSTMERIT CORP	COM	337915102	274	9500	SH	DEFINED	1
				40	1402	SH	DEFINED	19
				-----	-----			
				314	10902			
	FIRSTENERGY CORP	COM	337932107	391	11306	SH	DEFINED	1
				55	1594	SH	DEFINED	15
				551	15939	SH	DEFINED	19
				1422	41120	SH	DEFINED	85
				-----	-----			
				2419	69959			
	FLEETBOSTON FINL CORP	COM	339030108	629	17970	SH	DEFINED	1
				7	200	SH	DEFINED	15
				42	1200	SH	DEFINED	2
				1	30	SH	DEFINED	5
				828	23656	SH	DEFINED	19
				5750	164287	SH	DEFINED	85
				-----	-----			
				7257	207343			
	FLORIDA EAST COAST INDS	CL B	340632207	2162	82500	SH	DEFINED	85
				-----	-----			

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			2162	82500		
FLUOR CORP NEW	COM	343412102	9	220	SH	DEFINED 1
			51	1250	SH	DEFINED 19
			253	6200	SH	DEFINED 85
			-----	-----		
			313	7670		
FLOW INTL CORP	COM	343468104	489	50000	SH	DEFINED 85
			-----	-----		
			489	50000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
FORD MTR CO DEL	COM PAR \$0.01	345370860	483	29285	SH		DEFINED 1	
			410	24842	SH		DEFINED 15	
			17	1014	SH		DEFINED 5	
			30	1800	SH		DEFINED 10	
			2430	147363	SH		DEFINED 19	
			4728	286703	SH		DEFINED 85	
			-----	-----				
			8097	491007				
FOREST LABS INC	COM	345838106	9719	118963	SH		DEFINED 1	
			51	630	SH		DEFINED 15	
			761	9320	SH		DEFINED 2	
			666	8150	SH		DEFINED 5	
			143	1750	SH		DEFINED 10	
			1764	21595	SH		DEFINED 19	
			15204	186100	SH		DEFINED 85	
			-----	-----				
			28310	346508				
FOREST OIL CORP	COM PAR \$0.01	346091705	1481	50000	SH		DEFINED 85	
			-----	-----				
			1481	50000				
FORTUNE BRANDS INC	COM	349631101	1330	26940	SH		DEFINED 1	

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			30	600	SH	DEFINED	15
			197	4000	SH	DEFINED	2
			824	16693	SH	DEFINED	19
			2784	56400	SH	DEFINED	85
			-----	-----			
			5166	104633			
4 KIDS ENTMT INC	COM	350865101	409	20553	SH	DEFINED	19
			-----	-----			
			409	20553			
FRANKLIN ELEC INC	COM	353514102	973	19202	SH	DEFINED	19
			-----	-----			
			973	19202			
FRANKLIN RES INC	COM	354613101	75	1800	SH	DEFINED	1
			16	380	SH	DEFINED	19
			843	20100	SH	DEFINED	85
			-----	-----			
			934	22280			

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PAGE	59 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
FREEPORT-MCMORAN COPPER & GO	CL B	35671D857	66	3760	SH		DEFINED	19	
			194	11000	SH		DEFINED	85	
			-----	-----					
			260	14760					
FRIEDMAN BILLINGS RAMSEY GRO	CL A	358433100	840	120000	SH		DEFINED	85	
			-----	-----					
			840	120000					
GATX CORP	COM	361448103	3369	105957	SH		DEFINED	1	
			859	27000	SH		DEFINED	15	
			40	1250	SH		DEFINED	2	
			118	3715	SH		DEFINED	19	
			-----	-----					
			4386	137922					
GABELLI EQUITY TR INC	COM	362397101	43	3908	SH		DEFINED	1	
			77	7000	SH		DEFINED	15	
			25	2228	SH		DEFINED	2	
			20	1762	SH		DEFINED	10	
			100	9012	SH		DEFINED	19	

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			-----	-----		
			265	23910		
GALLAGHER ARTHUR J & CO	COM	363576109	164	5000 SH	DEFINED	19
			7373	225000 SH	DEFINED	85
			-----	-----		
			7537	230000		
GALLAHER GROUP PLC	SPONSORED ADR	363595109	449	14552 SH	DEFINED	1
			148	4811 SH	DEFINED	19
			-----	-----		
			598	19363		
GALYANS TRADING INC	COM	36458R101	48	3150 SH	DEFINED	2
			1148	75000 SH	DEFINED	85
			-----	-----		
			1196	78150		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA

GANNETT INC	COM	364730101	6918	90912 SH		DEFINED	1
			856	11250 SH		DEFINED	15
			159	2088 SH		DEFINED	2
			91	1200 SH		DEFINED	5
			2118	27837 SH		DEFINED	19
			3014	39600 SH		DEFINED	85
			-----	-----			
			13157	172887			
GAP INC DEL	COM	364760108	23	1536 SH		DEFINED	1
			32	2137 SH		DEFINED	15
			1	90 SH		DEFINED	5
			190	12627 SH		DEFINED	19
			998	66337 SH		DEFINED	85
			-----	-----			
			1244	82727			
GATEWAY INC	COM	367626108	31	4975 SH		DEFINED	1

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			33	5200	SH	DEFINED	15
			1	153	SH	DEFINED	19
			159	25100	SH	DEFINED	85
			-----	-----			
			224	35428			
GENENTECH INC	COM NEW	368710406	1162	23036	SH	DEFINED	1
			1689	33478	SH	DEFINED	15
			10	199	SH	DEFINED	2
			20	400	SH	DEFINED	10
			84	1660	SH	DEFINED	19
			631	12500	SH	DEFINED	85
			-----	-----			
			3596	71273			
GENERAL DYNAMICS CORP	COM	369550108	541	5760	SH	DEFINED	1
			73	780	SH	DEFINED	15
			21	227	SH	DEFINED	10
			136	1450	SH	DEFINED	19
			1447	15400	SH	DEFINED	85
			-----	-----			
			2219	23617			

		FORM 13F							
PAGE 61 OF 151		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
			-----	-----	-----	-----	-----	-----	
GENERAL ELEC CO	COM	369604103	332128	8868559	SH		DEFINED	1	
			22678	605541	SH		DEFINED	15	
			11812	315399	SH		DEFINED	2	
			2156	57557	SH		DEFINED	5	
			4544	121332	SH		DEFINED	10	
			64761	1729254	SH		DEFINED	19	
			94220	2515900	SH		DEFINED	85	
			-----	-----					
			532298	14213542					
GENERAL MLS INC	COM	370334104	2282	46722	SH		DEFINED	1	
			339	6947	SH		DEFINED	15	
			645	13212	SH		DEFINED	19	
			1851	37900	SH		DEFINED	85	
			-----	-----					

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				5119	104781		
GENERAL MTRS CORP	COM	370442105	1891	31276	SH	DEFINED	1
			337	5577	SH	DEFINED	15
			264	4371	SH	DEFINED	2
			47	772	SH	DEFINED	5
			3601	59565	SH	DEFINED	19
			5447	90100	SH	DEFINED	85
			-----	-----			
			11586	191661			
GENERAL MTRS CORP	CL H NEW	370442832	40	2404	SH	DEFINED	1
			13	774	SH	DEFINED	15
			27	1617	SH	DEFINED	2
			1	78	SH	DEFINED	5
			277	16836	SH	DEFINED	19
						-----	-----
			357	21709			
GENESCO INC	COM	371532102	6	200	SH	DEFINED	5
			2068	75000	SH	DEFINED	85
						-----	-----
			2073	75200			
GENTEX CORP	COM	371901109	24	800	SH	DEFINED	1
			24	800	SH	DEFINED	2
			709	23940	SH	DEFINED	19
						-----	-----
			757	25540			

				FORM 13F					
PAGE	62 OF	151	NAME OF REPORTING MANAGER:		FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA

GENUINE PARTS CO	COM	372460105	39	1050	SH	DEFINED	15		
			349	9500	SH	DEFINED	2		
			2907	79059	SH	DEFINED	19		
			1326	36075	SH	DEFINED	85		
						-----	-----		
			4621	125684					
GENUITY INC	CL A	37248E103	186	214000	SH	DEFINED	85		
						-----	-----		
			186	214000					
GENZYME CORP	COM GENL DIV	372917104	62	1420	SH	DEFINED	1		

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			60	1379	SH	DEFINED	19
			965	22100	SH	DEFINED	85
			-----	-----			
			1087	24899			
GEORGIA PAC CORP	COM	373298108	79	2627	SH	DEFINED	1
			31	1040	SH	DEFINED	15
			78	2600	SH	DEFINED	2
			377	12577	SH	DEFINED	19
			525	17545	SH	DEFINED	85
			-----	-----			
			1090	36389			
GILLETTE CO	COM	375766102	9307	273668	SH	DEFINED	1
			850	24996	SH	DEFINED	15
			162	4752	SH	DEFINED	2
			87	2554	SH	DEFINED	5
			102	3000	SH	DEFINED	10
			3301	97066	SH	DEFINED	19
			5073	149164	SH	DEFINED	85
			-----	-----			
			18882	555200			
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1846	39280	SH	DEFINED	1
			323	6866	SH	DEFINED	15
			5	113	SH	DEFINED	2
			21	455	SH	DEFINED	10
			465	9890	SH	DEFINED	19
			-----	-----			
			2660	56604			
GLENBOROUGH RLTY TR INC	PFD CV SER A%	37803P204	1610	73000	SH	DEFINED	85
			-----	-----			
			1610	73000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
GOLDEN WEST FINL CORP DEL	COM	381317106	20	320	SH	DEFINED	10
			286	4500	SH	DEFINED	19
			768	12100	SH	DEFINED	85
			-----	-----			
			1074	16920			
GOLDMAN SACHS GROUP INC	COM	38141G104	164	1813	SH	DEFINED	1
			88	980	SH	DEFINED	19
			-----	-----			

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			252	2793		
GOODRICH CORP	COM	382388106	38	1202 SH	DEFINED 1	
			1038	32800 SH	DEFINED 85	
			-----	-----		
			1076	34002		
GOODYEAR TIRE & RUBR CO	COM	382550101	929	36323 SH	DEFINED 1	
			65	2540 SH	DEFINED 15	
			281	10980 SH	DEFINED 2	
			4	145 SH	DEFINED 5	
			145	5677 SH	DEFINED 19	
			315	12300 SH	DEFINED 85	
			-----	-----		
			1738	67965		
GRACO INC	COM	384109104	3064	75000 SH	DEFINED 85	
			-----	-----		
			3064	75000		
GRAINGER W W INC	COM	384802104	534	9490 SH	DEFINED 1	
			28	500 SH	DEFINED 5	
			82	1450 SH	DEFINED 19	
			405	7200 SH	DEFINED 85	
			-----	-----		
			1048	18640		
GRANITE CONSTR INC	COM	387328107	1846	75000 SH	DEFINED 85	
			-----	-----		
			1846	75000		
GREAT LAKES CHEM CORP	COM	390568103	480	17048 SH	DEFINED 19	
			110	3900 SH	DEFINED 85	
			-----	-----		
			590	20948		

FORM 13F									
PAGE 64 OF 151 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP									
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ INVSTMT	MA	MA	MA	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
GREAT PLAINS ENERGY INC	COM	391164100	77	3096 SH	DEFINED 1				
			69	2770 SH	DEFINED 15				
			37	1500 SH	DEFINED 10				
			98	3940 SH	DEFINED 19				
			-----	-----					
			282	11306					

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GREATER BAY BANCORP	COM	391648102	5118	150000	SH	DEFINED	85
			-----	-----			
			5118	150000			
GUIDANT CORP	COM	401698105	39338	908069	SH	DEFINED	1
			644	14855	SH	DEFINED	15
			1128	26050	SH	DEFINED	2
			271	6248	SH	DEFINED	5
			119	2750	SH	DEFINED	10
			1021	23572	SH	DEFINED	19
			24077	555800	SH	DEFINED	85
			-----	-----			
			66598	1537344			
GUILFORD PHARMACEUTICALS INC	COM	401829106	14	2000	SH	DEFINED	1
			890	125000	SH	DEFINED	85
			-----	-----			
			904	127000			
HCA INC	COM	404119109	44	1000	SH	DEFINED	1
			44	1000	SH	DEFINED	15
			550	12485	SH	DEFINED	19
			3881	88049	SH	DEFINED	85
			-----	-----			
			4520	102534			
HAEMONETICS CORP	COM	405024100	3174	100000	SH	DEFINED	85
			-----	-----			
			3174	100000			
HALLIBURTON CO	COM	406216101	1562	91485	SH	DEFINED	1
			41	2400	SH	DEFINED	15
			5	300	SH	DEFINED	5
			38	2200	SH	DEFINED	10
			293	17147	SH	DEFINED	19
			1074	62900	SH	DEFINED	85
			-----	-----			
			3012	176432			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	PRN CALL	DSCRETN	MA	

JOHN HANCOCK BK &THRIFT OPP	SH BEN INT	409735107	161	19000	SH		DEFINED	1	
			1724	203800	SH		DEFINED	85	
			-----	-----					

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		1885		222800			
HANCOCK JOHN INCOME SECS TR	COM	410123103	10	700	SH	DEFINED	1
			155	10714	SH	DEFINED	19
			-----	-----			
			166	11414			
HANCOCK JOHN FINL SVCS INC	COM	41014S106	68	1786	SH	DEFINED	1
			202	5291	SH	DEFINED	19
			1447	37900	SH	DEFINED	85
			-----	-----			
			1718	44977			
HANOVER COMPRESSOR CO	COM	410768105	1349	75000	SH	DEFINED	85
			-----	-----			
			1349	75000			
HARKEN ENERGY CORP	COM NEW	412552309	0	300	SH	DEFINED	19
			351	390000	SH	DEFINED	85
			-----	-----			
			351	390300			
HARLAND JOHN H CO	COM	412693103	1829	62900	SH	DEFINED	85
			-----	-----			
			1829	62900			
HARLEY DAVIDSON INC	COM	412822108	19473	353214	SH	DEFINED	1
			1349	24470	SH	DEFINED	15
			3092	56090	SH	DEFINED	2
			286	5180	SH	DEFINED	5
			108	1952	SH	DEFINED	10
			3989	72361	SH	DEFINED	19
			17956	325700	SH	DEFINED	85
			-----	-----			
			46252	838967			
HARMAN INTL INDS INC	COM	413086109	4935	100000	SH	DEFINED	85
			-----	-----			
			4935	100000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O	MA
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HARRAHS ENTMT INC	COM	413619107	15	350	SH	DEFINED	19
			381	8600	SH	DEFINED	85
			-----	-----			
			396	8950			
HARRIS CORP DEL	COM	413875105	111	3100	SH	DEFINED	1
			21	580	SH	DEFINED	2
			57	1600	SH	DEFINED	19
			2155	60000	SH	DEFINED	85
			-----	-----			
			2344	65280			
HARTFORD FINL SVCS GROUP INC	COM	416515104	223	3272	SH	DEFINED	1
			109	1600	SH	DEFINED	15
			34	500	SH	DEFINED	2
			517	7583	SH	DEFINED	19
			2326	34145	SH	DEFINED	85
-----	-----						
			3208	47100			
HARTMARX CORP	COM	417119104	0	225	SH	DEFINED	19
			462	220000	SH	DEFINED	85
			-----	-----			
			462	220225			
HASBRO INC	COM	418056107	2	100	SH	DEFINED	1
			14	900	SH	DEFINED	2
			3	175	SH	DEFINED	5
			24	1500	SH	DEFINED	19
			212	13400	SH	DEFINED	85
-----	-----						
			254	16075			
HEALTHSOUTH CORP	COM	421924101	302	21026	SH	DEFINED	1
			29	2000	SH	DEFINED	2
			144	10050	SH	DEFINED	19
			1045	72800	SH	DEFINED	85
-----	-----						
			1519	105876			
HEALTH MGMT ASSOC INC NEW	CL A	421933102	41	2000	SH	DEFINED	10
			23	1125	SH	DEFINED	19
			384	18500	SH	DEFINED	85
			-----	-----			
			448	21625			

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HEALTH CARE REIT INC	COM	42217K106	507	18150	SH	DEFINED	1
			33	1182	SH	DEFINED	10
			49	1770	SH	DEFINED	19
			-----		589	21102	
HEINZ H J CO	COM	423074103	3847	92702	SH	DEFINED	1
			139	3350	SH	DEFINED	15
			17	400	SH	DEFINED	2
			17	400	SH	DEFINED	5
			1104	26602	SH	DEFINED	19
			1482	35700	SH	DEFINED	85
-----		6605	159154				
HERSHEY FOODS CORP	COM	427866108	29405	429026	SH	DEFINED	1
			2365	34507	SH	DEFINED	15
			751	10950	SH	DEFINED	2
			2365	34500	SH	DEFINED	5
			5479	79932	SH	DEFINED	19
			2166	31600	SH	DEFINED	85
-----		42530	620515				
HEWLETT PACKARD CO	COM	428236103	8677	483650	SH	DEFINED	1
			1758	98008	SH	DEFINED	15
			455	25375	SH	DEFINED	2
			74	4145	SH	DEFINED	5
			185	10300	SH	DEFINED	10
			1882	104890	SH	DEFINED	19
			6548	365000	SH	DEFINED	85
-----		19579	1091368				
HILB ROGAL & HAMILTON CO	COM	431294107	48	1550	SH	DEFINED	2
			187	6000	SH	DEFINED	19
			3120	100000	SH	DEFINED	85
-----		3356	107550				
HILLENBRAND INDS INC	COM	431573104	28918	469226	SH	DEFINED	1
			55	900	SH	DEFINED	15
			25	400	SH	DEFINED	5
			194	3150	SH	DEFINED	19
-----		29193	473676				

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
HILTON HOTELS CORP	COM	432848109	18	1271	SH	DEFINED	19
			405	28300	SH	DEFINED	85
			-----	-----			
			423	29571			
HOME DEPOT INC	COM	437076102	124047	2551878	SH	DEFINED	1
			6138	126275	SH	DEFINED	15
			6653	136866	SH	DEFINED	2
			1464	30122	SH	DEFINED	5
			2637	54239	SH	DEFINED	10
			14069	289435	SH	DEFINED	19
			71133	1463343	SH	DEFINED	85
-----	-----						
			226142	4652158			
HON INDS INC	COM	438092108	933	32850	SH	DEFINED	19
			-----	-----			
			933	32850			
HONEYWELL INTL INC	COM	438516106	2544	66472	SH	DEFINED	1
			246	6427	SH	DEFINED	15
			341	8900	SH	DEFINED	2
			118	3074	SH	DEFINED	10
			1806	47195	SH	DEFINED	19
			5454	142512	SH	DEFINED	85
-----	-----						
			10508	274580			
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	130	3800	SH	DEFINED	1
			32	938	SH	DEFINED	10
			139	4050	SH	DEFINED	19
			-----	-----			
			302	8788			
HOT TOPIC INC	COM	441339108	42	2000	SH	DEFINED	2
			1568	75000	SH	DEFINED	85
			-----	-----			
			1609	77000			
HOUSEHOLD INTL INC	COM	441815107	5726	100818	SH	DEFINED	1
			1642	28914	SH	DEFINED	19
			3964	69793	SH	DEFINED	85
			-----	-----			
			11333	199525			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN			
HUBBELL INC	CL A	443510102	557	17628	SH	DEFINED	1		
			152	4800	SH	DEFINED	10		
			19	600	SH	DEFINED	19		
			728	23028					
HUBBELL INC	CL B	443510201	1621	49284	SH	DEFINED	1		
			26	780	SH	DEFINED	10		
			5	162	SH	DEFINED	19		
			1652	50226					
HUDSON UNITED BANCORP	COM	444165104	5	157	SH	DEFINED	19		
			2386	75000	SH	DEFINED	85		
			2391	75157					
HUMANA INC	COM	444859102	472	34900	SH	DEFINED	1		
			22	1600	SH	DEFINED	15		
			309	22860	SH	DEFINED	2		
			89	6600	SH	DEFINED	19		
			514	38000	SH	DEFINED	85		
1407	103960								
HUNTINGTON BANCSHARES INC	COM	446150104	3379	171502	SH	DEFINED	1		
			64	3234	SH	DEFINED	15		
			31	1585	SH	DEFINED	5		
			10	500	SH	DEFINED	10		
			8907	452116	SH	DEFINED	19		
			704	35761	SH	DEFINED	85		
13095	664698								
HUTTIG BLDG PRODS INC	COM	448451104	57	10316	SH	DEFINED	19		
			57	10316					
HYPERFEED TECHNOLOGIES INC	COM	44913S102	7	12000	SH	DEFINED	19		
			7	12000					
HYPERION SOLUTIONS CORP	COM	44914M104	2026	75000	SH	DEFINED	85		
			2026	75000					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA			
IDEC PHARMACEUTICALS CORP	COM	449370105	3160	49137	SH		DEFINED	1			
			426	6620	SH		DEFINED	15			
			19	300	SH		DEFINED	5			
			21	325	SH		DEFINED	10			
			116	1800	SH		DEFINED	19			
			13310	207000	SH		DEFINED	85			
			-----	-----							
			17051	265182							
IMS HEALTH INC	COM	449934108	520	23164	SH		DEFINED	1			
			447	19924	SH		DEFINED	19			
			782	34830	SH		DEFINED	85			
						-----	-----				
			1749	77918							
ITT EDUCATIONAL SERVICES INC	COM	45068B109	45	1000	SH		DEFINED	2			
			2250	50000	SH		DEFINED	85			
						-----	-----				
			2295	51000							
ITT INDS INC IND	COM	450911102	32	507	SH		DEFINED	1			
			44	700	SH		DEFINED	15			
			54	850	SH		DEFINED	19			
			429	6800	SH		DEFINED	85			
						-----	-----				
			558	8857							
IDEXX LABS INC	COM	45168D104	3623	135000	SH		DEFINED	85			
						-----	-----				
			3623	135000							
ILEX ONCOLOGY INC	COM	451923106	26	1500	SH		DEFINED	2			
			1726	100000	SH		DEFINED	85			
						-----	-----				
			1752	101500							
ILLINOIS TOOL WKS INC	COM	452308109	61154	845248	SH		DEFINED	1			
			3609	49876	SH		DEFINED	15			
			2550	35243	SH		DEFINED	2			
			142	1965	SH		DEFINED	5			
			1253	17321	SH		DEFINED	10			
			2160	29861	SH		DEFINED	19			
			32738	452500	SH		DEFINED	85			
						-----	-----				
						103606	1432014				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
IMATION CORP	COM	45245A107	161	6073	SH		DEFINED	1	
			42	1570	SH		DEFINED	19	
			203	7643					
IMAGISTICS INTERNATIONAL INC	COM	45247T104	235	14794	SH		DEFINED	1	
			1	40	SH		DEFINED	15	
			4	224	SH		DEFINED	2	
			8	508	SH		DEFINED	19	
			247	15566					
IMMUNEX CORP NEW	COM	452528102	37	1227	SH		DEFINED	1	
			57	1875	SH		DEFINED	2	
			16	536	SH		DEFINED	10	
			244	8062	SH		DEFINED	19	
			1265	41800	SH		DEFINED	85	
			1619	53500					
IMPATH INC	COM	45255G101	37	900	SH		DEFINED	2	
			4104	100000	SH		DEFINED	85	
			4141	100900					
INCO LTD	DBCV 7.750% 3	453258AH8	21100	211000	SH		DEFINED	85	
			21100	211000					
INCO LTD	COM	453258402	137	7025	SH		DEFINED	19	
			460	23500	SH		DEFINED	85	
			597	30525					
INCYTE GENOMICS INC	COM	45337C102	1488	125000	SH		DEFINED	85	
			1488	125000					
INDEPENDENT BANK CORP MASS	COM	453836108	1294	50000	SH		DEFINED	85	
			1294	50000					
INDEPENDENT BANK CORP MICH	COM	453838104	18	632	SH		DEFINED	1	
			511	17764	SH		DEFINED	19	
			529	18396					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
INFOCUS CORP	COM	45665B106	3	150	SH		DEFINED	1	
			3187	175000	SH		DEFINED	85	
			-----	-----					
			3189	175150					
INFOSPACE INC	COM	45678T102	0	1	SH		DEFINED	15	
			1	729	SH		DEFINED	19	
			315	207000	SH		DEFINED	85	
			-----	-----					
			316	207730					
ING GROUP N V	SPONSORED ADR	456837103	237	8800	SH		DEFINED	1	
			-----	-----					
			237	8800					
INSIGHT ENTERPRISES INC	COM	45765U103	41	1800	SH		DEFINED	2	
			11	505	SH		DEFINED	19	
			2264	100000	SH		DEFINED	85	
			-----	-----					
			2316	102305					
INSITUFORM TECHNOLOGIES INC	CL A	457667103	38	1500	SH		DEFINED	2	
			1264	50000	SH		DEFINED	85	
			-----	-----					
			1301	51500					
INSTINET GROUP INC	COM	457750107	879	135000	SH		DEFINED	85	
			-----	-----					
			879	135000					
INTEGRATED CIRCUIT SYS INC	COM	45811K208	1800	88220	SH		DEFINED	1	
			7599	372500	SH		DEFINED	85	
			-----	-----					
			9399	460720					
INTEGRATED DEVICE TECHNOLOGY	COM	458118106	4866	146380	SH		DEFINED	1	
			20	600	SH		DEFINED	19	
			8975	270000	SH		DEFINED	85	
			-----	-----					
			13860	416980					
INTEGRA BK CORP	COM	45814P105	1944	99688	SH		DEFINED	15	
			91	4678	SH		DEFINED	5	
			-----	-----					

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2035 104366

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	MA	
INTEL CORP	COM	458140100	158687	5218232	SH		DEFINED	1	
			6662	219065	SH		DEFINED	15	
			7536	247826	SH		DEFINED	2	
			2079	68381	SH		DEFINED	5	
			2847	93630	SH		DEFINED	10	
			22544	741329	SH		DEFINED	19	
			80012	2631100	SH		DEFINED	85	
			-----	-----					
			280367	9219563					
INTERDIGITAL COMMUNICATIONS	COM	45866A105	1439	150000	SH		DEFINED	85	
			-----	-----					
			1439	150000					
INTERMAGNETICS GEN CORP	COM	458771102	48	1750	SH		DEFINED	2	
			1363	50000	SH		DEFINED	85	
			-----	-----					
			1410	51750					
INTERNATIONAL BUSINESS MACHS	COM	459200101	94418	907869	SH		DEFINED	1	
			6353	61085	SH		DEFINED	15	
			4576	43996	SH		DEFINED	2	
			314	3019	SH		DEFINED	5	
			1576	15158	SH		DEFINED	10	
			21651	208184	SH		DEFINED	19	
			71682	689250	SH		DEFINED	85	
			-----	-----					
			200570	1928561					
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	527	15080	SH		DEFINED	1	
			147	4200	SH		DEFINED	19	
			255	7300	SH		DEFINED	85	
			-----	-----					
			930	26580					
INTERNATIONAL GAME TECHNOLOG	COM	459902102	12	200	SH		DEFINED	1	
			13	211	SH		DEFINED	19	
			424	6800	SH		DEFINED	85	
			-----	-----					
			449	7211					

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INTERNATIONAL MULTIFOODS COR	COM	460043102	1188	50000	SH	DEFINED	85
			-----	-----			
			1188	50000			

		FORM 13F						
PAGE 74 OF 151		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	

INTL PAPER CO	COM	460146103	1127	26197	SH	DEFINED	1	
			74	1727	SH	DEFINED	15	
			245	5700	SH	DEFINED	2	
			9	200	SH	DEFINED	10	
			615	14294	SH	DEFINED	19	
			2986	69436	SH	DEFINED	85	
			-----	-----				
			5056	117554				
INTERNATIONAL RECTIFIER CORP	COM	460254105	5676	125000	SH	DEFINED	85	
			-----	-----				
			5676	125000				
INTERNET SEC SYS INC	COM	46060X107	3199	140000	SH	DEFINED	85	
			-----	-----				
			3199	140000				
INTERPUBLIC GROUP COS INC	COM	460690100	36675	1069859	SH	DEFINED	1	
			284	8275	SH	DEFINED	15	
			243	7102	SH	DEFINED	2	
			189	5500	SH	DEFINED	5	
			711	20743	SH	DEFINED	10	
			523	15243	SH	DEFINED	19	
			1635	47700	SH	DEFINED	85	
			-----	-----				
			40259	1174422				
INTUIT	COM	461202103	92	2390	SH	DEFINED	1	
			12	300	SH	DEFINED	19	
			621	16200	SH	DEFINED	85	
			-----	-----				
			725	18890				
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	7911	150000	SH	DEFINED	85	
			-----	-----				
			7911	150000				
INVITROGEN CORP	COM	46185R100	215	6250	SH	DEFINED	19	

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		-----		-----			
			215		6250		
IOMEGA CORP	COM NEW	462030305	4	400	SH	DEFINED	10
			558	63000	SH	DEFINED	85

			562	63400			

				FORM 13F					
PAGE	75 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----			-----	-----	-----	-----	-----	-----	-----
IONICS INC	COM	462218108		17	515	SH	DEFINED	1	
				962	30000	SH	DEFINED	85	

			978	30515					
IRWIN FINL CORP	COM	464119106		2994	160000	SH	DEFINED	85	

				2994	160000				
ISIS PHARMACEUTICALS INC	COM	464330109		16	1000	SH	DEFINED	19	
				1608	100000	SH	DEFINED	85	

			1624	101000					
JDS UNIPHASE CORP	COM	46612J101		461	78277	SH	DEFINED	1	
				19	3269	SH	DEFINED	15	
				6	1049	SH	DEFINED	2	
				171	29105	SH	DEFINED	10	
				74	12510	SH	DEFINED	19	
				2145	364200	SH	DEFINED	85	

			2877	488410					
JDA SOFTWARE GROUP INC	COM	46612K108		1451	45500	SH	DEFINED	85	

			1451	45500					
J P MORGAN CHASE & CO	COM	46625H100		14451	405363	SH	DEFINED	1	
				467	13104	SH	DEFINED	15	
				1005	28191	SH	DEFINED	2	
				19	542	SH	DEFINED	5	
				21	600	SH	DEFINED	10	
				4218	118321	SH	DEFINED	19	
	11570	324554	SH	DEFINED	85				

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		31753		890675			
JABIL CIRCUIT INC	COM	466313103	13501	573781	SH	DEFINED	1
			269	11447	SH	DEFINED	15
			317	13460	SH	DEFINED	2
			94	4000	SH	DEFINED	5
			187	7950	SH	DEFINED	10
			166	7072	SH	DEFINED	19
			9784	415800	SH	DEFINED	85
			-----	-----			
			24319	1033510			

				FORM 13F			
PAGE	76 OF 151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA

JACK IN THE BOX INC	COM	466367109	2965	100000	SH	DEFINED	85
			-----	-----			
			2965	100000			
JACOBS ENGR GROUP INC DEL	COM	469814107	3565	50000	SH	DEFINED	85
			-----	-----			
			3565	50000			
JEFFERIES GROUP INC NEW	COM	472319102	3615	75000	SH	DEFINED	85
			-----	-----			
			3615	75000			
JEFFERSON PILOT CORP	COM	475070108	37188	742566	SH	DEFINED	1
			1004	20044	SH	DEFINED	19
			1111	22187	SH	DEFINED	85
			-----	-----			
			39303	784797			
JOHNSON & JOHNSON	COM	478160104	109285	1682605	SH	DEFINED	1
			10001	153985	SH	DEFINED	15
			2253	34686	SH	DEFINED	2
			611	9400	SH	DEFINED	5
			1348	20753	SH	DEFINED	10
			24334	374662	SH	DEFINED	19
			35439	545632	SH	DEFINED	85
			-----	-----			
			183271	2821723			
JOHNSON CTLS INC	COM	478366107	228	2582	SH	DEFINED	1
			1787	20233	SH	DEFINED	19
			1561	17675	SH	DEFINED	85
			-----	-----			

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			3576	40490		
JONES APPAREL GROUP INC	COM	480074103	48	1375	SH	DEFINED 1
			68	1945	SH	DEFINED 15
			17	500	SH	DEFINED 10
			329	9400	SH	DEFINED 85
			-----	-----		
			462	13220		
KLA-TENCOR CORP	COM	482480100	84	1270	SH	DEFINED 1
			163	2445	SH	DEFINED 19
			1363	20500	SH	DEFINED 85
			-----	-----		
			1610	24215		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
K MART CORP	COM	482584109	22	13498	SH	DEFINED 1	
			3	1800	SH	DEFINED 15	
			5	3000	SH	DEFINED 2	
			10	6486	SH	DEFINED 19	
			-----	-----			
			40	24784			
KVH INDS INC	COM	482738101	538	86000	SH	DEFINED 85	
			-----	-----			
			538	86000			
KANEB PIPE LINE PARTNERS L P	SR PREF UNIT	484169107	10	250	SH	DEFINED 1	
			228	5600	SH	DEFINED 19	
			-----	-----			
			238	5850			
KANEB SERVICES LLC	COM	484173109	819	36666	SH	DEFINED 85	
			-----	-----			
			819	36666			
KB HOME	COM	48666K109	697	16065	SH	DEFINED 19	
			3422	78840	SH	DEFINED 85	
			-----	-----			
			4119	94905			
KELLOGG CO	COM	487836108	1213	36128	SH	DEFINED 1	
			7	212	SH	DEFINED 15	
			3149	93808	SH	DEFINED 19	
			2122	63200	SH	DEFINED 85	

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		6491	193348			
KENSEY NASH CORP	COM	490057106	17	1000	SH	DEFINED 19
			1325	80000	SH	DEFINED 85
			1341	81000		
KERR MCGEE CORP	COM	492386107	78	1236	SH	DEFINED 1
			23	369	SH	DEFINED 15
			56	889	SH	DEFINED 19
			482	7673	SH	DEFINED 85
			639	10167		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	MA
KEYCORP NEW	COM	493267108	5439	204105	SH	DEFINED 1
			71	2660	SH	DEFINED 15
			329	12345	SH	DEFINED 2
			9	345	SH	DEFINED 5
			262	9820	SH	DEFINED 19
			1463	54900	SH	DEFINED 85
			7573	284175		
KEYSPAN CORP	COM	49337W100	40	1100	SH	DEFINED 1
			22	600	SH	DEFINED 15
			11	300	SH	DEFINED 10
			228	6259	SH	DEFINED 19
			1161	31900	SH	DEFINED 85
			1461	40159		
KIMBERLY CLARK CORP	COM	494368103	9710	150186	SH	DEFINED 1
			3075	47568	SH	DEFINED 15
			86	1337	SH	DEFINED 2
			41	635	SH	DEFINED 5
			230	3555	SH	DEFINED 10
			3005	46481	SH	DEFINED 19
	7101	109840	SH	DEFINED 85		
			23248	359602		

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KINDER MORGAN INC KANS	COM	49455P101	36	750	SH	DEFINED	19
			460	9500	SH	DEFINED	85

			496	10250			
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	937	28400	SH	DEFINED	1
			33	1000	SH	DEFINED	2
			69	2100	SH	DEFINED	19

			1040	31500			
KING PHARMACEUTICALS INC	COM	495582108	4581	130845	SH	DEFINED	1
			98	2800	SH	DEFINED	15
			325	9275	SH	DEFINED	2
			168	4800	SH	DEFINED	10
			1887	53900	SH	DEFINED	19
			6688	191033	SH	DEFINED	85

			13747	392653			

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PAGE 79 OF 151 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----			-----				
KNIGHT RIDDER INC	COM	499040103	55	800	SH	DEFINED	1
			446	6500	SH	DEFINED	85

			501	7300			
KOHLS CORP	COM	500255104	17296	243096	SH	DEFINED	1
			538	7555	SH	DEFINED	15
			824	11575	SH	DEFINED	2
			143	2015	SH	DEFINED	5
			107	1508	SH	DEFINED	10
			4272	60046	SH	DEFINED	19
22458	315650	SH	DEFINED	85			

			45639	641445			
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	405	13386	SH	DEFINED	1
			114	3765	SH	DEFINED	19

			518	17151			
KOPIN CORP	COM	500600101	118	13000	SH	DEFINED	1
			1822	200000	SH	DEFINED	85

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			1940	213000		
KRAFT FOODS INC	CL A	50075N104	78	2030	SH	DEFINED 1
			29	750	SH	DEFINED 15
			20	510	SH	DEFINED 5
			139	3600	SH	DEFINED 19
			-----		266	6890
KROGER CO	COM	501044101	16102	726608	SH	DEFINED 1
			1860	83942	SH	DEFINED 15
			2301	103822	SH	DEFINED 2
			1235	55742	SH	DEFINED 5
			754	34015	SH	DEFINED 10
			1360	61394	SH	DEFINED 19
			2821	127300	SH	DEFINED 85
			-----		26433	1192823
KULICKE & SOFFA INDS INC	COM	501242101	10	500	SH	DEFINED 19
			3122	150000	SH	DEFINED 85
			-----		3132	150500

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
LSI LOGIC CORP	COM	502161102	9	500	SH	DEFINED 15		
			107	6281	SH	DEFINED 19		
			478	28100	SH	DEFINED 85		
			-----		593	34881		
LTX CORP	COM	502392103	4758	175000	SH	DEFINED 85		
			-----		4758	175000		
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	1570	14015	SH	DEFINED 1		
			11	100	SH	DEFINED 2		
			10	85	SH	DEFINED 10		
			4032	36000	SH	DEFINED 85		
			-----		5622	50200		
LA Z BOY INC	COM	505336107	165	6000	SH	DEFINED 1		
			14810	539542	SH	DEFINED 19		
			3431	125000	SH	DEFINED 85		

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			-----	-----		
			18406	670542		
LAZARE KAPLAN INTL INC	COM	521078105	1025	156500	SH	DEFINED 85
			-----	-----		
			1025	156500		
LEGGETT & PLATT INC	COM	524660107	618	24900	SH	DEFINED 1
			54	2184	SH	DEFINED 19
			374	15100	SH	DEFINED 85
			-----	-----		
			1046	42184		
LEHMAN BROS HLDGS INC	COM	524908100	864	13374	SH	DEFINED 1
			107	1660	SH	DEFINED 15
			6	90	SH	DEFINED 2
			16	250	SH	DEFINED 10
			164	2540	SH	DEFINED 19
			1209	18700	SH	DEFINED 85
			-----	-----		
			2367	36614		
LEITCH TECHNOLOGY CORP	COM	52543H107	120	20741	SH	DEFINED 5
			-----	-----		
			120	20741		

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA			
			-----	-----	-----	-----	-----			
LESCO INC OHIO	COM	526872106	452	48600	SH	DEFINED 85				
			-----	-----						
			452	48600						
LEXMARK INTL NEW	CL A	529771107	193	3369	SH	DEFINED 1				
			91	1600	SH	DEFINED 15				
			51	900	SH	DEFINED 2				
			86	1500	SH	DEFINED 5				
			102	1790	SH	DEFINED 10				
			206	3600	SH	DEFINED 19				
			1715	30000	SH	DEFINED 85				
			-----	-----						
			2445	42759						
LIGAND PHARMACEUTICALS INC	CL B	53220K207	3451	175000	SH	DEFINED 85				
			-----	-----						
			3451	175000						

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LIGHTBRIDGE INC	COM	532226107	39	3350	SH	DEFINED	2
			1163	100000	SH	DEFINED	85
			-----	-----			
			1202	103350			
LILLY ELI & CO	COM	532457108	33034	433518	SH	DEFINED	1
			56994	747948	SH	DEFINED	15
			770	10100	SH	DEFINED	2
			471	6183	SH	DEFINED	5
			271	3550	SH	DEFINED	10
			10487	137624	SH	DEFINED	19
			13548	177800	SH	DEFINED	85
-----	-----						
			115574	1516723			
LIMITED INC	COM	532716107	215	12024	SH	DEFINED	1
			197	11012	SH	DEFINED	19
			1488	83106	SH	DEFINED	85
			-----	-----			
			1900	106142			
LINCOLN ELEC HLDGS INC	COM	533900106	268	9390	SH	DEFINED	19
			-----	-----			
			268	9390			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA		

LINCOLN NATL CORP IND	COM	534187109	2020	39818	SH		DEFINED	1		
			111	2193	SH		DEFINED	15		
			98	1940	SH		DEFINED	2		
			2913	57429	SH		DEFINED	19		
			1426	28100	SH		DEFINED	85		
			-----	-----						
			6569	129480						
LINEAR TECHNOLOGY CORP	COM	535678106	10	230	SH		DEFINED	1		
			1658	37491	SH		DEFINED	19		
			2202	49800	SH		DEFINED	85		
			-----	-----						
			3870	87521						

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LINENS N THINGS INC	COM	535679104	64	2100	SH	DEFINED	15
			47	1550	SH	DEFINED	2
			4580	150000	SH	DEFINED	85
			-----		4691	153650	
LIZ CLAIBORNE INC	COM	539320101	47	1650	SH	DEFINED	1
			16	560	SH	DEFINED	15
			150	5300	SH	DEFINED	19
			233	8200	SH	DEFINED	85
-----		446	15710				
LOCKHEED MARTIN CORP	COM	539830109	697	12100	SH	DEFINED	1
			8	146	SH	DEFINED	15
			27	464	SH	DEFINED	5
			2553	44332	SH	DEFINED	19
			3037	52738	SH	DEFINED	85
-----		6321	109780				
LOEWS CORP	COM	540424108	391	6670	SH	DEFINED	1
			537	9164	SH	DEFINED	19
			861	14700	SH	DEFINED	85
			-----		1789	30534	
LONDON PAC GROUP LTD	SPONSORED ADR	542073101	70	25000	SH	DEFINED	1
			-----		70	25000	

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NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
LONE STAR TECHNOLOGIES INC			COM	542312103	1711	75000	SH		DEFINED	85
				-----		1711	75000			
LOUISIANA PAC CORP			COM	546347105	9	798	SH		DEFINED	1
						23	2152	SH	DEFINED	19
						85	7900	SH	DEFINED	85
				-----		117	10850			
LOWES COS INC			COM	548661107	85479	1965489	SH		DEFINED	1

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			4379	100694	SH	DEFINED	15
			5569	128046	SH	DEFINED	2
			274	6295	SH	DEFINED	5
			2338	53766	SH	DEFINED	10
			2677	61559	SH	DEFINED	19
			60529	1391800	SH	DEFINED	85
			-----	-----			
			161246	3707649			
LUBRIZOL CORP	COM	549271104	223	6400	SH	DEFINED	1
			23	650	SH	DEFINED	19
			-----	-----			
			245	7050			
LUCENT TECHNOLOGIES INC	COM	549463107	946	199995	SH	DEFINED	1
			178	37532	SH	DEFINED	15
			227	47995	SH	DEFINED	2
			381	80463	SH	DEFINED	5
			20	4200	SH	DEFINED	10
			942	199093	SH	DEFINED	19
			1677	354637	SH	DEFINED	85
			-----	-----			
			4370	923915			
MAF BANCORP INC	COM	55261R108	44	1250	SH	DEFINED	2
			168	4763	SH	DEFINED	19
			3525	100000	SH	DEFINED	85
			-----	-----			
			3737	106013			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	

MBIA INC	COM	55262C100	714	13050	SH	DEFINED	1		
			336	6150	SH	DEFINED	15		
			294	5368	SH	DEFINED	19		
			1138	20800	SH	DEFINED	85		
			-----	-----					
			2481	45368					
MBNA CORP	COM	55262L100	866	22449	SH	DEFINED	1		

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			44	1135	SH	DEFINED	15
			12	300	SH	DEFINED	5
			1882	48788	SH	DEFINED	19
			5211	135105	SH	DEFINED	85
			-----	-----			
			8014	207777			
MFS INTER INCOME TR	SH BEN INT	55273C107	29	4340	SH	DEFINED	1
			3	500	SH	DEFINED	19
			1264	189000	SH	DEFINED	85
			-----	-----			
			1297	193840			
MFS MUN INCOME TR	SH BEN INT	552738106	29	3800	SH	DEFINED	1
			34	4500	SH	DEFINED	2
			53	7000	SH	DEFINED	19
			-----	-----			
			115	15300			
MGIC INVT CORP WIS	COM	552848103	455	6650	SH	DEFINED	1
			27	400	SH	DEFINED	15
			116	1700	SH	DEFINED	2
			424	6195	SH	DEFINED	19
			1642	24000	SH	DEFINED	85
			-----	-----			
			2665	38945			
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	22	3300	SH	DEFINED	1
			3	500	SH	DEFINED	15
			16	2500	SH	DEFINED	19
			1371	210000	SH	DEFINED	85
			-----	-----			
			1412	216300			
MKS INSTRUMENT INC	COM	55306N104	2568	75000	SH	DEFINED	85
			-----	-----			
			2568	75000			

				FORM 13F					
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----		
MSC SOFTWARE CORP	COM	553531104	2875	125000	SH	DEFINED	85		
			-----	-----					
			2875	125000					
MACROVISION CORP	COM	555904101	8	300	SH	DEFINED	1		

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			733	27500	SH	DEFINED	85
			-----	-----			
			741	27800			
MALAYSIA FD INC	COM	560905101	497	101200	SH	DEFINED	85
			-----	-----			
			497	101200			
MANITOWOC INC	COM	563571108	320	8100	SH	DEFINED	1
			3950	100000	SH	DEFINED	85
			-----	-----			
			4270	108100			
MANOR CARE INC NEW	COM	564055101	100	4300	SH	DEFINED	1
			189	8100	SH	DEFINED	85
			-----	-----			
			289	12400			
MANULIFE FINL CORP	COM	56501R106	1052	38311	SH	DEFINED	1
			168	6104	SH	DEFINED	15
			161	5853	SH	DEFINED	5
			583	21242	SH	DEFINED	19
			-----	-----			
			1963	71510			
MARATHON OIL CORP	COM	565849106	242	8414	SH	DEFINED	1
			16	570	SH	DEFINED	15
			306	10610	SH	DEFINED	19
			1880	65275	SH	DEFINED	85
			-----	-----			
			2444	84869			
MARSH & MCLENNAN COS INC	COM	571748102	136073	1206959	SH	DEFINED	1
			3377	29955	SH	DEFINED	15
			4672	41436	SH	DEFINED	2
			276	2450	SH	DEFINED	5
			582	5160	SH	DEFINED	10
			9215	81737	SH	DEFINED	19
			70062	621450	SH	DEFINED	85
			-----	-----			
			224257	1989147			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN			
MARSHALL & ILSLEY CORP	COM	571834100	62	1000	SH	DEFINED	1		
			174	2800	SH	DEFINED	15		

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			401	6439	SH	DEFINED	19
			510	8200	SH	DEFINED	85

			1148	18439			
MARRIOTT INTL INC NEW	CL A	571903202	108	2400	SH	DEFINED	1
			89	1975	SH	DEFINED	15
			326	7250	SH	DEFINED	19
			1726	38400	SH	DEFINED	85

			2249	50025			
MASCO CORP	COM	574599106	86	3145	SH	DEFINED	1
			6	211	SH	DEFINED	2
			650	23675	SH	DEFINED	19
			966	35200	SH	DEFINED	85

			1708	62231			
MATTEL INC	COM	577081102	66	3185	SH	DEFINED	1
			50	2396	SH	DEFINED	15
			36	1750	SH	DEFINED	2
			4	200	SH	DEFINED	5
			290	13892	SH	DEFINED	19
			1147	55047	SH	DEFINED	85

			1594	76470			
MAXIM INTEGRATED PRODS INC	COM	57772K101	28276	507549	SH	DEFINED	1
			977	17530	SH	DEFINED	15
			2586	46425	SH	DEFINED	2
			109	1960	SH	DEFINED	5
			28	500	SH	DEFINED	10
			847	15200	SH	DEFINED	19
			27496	493550	SH	DEFINED	85

			60318	1082714			
MAY DEPT STORES CO	COM	577778103	1046	30015	SH	DEFINED	1
			36	1032	SH	DEFINED	15
			302	8670	SH	DEFINED	19
			1519	43600	SH	DEFINED	85

			2904	83317			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	MA	O		

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MAXIMUS INC	COM	577933104	32	1050	SH	DEFINED 2
			3841	125000	SH	DEFINED 85
			-----	-----		
			3874	126050		
MAYTAG CORP	COM	578592107	482	10900	SH	DEFINED 1
			78	1765	SH	DEFINED 19
			266	6000	SH	DEFINED 85
			-----	-----		
			826	18665		
MCCORMICK & CO INC	COM NON VTG	579780206	122	2394	SH	DEFINED 1
			153	3000	SH	DEFINED 15
			23	446	SH	DEFINED 19
			-----	-----		
			299	5840		
MCDONALDS CORP	COM	580135101	8630	310975	SH	DEFINED 1
			1394	50240	SH	DEFINED 15
			705	25408	SH	DEFINED 2
			79	2850	SH	DEFINED 10
			3078	110917	SH	DEFINED 19
			5877	211800	SH	DEFINED 85
			-----	-----		
			19763	712190		
MCGRAW HILL COS INC	COM	580645109	3412	49998	SH	DEFINED 1
			541	7930	SH	DEFINED 15
			845	12380	SH	DEFINED 19
			2000	29300	SH	DEFINED 85
			-----	-----		
			6798	99608		
MCKESSON CORP	COM	58155Q103	167	4450	SH	DEFINED 1
			9	236	SH	DEFINED 15
			75	2000	SH	DEFINED 2
			400	10694	SH	DEFINED 19
			1397	37327	SH	DEFINED 85
			-----	-----		
			2048	54707		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA	
MEADWESTVACO CORP	COM	583334107	2127	64149	SH		DEFINED	1	
			27	800	SH		DEFINED	2	
			65	1950	SH		DEFINED	19	
			504	15217	SH		DEFINED	85	
			-----		2722	82116			
MEDIA 100 INC	COM	58440W105	495	178781	SH		DEFINED	85	
			-----		495	178781			
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	167	3000	SH		DEFINED	19	
			6938	125000	SH		DEFINED	85	
			-----		7104	128000			
MEDIMMUNE INC	COM	584699102	14417	366577	SH		DEFINED	1	
			1602	40739	SH		DEFINED	15	
			935	23780	SH		DEFINED	2	
			51	1305	SH		DEFINED	5	
			35	900	SH		DEFINED	10	
			129	3275	SH		DEFINED	19	
			14037	356900	SH		DEFINED	85	
-----		31207	793476						
MEDTRONIC INC	COM	585055106	49643	1098057	SH		DEFINED	1	
			6661	147335	SH		DEFINED	15	
			4701	103986	SH		DEFINED	2	
			2056	45485	SH		DEFINED	5	
			364	8050	SH		DEFINED	10	
			6137	135738	SH		DEFINED	19	
			23313	515650	SH		DEFINED	85	
			-----		92875	2054301			
			MELLON FINL CORP	COM	58551A108	85398	2212945	SH	
890	23050	SH					DEFINED	15	
5829	151051	SH					DEFINED	2	
219	5680	SH					DEFINED	5	
895	23200	SH					DEFINED	10	
5354	138731	SH					DEFINED	19	
55859	1447500	SH					DEFINED	85	
-----		154443				4002157			

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MERCANTILE BANKSHARES CORP	COM	587405101	8163	188693	SH		DEFINED	1	
			71	1650	SH		DEFINED	19	
			8234	190343					
MERCK & CO INC	COM	589331107	134549	2336736	SH		DEFINED	1	
			8578	148970	SH		DEFINED	15	
			3976	69047	SH		DEFINED	2	
			268	4655	SH		DEFINED	5	
			1900	33006	SH		DEFINED	10	
			17536	304551	SH		DEFINED	19	
			24302	422050	SH		DEFINED	85	
			191109	3319015					
MERCURY AIR GROUP INC	COM	589354109	627	141000	SH		DEFINED	85	
			627	141000					
MERCURY COMPUTER SYS	COM	589378108	2397	75000	SH		DEFINED	85	
			2397	75000					
MERCURY INTERACTIVE CORP	COM	589405109	8	225	SH		DEFINED	1	
			23	600	SH		DEFINED	19	
			2406	63900	SH		DEFINED	85	
			2437	64725					
MEREDITH CORP	COM	589433101	119	2800	SH		DEFINED	1	
			166	3900	SH		DEFINED	85	
			285	6700					
MERIDIAN DIAGNOSTICS INC	SDCV 7.000% 9	589602AB7	3165	40000	SH		DEFINED	19	
			3165	40000					
MERITAGE HOSPITALITY GROUP I	COM	59000K101	299	61434	SH		DEFINED	19	
			299	61434					

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			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
MERRILL LYNCH & CO INC	COM	590188108	125	2250	SH		DEFINED	1	
			66	1200	SH		DEFINED	15	
			32	580	SH		DEFINED	2	
			1344	24272	SH		DEFINED	19	
			7510	135600	SH		DEFINED	85	
			-----	-----					
			9077	163902					
METHODE ELECTRS INC	CL A	591520200	1868	150000	SH		DEFINED	85	
			-----	-----					
			1868	150000					
METLIFE INC	COM	59156R108	185	5887	SH		DEFINED	1	
			128	4072	SH		DEFINED	15	
			11	364	SH		DEFINED	5	
			661	20980	SH		DEFINED	19	
			3074	97600	SH		DEFINED	85	
			-----	-----					
			4060	128903					
MICHAELS STORES INC	COM	594087108	8	200	SH		DEFINED	19	
			5670	150000	SH		DEFINED	85	
			-----	-----					
			5678	150200					
MICROSOFT CORP	COM	594918104	160000	2652953	SH		DEFINED	1	
			9798	162453	SH		DEFINED	15	
			7498	124319	SH		DEFINED	2	
			665	11025	SH		DEFINED	5	
			2414	40021	SH		DEFINED	10	
			23536	390256	SH		DEFINED	19	
			104602	1734400	SH		DEFINED	85	
			-----	-----					
			308512	5115427					
MICROCHIP TECHNOLOGY INC	COM	595017104	8980	214667	SH		DEFINED	1	
			528	12625	SH		DEFINED	2	
			53	1275	SH		DEFINED	10	
			20601	492500	SH		DEFINED	85	
			-----	-----					
			30162	721067					
MICROMUSE INC	COM	595094103	16	1800	SH		DEFINED	5	
			1314	150000	SH		DEFINED	85	
			-----	-----					
			1330	151800					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT		
MICRON TECHNOLOGY INC	COM	595112103	152	4605	SH		DEFINED	1	
			414	12575	SH		DEFINED	19	
			3218	97800	SH		DEFINED	85	
			-----	-----					
			3783	114980					
MICROSEMI CORP	COM	595137100	37	2250	SH		DEFINED	2	
			1632	100000	SH		DEFINED	85	
			-----	-----					
			1669	102250					
MID ATLANTIC MED SVCS INC	COM	59523C107	29	1000	SH		DEFINED	2	
			5700	200000	SH		DEFINED	85	
			-----	-----					
			5729	201000					
MIDCAP SPDR TR	UNIT SER 1	595635103	35	350	SH		DEFINED	1	
			138	1400	SH		DEFINED	5	
			200	2020	SH		DEFINED	19	
			-----	-----					
			372	3770					
MIDWEST BANC HOLDINGS INC	COM	598251106	2077	93792	SH		DEFINED	19	
			-----	-----					
			2077	93792					
MILACRON INC	COM	598709103	365	25000	SH		DEFINED	1	
			16	1100	SH		DEFINED	19	
			-----	-----					
			381	26100					
MILLENNIUM PHARMACEUTICALS I	COM	599902103	1116	50000	SH		DEFINED	85	
			-----	-----					
			1116	50000					
MILLER HERMAN INC	COM	600544100	25	1040	SH		DEFINED	15	
			591	24834	SH		DEFINED	19	
			-----	-----					
			615	25874					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
MINNESOTA MNG & MFG CO	COM	604059105	25284	219845	SH		DEFINED	1	
			4436	38571	SH		DEFINED	15	
			150	1300	SH		DEFINED	2	
			92	800	SH		DEFINED	10	
			4663	40543	SH		DEFINED	19	
			6487	56400	SH		DEFINED	85	
			-----	-----					
			41111	357459					
MIRANT CORP	COM	604675108	122	8414	SH		DEFINED	1	
			22	1546	SH		DEFINED	15	
			3	217	SH		DEFINED	2	
			296	20486	SH		DEFINED	19	
			1218	84274	SH		DEFINED	85	
			-----	-----					
			1661	114937					
MOLEX INC	COM	608554101	324	9339	SH		DEFINED	1	
			14	396	SH		DEFINED	19	
			516	14875	SH		DEFINED	85	
			-----	-----					
			853	24610					
MONY GROUP INC	COM	615337102	98	2441	SH		DEFINED	1	
			134	3321	SH		DEFINED	19	
						-----	-----		
			232	5762					
MOODYS CORP	COM	615369105	701	17067	SH		DEFINED	1	
			360	8748	SH		DEFINED	19	
			492	11965	SH		DEFINED	85	
						-----	-----		
			1553	37780					
MORGAN STANLEY DEAN WITTER&C	COM NEW	617446448	1479	25803	SH		DEFINED	1	
			744	12974	SH		DEFINED	15	
			11	200	SH		DEFINED	2	
			98	1718	SH		DEFINED	5	
			25145	438752	SH		DEFINED	19	
			10363	180832	SH		DEFINED	85	
						-----	-----		
			37841	660279					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
MORGAN STANLEY	MUN PREM INCOM	61745P429	83	9470	SH		DEFINED	1	
			84	9600	SH		DEFINED	10	
			5	560	SH		DEFINED	19	
			-----	-----					
			173	19630					
MORGAN STANLEY	MUN INC OPP II	61745P445	106	13450	SH		DEFINED	1	
			55	7000	SH		DEFINED	19	
			-----	-----					
			161	20450					
MOTOROLA INC	COM	620076109	2206	155386	SH		DEFINED	1	
			96	6750	SH		DEFINED	15	
			60	4228	SH		DEFINED	2	
			363	25540	SH		DEFINED	5	
			90	6350	SH		DEFINED	10	
			3907	275106	SH		DEFINED	19	
			4791	337380	SH		DEFINED	85	
			-----	-----					
			11513	810740					
MOVADO GROUP INC	COM	624580106	259	11800	SH		DEFINED	85	
			-----	-----					
			259	11800					
MUELLER INDS INC	COM	624756102	19	552	SH		DEFINED	1	
			2624	75000	SH		DEFINED	85	
			-----	-----					
			2644	75552					
MUNIYIELD MICH INSD FD INC	COM	62630J106	238	18000	SH		DEFINED	1	
			130	9809	SH		DEFINED	19	
			-----	-----					
			368	27809					
MUNIYIELD MICH FD INC	COM	626300107	253	20000	SH		DEFINED	1	
			181	14358	SH		DEFINED	19	
			-----	-----					
			434	34358					
MUNIYIELD QUALITY FD INC	COM	626302103	102	7650	SH		DEFINED	15	
			102	7668	SH		DEFINED	19	
			-----	-----					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O MA	
MYLAN LABS INC	COM	628530107	195	6605	SH		DEFINED	1	
			38	1300	SH		DEFINED	2	
			12	400	SH		DEFINED	5	
			32	1100	SH		DEFINED	19	
			277	9405					
NCO GROUP INC	COM	628858102	2360	85000	SH		DEFINED	85	
			2360	85000					
NCR CORP NEW	COM	62886E108	169	3773	SH		DEFINED	1	
			10	213	SH		DEFINED	15	
			0	9	SH		DEFINED	5	
			93	2084	SH		DEFINED	19	
			336	7500	SH		DEFINED	85	
			608	13579					
NL INDS INC	COM NEW	629156407	1245	75000	SH		DEFINED	85	
			1245	75000					
NABORS INDS INC	COM	629568106	15	350	SH		DEFINED	1	
			8	200	SH		DEFINED	2	
			30	700	SH		DEFINED	19	
			456	10800	SH		DEFINED	85	
			509	12050					
NASDAQ 100 TR	UNIT SER 1	631100104	331	9171	SH		DEFINED	1	
			16	456	SH		DEFINED	2	
			2393	66354	SH		DEFINED	19	
			2740	75981					
NATIONAL CITY CORP	COM	635405103	16251	528331	SH		DEFINED	1	
			1085	35268	SH		DEFINED	15	
			12	400	SH		DEFINED	2	
			6	200	SH		DEFINED	10	

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3351	108956	SH	DEFINED	19
2488	80900	SH	DEFINED	85

23195	754055			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O	MA	

NATIONAL COMMERCE FINL CORP	COM	63545P104	64163	2308008	SH	DEFINED	1		
			3253	117005	SH	DEFINED	15		
			4551	163700	SH	DEFINED	2		
			373	13400	SH	DEFINED	10		
			2831	101833	SH	DEFINED	19		
			16766	603100	SH	DEFINED	85		

			91936	3307046					
NATIONAL FUEL GAS CO N J	COM	636180101	356	14618	SH	DEFINED	1		
			37	1500	SH	DEFINED	5		
			75	3080	SH	DEFINED	19		

			467	19198					
NATIONAL SEMICONDUCTOR CORP	COM	637640103	61	1800	SH	DEFINED	1		
			6	170	SH	DEFINED	19		
			455	13500	SH	DEFINED	85		

			521	15470					
NAVISTAR INTL CORP NEW	COM	63934E108	0	10	SH	DEFINED	1		
			0	5	SH	DEFINED	19		
			205	4620	SH	DEFINED	85		

			205	4635					
NEIMAN MARCUS GROUP INC	CL A	640204202	1654	48000	SH	DEFINED	85		

			1654	48000					
NEOGEN CORP	COM	640491106	161	10200	SH	DEFINED	19		

			161	10200					
NETWORK APPLIANCE INC	COM	64120L104	76	3715	SH	DEFINED	1		
			8	400	SH	DEFINED	15		

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				3	150	SH	DEFINED	19
				1734	85100	SH	DEFINED	85
				-----	-----			
				1821	89365			
NEW JERSEY RES	COM	646025106		1814	60000	SH	DEFINED	85
				-----	-----			
				1814	60000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA

NEW YORK TIMES CO	CL A	650111107	92	1929	SH	DEFINED	1
			376	7850	SH	DEFINED	19
			949	19825	SH	DEFINED	85
			-----	-----			
			1417	29604			
NEWELL RUBBERMAID INC	COM	651229106	1352	42296	SH	DEFINED	1
			174	5445	SH	DEFINED	15
			283	8840	SH	DEFINED	2
			29	895	SH	DEFINED	5
			7389	231203	SH	DEFINED	19
			655	20480	SH	DEFINED	85
			-----	-----			
			9881	309159			
NEWFIELD EXPL CO	COM	651290108	2774	75000	SH	DEFINED	85
			-----	-----			
			2774	75000			
NEWMONT MINING CORP	COM	651639106	361	13022	SH	DEFINED	1
			34	1219	SH	DEFINED	15
			238	8600	SH	DEFINED	2
			332	11989	SH	DEFINED	19
			1122	40515	SH	DEFINED	85
			-----	-----			
			2086	75345			
NEXTEL COMMUNICATIONS INC	CL A	65332V103	23	4250	SH	DEFINED	1
			5	1000	SH	DEFINED	10
			39	7250	SH	DEFINED	19
			329	61200	SH	DEFINED	85
			-----	-----			
			397	73700			

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NICOR INC	COM	654086107	281	6172	SH	DEFINED	1
			5	112	SH	DEFINED	15
			617	13543	SH	DEFINED	19
			155	3400	SH	DEFINED	85
			-----	-----			
			1058	23227			

				FORM 13F			
PAGE	97 OF 151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA

NIKE INC	CL B	654106103	1	16	SH	DEFINED	1
			1	15	SH	DEFINED	15
			844	14070	SH	DEFINED	19
			2538	42300	SH	DEFINED	85
			-----	-----			
			3385	56401			
99 CENTS ONLY STORES	COM	65440K106	4313	112500	SH	DEFINED	85
			-----	-----			
			4313	112500			
NISOURCE INC	COM	65473P105	39802	1734311	SH	DEFINED	1
			4261	185682	SH	DEFINED	15
			1259	54873	SH	DEFINED	2
			11	500	SH	DEFINED	5
			6087	265242	SH	DEFINED	19
			4260	185619	SH	DEFINED	85
			-----	-----			
			55682	2426227			
NOKIA CORP	SPONSORED ADR	654902204	13542	652944	SH	DEFINED	1
			2181	105180	SH	DEFINED	15
			1560	75222	SH	DEFINED	2
			581	27997	SH	DEFINED	5
			151	7277	SH	DEFINED	10
			2235	107744	SH	DEFINED	19
			6533	315000	SH	DEFINED	85
			-----	-----			
			26783	1291364			
NOBLE DRILLING CORP	COM	655042109	75	1800	SH	DEFINED	19

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			418	10100	SH	DEFINED	85
			-----	-----			
			493	11900			
NORDSTROM INC	COM	655664100	37	1500	SH	DEFINED	1
			255	10400	SH	DEFINED	85
			-----	-----			
			292	11900			
NORFOLK SOUTHERN CORP	COM	655844108	1474	61574	SH	DEFINED	1
			154	6424	SH	DEFINED	15
			748	31233	SH	DEFINED	19
			716	29900	SH	DEFINED	85
			-----	-----			
			3091	129131			

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PAGE 98 OF 151 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
NORTEL NETWORKS CORP NEW	COM	656568102	267	59505	SH	DEFINED	1
			16	3504	SH	DEFINED	15
			2	340	SH	DEFINED	2
			3	700	SH	DEFINED	5
			197	43790	SH	DEFINED	19
			1618	360400	SH	DEFINED	85
			-----	-----			
			2102	468239			
NORTH CTRY FINL CORP	COM	658788104	286	39486	SH	DEFINED	19
			-----	-----			
			286	39486			
NORTH FORK BANCORPORATION NY	COM	659424105	66761	1877420	SH	DEFINED	1
			291	8175	SH	DEFINED	15
			1412	39710	SH	DEFINED	2
			791	22250	SH	DEFINED	10
			14580	410000	SH	DEFINED	85
			-----	-----			
			83835	2357555			
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	519	12900	SH	DEFINED	19
			-----	-----			
			519	12900			
NORTHERN TR CORP	COM	665859104	17360	288804	SH	DEFINED	1
			2402	39962	SH	DEFINED	15
			919	15285	SH	DEFINED	2

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			36	595	SH	DEFINED	5
			310	5150	SH	DEFINED	10
			8571	142584	SH	DEFINED	19
			16248	270300	SH	DEFINED	85
			-----	-----			
			45845	762680			
NORTHROP GRUMMAN CORP	COM	666807102	8	75	SH	DEFINED	1
			23	200	SH	DEFINED	10
			166	1471	SH	DEFINED	19
			961	8500	SH	DEFINED	85
			-----	-----			
			1158	10246			
NORTHWEST PIPE CO	COM	667746101	765	50000	SH	DEFINED	85
			-----	-----			
			765	50000			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

PAGE	99 OF	151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
			NORTHWESTERN CORP	COM	668074107	9	400	SH	DEFINED	1	
						79	3588	SH	DEFINED	19	
						1100	50000	SH	DEFINED	85	
						-----	-----				
						1188	53988				
			NOVELL INC	COM	670006105	34	8700	SH	DEFINED	1	
						2	400	SH	DEFINED	19	
						1353	347800	SH	DEFINED	85	
						-----	-----				
						1388	356900				
			NOVELLUS SYS INC	COM	670008101	8	150	SH	DEFINED	1	
						2	40	SH	DEFINED	15	
						26	485	SH	DEFINED	10	
						139	2570	SH	DEFINED	19	
						1142	21100	SH	DEFINED	85	
						-----	-----				
						1318	24345				
			NOVEN PHARMACEUTICALS INC	COM	670009109	27	1300	SH	DEFINED	2	
						1556	75000	SH	DEFINED	85	
						-----	-----				
						1582	76300				

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NSTAR	COM	67019E107	65	1443	SH	DEFINED	1
			10	220	SH	DEFINED	5
			165	3648	SH	DEFINED	19
			-----		241	5311	
NUCOR CORP	COM	670346105	839	13054	SH	DEFINED	19
			914	14225	SH	DEFINED	85
			-----		1752	27279	
NUVEEN INVT QUALITY MUN FD I	COM	67062E103	41	2860	SH	DEFINED	1
			4	300	SH	DEFINED	15
			102	7076	SH	DEFINED	19
			-----		148	10236	
NUVEEN PREM INCOME MUN FD	COM	67062T100	28	2065	SH	DEFINED	1
			317	23100	SH	DEFINED	19
			-----		346	25165	

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA

NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	128	9222	SH	DEFINED	1		
			28	2000	SH	DEFINED	15		
			14	1000	SH	DEFINED	19		
			-----		169	12222			
NUVEEN PREM INCOME MUN FD 2	COM	67063W102	99	7000	SH	DEFINED	10		
			56	3950	SH	DEFINED	19		
			-----		155	10950			
NVIDIA CORP	COM	67066G104	1065	24015	SH	DEFINED	1		
			16	350	SH	DEFINED	10		
			71	1600	SH	DEFINED	19		
			3336	75200	SH	DEFINED	85		
			-----		4488	101165			
OM GROUP INC	COM	670872100	3750	51870	SH	DEFINED	1		
			284	3925	SH	DEFINED	15		
			195	2700	SH	DEFINED	19		
			11207	155000	SH	DEFINED	85		

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		-----		-----			
		15436		213495			
NUVEEN MUN VALUE FD INC	COM	670928100	140	15149	SH	DEFINED	1
			205	22260	SH	DEFINED	15
			166	17972	SH	DEFINED	19
		-----		-----			
		511		55381			
NUVEEN SELECT QUALITY MUN FD	COM	670973106	90	6500	SH	DEFINED	1
			64	4625	SH	DEFINED	19
			-----		-----		
		155		11125			
NUVEEN MICH QUALITY INCOME M	COM	670979103	207	13640	SH	DEFINED	1
			1394	91751	SH	DEFINED	19
			-----		-----		
		1601		105391			
NUVEEN OHIO QUALITY INCOME M	COM	670980101	649	39721	SH	DEFINED	1
			-----		-----		
		649		39721			

				FORM 13F					
PAGE 101 OF 151		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA

NUVEEN INSD MUN OPPORTUNITY	COM	670984103	64	4350	SH	DEFINED	1		
			64	4400	SH	DEFINED	15		
			177	12085	SH	DEFINED	19		
		-----		-----					
		305		20835					
NUVEEN MICH PREM INCOME MUN	COM	67101Q109	645	44661	SH	DEFINED	19		
			-----		-----				
		645		44661					
OCCIDENTAL PETE CORP DEL	COM	674599105	27	939	SH	DEFINED	1		
			131	4490	SH	DEFINED	15		
			308	10583	SH	DEFINED	19		
			840	28800	SH	DEFINED	85		
		-----		-----					
		1306		44812					
OCEANEERING INTL INC	COM	675232102	36	1250	SH	DEFINED	2		
			2175	75000	SH	DEFINED	85		

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			-----	-----		
			2211	76250		
OFFICE DEPOT INC	COM	676220106	21	1050	SH	DEFINED 5
			10	500	SH	DEFINED 10
			207	10450	SH	DEFINED 19
			459	23100	SH	DEFINED 85
			-----	-----		
			697	35100		
OGLEBAY NORTON CO	COM	677007106	2	172	SH	DEFINED 19
			202	20000	SH	DEFINED 85
			-----	-----		
			204	20172		
OHIO CAS CORP	COM	677240103	720	38032	SH	DEFINED 1
			68	3569	SH	DEFINED 5
			-----	-----		
			788	41601		
OLD NATL BANCORP IND	COM	680033107	4849	198087	SH	DEFINED 15
			193	7890	SH	DEFINED 5
			-----	-----		
			5042	205977		

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PAGE	102 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
OLD SECOND BANCORP INC ILL	COM	680277100	1760	43808	SH		DEFINED 19		
			-----	-----					
			1760	43808					
OLIN CORP	COM PAR \$1	680665205	11	597	SH		DEFINED 1		
			16	868	SH		DEFINED 19		
			1410	75000	SH		DEFINED 85		
			-----	-----					
			1438	76465					
OLYMPIC STEEL INC	COM	68162K106	1277	211000	SH		DEFINED 85		
			-----	-----					
			1277	211000					
OMNICOM GROUP INC	COM	681919106	46021	487510	SH		DEFINED 1		
			1241	13143	SH		DEFINED 15		

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			5321	56364	SH	DEFINED	2
			82	867	SH	DEFINED	5
			558	5912	SH	DEFINED	10
			5828	61734	SH	DEFINED	19
			23978	254000	SH	DEFINED	85
			-----	-----			
			83028	879530			
ON ASSIGNMENT INC	COM	682159108	47	2600	SH	DEFINED	2
			895	50000	SH	DEFINED	85
			-----	-----			
			942	52600			
ONYX PHARMACEUTICALS INC	COM	683399109	50	11000	SH	DEFINED	19
			-----	-----			
			50	11000			
ORACLE CORP	COM	68389X105	61746	4823871	SH	DEFINED	1
			2554	199508	SH	DEFINED	15
			1875	146462	SH	DEFINED	2
			4026	314493	SH	DEFINED	5
			1132	88410	SH	DEFINED	10
			5444	425298	SH	DEFINED	19
			33359	2606148	SH	DEFINED	85
			-----	-----			
			110134	8604190			
ORTHOLOGIC CORP	COM	68750J107	558	100000	SH	DEFINED	85
			-----	-----			
			558	100000			

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----			-----					-----
ORTHODONTIC CTRS AMER INC	COM	68750P103	35	1250	SH	DEFINED	2	
			6	200	SH	DEFINED	19	
			4142	150000	SH	DEFINED	85	
			-----	-----				
			4182	151450				
OSHKOSH B GOSH INC	CL A	688222207	240	5600	SH	DEFINED	19	
			-----	-----				
			240	5600				
OSTEOTECH INC	COM	688582105	481	72000	SH	DEFINED	85	
			-----	-----				
			481	72000				

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OUTBACK STEAKHOUSE INC	COM	689899102	154	4292	SH	DEFINED	1	
				26	725	SH	DEFINED	15
				218	6100	SH	DEFINED	2
				77	2150	SH	DEFINED	19
			-----	-----				
			475	13267				
OVERLAND DATA INC	COM	690213103	1075	100000	SH	DEFINED	85	
						-----	-----	
			1075	100000				
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	1823	75000	SH	DEFINED	85	
						-----	-----	
			1823	75000				
OWENS CORNING	COM	69073F103	137	67000	SH	DEFINED	1	
				2	1000	SH	DEFINED	19
						-----	-----	
			139	68000				
OWENS & MINOR INC NEW	COM	690732102	2455	125000	SH	DEFINED	85	
						-----	-----	
			2455	125000				
OWENS ILL INC	COM NEW	690768403	1119	65852	SH	DEFINED	1	
				2	102	SH	DEFINED	19
						-----	-----	
			1121	65954				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
PG&E CORP	COM	69331C108	29	1220	SH	DEFINED	1	
				111	4695	SH	DEFINED	19
				702	29800	SH	DEFINED	85
						-----	-----	
			841	35715				
PMC-SIERRA INC	COM	69344F106	3885	238613	SH	DEFINED	1	
				17	1030	SH	DEFINED	15
				25	1550	SH	DEFINED	2
				8	490	SH	DEFINED	5

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			26	1570	SH	DEFINED	19
			5077	311850	SH	DEFINED	85
			-----	-----			
			9037	555103			
PNC FINL SVCS GROUP INC	COM	693475105	8383	136324	SH	DEFINED	1
			225	3666	SH	DEFINED	15
			31	500	SH	DEFINED	2
			151	2451	SH	DEFINED	5
			614	9993	SH	DEFINED	19
			2601	42300	SH	DEFINED	85
			-----	-----			
			12005	195234			
PPG INDS INC	COM	693506107	9674	176184	SH	DEFINED	1
			275	5004	SH	DEFINED	15
			77	1400	SH	DEFINED	2
			652	11866	SH	DEFINED	19
			708	12900	SH	DEFINED	85
			-----	-----			
			11386	207354			
PPL CORP	COM	69351T106	80	2021	SH	DEFINED	1
			123	3100	SH	DEFINED	15
			131	3315	SH	DEFINED	19
			1026	25900	SH	DEFINED	85
			-----	-----			
			1360	34336			
PACCAR INC	COM	693718108	66	900	SH	DEFINED	1
			18	250	SH	DEFINED	15
			5	70	SH	DEFINED	19
			428	5850	SH	DEFINED	85
			-----	-----			
			518	7070			

PAGE		105 OF 151		FORM 13F					NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$1000)	SHARES/ PRN	SH/ PUT/ PRN	CALL	INVSTMT DCRETN	O	MA	
PACTIV CORP	COM	695257105	34	1709	SH	DEFINED	1			
			287	14324	SH	DEFINED	19			
			877	43800	SH	DEFINED	85			
			-----	-----						
			1198	59833						
PALL CORP	COM	696429307	1073	52385	SH	DEFINED	1			

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			41	1990	SH	DEFINED	15
			294	14330	SH	DEFINED	2
			3	145	SH	DEFINED	5
			75	3649	SH	DEFINED	19
			1219	59499	SH	DEFINED	85
			-----	-----			
			2705	131998			
PALM INC	COM	696642107	68	16967	SH	DEFINED	1
			3	748	SH	DEFINED	2
			2	390	SH	DEFINED	5
			13	3243	SH	DEFINED	19
			177	44318	SH	DEFINED	85
			-----	-----			
			262	65666			
PARAMETRIC TECHNOLOGY CORP	COM	699173100	9	1415	SH	DEFINED	1
			75	12375	SH	DEFINED	19
			283	46926	SH	DEFINED	85
			-----	-----			
			367	60716			
PARK ELECTROCHEMICAL CORP	COM	700416209	2175	75000	SH	DEFINED	85
			-----	-----			
			2175	75000			
PARK NATL CORP	COM	700658107	1994	20189	SH	DEFINED	1
			-----	-----			
			1994	20189			
PARKER HANNIFIN CORP	COM	701094104	180	3611	SH	DEFINED	1
			25	500	SH	DEFINED	10
			195	3910	SH	DEFINED	19
			455	9125	SH	DEFINED	85
			-----	-----			
			856	17146			

				FORM 13F					
PAGE	106 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA

	PATTERSON DENTAL CO	COM	703412106	2187	50000	SH		DEFINED	85
				-----	-----				
				2187	50000				

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PAXAR CORP	COM	704227107	111	6493	SH	DEFINED	19
			1717	100000	SH	DEFINED	85
			-----	-----			
			1828	106493			
PAYCHEX INC	COM	704326107	26385	664609	SH	DEFINED	1
			40	1000	SH	DEFINED	2
			71	1800	SH	DEFINED	10
			250	6309	SH	DEFINED	19
			4687	118050	SH	DEFINED	85
			-----	-----			
			31433	791768			
PEABODY ENERGY CORP	COM	704549104	4	150	SH	DEFINED	2
			1448	50000	SH	DEFINED	85
			-----	-----			
			1452	50150			
PENNEY J C INC	COM	708160106	82	3940	SH	DEFINED	1
			4	200	SH	DEFINED	5
			422	20368	SH	DEFINED	19
			733	35400	SH	DEFINED	85
						-----	-----
			1241	59908			
PEOPLES BANCORP INC	COM	709789101	769	32026	SH	DEFINED	1
			-----	-----			
			769	32026			
PEOPLES ENERGY CORP	COM	711030106	91	2313	SH	DEFINED	1
			21	533	SH	DEFINED	15
			14	343	SH	DEFINED	5
			530	13461	SH	DEFINED	19
			106	2700	SH	DEFINED	85
			-----	-----			
			762	19350			
PEOPLESOFT INC	COM	712713106	47	1275	SH	DEFINED	1
			101	2755	SH	DEFINED	19
			1176	32200	SH	DEFINED	85
			-----	-----			
			1323	36230			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ INVSTMT	CALL	DSCRETN	MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
PEPSI BOTTLING GROUP INC	COM	713409100	18	700	SH			DEFINED 10		

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			567	21900	SH	DEFINED	85
			-----	-----			
			585	22600			
PEPSICO INC	COM	713448108	41639	808515	SH	DEFINED	1
			6779	131632	SH	DEFINED	15
			1199	23286	SH	DEFINED	2
			2598	50450	SH	DEFINED	5
			172	3347	SH	DEFINED	10
			9501	184490	SH	DEFINED	19
			13714	266290	SH	DEFINED	85
			-----	-----			
			75603	1468010			
PERCEPTRON INC	COM	71361F100	23	12500	SH	DEFINED	1
			140	76000	SH	DEFINED	85
			-----	-----			
			163	88500			
PERICOM SEMICONDUCTOR CORP	COM	713831105	1061	75000	SH	DEFINED	85
			-----	-----			
			1061	75000			
PERKINELMER INC	COM	714046109	979	52941	SH	DEFINED	1
			16	850	SH	DEFINED	15
			271	14650	SH	DEFINED	2
			157	8501	SH	DEFINED	19
			4658	251800	SH	DEFINED	85
			-----	-----			
			6082	328742			
PFIZER INC	COM	717081103	183255	4611354	SH	DEFINED	1
			8068	203014	SH	DEFINED	15
			7115	179039	SH	DEFINED	2
			1909	48040	SH	DEFINED	5
			2397	60328	SH	DEFINED	10
			33464	842085	SH	DEFINED	19
			66772	1680225	SH	DEFINED	85
			-----	-----			
			302981	7624085			
PHARMACOPEIA INC	COM	71713B104	26	1950	SH	DEFINED	2
			1997	150000	SH	DEFINED	85
			-----	-----			
			2022	151950			

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DCRETN	MA
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PHARMACIA CORP	COM	71713U102	5002	110956	SH	DEFINED	1
			505	11199	SH	DEFINED	15
			11	250	SH	DEFINED	5
			23	500	SH	DEFINED	10
			105691	2344520	SH	DEFINED	19
			9192	203912	SH	DEFINED	85
			-----	-----			
			120424	2671337			
PHELPS DODGE CORP	COM	717265102	12	280	SH	DEFINED	1
			51	1200	SH	DEFINED	2
			56	1320	SH	DEFINED	19
			258	6117	SH	DEFINED	85
						-----	-----
			375	8917			
PHILADELPHIA CONS HLDG CORP	COM	717528103	61	1543	SH	DEFINED	19
			1990	50000	SH	DEFINED	85
						-----	-----
			2051	51543			
PHILIP MORRIS COS INC	COM	718154107	10465	198693	SH	DEFINED	1
			53	1000	SH	DEFINED	15
			109	2070	SH	DEFINED	2
			259	4925	SH	DEFINED	5
			5	100	SH	DEFINED	10
			6426	122009	SH	DEFINED	19
			17534	332900	SH	DEFINED	85
						-----	-----
			34852	661697			
PHILLIPS PETE CO	COM	718507106	851	13546	SH	DEFINED	1
			483	7685	SH	DEFINED	19
			4886	77800	SH	DEFINED	85
						-----	-----
			6219	99031			
PHOTON DYNAMICS INC	COM	719364101	3308	65000	SH	DEFINED	85
						-----	-----
			3308	65000			
PHOTRONICS INC	COM	719405102	2361	70000	SH	DEFINED	85
						-----	-----
			2361	70000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
PIER 1 IMPORTS INC	COM	720279108	2059	100000	SH		DEFINED	85
			-----	-----				
			2059	100000				
PINNACLE WEST CAP CORP	COM	723484101	5	100	SH		DEFINED	1
			67	1485	SH		DEFINED	15
			2	50	SH		DEFINED	19
			299	6600	SH		DEFINED	85
			-----	-----				
			373	8235				
PIONEER INTREST SHS	COM	723703104	32	2808	SH		DEFINED	1
			2	200	SH		DEFINED	19
			1022	90000	SH		DEFINED	85
			-----	-----				
			1056	93008				
PITNEY BOWES INC	COM	724479100	15390	359578	SH		DEFINED	1
			54	1260	SH		DEFINED	15
			375	8750	SH		DEFINED	2
			51	1200	SH		DEFINED	5
			857	20015	SH		DEFINED	10
			563	13152	SH		DEFINED	19
			1552	36250	SH		DEFINED	85
-----	-----							
			18841	440205				
PIXELWORKS INC	COM	72581M107	1288	100000	SH		DEFINED	85
			-----	-----				
			1288	100000				
PLACER DOME INC	COM	725906101	2	200	SH		DEFINED	2
			31	2540	SH		DEFINED	19
			309	25200	SH		DEFINED	85
			-----	-----				
			342	27940				
PLANTRONICS INC NEW	COM	727493108	3138	150000	SH		DEFINED	85
			-----	-----				
			3138	150000				
PLEXUS CORP	COM	729132100	4130	175000	SH		DEFINED	85
			-----	-----				
			4130	175000				

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	MA	
PLUM CREEK TIMBER CO INC	COM	729251108	215	7235	SH		DEFINED	1	
			9	300	SH		DEFINED	5	
			458	15417	SH		DEFINED	19	
			1310	44100	SH		DEFINED	85	
			-----		1992	67052			
POLARIS INDS INC	COM	731068102	23	360	SH		DEFINED	19	
			3185	50000	SH		DEFINED	85	
			-----		3208	50360			
POTOMAC ELEC PWR CO	COM	737679100	396	16942	SH		DEFINED	1	
			21	900	SH		DEFINED	15	
			205	8800	SH		DEFINED	2	
			189	8078	SH		DEFINED	19	
			-----		811	34720			
PRAXAIR INC	COM	74005P104	4673	78151	SH		DEFINED	1	
			1097	18343	SH		DEFINED	15	
			6	99	SH		DEFINED	2	
			48	800	SH		DEFINED	5	
			69	1150	SH		DEFINED	10	
			742	12400	SH		DEFINED	19	
			1328	22200	SH		DEFINED	85	
			-----		7962	133143			
PRICE LEGACY CORP	COM	74144P106	1	166	SH		DEFINED	19	
			638	199400	SH		DEFINED	85	
			-----		639	199566			
PRICE T ROWE GROUP INC	COM	74144T108	18651	479090	SH		DEFINED	1	
			2017	51800	SH		DEFINED	15	
			496	12750	SH		DEFINED	2	
			47	1200	SH		DEFINED	5	
			56	1450	SH		DEFINED	10	
			595	15285	SH		DEFINED	19	
			16726	429650	SH		DEFINED	85	
			-----		38588	991225			

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PAGE 111 OF 151			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
PRIME HOSPITALITY CORP	COM	741917108	1315	100000	SH		DEFINED	85	
			1315	100000					
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	209	8243	SH		DEFINED	1	
			38	1509	SH		DEFINED	15	
			247	9752					
PRIORITY HEALTHCARE CORP	CL B	74264T102	3251	125000	SH		DEFINED	85	
			3251	125000					
PROCTER & GAMBLE CO	COM	742718109	838425	9306524	SH		DEFINED	1	
			6154	68306	SH		DEFINED	15	
			4358	48379	SH		DEFINED	2	
			6161	68391	SH		DEFINED	5	
			5754	63867	SH		DEFINED	10	
			10035	111394	SH		DEFINED	19	
			17459	193800	SH		DEFINED	85	
			888347	9860661					
PROGRESS ENERGY INC	COM	743263105	530	10597	SH		DEFINED	1	
			15	300	SH		DEFINED	2	
			70	1400	SH		DEFINED	5	
			868	17344	SH		DEFINED	19	
			838	16737	SH		DEFINED	85	
			2321	46378					
PROGRESS SOFTWARE CORP	COM	743312100	2721	150000	SH		DEFINED	85	
			2721	150000					
PROGRESSIVE CORP OHIO	COM	743315103	430	2580	SH		DEFINED	1	
			933	5600	SH		DEFINED	85	
			1363	8180					
PROQUEST COMPANY	COM	74346P102	1720	40000	SH		DEFINED	85	
			1720	40000					

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN			
PROVIDENT FINL GROUP INC	COM	743866105	2090	72556	SH		DEFINED	1	
			42	1453	SH		DEFINED	19	
			2131	74009					
PROVINCE HEALTHCARE CO	COM	743977100	40	1250	SH		DEFINED	2	
			6354	200000	SH		DEFINED	85	
			6394	201250					
PROVIDIAN FINL CORP	COM	74406A102	51	6771	SH		DEFINED	1	
			236	31236	SH		DEFINED	15	
			178	23600	SH		DEFINED	19	
			165	21800	SH		DEFINED	85	
			630	83407					
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	97	2120	SH		DEFINED	1	
			59	1283	SH		DEFINED	15	
			507	11078	SH		DEFINED	19	
			1319	28800	SH		DEFINED	85	
			1982	43281					
PUBLIC STORAGE INC	COM A DP1/1000	74460D729	407	15000	SH		DEFINED	85	
			407	15000					
PULTE HOMES INC	COM	745867101	24	500	SH		DEFINED	10	
			220	4600	SH		DEFINED	85	
			244	5100					
PURCHASEPRO COM	COM	746144104	172	260046	SH		DEFINED	2	
			5	7500	SH		DEFINED	19	
			177	267546					
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	42	6859	SH		DEFINED	1	
			2	400	SH		DEFINED	15	
			18	3000	SH		DEFINED	10	
			43	7140	SH		DEFINED	19	
			727	120000	SH		DEFINED	85	
			833	137399					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
PUTNAM MASTER INTER INCOME T	SH BEN INT	746909100	9	1481	SH		DEFINED	1	
			1	200	SH		DEFINED	19	
			490	80000	SH		DEFINED	85	
			501	81681					
QLT INC	COM	746927102	1790	105000	SH		DEFINED	85	
			1790	105000					
QLOGIC CORP	COM	747277101	11048	223095	SH		DEFINED	1	
			74	1500	SH		DEFINED	15	
			419	8455	SH		DEFINED	2	
			30	600	SH		DEFINED	5	
			292	5900	SH		DEFINED	10	
			277	5585	SH		DEFINED	19	
			10508	212200	SH		DEFINED	85	
22647	457335								
QUALCOMM INC	COM	747525103	2271	60325	SH		DEFINED	1	
			79	2086	SH		DEFINED	15	
			429	11401	SH		DEFINED	2	
			440	11700	SH		DEFINED	5	
			8	200	SH		DEFINED	10	
			1052	27946	SH		DEFINED	19	
			5563	147800	SH		DEFINED	85	
9841	261458								
QUESTAR CORP	COM	748356102	6015	233941	SH		DEFINED	1	
			716	27850	SH		DEFINED	15	
			1657	64465	SH		DEFINED	2	
			67	2600	SH		DEFINED	5	
			142	5515	SH		DEFINED	19	
8597	334371								
QUIKSILVER INC	COM	74838C106	1094	50000	SH		DEFINED	85	
			1094	50000					

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PAGE	114 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
QWEST COMMUNICATIONS INTL IN	COM	749121109	472	57415	SH	DEFINED	1
			105	12723	SH	DEFINED	15
			15	1776	SH	DEFINED	2
			4	438	SH	DEFINED	5
			1	98	SH	DEFINED	10
			704	85694	SH	DEFINED	19
			1710	208072	SH	DEFINED	85
			-----	-----			
			3010	366216			
RLI CORP	COM	749607107	1293	25000	SH	DEFINED	85
			-----	-----			
			1293	25000			
RPM INC OHIO	COM	749685103	735	47238	SH	DEFINED	1
			10	625	SH	DEFINED	15
			207	13300	SH	DEFINED	2
			52	3335	SH	DEFINED	19
			-----	-----			
			1003	64498			
RSA SEC INC	COM	749719100	1125	125000	SH	DEFINED	85
			-----	-----			
			1125	125000			
RADIAN GROUP INC	COM	750236101	237	4830	SH	DEFINED	1
			-----	-----			
			237	4830			
RADIOSHACK CORP	COM	750438103	2376	79111	SH	DEFINED	1
			111	3700	SH	DEFINED	15
			20	664	SH	DEFINED	2
			1675	55750	SH	DEFINED	5
			634	21105	SH	DEFINED	19
			3246	108056	SH	DEFINED	85
			-----	-----			
			8062	268386			
RADISYS CORP	COM	750459109	901	50000	SH	DEFINED	85
			-----	-----			
			901	50000			

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RAINBOW TECHNOLOGIES INC	COM	750862104	1006	100000	SH	DEFINED	85
			-----	-----			
			1006	100000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA

RALCORP HLDGS INC NEW	COM	751028101	20	743	SH		DEFINED	1
			1904	70000	SH		DEFINED	85
			-----	-----				
			1924	70743				
RATIONAL SOFTWARE CORP	COM NEW	75409P202	237	15000	SH		DEFINED	85
			-----	-----				
			237	15000				
RAWLINGS SPORTING GOODS INC	COM	754459105	43	7527	SH		DEFINED	1
			725	128320	SH		DEFINED	85
			-----	-----				
			768	135847				
RAYOVAC CORP	COM	755081106	773	50000	SH		DEFINED	85
			-----	-----				
			773	50000				
RAYTHEON CO	COM NEW	755111507	415	10104	SH		DEFINED	1
			133	3247	SH		DEFINED	15
			213	5200	SH		DEFINED	2
			2	47	SH		DEFINED	5
			1540	37514	SH		DEFINED	19
			1232	30000	SH		DEFINED	85
-----	-----							
			3535	86112				
REGIONS FINL CORP	COM	758940100	4102	119425	SH		DEFINED	1
			550	16000	SH		DEFINED	15
			27	800	SH		DEFINED	10
			31	900	SH		DEFINED	19
			598	17400	SH		DEFINED	85
			-----	-----				
			5308	154525				
REHABCARE GROUP INC	COM	759148109	47	1650	SH		DEFINED	2
			14	500	SH		DEFINED	10
			2138	75000	SH		DEFINED	85
			-----	-----				

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2199 77150

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O MA	
RELIANT ENERGY INC	COM	75952J108	194	7515	SH		DEFINED	1	
			18	700	SH		DEFINED	15	
			556	21573	SH		DEFINED	19	
			1291	50044	SH		DEFINED	85	
			-----	-----					
			2059	79832					
REPUBLIC BANCORP INC	COM	760282103	27	1900	SH		DEFINED	2	
			448	32024	SH		DEFINED	19	
			2800	200000	SH		DEFINED	85	
				-----	-----				
			3275	233924					
RESPIRONICS INC	COM	761230101	4050	125000	SH		DEFINED	85	
				-----	-----				
			4050	125000					
RETEK INC	COM	76128Q109	1969	75000	SH		DEFINED	85	
				-----	-----				
			1969	75000					
REYNOLDS & REYNOLDS CO	CL A	761695105	2687	89552	SH		DEFINED	1	
			129	4300	SH		DEFINED	19	
				-----	-----				
			2816	93852					
RITE AID CORP	COM	767754104	94	27300	SH		DEFINED	1	
			7	2000	SH		DEFINED	2	
			22	6500	SH		DEFINED	19	
				-----	-----				
			124	35800					
ROBERT HALF INTL INC	COM	770323103	52	1772	SH		DEFINED	1	
			401	13600	SH		DEFINED	85	
				-----	-----				
			454	15372					

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ROCKWELL AUTOMATION INC	COM	773903109	349	17392	SH	DEFINED	1
			63	3128	SH	DEFINED	5
			756	37664	SH	DEFINED	19
			651	32450	SH	DEFINED	85
			-----	-----			
			1818	90634			

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PAGE	117 OF	151	NAME OF REPORTING MANAGER:		FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ROCKWELL COLLINS INC	COM	774341101	439	17392	SH	DEFINED	1		
			79	3128	SH	DEFINED	5		
			779	30895	SH	DEFINED	19		
			358	14200	SH	DEFINED	85		
			-----	-----					
			1655	65615					
ROCKY SHOES & BOOTS INC	COM	774830103	1	200	SH	DEFINED	1		
			918	124000	SH	DEFINED	85		
			-----	-----					
			919	124200					
ROHM & HAAS CO	COM	775371107	389	9203	SH	DEFINED	1		
			19	450	SH	DEFINED	15		
			14	331	SH	DEFINED	2		
			75	1782	SH	DEFINED	19		
			713	16877	SH	DEFINED	85		
			-----	-----					
			1211	28643					
ROPER INDS INC NEW	COM	776696106	6218	125000	SH	DEFINED	85		
			-----	-----					
			6218	125000					
ROSLYN BANCORP INC	COM	778162107	4658	225000	SH	DEFINED	85		
			-----	-----					
			4658	225000					
ROYAL DUTCH PETE CO	NY REG GLD1.25	780257804	14826	272937	SH	DEFINED	1		
			1260	23195	SH	DEFINED	15		
			398	7325	SH	DEFINED	2		
			11	200	SH	DEFINED	5		
			193	3552	SH	DEFINED	10		

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			5740	105667	SH	DEFINED	19
			17507	322300	SH	DEFINED	85
			-----	-----			
			39935	735176			
RUBY TUESDAY INC	COM	781182100	437	18812	SH	DEFINED	1
			3139	135000	SH	DEFINED	85
			-----	-----			
			3576	153812			
RUDDICK CORP	COM	781258108	1248	75000	SH	DEFINED	85
			-----	-----			
			1248	75000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
RURBAN FINL CORP	COM	78176P108	97	7350	SH	DEFINED	1
			141	10748	SH	DEFINED	15
			-----	-----			
			238	18098			
RYLAND GROUP INC	COM	783764103	2706	30000	SH	DEFINED	85
			-----	-----			
			2706	30000			
SBC COMMUNICATIONS INC	COM	78387G103	29340	783648	SH	DEFINED	1
			7827	209053	SH	DEFINED	15
			759	20277	SH	DEFINED	2
			373	9969	SH	DEFINED	5
			488	13037	SH	DEFINED	10
			22350	596957	SH	DEFINED	19
			21161	565196	SH	DEFINED	85
			-----	-----			
			82298	2198137			
SPDR TR	UNIT SER 1	78462F103	2175	18988	SH	DEFINED	1
			10	85	SH	DEFINED	2
			4439	38766	SH	DEFINED	19
			-----	-----			
			6624	57839			
SPX CORP	COM	784635104	129	910	SH	DEFINED	1
			5	34	SH	DEFINED	2
			1	5	SH	DEFINED	5
			649	4586	SH	DEFINED	19
			-----	-----			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	MA
SWS GROUP INC	COM	78503N107	1114	55000	SH	DEFINED 85
			-----	-----		
			1114	55000		
SABRE HLDGS CORP	CL A	785905100	20	433	SH	DEFINED 1
			8	161	SH	DEFINED 15
			484	10365	SH	DEFINED 85
			-----	-----		
			512	10959		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	MA
SAFECO CORP	COM	786429100	1	29	SH	DEFINED 1
			22	700	SH	DEFINED 15
			42	1300	SH	DEFINED 19
			317	9900	SH	DEFINED 85
			-----	-----		
			382	11929		
SAFEGUARD SCIENTIFICS INC	COM	786449108	917	304500	SH	DEFINED 85
			-----	-----		
			917	304500		
SAFEWAY INC	COM NEW	786514208	23	500	SH	DEFINED 1
			863	19180	SH	DEFINED 19
			3497	77675	SH	DEFINED 85
			-----	-----		
			4383	97355		
ST JUDE MED INC	COM	790849103	517	6700	SH	DEFINED 85
			-----	-----		
			517	6700		
ST PAUL COS INC	COM	792860108	192	4182	SH	DEFINED 1
			29	635	SH	DEFINED 19
			731	15934	SH	DEFINED 85
			-----	-----		
			951	20751		

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SAKS INC	COM	79377W108	1315	100000	SH	DEFINED 85
			-----	-----		
			1315	100000		
SANDISK CORP	COM	80004C101	9	400	SH	DEFINED 1
			1519	70000	SH	DEFINED 85
			-----	-----		
			1528	70400		
SANMINA SCI CORP	COM	800907107	8	650	SH	DEFINED 1
			77	6581	SH	DEFINED 19
			672	57160	SH	DEFINED 85
			-----	-----		
			757	64391		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA

SARA LEE CORP	COM	803111103	12603	607057	SH	DEFINED 1	
			31	1500	SH	DEFINED 15	
			371	17850	SH	DEFINED 2	
			42	2000	SH	DEFINED 5	
			170	8200	SH	DEFINED 10	
			5354	257896	SH	DEFINED 19	
			2074	99892	SH	DEFINED 85	
			-----	-----			
			20644	994395			
SATYAM INFOWAY LTD	SPONSORED ADR	804099109	65	42000	SH	DEFINED 1	
			-----	-----			
			65	42000			
SAUCONY INC	CL A	804120103	263	41200	SH	DEFINED 85	
			-----	-----			
			263	41200			
SCHERING PLOUGH CORP	COM	806605101	25628	818771	SH	DEFINED 1	
			502	16026	SH	DEFINED 15	
			1158	37000	SH	DEFINED 2	
			341	10900	SH	DEFINED 5	
			1196	38200	SH	DEFINED 10	
			3066	97961	SH	DEFINED 19	

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			6952	222100	SH	DEFINED	85
			-----	-----			
			38842	1240958			
SCHLUMBERGER LTD	COM	806857108	37871	643846	SH	DEFINED	1
			1288	21890	SH	DEFINED	15
			1760	29923	SH	DEFINED	2
			73	1240	SH	DEFINED	5
			276	4700	SH	DEFINED	10
			5102	86737	SH	DEFINED	19
			24393	414700	SH	DEFINED	85
			-----	-----			
			70763	1203036			
SCHULMAN A INC	COM	808194104	1006	55000	SH	DEFINED	19
			-----	-----			
			1006	55000			

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PAGE 121 OF 151 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	MA
SCHWAB CHARLES CORP NEW	COM	808513105	14471	1105461	SH	DEFINED	1
			425	32440	SH	DEFINED	15
			386	29495	SH	DEFINED	2
			32	2445	SH	DEFINED	5
			225	17225	SH	DEFINED	10
			345	26373	SH	DEFINED	19
			9883	754975	SH	DEFINED	85
			-----	-----			
			25767	1968414			
SCIENTIFIC ATLANTA INC	COM	808655104	25	1075	SH	DEFINED	1
			289	12500	SH	DEFINED	19
			1779	77000	SH	DEFINED	85
			-----	-----			
			2092	90575			
SCOTTS CO	CL A	810186106	2060	45000	SH	DEFINED	85
			-----	-----			
			2060	45000			
SCRIPPS E W CO OHIO	CL A	811054204	2308	28100	SH	DEFINED	1

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			-----	-----		
			2308	28100		
SCUDDER INTER GOVT TR	SH BEN INT	811163104	580	85000	SH	DEFINED 85
			-----	-----		
			580	85000		
SCUDDER MUN INCOME TR	COM SH BEN INT	81118R604	100	9333	SH	DEFINED 1
			5	421	SH	DEFINED 15
			204	19047	SH	DEFINED 19
			-----	-----		
			308	28801		
SEA CONTAINERS LTD	CL A	811371707	14	800	SH	DEFINED 19
			1268	71600	SH	DEFINED 85
			-----	-----		
			1282	72400		
SEACOR SMIT INC	COM	811904101	3675	75000	SH	DEFINED 85
			-----	-----		
			3675	75000		

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PAGE	122 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA

	SEALED AIR CORP NEW	COM	81211K100	7	145	SH		DEFINED	19
				307	6516	SH		DEFINED	85
				-----	-----				
				314	6661				
	SEARS ROEBUCK & CO	COM	812387108	607	11838	SH		DEFINED	1
				236	4611	SH		DEFINED	15
				14	272	SH		DEFINED	5
				13563	264548	SH		DEFINED	19
				2506	48875	SH		DEFINED	85
				-----	-----				
				16926	330144				
	SEMPRA ENERGY	COM	816851109	85	3390	SH		DEFINED	1
				13	520	SH		DEFINED	15
				62	2453	SH		DEFINED	19
				403	16025	SH		DEFINED	85
				-----	-----				

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			563	22388		
SENSIENT TECHNOLOGIES CORP	COM	81725T100	805	34972 SH	DEFINED	1
			195	8472 SH	DEFINED	19
			-----	-----		
			1000	43444		
SERVICEMASTER CO	COM	81760N109	648	47125 SH	DEFINED	1
			6	450 SH	DEFINED	15
			151	11015 SH	DEFINED	19
			-----	-----		
			806	58590		
SHAW GROUP INC	COM	820280105	36	1300 SH	DEFINED	2
			6	200 SH	DEFINED	19
			2063	75000 SH	DEFINED	85
			-----	-----		
			2104	76500		
SHELL TRANS & TRADING PLC	NEW YRK SH NEW	822703609	119	2690 SH	DEFINED	1
			27	600 SH	DEFINED	15
			114	2565 SH	DEFINED	19
			-----	-----		
			259	5855		

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PAGE 123 OF 151 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
SHERWIN WILLIAMS CO	COM	824348106	942	33070 SH	DEFINED	1	
			28	1000 SH	DEFINED	2	
			46	1616 SH	DEFINED	19	
			336	11800 SH	DEFINED	85	
			-----	-----			
			1352	47486			
SIEBEL SYS INC	COM	826170102	23842	731126 SH	DEFINED	1	
			640	19620 SH	DEFINED	15	
			625	19179 SH	DEFINED	2	
			53	1640 SH	DEFINED	5	
			249	7650 SH	DEFINED	10	
			1453	44545 SH	DEFINED	19	
			17485	536200 SH	DEFINED	85	
			-----	-----			

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			44348	1359960		
SIGMA ALDRICH CORP	COM	826552101	113	2400	SH	DEFINED 1
			52	1100	SH	DEFINED 2
			12	250	SH	DEFINED 10
			251	5345	SH	DEFINED 19
			723	15400	SH	DEFINED 85
			-----	-----		
			1150	24495		
SILICON VY BANCSHARES	COM	827064106	5294	175000	SH	DEFINED 85
			-----	-----		
			5294	175000		
SIMON PPTY GROUP INC NEW	PFD CV B 6.50%	828806406	1232	14000	SH	DEFINED 85
			-----	-----		
			1232	14000		
SINGAPORE FD INC	COM	82929L109	348	54800	SH	DEFINED 85
			-----	-----		
			348	54800		
SKY FINL GROUP INC	COM	83080P103	939	42205	SH	DEFINED 1
			10	452	SH	DEFINED 15
			5	209	SH	DEFINED 19
			-----	-----		
			954	42866		
SMUCKER J M CO	COM	832696306	987	29210	SH	DEFINED 1
			-----	-----		
			987	29210		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	MA	
			-----	-----	-----	-----	-----	
SNAP ON INC	COM	833034101	650	19095	SH	DEFINED 1		
			26	765	SH	DEFINED 15		
			56	1630	SH	DEFINED 2		
			4	120	SH	DEFINED 5		
			158	4630	SH	DEFINED 19		
			1074	31550	SH	DEFINED 85		
			-----	-----				
			1968	57790				
SOLETRON CORP	COM	834182107	31	4005	SH	DEFINED 1		
			1	70	SH	DEFINED 5		
			560	71746	SH	DEFINED 19		

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			766	98250	SH	DEFINED	85
			-----	-----			
			1358	174071			
SOLUTIA INC	COM	834376105	67	7668	SH	DEFINED	1
			45	5130	SH	DEFINED	19
			-----	-----			
			111	12798			
SONOCO PRODS CO	COM	835495102	487	17010	SH	DEFINED	1
			4	125	SH	DEFINED	19
			-----	-----			
			490	17135			
SOURCECORP	COM	836167106	56	1900	SH	DEFINED	2
			737	25000	SH	DEFINED	85
			-----	-----			
			793	26900			
SOUTH FINL GROUP INC	COM	837841105	1284	63073	SH	DEFINED	1
			-----	-----			
			1284	63073			
SOUTHERN CO	COM	842587107	646	24389	SH	DEFINED	1
			615	23212	SH	DEFINED	15
			14	546	SH	DEFINED	2
			0	3	SH	DEFINED	5
			1876	70811	SH	DEFINED	19
			2710	102300	SH	DEFINED	85
			-----	-----			
			5861	221261			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	2	O MA	

SOUTHTRUST CORP	COM	844730101	53688	2033648	SH		DEFINED	1		
			1972	74700	SH		DEFINED	15		
			761	28817	SH		DEFINED	2		
			27	1030	SH		DEFINED	5		
			1020	38640	SH		DEFINED	10		
			377	14295	SH		DEFINED	19		
			29473	1116400	SH		DEFINED	85		
			-----	-----						
			87319	3307530						

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SOUTHWEST AIRLS CO	COM	844741108	65	3375	SH	DEFINED	1
			155	8000	SH	DEFINED	2
			984	50861	SH	DEFINED	19
			1941	100305	SH	DEFINED	85
			-----	-----			
			3145	162541			
SOUTHWEST BANCORPORATION TEX	COM	84476R109	42	1250	SH	DEFINED	2
			2501	75000	SH	DEFINED	85
						-----	-----
			2542	76250			
SOUTHWESTERN ENERGY CO	COM	845467109	214	17000	SH	DEFINED	85
						-----	-----
			214	17000			
SPACELABS MED INC	COM	846247104	1265	90000	SH	DEFINED	85
						-----	-----
			1265	90000			
SPARTAN STORES INC	COM	846822104	15	1998	SH	DEFINED	1
			673	89444	SH	DEFINED	19
						-----	-----
			688	91442			
SPARTECH CORP	COM NEW	847220209	1230	50000	SH	DEFINED	85
						-----	-----
			1230	50000			

PAGE		126 OF 151		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ AMT	PUT/ CALL	INVSTMT DCRETN	O MA		

SPRINT CORP	COM FON GROUP	852061100	4735	309666	SH	DEFINED	1			
			68	4480	SH	DEFINED	15			
			137	8961	SH	DEFINED	2			
			5	325	SH	DEFINED	10			
			729	47703	SH	DEFINED	19			
			1786	116800	SH	DEFINED	85			

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				7461	487935		
SPRINT CORP	PCS COM SER 1	852061506	770	74791	SH	DEFINED	1
			33	3240	SH	DEFINED	15
			13	1250	SH	DEFINED	2
			75	7300	SH	DEFINED	10
			367	35675	SH	DEFINED	19
			1462	142100	SH	DEFINED	85
			2720	264356			
STANCORP FINL GROUP INC	COM	852891100	5500	100000	SH	DEFINED	85
			5500	100000			
STANDARD REGISTER CO	COM	853887107	145302	5167224	SH	DEFINED	1
			41	1464	SH	DEFINED	19
			145344	5168688			
STANLEY WKS	COM	854616109	33	716	SH	DEFINED	19
			305	6600	SH	DEFINED	85
			338	7316			
STAPLES INC	COM	855030102	19	951	SH	DEFINED	1
			21	1050	SH	DEFINED	15
			350	17550	SH	DEFINED	19
			1468	73500	SH	DEFINED	85
			1858	93051			
STARBUCKS CORP	COM	855244109	37	1600	SH	DEFINED	1
			23	1000	SH	DEFINED	15
			917	39650	SH	DEFINED	19
			939	40600	SH	DEFINED	85
			1916	82850			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	25	663	SH	DEFINED	1	
			17	463	SH	DEFINED	19	
			1230	32700	SH	DEFINED	85	

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		-----		-----			
		1272		33826			
STATE STR CORP	COM	857477103	4264	76990	SH	DEFINED	1
			233	4216	SH	DEFINED	15
			161	2912	SH	DEFINED	2
			89	1600	SH	DEFINED	5
			111	2000	SH	DEFINED	10
			1860	33593	SH	DEFINED	19
			2985	53900	SH	DEFINED	85

			9703	175211			
STATEN IS BANCORP INC	COM	857550107	4920	250000	SH	DEFINED	85

			4920	250000			
STEELCASE INC	CL A	858155203	7902	471773	SH	DEFINED	19

			7902	471773			
STERLING BANCSHARES INC	COM	858907108	1669	125000	SH	DEFINED	85

			1669	125000			
STERIS CORP	COM	859152100	38	1800	SH	DEFINED	1
			13	600	SH	DEFINED	15
			27	1300	SH	DEFINED	2
			42	2000	SH	DEFINED	19
			2608	125000	SH	DEFINED	85

			2726	130700			
STEWART & STEVENSON SVCS INC	COM	860342104	498	25734	SH	DEFINED	1
			1548	80000	SH	DEFINED	85

			2046	105734			

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PAGE	128 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT
			NAME OF ISSUER	TITLE OF CLASS	(X\$1000)	PRN AMT	PRN CALL	DSCRETN	MA

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STILWELL FINL INC	COM	860831106	5808	237168	SH	DEFINED	1
			11	456	SH	DEFINED	15
			39	1595	SH	DEFINED	19
			10761	439400	SH	DEFINED	85
			-----	-----			
			16619	678619			
STMICROELECTRONICS N V	NY REGISTRY	861012102	14	400	SH	DEFINED	1
			204	6000	SH	DEFINED	5
			-----	-----			
			217	6400			
STONE ENERGY CORP	COM	861642106	2906	75000	SH	DEFINED	85
			-----	-----			
			2906	75000			
STORA ENSO CORP	SPON ADR REP R	86210M106	435	33777	SH	DEFINED	19
			-----	-----			
			435	33777			
STRATEGIC DISTR INC	COM NEW	862701307	715	84080	SH	DEFINED	85
			-----	-----			
			715	84080			
STRATEGIC GLOBAL INCOME FD	COM	862719101	12	1070	SH	DEFINED	19
			712	61500	SH	DEFINED	85
			-----	-----			
			725	62570			
STRATOS LIGHTWAVE INC	COM	863100103	1105	250000	SH	DEFINED	85
			-----	-----			
			1105	250000			
STRYKER CORP	COM	863667101	166	2750	SH	DEFINED	1
			125	2075	SH	DEFINED	15
			134	2220	SH	DEFINED	5
			5609	92969	SH	DEFINED	19
			1279	21200	SH	DEFINED	85
			-----	-----			
			7313	121214			
SUN LIFE FINL SVCS CDA INC	COM	866796105	930	42937	SH	DEFINED	1
			123	5679	SH	DEFINED	15
			157	7252	SH	DEFINED	19
			-----	-----			
			1211	55868			

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SUN MICROSYSTEMS INC	COM	866810104	10156	1151446	SH	DEFINED 1
			557	63184	SH	DEFINED 15
			365	41399	SH	DEFINED 2
			34	3810	SH	DEFINED 5
			676	76690	SH	DEFINED 10
			3121	353890	SH	DEFINED 19
			6666	755750	SH	DEFINED 85

			21575	2446169		
SUNGARD DATA SYS INC	COM	867363103	4956	150323	SH	DEFINED 1
			551	16725	SH	DEFINED 15
			91	2750	SH	DEFINED 2
			119	3600	SH	DEFINED 10
			499	15150	SH	DEFINED 19
			9103	276100	SH	DEFINED 85

			15319	464648		
SUNOCO INC	COM	86764P109	10	250	SH	DEFINED 1
			84	2089	SH	DEFINED 15
			216	5387	SH	DEFINED 19
			951	23774	SH	DEFINED 85

			1260	31500		
SUNTRUST BKS INC	COM	867914103	1692	25354	SH	DEFINED 1
			280	4200	SH	DEFINED 15
			67	1000	SH	DEFINED 2
			463	6943	SH	DEFINED 19
			2369	35500	SH	DEFINED 85

			4871	72997		
SUPERGEN INC	COM	868059106	704	125000	SH	DEFINED 85

			704	125000		
SUPERIOR INDS INTL INC	COM	868168105	263	5384	SH	DEFINED 15

			263	5384		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
SUPERVALU INC	COM	868536103	977	37879	SH	DEFINED	1
			49	1915	SH	DEFINED	15
			279	10825	SH	DEFINED	2
			3	135	SH	DEFINED	5
			611	23690	SH	DEFINED	19
			1068	41400	SH	DEFINED	85
			-----	-----			
			2989	115844			
SURMODICS INC	COM	868873100	2197	50390	SH	DEFINED	1
			6060	139000	SH	DEFINED	85
			-----	-----			
			8257	189390			
SWIFT ENERGY CO	COM	870738101	1478	75000	SH	DEFINED	85
			-----	-----			
			1478	75000			
SYBASE INC	COM	871130100	122	7000	SH	DEFINED	1
			2621	150000	SH	DEFINED	85
			-----	-----			
			2743	157000			
SYMBOL TECHNOLOGIES INC	COM	871508107	33	2925	SH	DEFINED	1
			10	850	SH	DEFINED	19
			197	17550	SH	DEFINED	85
			-----	-----			
			240	21325			
SYMYX TECHNOLOGIES	COM	87155S108	44	2150	SH	DEFINED	2
			2065	100000	SH	DEFINED	85
			-----	-----			
			2109	102150			
SYNAGRO TECHNOLOGIES INC	COM NEW	871562203	1036	435301	SH	DEFINED	19
			-----	-----			
			1036	435301			
SYNCOR INTL CORP DEL	COM	87157J106	35	1300	SH	DEFINED	2
			995	36500	SH	DEFINED	85
			-----	-----			
			1030	37800			

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
SYNOVUS FINL CORP	COM	87161C105	34035	1116626	SH		DEFINED	1	
			680	22300	SH		DEFINED	85	
			-----	-----					
			34714	1138926					
SYSCO CORP	COM	871829107	58212	1952109	SH		DEFINED	1	
			2572	86235	SH		DEFINED	15	
			2966	99480	SH		DEFINED	2	
			2665	89385	SH		DEFINED	5	
			128	4300	SH		DEFINED	10	
			4800	160965	SH		DEFINED	19	
			21575	723500	SH		DEFINED	85	
	-----	-----							
			92918	3115974					
TCF FINL CORP	COM	872275102	21	394	SH		DEFINED	1	
			6	115	SH		DEFINED	10	
			250	4750	SH		DEFINED	19	
			-----	-----					
			277	5259					
TECO ENERGY INC	COM	872375100	526	18355	SH		DEFINED	1	
			100	3500	SH		DEFINED	15	
			57	2000	SH		DEFINED	10	
			181	6305	SH		DEFINED	19	
			1732	60500	SH		DEFINED	85	
			-----	-----					
			2596	90660					
TEPPCO PARTNERS L P	UT LTD PARTNER	872384102	22	700	SH		DEFINED	10	
			245	7800	SH		DEFINED	19	
			-----	-----					
			266	8500					
TJX COS INC NEW	COM	872540109	83	2071	SH		DEFINED	1	
			13	330	SH		DEFINED	19	
			836	20900	SH		DEFINED	85	
			-----	-----					
			932	23301					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
TRW INC	COM	872649108	320	6221	SH		DEFINED	1	
			10	200	SH		DEFINED	15	
			224	4350	SH		DEFINED	2	
			424	8238	SH		DEFINED	19	
			826	16050	SH		DEFINED	85	
			-----	-----					
			1804	35059					
TMP WORLDWIDE INC	COM	872941109	5	150	SH		DEFINED	1	
			286	8300	SH		DEFINED	85	
						-----	-----		
			291	8450					
TXU CORP	COM	873168108	246	4512	SH		DEFINED	1	
			239	4387	SH		DEFINED	15	
			5	100	SH		DEFINED	5	
			16	300	SH		DEFINED	10	
			904	16579	SH		DEFINED	19	
			2800	51370	SH		DEFINED	85	
			-----	-----					
			4211	77248					
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	322	15530	SH		DEFINED	1	
			13	629	SH		DEFINED	10	
			3	140	SH		DEFINED	19	
			-----	-----					
			338	16299					
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	2513	125000	SH		DEFINED	85	
			-----	-----					
			2513	125000					
TALBOTS INC	COM	874161102	2655	75000	SH		DEFINED	85	
			-----	-----					
			2655	75000					
TARGET CORP	COM	87612E106	73759	1710543	SH		DEFINED	1	
			6760	156780	SH		DEFINED	15	
			2936	68091	SH		DEFINED	2	
			407	9444	SH		DEFINED	5	
			527	12225	SH		DEFINED	10	
			5681	131756	SH		DEFINED	19	
			54465	1263100	SH		DEFINED	85	
						-----	-----		
			144536	3351939					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DSCRETN	O MA	
TECHNITROL INC	COM	878555101	2980	125000	SH		DEFINED	85	
			-----	-----					
			2980	125000					
TEKTRONIX INC	COM	879131100	75	3155	SH		DEFINED	19	
			2846	120300	SH		DEFINED	85	
			-----	-----					
			2921	123455					
TELEFLEX INC	COM	879369106	4219	77175	SH		DEFINED	1	
			815	14900	SH		DEFINED	15	
			153	2800	SH		DEFINED	5	
			2365	43259	SH		DEFINED	19	
			-----	-----					
			7552	138134					
TELEFONICA S A	SPONSORED ADR	879382208	91	2738	SH		DEFINED	1	
			203	6127	SH		DEFINED	19	
			-----	-----					
			294	8865					
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403780	46	1150	SH		DEFINED	1	
			24	600	SH		DEFINED	15	
			148	3671	SH		DEFINED	19	
			-----	-----					
			219	5421					
TELLABS INC	COM	879664100	11598	1107702	SH		DEFINED	1	
			14	1325	SH		DEFINED	15	
			94	9000	SH		DEFINED	2	
			112	10690	SH		DEFINED	5	
			46	4350	SH		DEFINED	10	
			401	38284	SH		DEFINED	19	
			10701	1022075	SH		DEFINED	85	
-----	-----								
			22965	2193426					
TEMPLE INLAND INC	COM	879868107	207	3656	SH		DEFINED	1	
			8	142	SH		DEFINED	15	
			40	700	SH		DEFINED	5	
			216	3800	SH		DEFINED	85	
			-----	-----					
			471	8298					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
TEMPLETON GLOBAL GOVT INCOM	SH BEN INT	879929107	900	142400	SH		DEFINED	85	
			900	142400					
TEMPLETON CHINA WORLD FD INC	COM	88018X102	5	500	SH		DEFINED	19	
			356	39200	SH		DEFINED	85	
			360	39700					
TEMPLETON GLOBAL INCOME FD I	COM	880198106	10	1500	SH		DEFINED	1	
			7	1072	SH		DEFINED	19	
			457	66500	SH		DEFINED	85	
			475	69072					
TENET HEALTHCARE CORP	COM	88033G100	44	657	SH		DEFINED	1	
			151	2250	SH		DEFINED	15	
			477	7120	SH		DEFINED	19	
			2949	44000	SH		DEFINED	85	
			3621	54027					
TERADYNE INC	COM	880770102	69	1750	SH		DEFINED	1	
			2	55	SH		DEFINED	15	
			544	13790	SH		DEFINED	19	
			548	13900	SH		DEFINED	85	
			1163	29495					
TETRA TECH INC NEW	COM	88162G103	36	2550	SH		DEFINED	2	
			1786	125000	SH		DEFINED	85	
			1823	127550					
TEXAS INDS INC	COM	882491103	1648	40000	SH		DEFINED	85	
			1648	40000					

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	MA	
TEXAS INSTRS INC	COM	882508104	72723	2197052	SH		DEFINED	1	
			3276	98980	SH		DEFINED	15	
			3329	100583	SH		DEFINED	2	
			1142	34515	SH		DEFINED	5	
			897	27100	SH		DEFINED	10	
			4620	139589	SH		DEFINED	19	
			58886	1779025	SH		DEFINED	85	
			-----	-----					
			144874	4376844					
TEXAS REGL BANCSHARES INC	CL A VTG	882673106	44	1000	SH		DEFINED	2	
			3275	75000	SH		DEFINED	85	
				-----	-----				
			3318	76000					
TEXTRON INC	COM	883203101	3079	60249	SH		DEFINED	1	
			31	610	SH		DEFINED	15	
			160	3125	SH		DEFINED	2	
			95	1860	SH		DEFINED	10	
			441	8632	SH		DEFINED	19	
			1186	23200	SH		DEFINED	85	
			-----	-----					
			4991	97676					
THERMA-WAVE INC	COM	88343A108	1083	75000	SH		DEFINED	85	
				-----	-----				
			1083	75000					
THERMO ELECTRON CORP	COM	883556102	16	783	SH		DEFINED	19	
			282	13600	SH		DEFINED	85	
				-----	-----				
			298	14383					
THIRD WAVE TECHNOLOGIES INC	COM	88428W108	473	141150	SH		DEFINED	1	
			1240	370000	SH		DEFINED	85	
				-----	-----				
			1712	511150					
THOMAS & BETTS CORP	COM	884315102	269	12730	SH		DEFINED	1	
			21	1000	SH		DEFINED	15	
			253	11965	SH		DEFINED	2	

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80	3775 SH	DEFINED 19
93	4400 SH	DEFINED 85
-----	-----	
717	33870	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----
3COM CORP	COM	885535104	3	500 SH	DEFINED 1			
			36	5925 SH	DEFINED 19			
			1381	226000 SH	DEFINED 85			
			-----	-----				
			1420	232425				
TIFFANY & CO NEW	COM	886547108	7	184 SH	DEFINED 1			
			395	11100 SH	DEFINED 85			
			-----	-----				
			401	11284				
TIMBERLAND CO	CL A	887100105	3380	80000 SH	DEFINED 85			
			-----	-----				
			3380	80000				
TIPPERARY CORP	COM PAR \$0.02	888002300	19	12000 SH	DEFINED 19			
			-----	-----				
			19	12000				
TITAN CORP	COM	888266103	53	2550 SH	DEFINED 2			
			5163	250000 SH	DEFINED 85			
			-----	-----				
			5215	252550				
TOLL BROTHERS INC	WHEN ISSUED	889478103	16	320 SH	DEFINED 1			
			3739	75000 SH	DEFINED 85			
			-----	-----				
			3755	75320				
TORCHMARK CORP	COM	891027104	209	5180 SH	DEFINED 19			
			1034	25675 SH	DEFINED 85			
			-----	-----				
			1243	30855				
TORO CO	COM	891092108	45	750 SH	DEFINED 19			
			3588	60200 SH	DEFINED 85			
			-----	-----				
			3633	60950				

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TOUCH AMERICA HLDGS INC	COM	891539108	26	6744	SH	DEFINED	1
			1	260	SH	DEFINED	15
			14	3600	SH	DEFINED	19
			1406	369100	SH	DEFINED	85
			-----	-----			
			1447	379704			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT O
-----	-----	-----	-----	-----	-----	-----	-----
TOWER AUTOMOTIVE INC	COM	891707101	1851	132341	SH	DEFINED	19
			-----	-----			
			1851	132341			
TOYS R US INC	COM	892335100	15	820	SH	DEFINED	1
			270	15050	SH	DEFINED	85
			-----	-----			
			285	15870			
TRANSKARYOTIC THERAPIES INC	COM	893735100	2153	50000	SH	DEFINED	85
			-----	-----			
			2153	50000			
TRIAD GTY INC	COM	895925105	39	900	SH	DEFINED	2
			1739	40000	SH	DEFINED	85
			-----	-----			
			1778	40900			
TRIARC COS INC	CL A	895927101	1390	50000	SH	DEFINED	85
			-----	-----			
			1390	50000			
TRICON GLOBAL RESTAURANTS	COM	895953107	423	7194	SH	DEFINED	1
			7	120	SH	DEFINED	15
			10	165	SH	DEFINED	2
			16	279	SH	DEFINED	10
			163	2775	SH	DEFINED	19
			659	11210	SH	DEFINED	85
			-----	-----			
			1278	21743			
TRIBUNE CO NEW	COM	896047107	1006	22120	SH	DEFINED	1
			437	9615	SH	DEFINED	19
			1675	36850	SH	DEFINED	85
			-----	-----			

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			3118	68585		
TRIGON HEALTHCARE INC	COM	89618L100	4429	60000	SH	DEFINED 85
			-----	-----		
			4429	60000		
TUPPERWARE CORP	COM	899896104	31	1350	SH	DEFINED 1
			82	3614	SH	DEFINED 19
			102	4500	SH	DEFINED 85
			-----	-----		
			215	9464		

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PAGE	138 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA

TYCO INTL LTD NEW	COM	902124106	54363	1682033	SH	DEFINED 1	
			1426	44125	SH	DEFINED 15	
			1708	52834	SH	DEFINED 2	
			208	6430	SH	DEFINED 5	
			537	16625	SH	DEFINED 10	
			7436	230074	SH	DEFINED 19	
			46557	1440489	SH	DEFINED 85	
			-----	-----			
			112235	3472610			
UGI CORP NEW	COM	902681105	1567	50000	SH	DEFINED 85	
			-----	-----			
			1567	50000			
UST INC	COM	902911106	275	7061	SH	DEFINED 1	
			6	144	SH	DEFINED 5	
			561	14406	SH	DEFINED 19	
			796	20450	SH	DEFINED 85	
			-----	-----			
			1637	42061			
US BANCORP DEL	COM NEW	902973304	55224	2446769	SH	DEFINED 1	
			829	36714	SH	DEFINED 15	
			585	25912	SH	DEFINED 2	
			1787	79190	SH	DEFINED 5	
			41	1824	SH	DEFINED 10	
			10510	465661	SH	DEFINED 19	
			7924	351077	SH	DEFINED 85	
			-----	-----			
			76899	3407147			
US ONCOLOGY INC	COM	90338W103	617	70000	SH	DEFINED 85	

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		-----		-----			
		617	70000				
ULTRAK INC	COM NO PAR	903898401	255	165800	SH	DEFINED	85

		255	165800				
USA ED INC	COM	90390U102	1179	12052	SH	DEFINED	1
				27	280	SH	DEFINED 15
				12	119	SH	DEFINED 10
				73	745	SH	DEFINED 19
				1682	17200	SH	DEFINED 85

		2973	30396				

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PAGE 139 OF 151		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA

UNILEVER N V	N Y SHS NEW	904784709	13	230	SH	DEFINED	15		
				613	10791	SH	DEFINED	19	
				4991	87865	SH	DEFINED	85	

				5617	98886				
UNION PAC CORP	COM	907818108	818	13164	SH	DEFINED	1		
				304	4900	SH	DEFINED	15	
				124	2000	SH	DEFINED	2	
				12	200	SH	DEFINED	10	
				1064	17115	SH	DEFINED	19	
				3295	53025	SH	DEFINED	85	

				5618	90404				
UNION PLANTERS CORP	COM	908068109	104	2200	SH	DEFINED	15		
				243	5123	SH	DEFINED	19	
				825	17400	SH	DEFINED	85	

				1172	24723				
UNISOURCE ENERGY CORP	COM	909205106	1	60	SH	DEFINED	15		
				4	200	SH	DEFINED	19	
				1023	50000	SH	DEFINED	85	

				1028	50260				
UNISYS CORP	COM	909214108	15	1224	SH	DEFINED	1		
				158	12524	SH	DEFINED	19	

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			561	44400	SH	DEFINED	85
			-----	-----			
			734	58148			
UNITED PARCEL SERVICE INC	CL B	911312106	448	7370	SH	DEFINED	1
			16	270	SH	DEFINED	15
			101	1665	SH	DEFINED	2
			1697	27918	SH	DEFINED	5
			2	25	SH	DEFINED	10
			1964	32303	SH	DEFINED	19
			-----	-----			
			4229	69551			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
US AIRWAYS GROUP INC	COM	911905107	1	105	SH	DEFINED	1
			77	12000	SH	DEFINED	5
			34	5200	SH	DEFINED	85
			-----	-----			
			112	17305			
UNITED TECHNOLOGIES CORP	COM	913017109	11172	150560	SH	DEFINED	1
			1040	14021	SH	DEFINED	15
			91	1220	SH	DEFINED	2
			35	470	SH	DEFINED	5
			6562	88434	SH	DEFINED	19
			5944	80109	SH	DEFINED	85
			-----	-----			
			24843	334814			
UNITEDHEALTH GROUP INC	COM	91324P102	30	397	SH	DEFINED	1
			18	240	SH	DEFINED	10
			184	2410	SH	DEFINED	19
			2560	33500	SH	DEFINED	85
			-----	-----			
			2793	36547			
UNIVERSAL ACCESS GLOBAL HLDG	COM	91336M105	16	10300	SH	DEFINED	19
			-----	-----			
			16	10300			

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UNIVISION COMMUNICATIONS INC	CL A	914906102	8	200	SH	DEFINED	15	
			680	16200	SH	DEFINED	85	

			689	16400				
UNOCAL CORP	COM	915289102	53	1372	SH	DEFINED	1	
			27	684	SH	DEFINED	15	
			528	13549	SH	DEFINED	19	
			1781	45725	SH	DEFINED	85	

			2389	61330				
UNUMPROVIDENT CORP	COM	91529Y106	56	2000	SH	DEFINED	15	
			23	812	SH	DEFINED	19	
			519	18584	SH	DEFINED	85	

						598	21396	

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	MA	
-----		-----	-----	-----	-----	-----	-----	
V F CORP	COM	918204108	22	500	SH	DEFINED	1	
			15	350	SH	DEFINED	15	
			95	2200	SH	DEFINED	2	
			609	14090	SH	DEFINED	19	
			722	16700	SH	DEFINED	85	
-----			1464	33840				
VAIL RESORTS INC	COM	91879Q109	1592	75000	SH	DEFINED	85	
-----			1592	75000				
VALUEVISION INTL INC	CL A	92047K107	1	40	SH	DEFINED	1	
			1556	75000	SH	DEFINED	85	

			1557	75040				
VAN KAMPEN TR INVT GRADE MUN	COM	920929106	211	14300	SH	DEFINED	15	
			36	2472	SH	DEFINED	19	

			247	16772				
VAN KAMPEN MUN OPPORTUNITY I	COM	920944105	65	5000	SH	DEFINED	1	

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			13	1000	SH	DEFINED	15
			152	11700	SH	DEFINED	19
			-----	-----			
			230	17700			
VAN KAMPEN BD FD	COM	920955101	11	600	SH	DEFINED	1
			11	600	SH	DEFINED	19
			1166	64800	SH	DEFINED	85
			-----	-----			
			1188	66000			
VAN KAMPEN SENIOR INCOME TR	COM	920961109	51	6935	SH	DEFINED	19
			291	39900	SH	DEFINED	85
			-----	-----			
			342	46835			
VARCO INTL INC DEL	COM	922122106	4853	241453	SH	DEFINED	1
			12	600	SH	DEFINED	19
			12224	608150	SH	DEFINED	85
			-----	-----			
			17089	850203			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
VECTREN CORP	COM	92240G101	2269	88339	SH	DEFINED	1
			17793	692614	SH	DEFINED	15
			23	880	SH	DEFINED	2
			385	14984	SH	DEFINED	19
			-----	-----			
			20470	796817			
VANGUARD INDEX TR	STK MRK VIPERS	922908769	531	5000	SH	DEFINED	1
			32	300	SH	DEFINED	15
			2020	19040	SH	DEFINED	19
			-----	-----			
			2583	24340			
VERITY INC	COM	92343C106	2652	150000	SH	DEFINED	85
			-----	-----			
			2652	150000			
VERISIGN INC	COM	92343E102	3422	126725	SH	DEFINED	1
			29	1060	SH	DEFINED	5
			42	1540	SH	DEFINED	19

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		-----		-----			
		3492	129325				
VERITAS DGC INC	COM	92343P107	1691	100000	SH	DEFINED	85

		1691	100000				
VERIZON COMMUNICATIONS	COM	92343V104	20524	445203	SH	DEFINED	1

		3878	84115	SH	DEFINED	15	
		1077	23364	SH	DEFINED	2	
		333	7218	SH	DEFINED	5	
		303	6569	SH	DEFINED	10	
		14535	315303	SH	DEFINED	19	
		20998	455478	SH	DEFINED	85	

		61647	1337250				
VERITAS SOFTWARE CO	COM	923436109	113	2575	SH	DEFINED	1

		4	102	SH	DEFINED	15	
		18	416	SH	DEFINED	10	
		593	13536	SH	DEFINED	19	
		1889	43100	SH	DEFINED	85	

		2618	59729				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA

VIASAT INC	COM	92552V100	35	2500	SH	DEFINED	2		

		1402	100000	SH	DEFINED	85			

		1437	102500						
VIACOM INC	CL B	925524308	858	17744	SH	DEFINED	1		

		54	1117	SH	DEFINED	15			
		5	108	SH	DEFINED	2			
		10	217	SH	DEFINED	10			
		3096	64008	SH	DEFINED	19			
		12928	267276	SH	DEFINED	85			

		16952	350470						
VICINITY CORP	COM	925653107	5	2500	SH	DEFINED	19		

		441	210000	SH	DEFINED	85			

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			446	212500		
VINTAGE PETE INC	COM	927460105	2573	175000	SH	DEFINED 85
			-----	-----		
			2573	175000		
VISHAY INTERTECHNOLOGY INC	COM	928298108	42	2051	SH	DEFINED 1
			34	1661	SH	DEFINED 19
			1220	60000	SH	DEFINED 85
			-----	-----		
			1296	63712		
VISTEON CORP	COM	92839U107	24	1434	SH	DEFINED 1
			30	1830	SH	DEFINED 15
			1	31	SH	DEFINED 5
			79	4796	SH	DEFINED 19
			167	10062	SH	DEFINED 85
			-----	-----		
			300	18153		
VISX INC DEL	COM	92844S105	2649	150000	SH	DEFINED 85
			-----	-----		
			2649	150000		

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PAGE	144 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN		

VITESSE SEMICONDUCTOR CORP	COM	928497106	1016	103642	SH		DEFINED	1	
			1	100	SH		DEFINED	15	
			1	143	SH		DEFINED	2	
			22	2200	SH		DEFINED	5	
			5	500	SH		DEFINED	10	
			2	210	SH		DEFINED	19	
			945	96400	SH		DEFINED	85	
			-----	-----					
			1991	203195					
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	2462	133587	SH		DEFINED	1	
			121	6550	SH		DEFINED	15	
			6	350	SH		DEFINED	5	
			28	1500	SH		DEFINED	10	

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			1523	82611	SH	DEFINED	19
			-----	-----			
			4139	224598			
VULCAN MATLS CO	COM	929160109	204	4300	SH	DEFINED	19
			371	7800	SH	DEFINED	85
			-----	-----			
			575	12100			
WPS RESOURCES CORP	COM	92931B106	103	2600	SH	DEFINED	1
			25	640	SH	DEFINED	15
			186	4712	SH	DEFINED	19
			-----	-----			
			314	7952			
WACHOVIA CORP 2ND NEW	COM	929903102	6057	163357	SH	DEFINED	1
			19	500	SH	DEFINED	15
			130	3500	SH	DEFINED	2
			275	7418	SH	DEFINED	10
			1140	30737	SH	DEFINED	19
			7445	200770	SH	DEFINED	85
			-----	-----			
			15065	406282			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
WAL MART STORES INC	COM	931142103	94626	1543655	SH	DEFINED	1
			6452	105245	SH	DEFINED	15
			3401	55488	SH	DEFINED	2
			737	12030	SH	DEFINED	5
			2395	39066	SH	DEFINED	10
			20329	331636	SH	DEFINED	19
			68210	1112725	SH	DEFINED	85
			-----	-----			
			196151	3199845			
WALGREEN CO	COM	931422109	31183	795677	SH	DEFINED	1
			431	10995	SH	DEFINED	15
			316	8062	SH	DEFINED	2
			138	3515	SH	DEFINED	5
			90	2300	SH	DEFINED	10
			14513	370324	SH	DEFINED	19
			5855	149400	SH	DEFINED	85
			-----	-----			
			52525	1340273			

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WASHINGTON MUT INC	COM	939322103	44377	1339479	SH	DEFINED 1
			58	1762	SH	DEFINED 2
			5	150	SH	DEFINED 10
			922	27837	SH	DEFINED 19
			6886	207853	SH	DEFINED 85
			-----	-----		
			52249	1577081		
WASTE MGMT INC DEL	COM	94106L109	33	1203	SH	DEFINED 1
			16	576	SH	DEFINED 10
			484	17753	SH	DEFINED 19
			2230	81842	SH	DEFINED 85

			2762	101374		
WATERS CORP	COM	941848103	5918	211594	SH	DEFINED 1
			1401	50105	SH	DEFINED 15
			1060	37905	SH	DEFINED 2
			383	13700	SH	DEFINED 5
			24	850	SH	DEFINED 10
			3170	113346	SH	DEFINED 19
			12810	458000	SH	DEFINED 85
			-----	-----		
			24767	885500		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
WATSON PHARMACEUTICALS INC	COM	942683103	32	1174	SH	DEFINED 19			
			222	8200	SH	DEFINED 85			
				-----	-----				
			254	9374					
WAUSAU-MOSINEE PAPER CORP	COM	943315101	191	15000	SH	DEFINED 19			
				-----	-----				
			191	15000					
WEBMD CORP	COM	94769M105	1750	227813	SH	DEFINED 1			
			6	756	SH	DEFINED 19			
			-----	-----					
			1755	228569					
WELLPOINT HEALTH NETWORK NEW	COM	94973H108	25	400	SH	DEFINED 1			
			269	4232	SH	DEFINED 19			

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			1484	23300	SH	DEFINED	85
			-----	-----			
			1778	27932			
WELLS FARGO & CO NEW	COM	949746101	132869	2689653	SH	DEFINED	1
			2479	50180	SH	DEFINED	15
			5306	107404	SH	DEFINED	2
			2343	47420	SH	DEFINED	5
			1129	22845	SH	DEFINED	10
			6071	122888	SH	DEFINED	19
			43712	884850	SH	DEFINED	85
			-----	-----			
			193907	3925240			
WENDYS INTL INC	COM	950590109	52	1500	SH	DEFINED	1
			4	101	SH	DEFINED	15
			200	5716	SH	DEFINED	19
			280	8000	SH	DEFINED	85
			-----	-----			
			536	15317			
WESTERN RES INC	COM	959425109	297	17328	SH	DEFINED	1
			11	665	SH	DEFINED	15
			21	1225	SH	DEFINED	2
			2	110	SH	DEFINED	5
			14	795	SH	DEFINED	19
			-----	-----			
			345	20123			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	MA
WEYERHAEUSER CO	COM	962166104	245	3900	SH	DEFINED	1
			126	2000	SH	DEFINED	2
			261	4145	SH	DEFINED	19
			2029	32275	SH	DEFINED	85
			-----	-----			
			2660	42320			
WHIRLPOOL CORP	COM	963320106	297	3925	SH	DEFINED	1
			624	8260	SH	DEFINED	15
			38	500	SH	DEFINED	2
			1714	22686	SH	DEFINED	19
			733	9700	SH	DEFINED	85
			-----	-----			

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			3405	45071		
WILLIAMS COS INC DEL	COM	969457100	149	6320 SH	DEFINED	1
			19	800 SH	DEFINED	15
			401	17012 SH	DEFINED	19
			1665	70650 SH	DEFINED	85
			-----	-----		
			2233	94782		
WILMINGTON TRUST CORP	COM	971807102	592	8800 SH	DEFINED	1
			34	500 SH	DEFINED	15
			13	200 SH	DEFINED	19
			-----	-----		
			639	9500		
WIND RIVER SYSTEMS INC	COM	973149107	867	63815 SH	DEFINED	1
			231	17000 SH	DEFINED	15
			48	3500 SH	DEFINED	5
			6	450 SH	DEFINED	19
			5002	368100 SH	DEFINED	85
			-----	-----		
			6154	452865		
WINN DIXIE STORES INC	COM	974280109	210	13075 SH	DEFINED	1
			99	6150 SH	DEFINED	15
			210	13100 SH	DEFINED	2
			77	4800 SH	DEFINED	19
			175	10900 SH	DEFINED	85
			-----	-----		
			770	48025		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
WISCONSIN ENERGY CORP	COM	976657106	333	13370 SH	DEFINED	1	
			12	500 SH	DEFINED	10	
			372	14965 SH	DEFINED	19	
			-----	-----			
			717	28835			
WOLVERINE WORLD WIDE INC	COM	978097103	378	21051 SH	DEFINED	19	
			2693	150000 SH	DEFINED	85	
			-----	-----			
			3070	171051			

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WOODHEAD INDS INC	COM	979438108	580	32589	SH	DEFINED	1
			-----	-----			
			580	32589			
WORLDCOM INC GA NEW	WRLDCOM GP COM	98157D106	2594	384834	SH	DEFINED	1
			44	6459	SH	DEFINED	15
			215	31970	SH	DEFINED	2
			737	109313	SH	DEFINED	5
			237	35135	SH	DEFINED	10
			965	143152	SH	DEFINED	19
			3810	565298	SH	DEFINED	85
			-----	-----			
			8601	1276161			
WORLDCOM INC GA NEW	MCI GROUP COM	98157D304	74	12524	SH	DEFINED	1
			3	504	SH	DEFINED	15
			0	56	SH	DEFINED	2
			0	44	SH	DEFINED	5
			2	345	SH	DEFINED	10
			8	1355	SH	DEFINED	19
			236	40000	SH	DEFINED	85
			-----	-----			
			324	54828			
WORTHINGTON INDS INC	COM	981811102	575	37446	SH	DEFINED	1
			15	958	SH	DEFINED	2
			100	6525	SH	DEFINED	85
			-----	-----			
			690	44929			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
WRIGLEY WM JR CO	COM	982526105	786	14746	SH	DEFINED	1
			920	17250	SH	DEFINED	15
			1777	33341	SH	DEFINED	19
			1285	24100	SH	DEFINED	85
			-----	-----			
			4768	89437			

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WYETH	COM	983024100	111145	1692995	SH	DEFINED	1
			5401	82273	SH	DEFINED	15
			4795	73045	SH	DEFINED	2
			778	11850	SH	DEFINED	5
			3230	49194	SH	DEFINED	10
			7208	109790	SH	DEFINED	19
			29746	453100	SH	DEFINED	85
			-----	-----			
			162303	2472247			
WYNDHAM INTL INC	CL A	983101106	24	27000	SH	DEFINED	19
			-----	-----			
			24	27000			
XTO ENERGY CORP	COM	98385X106	5013	250000	SH	DEFINED	85
			-----	-----			
			5013	250000			
X-RITE INC	COM	983857103	174	21725	SH	DEFINED	19
			-----	-----			
			174	21725			
XCEL ENERGY INC	COM	98389B100	265	10445	SH	DEFINED	1
			143	5652	SH	DEFINED	15
			768	30292	SH	DEFINED	19
			1529	60335	SH	DEFINED	85
			-----	-----			
			2705	106724			
XILINX INC	COM	983919101	203	5105	SH	DEFINED	1
			24	600	SH	DEFINED	15
			8	200	SH	DEFINED	2
			70	1750	SH	DEFINED	5
			656	16450	SH	DEFINED	19
			3288	82495	SH	DEFINED	85
			-----	-----			
			4249	106600			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA	

XEROX CORP	COM	984121103	163	15118	SH	DEFINED	1			
			2	200	SH	DEFINED	15			
			20	1900	SH	DEFINED	2			
			80	7430	SH	DEFINED	19			

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			594	55234	SH	DEFINED	85
			-----	-----			
			859	79882			
YAHOO INC	COM	984332106	129	6986	SH	DEFINED	1
			7	400	SH	DEFINED	15
			10	520	SH	DEFINED	2
			18	1000	SH	DEFINED	5
			39	2103	SH	DEFINED	19
			824	44600	SH	DEFINED	85
			-----	-----			
			1027	55609			
ZALE CORP NEW	COM	988858106	5075	125000	SH	DEFINED	85
			-----	-----			
			5075	125000			
ZEBRA TECHNOLOGIES CORP	CL A	989207105	6616	122317	SH	DEFINED	1
			1936	35790	SH	DEFINED	2
			43	800	SH	DEFINED	5
			23	420	SH	DEFINED	19
			5734	106000	SH	DEFINED	85
			-----	-----			
			14352	265327			
ZIMMER HLDGS INC	COM	98956P102	7364	216259	SH	DEFINED	1
			1199	35205	SH	DEFINED	15
			29	858	SH	DEFINED	2
			33	977	SH	DEFINED	5
			10	300	SH	DEFINED	10
			735	21579	SH	DEFINED	19
			708	20790	SH	DEFINED	85
			-----	-----			
			10078	295968			
ZIONS BANCORPORATION	COM	989701107	12	200	SH	DEFINED	1
			48	815	SH	DEFINED	19
			421	7100	SH	DEFINED	85
			-----	-----			
			481	8115			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
ZOMAX INC MINN	COM	989929104	730	100000	SH	DEFINED	85

