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FIFTH THIRD BANCORP
Form 13F-HR
May 15, 2008

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: March 31, 2008

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

Institutional Investment Manager Filing this Report:

Name: 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 # -----
Fifth Third Bank	9
Fifth Third Bank, a Michigan banking corporation	3
Fifth Third Bank, N.A.	8
Fifth Third Asset Management, Inc.	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: Charles Drucker
Title: Executive Vice President
Phone: 513-534-5005

Signature, Place, and Date of Signing:

/s/ Charles Drucker	Cincinnati, Ohio	May 15, 2008
[Signature]	[City, State]	[Date]

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:
None.

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 4

Form 13F Information Table Entry Total: 3,767

Form 13F Information Table Value Total (x\$1000): 10,099,272

List of Other Included Managers:

Name:	13F File No.:
-----	-----
Fifth Third Bank	28-539
Fifth Third Asset Management, Inc.	28-10115
Fifth Third Bank, N.A.	28-10993
Fifth Third Bank, a Michigan Banking Corporation	28-10119

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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	
-----			-----	-----	-----	-----	-----	-----	-----	
DAIMLER AG			REG SHS	D1668R123	69	808 SH		DEFINED 9		
					803	9390 SH		DEFINED 3		
					-----	-----				
					872	10198				
DEUTSCHE BANK AG			NAMEN AKT	D18190898	22	195 SH		DEFINED 9		
					12	109 SH		DEFINED 3		
					-----	-----				
					34	304				
ACE LTD			ORD	G0070K103	8327	151243 SH		DEFINED 9		
					633	11495 SH		DEFINED 3		
					-----	-----				
					8960	162738				
AMDOCS LTD			ORD	G02602103	1647	58075 SH		DEFINED 9		
					340	11989 SH		DEFINED 3		
					-----	-----				
					1987	70064				

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ARLINGTON TANKERS LTD	COM	G04899103	4	200	SH	DEFINED	3
			-----	-----			
			4	200			
AXIS CAPITAL HOLDINGS	SHS	G0692U109	5	135	SH	DEFINED	9
			-----	-----			
			5	135			
ACCENTURE LTD BERMUDA	CL A	G1150G111	10446	297017	SH	DEFINED	9
			7355	209126	SH	DEFINED	3
			-----	-----			
			17801	506143			
BROOKFIELD INFRAST PARTNERS	LP INT UNIT	G16252101	3	148	SH	DEFINED	9
			0	20	SH	DEFINED	3
			-----	-----			
			3	168			
BUNGE LIMITED	COM	G16962105	61	700	SH	DEFINED	9
			-----	-----			
			61	700			
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	89	1050	SH	DEFINED	9
			-----	-----			
			89	1050			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
COOPER INDS LTD	CL A	G24182100	61	1510	SH	DEFINED	9	
			541	13476	SH	DEFINED	3	
			-----	-----				
			602	14986				
COVIDIEN LTD	COM	G2552X108	195	4413	SH	DEFINED	9	
			16	369	SH	DEFINED	3	
			-----	-----				
			212	4782				
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397106	42	1147	SH	DEFINED	9	
			20	559	SH	DEFINED	3	
			-----	-----				
			62	1706				
EVEREST RE GROUP LTD	COM	G3223R108	1	13	SH	DEFINED	3	
			-----	-----				
			1	13				
FLAGSTONE REINSURANCE HLDGS	SHS	G3529T105	65	5336	SH	DEFINED	9	
			-----	-----				
			65	5336				
FOSTER WHEELER LTD	SHS NEW	G36535139	276	4880	SH	DEFINED	9	

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			72	1276	SH	DEFINED	3
			-----	-----			
			349	6156			
FRONTLINE LTD	SHS	G3682E127	60	1300	SH	DEFINED	3
			-----	-----			
			60	1300			
GARMIN LTD	ORD	G37260109	76	1400	SH	DEFINED	9
			26	485	SH	DEFINED	3
			-----	-----			
			102	1885			
HELEN OF TROY CORP LTD	COM	G4388N106	5	300	SH	DEFINED	3
			-----	-----			
			5	300			
HERBALIFE LTD	COM USD SHS	G4412G101	1324	27882	SH	DEFINED	9
			877	18468	SH	DEFINED	3
			-----	-----			
			2202	46350			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	251	5625	SH		DEFINED	9	
			132	2959	SH		DEFINED	3	
			-----	-----					
			383	8584					
IPC HLDGS LTD	ORD	G4933P101	2	79	SH		DEFINED	3	
			-----	-----					
			2	79					
LAZARD LTD	SHS A	G54050102	488	12764	SH		DEFINED	9	
			169	4432	SH		DEFINED	3	
			-----	-----					
			657	17196					
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	18	1640	SH		DEFINED	3	
			-----	-----					
			18	1640					
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	66	4092	SH		DEFINED	9	
			83	5182	SH		DEFINED	3	
			-----	-----					
			149	9274					
NABORS INDUSTRIES LTD	SHS	G6359F103	2071	61323	SH		DEFINED	9	
			2034	60219	SH		DEFINED	3	
			-----	-----					
			4104	121542					
NOBLE CORPORATION	SHS	G65422100	5851	117796	SH		DEFINED	9	

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			8184	164758	SH	DEFINED	3
			10	200	SH	DEFINED	8
			-----	-----			
			14044	282754			
NORDIC AMERICAN TANKER SHIPP	COM	G65773106	53	1900	SH	DEFINED	3
			-----	-----			
			53	1900			
PARTNERRE LTD	COM	G6852T105	15	200	SH	DEFINED	9
			1	15	SH	DEFINED	3
			-----	-----			
			16	215			

				FORM 13F				
PAGE	4 OF	236	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	
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	55	1681	SH	DEFINED	9	
			27	819	SH	DEFINED	3	
			-----	-----				
			81	2500				
PRUDENTIAL PLC	6.75%SUB REG S	G7293H114	24	1000	SH	DEFINED	3	
			-----	-----				
			24	1000				
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	16	300	SH	DEFINED	9	
			-----	-----				
			16	300				
SEAGATE TECHNOLOGY	SHS	G7945J104	11614	554645	SH	DEFINED	9	
			2488	118808	SH	DEFINED	3	
			-----	-----				
			14102	673453				
SHIP FINANCE INTERNATIONAL L	SHS	G81075106	26	1000	SH	DEFINED	9	
			6	225	SH	DEFINED	3	
			-----	-----				
			32	1225				
TRANSOCEAN INC NEW	SHS	G90073100	6325	46780	SH	DEFINED	9	
			2311	17095	SH	DEFINED	3	
			-----	-----				
			8636	63875				
TSAKOS ENERGY NAVIGATION LTD	SHS	G9108L108	38	1220	SH	DEFINED	9	
			18	592	SH	DEFINED	3	
			-----	-----				
			56	1812				
TYCO INTL LTD BERMUDA	SHS	G9143X208	163	3710	SH	DEFINED	9	
			21	472	SH	DEFINED	3	
			-----	-----				
			184	4182				

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TYCO ELECTRONICS LTD	COM NEW	G9144P105	139	4045 SH	DEFINED 9
			23	669 SH	DEFINED 3
			-----	-----	
			162	4714	
VALIDUS HOLDINGS LTD	COM SHS	G9319H102	71	3049 SH	DEFINED 9
			-----	-----	
			71	3049	

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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
GOLAR LNG LTD BERMUDA	SHS	G9456A100	9	500 SH	DEFINED 9			
			-----	-----				
			9	500				
WEATHERFORD INTERNATIONAL LT	COM	G95089101	21383	295065 SH	DEFINED 9			
			23834	328875 SH	DEFINED 3			
			-----	-----				
			45217	623940				
WHITE MTNS INS GROUP LTD	COM	G9618E107	67	139 SH	DEFINED 9			
			85	177 SH	DEFINED 3			
			-----	-----				
			152	316				
XL CAP LTD	CL A	G98255105	65	2200 SH	DEFINED 9			
			1	31 SH	DEFINED 3			
			-----	-----				
			66	2231				
ALCON INC	COM SHS	H01301102	569	4000 SH	DEFINED 9			
			770	5412 SH	DEFINED 3			
			-----	-----				
			1339	9412				
LOGITECH INTL S A	SHS	H50430232	5695	223846 SH	DEFINED 9			
			1828	71866 SH	DEFINED 3			
			9	336 SH	DEFINED 8			
			-----	-----				
			7531	296048				
UBS AG	SHS NEW	H89231338	20	700 SH	DEFINED 9			
			1	40 SH	DEFINED 3			
			-----	-----				
			21	740				
CERAGON NETWORKS LTD	ORD	M22013102	28	3000 SH	DEFINED 9			
			-----	-----				
			28	3000				
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	26	1180 SH	DEFINED 3			
			-----	-----				

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26 1180

ECTEL LTD	ORD	M29925100	0	57 SH	DEFINED 9
			-----	-----	
				57	

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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
RRSAT GLOBAL COMM NTWRK LTD	SHS	M8183P102	508	33494	SH		DEFINED 9	
			109	7152	SH		DEFINED 3	
			-----	-----				
			617	40646				
CNH GLOBAL N V	SHS NEW	N20935206	18	340	SH		DEFINED 3	
			-----	-----				
			18	340				
CORE LABORATORIES N V	COM	N22717107	688	5765	SH		DEFINED 9	
			122	1024	SH		DEFINED 3	
			-----	-----				
			810	6789				
QIAGEN N V	ORD	N72482107	503	24176	SH		DEFINED 9	
			185	8878	SH		DEFINED 3	
			-----	-----				
			688	33054				
ULTRAPETROL BAHAMAS LTD	COM	P94398107	28	2721	SH		DEFINED 9	
			55	5397	SH		DEFINED 3	
			-----	-----				
			83	8118				
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	98	2968	SH		DEFINED 3	
			-----	-----				
			98	2968				
AEGEAN MARINE PETROLEUM NETW	SHS	Y0017S102	335	9805	SH		DEFINED 9	
			98	2851	SH		DEFINED 3	
			-----	-----				
			433	12656				
DIANA SHIPPING INC	COM	Y2066G104	226	8600	SH		DEFINED 3	
			-----	-----				
			226	8600				
DOUBLE HULL TANKERS INC	COM	Y21110104	23	2200	SH		DEFINED 3	
			-----	-----				
			23	2200				
EAGLE BULK SHIPPING INC	COM	Y2187A101	77	3000	SH		DEFINED 3	
			26	1000	SH		DEFINED 8	
			-----	-----				
			103	4000				

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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
FLEXTRONICS INTL LTD			ORD	Y2573F102	11	1200	SH		DEFINED	9
					26	2743	SH		DEFINED	3
					37	3943				
GENCO SHIPPING & TRADING LTD			SHS	Y2685T107	119	2100	SH		DEFINED	3
					119	2100				
GENERAL MARITIME CORP			SHS	Y2692M103	99	4200	SH		DEFINED	3
					99	4200				
SEASPAN CORP			SHS	Y75638109	7	250	SH		DEFINED	9
					3	100	SH		DEFINED	3
					10	350				
VERIGY LTD			SHS	Y93691106	9	456	SH		DEFINED	9
					3	149	SH		DEFINED	3
					11	605				
AAR CORP			COM	000361105	492	18050	SH		DEFINED	9
					150	5484	SH		DEFINED	3
					642	23534				
ABB LTD			SPONSORED ADR	000375204	130	4836	SH		DEFINED	9
					317	11770	SH		DEFINED	3
					447	16606				
ABX HOLDINGS INC			COM	00080S101	3	1000	SH		DEFINED	3
					3	1000				
ACCO BRANDS CORP			COM	00081T108	6	423	SH		DEFINED	9
					4	297	SH		DEFINED	3
					10	720				
A D C TELECOMMUNICATIONS			COM NEW	000886309	62	5116	SH		DEFINED	9
					16	1351	SH		DEFINED	3
					78	6467				

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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	
ABN AMRO HLDG NV	SPONSORED ADR	000937102	31	513	SH		DEFINED	3	
			31	513					
AFLAC INC	COM	001055102	12800	197077	SH		DEFINED	9	
			5318	81874	SH		DEFINED	3	
			18118	278951					
AGCO CORP	COM	001084102	51	850	SH		DEFINED	9	
			5	88	SH		DEFINED	3	
			56	938					
AGL RES INC	COM	001204106	76	2224	SH		DEFINED	9	
			17	500	SH		DEFINED	3	
			93	2724					
AES CORP	COM	00130H105	188	11287	SH		DEFINED	9	
			39	2346	SH		DEFINED	3	
			227	13633					
AMB PROPERTY CORP	COM	00163T109	237	4350	SH		DEFINED	9	
			1754	32225	SH		DEFINED	3	
			1990	36575					
APP PHARMACEUTICALS INC	COM	00202H108	3	210	SH		DEFINED	3	
			3	210					
AT&T INC	COM	00206R102	65213	1702677	SH		DEFINED	9	
			41878	1093426	SH		DEFINED	3	
			344	8975	SH		DEFINED	8	
			107435	2805078					
A S DAMPSKIBSSELSKABET TORM	SPONSORED ADR	00208W109	33	1100	SH		DEFINED	3	
			33	1100					
AU OPTRONICS CORP	SPONSORED ADR	002255107	0	8	SH		DEFINED	3	
				8					

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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
AVX CORP NEW	COM	002444107	2	155	SH		DEFINED 3	
			2	155				
AZZ INC	COM	002474104	500	14056	SH		DEFINED 9	
			138	3866	SH		DEFINED 3	
			638	17922				
ABAXIS INC	COM	002567105	9	404	SH		DEFINED 9	
			5	230	SH		DEFINED 3	
			15	634				
ABBOTT LABS	COM	002824100	77076	1397563	SH		DEFINED 9	
			46129	836428	SH		DEFINED 3	
			269	4875	SH		DEFINED 8	
			123474	2238866				
ABERCROMBIE & FITCH CO	CL A	002896207	299	4094	SH		DEFINED 9	
			367	5017	SH		DEFINED 3	
			666	9111				
ABERDEEN ASIA PACIFIC INCOM	COM	003009107	271	43717	SH		DEFINED 9	
			2760	445222	SH		DEFINED 3	
			19	3000	SH		DEFINED 8	
			3050	491939				
ABERDEEN AUSTRALIA EQTY FD I	COM	003011103	240	15810	SH		DEFINED 3	
			30	2000	SH		DEFINED 8	
			271	17810				
ABERDEEN GLOBAL INCOME FD IN	COM	003013109	3	241	SH		DEFINED 3	
			3	241				
ABRAXIS BIOSCIENCE INC NEW	COM	00383Y102	3	52	SH		DEFINED 3	
			3	52				

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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
ACADIA RLTY TR	COM SH BEN INT	004239109	47	1950	SH		DEFINED 3	
			47	1950				

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ACERGY S A	SPONSORED ADR	00443E104	135 269	6319 SH 12577 SH	DEFINED 9 DEFINED 3
			-----	-----	
			403	18896	
ACTIVISION INC NEW	COM NEW	004930202	3177 551	116317 SH 20190 SH	DEFINED 9 DEFINED 3
			-----	-----	
			3728	136507	
ACTUANT CORP	CL A NEW	00508X203	2	76 SH	DEFINED 3
			-----	-----	
			2	76	
ACUITY BRANDS INC	COM	00508Y102	30 23	700 SH 527 SH	DEFINED 9 DEFINED 3
			-----	-----	
			53	1227	
ADAMS EXPRESS CO	COM	006212104	4 64	329 SH 5122 SH	DEFINED 9 DEFINED 3
			-----	-----	
			68	5451	
ADAMS RES & ENERGY INC	COM NEW	006351308	55	2000 SH	DEFINED 3
			-----	-----	
			55	2000	
ADOBE SYS INC	COM	00724F101	162 274 14	4563 SH 7703 SH 400 SH	DEFINED 9 DEFINED 3 DEFINED 8
			-----	-----	
			451	12666	
ADOLOR CORP	COM	00724X102	46	10000 SH	DEFINED 9
			-----	-----	
			46	10000	
ADTRAN INC	COM	00738A106	8	420 SH	DEFINED 3
			-----	-----	
			8	420	

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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/ CALL	INVSTMT DSCRETN	MA			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	
ADVANCE AUTO PARTS INC	COM	00751Y106	167 263	4915 SH 7732 SH	DEFINED 9 DEFINED 3					
			-----	-----						
			431	12647						
ADVANTAGE ENERGY INCOME FD	TR UNIT	00762L101	57	5000 SH	DEFINED 3					
			-----	-----						
			57	5000						

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ADVANCED MEDICAL OPTICS INC	COM	00763M108	2	102	SH	DEFINED 3
			-----	-----		
			2	102		
ADVENT CLAY GBL CONV SEC INC	COM BENE INTER	007639107	27	2000	SH	DEFINED 3
			-----	-----		
			27	2000		
ADVENT CLAYMORE CV SECS & IN	COM	00764C109	76	3570	SH	DEFINED 9
			-----	-----		
			76	3570		
AEROPOSTALE	COM	007865108	530	19547	SH	DEFINED 9
			109	4013	SH	DEFINED 3
			-----	-----		
			639	23560		
ADVANCED MICRO DEVICES INC	COM	007903107	103	17489	SH	DEFINED 9
			3	500	SH	DEFINED 3
			-----	-----		
			106	17989		
AEGON N V	NY REGISTRY SH	007924103	29	1967	SH	DEFINED 9
			712	48642	SH	DEFINED 3
			-----	-----		
			741	50609		
ADVANTA CORP	CL B	007942204	2	330	SH	DEFINED 3
			-----	-----		
			2	330		
AEROVIRONMENT INC	COM	008073108	2	100	SH	DEFINED 8
			-----	-----		
			2	100		

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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
-----			-----	-----	-----	-----	-----	-----	-----	-----
AETNA INC NEW			COM	00817Y108	242	5743	SH		DEFINED 9	
					376	8927	SH		DEFINED 3	
					-----	-----				
					617	14670				
AFFILIATED COMPUTER SERVICES			CL A	008190100	127	2532	SH		DEFINED 9	
					191	3803	SH		DEFINED 3	
					-----	-----				
					317	6335				
AFFILIATED MANAGERS GROUP			COM	008252108	1795	19777	SH		DEFINED 9	
					2399	26435	SH		DEFINED 3	
					-----	-----				
					4193	46212				

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AFFYMETRIX INC	COM	00826T108	10	561	SH	DEFINED 9
			-----	-----		
			10	561		
AGILENT TECHNOLOGIES INC	COM	00846U101	1416	47473	SH	DEFINED 9
			53	1763	SH	DEFINED 3
			-----	-----		
			1469	49236		
AGILYSYS INC	COM	00847J105	43	3688	SH	DEFINED 9
			15	1309	SH	DEFINED 3
			-----	-----		
			58	4997		
AGNICO EAGLE MINES LTD	COM	008474108	7	100	SH	DEFINED 9
			14	200	SH	DEFINED 3
			-----	-----		
			20	300		
AGREE REALTY CORP	COM	008492100	144	5243	SH	DEFINED 3
			-----	-----		
			144	5243		
AGRIUM INC	COM	008916108	107	1724	SH	DEFINED 9
			212	3417	SH	DEFINED 3
			-----	-----		
			319	5141		
AIR METHODS CORP	COM PAR \$.06	009128307	9	180	SH	DEFINED 3
			-----	-----		
			9	180		

PAGE 13 OF 236		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 DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
AIR PRODS & CHEMS INC	COM	009158106	26166	284409	SH	DEFINED 9			
			17523	190462	SH	DEFINED 3			
			31	340	SH	DEFINED 8			
			-----	-----					
			43719	475211					
AIRGAS INC	COM	009363102	16	351	SH	DEFINED 3			
			-----	-----					
			16	351					
AIRVANA INC	COM	00950V101	12	2200	SH	DEFINED 3			
			-----	-----					
			12	2200					
AKAMAI TECHNOLOGIES INC	COM	00971T101	564	20011	SH	DEFINED 9			
			421	14957	SH	DEFINED 3			
			-----	-----					
			985	34968					

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ALBANY INTL CORP	CL A	012348108	52 25	1428 694	SH SH	DEFINED 9 DEFINED 3
			77	2122		
ALBEMARLE CORP	COM	012653101	23 33	640 912	SH SH	DEFINED 9 DEFINED 3
			57	1552		
ALBERTO CULVER CO NEW	COM	013078100	334 579	12173 21127	SH SH	DEFINED 9 DEFINED 3
			913	33300		
ALCOA INC	COM	013817101	6181 4206 4	171414 116631 100	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8
			10391	288145		
ALCATEL-LUCENT	SPONSORED ADR	013904305	6 17	1061 2905	SH SH	DEFINED 9 DEFINED 3
			23	3966		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
ALEXANDER & BALDWIN INC	COM	014482103	86 88	1996 2048	SH SH	DEFINED 9 DEFINED 3	
			174	4044			
ALLEGHANY CORP DEL	COM	017175100	30 37	88 109	SH SH	DEFINED 9 DEFINED 3	
			67	197			
ALLEGHENY ENERGY INC	COM	017361106	654 24	12957 468	SH SH	DEFINED 9 DEFINED 3	
			678	13425			
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	358 1844	5019 25838	SH SH	DEFINED 9 DEFINED 3	
			2202	30857			
ALLERGAN INC	COM	018490102	2561 1310	45424 23225	SH SH	DEFINED 9 DEFINED 3	
			3871	68649			

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ALLETE INC	COM NEW	018522300	23	588	SH	DEFINED	3
			-----	-----			
			23	588			
ALLIANCE DATA SYSTEMS CORP	COM	018581108	923	19425	SH	DEFINED	9
			123	2594	SH	DEFINED	3
			-----	-----			
			1046	22019			
ALLIANCEBERNSTEIN NATL MUNI	COM	01864U106	15	1100	SH	DEFINED	9
			-----	-----			
			15	1100			
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	46	1300	SH	DEFINED	3
			-----	-----			
			46	1300			
ALLIANCE ONE INTL INC	COM	018772103	65	10770	SH	DEFINED	3
			-----	-----			
			65	10770			

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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		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ALLIANCEBERNSTEIN GBL HGH IN	COM	01879R106	45	3441	SH	DEFINED	9		
			97	7419	SH	DEFINED	3		
			-----	-----					
			142	10860					
ALLIANT ENERGY CORP	COM	018802108	70	2000	SH	DEFINED	9		
			32	928	SH	DEFINED	3		
			-----	-----					
			103	2928					
ALLIANT TECHSYSTEMS INC	COM	018804104	471	4550	SH	DEFINED	9		
			406	3917	SH	DEFINED	3		
			-----	-----					
			877	8467					
ALLIANZ SE	SP ADR 1/10 SH	018805101	28	1440	SH	DEFINED	9		
			30	1548	SH	DEFINED	3		
			-----	-----					
			59	2988					
ALLIANCEBERNSTEIN INCOME FUN	COM	01881E101	29	3491	SH	DEFINED	9		
			235	28569	SH	DEFINED	3		
			-----	-----					
			264	32060					
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	248	3910	SH	DEFINED	9		
			1424	22460	SH	DEFINED	3		
			-----	-----					
			1671	26370					

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ALLIED CAP CORP NEW	COM	01903Q108	9	500	SH	DEFINED	9
			67	3650	SH	DEFINED	3
			76	4150			
ALLIED IRISH BKS P L C	SPON ADR ORD	019228402	32	735	SH	DEFINED	9
			9	200	SH	DEFINED	3
			40	935			
ALLIED WASTE INDS INC	COM PAR\$.01NEW	019589308	156	14417	SH	DEFINED	9
			215	19909	SH	DEFINED	3
			371	34326			

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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	
ALLSCRIPTS HEALTHCARE SOLUTI	COM	01988P108	12	1120	SH	DEFINED	9		
			11	1042	SH	DEFINED	3		
			22	2162					
ALLSTATE CORP	COM	020002101	6015	125146	SH	DEFINED	9		
			17242	358750	SH	DEFINED	3		
			2	50	SH	DEFINED	8		
			23258	483946					
ALON USA ENERGY INC	COM	020520102	4	235	SH	DEFINED	3		
			4	235					
ALPINE GLOBAL PREMIER PPTYS	COM SBI	02083A103	7	514	SH	DEFINED	9		
			7	514					
ALPINE TOTAL DYNAMIC DIVID F	COM SBI	021060108	17	1084	SH	DEFINED	9		
			3	200	SH	DEFINED	3		
			21	1284					
ALTERA CORP	COM	021441100	162	8814	SH	DEFINED	9		
			747	40510	SH	DEFINED	3		
			909	49324					
ALTRIA GROUP INC	COM	02209S103	7403	333450	SH	DEFINED	9		
			21298	959369	SH	DEFINED	3		
			9	400	SH	DEFINED	8		
			28709	1293219					
ALUMINUM CORP CHINA LTD	SPON ADR H SHS	022276109	285	7050	SH	DEFINED	3		

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			-----	-----		
			285	7050		
AMAZON COM INC	COM	023135106	132	1847	SH	DEFINED 9
			40	560	SH	DEFINED 3
			-----	-----		
			172	2407		

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PAGE	17 OF	236	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

AMBAC FINL GROUP INC	COM	023139108	5	928	SH	DEFINED 9	
			2	277	SH	DEFINED 3	
			-----	-----			
			7	1205			
AMDOCS LTD	NOTE 0.500% 3	02342TAD1	99	1000	SH	DEFINED 3	
			-----	-----			
			99	1000			
AMEREN CORP	COM	023608102	179	4057	SH	DEFINED 9	
			922	20934	SH	DEFINED 3	
			-----	-----			
			1101	24991			
AMERICA FIRST TAX EX IVS L P	BEN UNIT CTF	02364V107	9	1500	SH	DEFINED 3	
			-----	-----			
			9	1500			
AMERICA MOVIL SAB DE CV	SPON ADR L SHS	02364W105	31	490	SH	DEFINED 9	
			274	4306	SH	DEFINED 3	
			-----	-----			
			305	4796			
AMCORE FINL INC	COM	023912108	350	17178	SH	DEFINED 3	
			-----	-----			
			350	17178			
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	36	1780	SH	DEFINED 3	
			-----	-----			
			36	1780			
AMERICAN CAPITAL STRATEGIES	COM	024937104	4750	139044	SH	DEFINED 9	
			6646	194557	SH	DEFINED 3	
			96	2800	SH	DEFINED 8	
			-----	-----			
			11491	336401			
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	8	460	SH	DEFINED 3	
			-----	-----			
			8	460			
AMERICAN ELEC PWR INC	COM	025537101	4130	99201	SH	DEFINED 9	
			2354	56534	SH	DEFINED 3	

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4 89 SH DEFINED 8

 6487 155824

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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/ CALL	INVTMT DCRETN				
AMERICAN EXPRESS CO	COM	025816109	2907	66491	SH	DEFINED	9			
			1857	42477	SH	DEFINED	3			
			4764	108968						
AMERICAN FINL GROUP INC OHIO	COM	025932104	1121	43864	SH	DEFINED	9			
			2	96	SH	DEFINED	3			
			1124	43960						
AMERICAN GREETINGS CORP	CL A	026375105	22	1200	SH	DEFINED	9			
			22	1200						
AMERICAN INCOME FD INC	COM	02672T109	76	10000	SH	DEFINED	9			
			76	10000						
AMERICAN INTL GROUP INC	COM	026874107	37024	856041	SH	DEFINED	9			
			18059	417554	SH	DEFINED	3			
			55083	1273595						
AMERICAN MED SYS HLDGS INC	COM	02744M108	7	500	SH	DEFINED	9			
			154	10886	SH	DEFINED	3			
			162	11386						
AMERICAN MUN INCOME PORTFOLI	COM	027649102	35	2788	SH	DEFINED	3			
			35	2788						
AMERICAN OIL & GAS INC NEW	COM	028723104	10	3000	SH	DEFINED	3			
			10	3000						
AMERICAN PUBLIC EDUCATION IN	COM	02913V103	382	12571	SH	DEFINED	9			
			80	2626	SH	DEFINED	3			
			462	15197						
AMERICAN RAILCAR INDS INC	COM	02916P103	2	100	SH	DEFINED	3			
			2	100						

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PAGE	19 OF	236	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 MA	
AMERICAN REPROGRAPHICS CO	COM	029263100	41	2744	SH		DEFINED	9	
			41	2744					
AMERICAN SOFTWARE INC	CL A	029683109	6	1000	SH		DEFINED	9	
			6	1000					
AMERICAN STS WTR CO	COM	029899101	11	300	SH		DEFINED	9	
			11	300					
AMERICAN TOWER CORP	CL A	029912201	588	14993	SH		DEFINED	9	
			506	12907	SH		DEFINED	3	
			1094	27900					
AMERN STRATEGIC INCOME PTFL	COM	030099105	70	6509	SH		DEFINED	9	
			70	6509					
AMERICAN SUPERCONDUCTOR CORP	COM	030111108	162	7000	SH		DEFINED	9	
			162	7000					
AMERICREDIT CORP	COM	03060R101	40	3953	SH		DEFINED	9	
			40	3953					
AMERISOURCEBERGEN CORP	COM	03073E105	320	7797	SH		DEFINED	9	
			7	172	SH		DEFINED	3	
			327	7969					
AMERIPRISE FINL INC	COM	03076C106	853	16452	SH		DEFINED	9	
			454	8756	SH		DEFINED	3	
			1307	25208					
AMERIGAS PARTNERS L P	UNIT L P INT	030975106	21	700	SH		DEFINED	9	
			21	700					
AMETEK INC NEW	COM	031100100	4	100	SH		DEFINED	3	
			4	100					

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PAGE	20 OF	236	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	
AMGEN INC	COM	031162100	13314 9136 ----- 22450	318667 218679 ----- 537346	SH SH		DEFINED 9 DEFINED 3		
AMPHENOL CORP NEW	CL A	032095101	322 349 ----- 671	8631 9382 ----- 18013	SH SH		DEFINED 9 DEFINED 3		
AMYLIN PHARMACEUTICALS INC	COM	032346108	6 12 ----- 18	200 400 ----- 600	SH SH		DEFINED 9 DEFINED 3		
ANADARKO PETE CORP	COM	032511107	7167 6165 63 ----- 13394	113703 97806 1000 ----- 212509	SH SH SH		DEFINED 9 DEFINED 3 DEFINED 8		
ANADIGICS INC	COM	032515108	16 ----- 16	2500 ----- 2500	SH		DEFINED 9		
ANALOG DEVICES INC	COM	032654105	1506 1557 ----- 3063	51014 52745 ----- 103759	SH SH		DEFINED 9 DEFINED 3		
ANDERSONS INC	COM	034164103	7 ----- 7	150 ----- 150	SH		DEFINED 9		
ANGIODYNAMICS INC	COM	03475V101	29 17 ----- 46	2532 1450 ----- 3982	SH SH		DEFINED 9 DEFINED 3		
ANGLO AMERN PLC	ADR NEW	03485P201	2255 1551 10 ----- 3816	75747 52092 338 ----- 128177	SH SH SH		DEFINED 9 DEFINED 3 DEFINED 8		

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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	
ANGIOTECH PHARMACEUTICALS IN	COM	034918102	4	2000	SH		DEFINED 9		

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		-----		-----			
		4	2000				
ANHEUSER BUSCH COS INC	COM	035229103	25276	532683	SH	DEFINED	9
			6269	132124	SH	DEFINED	3
			-----	-----			
			31545	664807			
ANIXTER INTL INC	COM	035290105	170	2657	SH	DEFINED	9
			252	3937	SH	DEFINED	3
			-----	-----			
			422	6594			
ANNALY CAP MGMT INC	COM	035710409	287	18738	SH	DEFINED	9
			269	17578	SH	DEFINED	3
			-----	-----			
			556	36316			
ANSOFT CORP	COM	036384105	35	1158	SH	DEFINED	9
			20	664	SH	DEFINED	3
			-----	-----			
			56	1822			
AON CORP	COM	037389103	41	1023	SH	DEFINED	9
			559	13906	SH	DEFINED	3
			-----	-----			
			600	14929			
APACHE CORP	COM	037411105	28442	235412	SH	DEFINED	9
			11415	94480	SH	DEFINED	3
			3	25	SH	DEFINED	8
			-----	-----			
			39861	329917			
APARTMENT INVT & MGMT CO	CL A	03748R101	8	215	SH	DEFINED	9
			39	1084	SH	DEFINED	3
			-----	-----			
			47	1299			
APOLLO GROUP INC	CL A	037604105	213	4932	SH	DEFINED	9
			149	3444	SH	DEFINED	3
			-----	-----			
			362	8376			

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PAGE	22 OF	236	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	O MA
			-----	-----	-----	-----	-----	-----	-----
			APOLLO INVT CORP	COM	03761U106	23	1440	SH	DEFINED
						39	2449	SH	DEFINED
						-----	-----		
						62	3889		
			APPLE INC	COM	037833100	25293	176255	SH	DEFINED
						11355	79131	SH	DEFINED

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			36648	255386			
APPLERA CORP	COM AP BIO GRP	038020103	45	1377	SH	DEFINED	9
			45	1377			
APPLERA CORP	COM CELERA GRP	038020202	9	600	SH	DEFINED	9
			9	600			
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	115	3862	SH	DEFINED	9
			115	3862			
APPLIED MATLS INC	COM	038222105	7501	384466	SH	DEFINED	9
			4099	210121	SH	DEFINED	3
			11600	594587			
AQUA AMERICA INC	COM	03836W103	49	2601	SH	DEFINED	9
			104	5524	SH	DEFINED	3
			153	8125			
AQUILA INC	COM	03840P102	2	750	SH	DEFINED	9
			7	2144	SH	DEFINED	3
			9	2894			
ARACRUZ CELULOSE S A	SPON ADR PFD B	038496204	123	1800	SH	DEFINED	9
			39	570	SH	DEFINED	3
			162	2370			
ARCH CHEMICALS INC	COM	03937R102	2	52	SH	DEFINED	9
			4	100	SH	DEFINED	3
			6	152			

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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/ INVSTMT	DSCRETN	O	MA
ARCELORMITTAL SA LUXEMBOURG	NY REGISTRY SH	03938L104	65	800	SH	DEFINED	9		
			65	800					
ARCH COAL INC	COM	039380100	213	4902	SH	DEFINED	9		
			13	294	SH	DEFINED	3		
			226	5196					
ARCHER DANIELS MIDLAND CO	COM	039483102	607	14751	SH	DEFINED	9		
			1659	40295	SH	DEFINED	3		

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			-----	-----		
			2266	55046		
ARES CAP CORP	COM	04010L103	39	3075 SH	DEFINED	3
			-----	-----		
			39	3075		
ARKANSAS BEST CORP DEL	COM	040790107	12	380 SH	DEFINED	3
			-----	-----		
			12	380		
ARRIS GROUP INC	COM	04269Q100	4	741 SH	DEFINED	9
			-----	-----		
			4	741		
ARROW ELECTRS INC	COM	042735100	3	76 SH	DEFINED	3
			-----	-----		
			3	76		
ART TECHNOLOGY GROUP INC	COM	04289L107	27	7000 SH	DEFINED	9
			-----	-----		
			27	7000		
ARTES MEDICAL INC	COM	04301Q100	1	1000 SH	DEFINED	3
			-----	-----		
			1	1000		
ARTHROCARE CORP	COM	043136100	22	654 SH	DEFINED	9
			13	376 SH	DEFINED	3
			-----	-----		
			34	1030		

PAGE		24 OF 236		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				
-----		-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ARVINMERITOR INC	COM	043353101	2	199 SH	DEFINED	9							
			50	4000 SH	DEFINED	3							
			-----	-----									
			53	4199									
ASHFORD HOSPITALITY TR INC	COM SHS	044103109	34	6040 SH	DEFINED	9							
			22	3869 SH	DEFINED	3							
			-----	-----									
			56	9909									
ASHLAND INC NEW	COM	044209104	628	13282 SH	DEFINED	9							
			103	2170 SH	DEFINED	3							
			-----	-----									
			731	15452									
ASIA PAC FD INC	COM	044901106	14	695 SH	DEFINED	9							
			-----	-----									
			14	695									

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ASIA TIGERS FD INC	COM	04516T105	12	515	SH	DEFINED	3
			-----	-----			
			12	515			
ASSOCIATED BANC CORP	COM	045487105	303	11386	SH	DEFINED	9
			532	19992	SH	DEFINED	3
			-----	-----			
			836	31378			
ASSURANT INC	COM	04621X108	398	6538	SH	DEFINED	9
			1	19	SH	DEFINED	3
			-----	-----			
			399	6557			
ASTEC INDS INC	COM	046224101	6	160	SH	DEFINED	3
			-----	-----			
			6	160			
ASTORIA FINL CORP	COM	046265104	123	4524	SH	DEFINED	9
			179	6599	SH	DEFINED	3
			-----	-----			
			302	11123			

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PAGE	25 OF	236	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
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ASTRAZENECA PLC	SPONSORED ADR	046353108	347	9122	SH		DEFINED	9	
			1641	43183	SH		DEFINED	3	
			6	163	SH		DEFINED	8	
			-----	-----					
			1993	52468					
ATHEROS COMMUNICATIONS INC	COM	04743P108	252	12111	SH		DEFINED	9	
			27	1284	SH		DEFINED	3	
			-----	-----					
			279	13395					
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	20	500	SH		DEFINED	3	
			-----	-----					
			20	500					
ATMOS ENERGY CORP	COM	049560105	72	2809	SH		DEFINED	3	
			-----	-----					
			72	2809					
ATRION CORP	COM	049904105	49	500	SH		DEFINED	9	
			-----	-----					
			49	500					
ATWOOD OCEANICS INC	COM	050095108	134	1458	SH		DEFINED	9	
			408	4452	SH		DEFINED	3	
			-----	-----					
			542	5910					

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AURORA OIL & GAS CORP	COM	052036100	1	2000	SH	DEFINED	3
			-----	-----			
			1	2000			
AUTODESK INC	COM	052769106	1450	46049	SH	DEFINED	9
			1575	50028	SH	DEFINED	3
			-----	-----			
			3025	96077			
AUTOLIV INC	COM	052800109	426	8481	SH	DEFINED	9
			153	3040	SH	DEFINED	3
			-----	-----			
			578	11521			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
AUTOMATIC DATA PROCESSING IN	COM	053015103	30242	713431	SH	DEFINED	9		
			17069	402668	SH	DEFINED	3		
			8	200	SH	DEFINED	8		
			-----	-----					
			47320	1116299					
AUTONATION INC	COM	05329W102	5	339	SH	DEFINED	9		
			4	281	SH	DEFINED	3		
			-----	-----					
			9	620					
AUTOZONE INC	COM	053332102	87	768	SH	DEFINED	9		
			-----	-----					
			87	768					
AVANEX CORP	COM	05348W109	2	3000	SH	DEFINED	3		
			-----	-----					
			2	3000					
AVALONBAY CMNTYS INC	COM	053484101	60	619	SH	DEFINED	9		
			225	2336	SH	DEFINED	3		
			-----	-----					
			285	2955					
AVANT IMMUNOTHERAPEUTICS INC	COM NEW	053491205	0	41	SH	DEFINED	3		
			-----	-----					
				41					
AVERY DENNISON CORP	COM	053611109	1058	21492	SH	DEFINED	9		
			317	6442	SH	DEFINED	3		
			14	275	SH	DEFINED	8		
			-----	-----					
			1389	28209					
AVID TECHNOLOGY INC	COM	05367P100	9	350	SH	DEFINED	3		
			-----	-----					
			9	350					

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AVIGEN INC	COM	053690103	1	200	SH	DEFINED	9
			-----	-----			
			1	200			
AVIS BUDGET GROUP	COM	053774105	3	250	SH	DEFINED	3
			-----	-----			
			3	250			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
AVISTA CORP	COM	05379B107	198	10140	SH	DEFINED	9	
			1	32	SH	DEFINED	3	
			-----	-----				
			199	10172				
AVNET INC	COM	053807103	320	9788	SH	DEFINED	9	
			77	2355	SH	DEFINED	3	
			-----	-----				
			397	12143				
AVON PRODS INC	COM	054303102	200	5062	SH	DEFINED	9	
			583	14756	SH	DEFINED	3	
			-----	-----				
			784	19818				
AXA	SPONSORED ADR	054536107	170	4695	SH	DEFINED	9	
			306	8486	SH	DEFINED	3	
			-----	-----				
			476	13181				
AXCELIS TECHNOLOGIES INC	COM	054540109	6	1028	SH	DEFINED	9	
			142	25280	SH	DEFINED	3	
			-----	-----				
			147	26308				
BB&T CORP	COM	054937107	18206	567874	SH	DEFINED	9	
			11626	362643	SH	DEFINED	3	
			-----	-----				
			29832	930517				
BHP BILLITON PLC	SPONSORED ADR	05545E209	19	323	SH	DEFINED	3	
			-----	-----				
			19	323				
BJS WHOLESALE CLUB INC	COM	05548J106	4	100	SH	DEFINED	3	
			-----	-----				
			4	100				
BJ SVCS CO	COM	055482103	773	27113	SH	DEFINED	9	
			1235	43326	SH	DEFINED	3	
			-----	-----				
			2008	70439				

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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		
BP PLC	SPONSORED ADR	055622104	33112	545951	SH		DEFINED	9	
			23508	387602	SH		DEFINED	3	
			81	1330	SH		DEFINED	8	
			56701	934883					
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	355	3800	SH		DEFINED	9	
			16	170	SH		DEFINED	3	
			371	3970					
BRE PROPERTIES INC	CL A	05564E106	18	400	SH		DEFINED	9	
			18	400					
BT GROUP PLC	ADR	05577E101	132	3071	SH		DEFINED	9	
			151	3511	SH		DEFINED	3	
			284	6582					
BMC SOFTWARE INC	COM	055921100	1083	33305	SH		DEFINED	9	
			378	11630	SH		DEFINED	3	
			1461	44935					
BAKER HUGHES INC	COM	057224107	1532	22366	SH		DEFINED	9	
			881	12867	SH		DEFINED	3	
			2413	35233					
BALDOR ELEC CO	COM	057741100	6	200	SH		DEFINED	3	
			6	200					
BALL CORP	COM	058498106	57	1230	SH		DEFINED	9	
			24	525	SH		DEFINED	3	
			81	1755					
BALLARD PWR SYS INC	COM	05858H104	0	50	SH		DEFINED	9	
			21	5050	SH		DEFINED	3	
			21	5100					

FORM 13F

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PAGE	29 OF	236	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	
BALLY TECHNOLOGIES INC	COM	05874B107	27 53 ----- 80	774 1552 ----- 2326	SH SH		DEFINED DEFINED	9 3	
BANCFIRST CORP	COM	05945F103	78 269 ----- 346	1700 5868 ----- 7568	SH SH		DEFINED DEFINED	9 3	
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	593 6629 9 ----- 7231	26973 301439 396 ----- 328808	SH SH SH		DEFINED DEFINED DEFINED	9 3 8	
BANCO BRADESCO S A	SP ADR PFD NEW	059460303	2 ----- 2	89 ----- 89	SH		DEFINED	3	
BANCO SANTANDER SA	ADR	05964H105	284 1438 11 ----- 1732	14219 72115 528 ----- 86862	SH SH SH		DEFINED DEFINED DEFINED	9 3 8	
BANK OF AMERICA CORPORATION	COM	060505104	57348 30531 325 ----- 88205	1512750 805358 8575 ----- 2326683	SH SH SH		DEFINED DEFINED DEFINED	9 3 8	
BANK FLA CORP NAPLES	COM	062128103	45 ----- 45	4500 ----- 4500	SH		DEFINED	3	
BANK HAWAII CORP	COM	062540109	26 ----- 26	518 ----- 518	SH		DEFINED	3	
BANK OF THE OZARKS INC	COM	063904106	24 ----- 24	1000 ----- 1000	SH		DEFINED	9	

PAGE	30 OF	236	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/ CALL	INVSTMT DSCRETN	O MA	
BANK OF NEW YORK MELLON CORP	COM	064058100	31255 11047	748974 264713	SH SH		DEFINED DEFINED	9 3	

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		-----		-----			
		42301	1013687				
BANK NOVA SCOTIA HALIFAX	COM	064149107	2	49	SH	DEFINED	3

		2	49				
BARCLAYS BK PLC	DJAIG CMDTY 36	06738C778	141	2300	SH	DEFINED	9

		1685	27438	SH		DEFINED	3

		1826	29738				
BARCLAYS PLC	ADR	06738E204	180	4962	SH	DEFINED	9

		1024	28279	SH		DEFINED	3

		6	160	SH		DEFINED	8

		1209	33401				
BARD C R INC	COM	067383109	161	1669	SH	DEFINED	9

		600	6229	SH		DEFINED	3

		761	7898				
BARCLAYS BK PLC	IP MSCI IND 36	06739F291	2	25	SH	DEFINED	3

		2	25				
BARCLAYS BK PLC	ADR 2 PEF 2	06739F390	9	400	SH	DEFINED	9

		9	400				
BARCLAYS BANK PLC	ETN IPH AGRI	06739H206	77	1325	SH	DEFINED	3

		77	1325				
BARCLAYS BANK PLC	ADS7.75%PFD S4	06739H511	25	1000	SH	DEFINED	3

		25	1000				
BARCLAYS BANK PLC	SP ADR 7.1%PF3	06739H776	29	1200	SH	DEFINED	9

		29	1200				

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PAGE 31 OF 236		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

BARNES & NOBLE INC	COM	067774109	8	270	SH	DEFINED	3		

		8	270						
BARRICK GOLD CORP	COM	067901108	16	371	SH	DEFINED	9		

		80	1840	SH		DEFINED	3		

		96	2211						

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BARR PHARMACEUTICALS INC	COM	068306109	478 251	9899 5189	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			729	15088		
BAXTER INTL INC	COM	071813109	7053 2080	121982 35970	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			9133	157952		
BE AEROSPACE INC	COM	073302101	946	27076	SH	DEFINED 9
			-----	-----		
			946	27076		
BEA SYS INC	COM	073325102	77 111	4015 5800	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			188	9815		
BEACH FIRST NATL BANCSHARES	COM	073334104	40	3000	SH	DEFINED 9
			-----	-----		
			40	3000		
BEAR STEARNS COS INC	COM	073902108	3 2	268 200	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			5	468		
BECKMAN COULTER INC	COM	075811109	247 472	3828 7316	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			719	11144		
BECTON DICKINSON & CO	COM	075887109	36145 14908	421028 173648	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			51053	594676		

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PAGE 32 OF 236		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		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
BED BATH & BEYOND INC	COM	075896100	18 34	604 1150	SH SH		DEFINED 9 DEFINED 3			
			-----	-----						
			52	1754						
BELDEN INC	COM	077454106	38 84	1080 2376	SH SH		DEFINED 9 DEFINED 3			
			-----	-----						
			122	3456						
BEMIS INC	COM	081437105	258 100	10135 3920	SH SH		DEFINED 9 DEFINED 3			

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			357	14055		
BENCHMARK ELECTRS INC	COM	08160H101	85	4762 SH	DEFINED	9
			295	16431 SH	DEFINED	3
			380	21193		
BERKLEY W R CORP	COM	084423102	723	26107 SH	DEFINED	9
			2285	82514 SH	DEFINED	3
			3008	108621		
BERKSHIRE HATHAWAY INC DEL	CL A	084670108	0	39 SH	DEFINED	9
			0	9 SH	DEFINED	3
				48		
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	2429	543 SH	DEFINED	9
			7890	1764 SH	DEFINED	3
			10319	2307		
BEST BUY INC	COM	086516101	7445	179582 SH	DEFINED	9
			4429	106834 SH	DEFINED	3
			11875	286416		
BHP BILLITON LTD	SPONSORED ADR	088606108	109	1650 SH	DEFINED	9
			581	8820 SH	DEFINED	3
			689	10470		

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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 PRN CALL	DSCRETN	O MA	
BIG LOTS INC	COM	089302103	5	223 SH	DEFINED	9		
			5	223				
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	782	22106 SH	DEFINED	9		
			123	3464 SH	DEFINED	3		
			904	25570				
BIOHEART INC	COM	09062F201	3	666 SH	DEFINED	3		
			3	666				
BIOGEN IDEC INC	COM	09062X103	61	981 SH	DEFINED	9		
			124	2015 SH	DEFINED	3		
			185	2996				

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BIOFUEL ENERGY CORP	COM	09064Y109	18	4000	SH	DEFINED	3
			-----	-----			
			18	4000			
BIOTECH HOLDERS TR	DEPOSTRY RCPTS	09067D201	17	100	SH	DEFINED	9
			26	150	SH	DEFINED	3
			-----	-----			
			43	250			
BIOVAIL CORP	COM	09067J109	41	3817	SH	DEFINED	9
			66	6181	SH	DEFINED	3
			-----	-----			
			106	9998			
BLACK & DECKER CORP	COM	091797100	1602	24234	SH	DEFINED	9
			1420	21490	SH	DEFINED	3
			-----	-----			
			3022	45724			
BLACK HILLS CORP	COM	092113109	40	1125	SH	DEFINED	3
			-----	-----			
			40	1125			
BLACKROCK NJ INVT QUALITY MU	COM	09247C107	43	3050	SH	DEFINED	3
			-----	-----			
			43	3050			

PAGE		34 OF 236		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	INVTMT DSCRETN					
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
BLACKROCK INVT QUALITY MUN T	COM	09247D105	54	3400	SH	DEFINED	3				
			-----	-----							
			54	3400							
BLACKROCK INCOME TR INC	COM	09247F100	70	12000	SH	DEFINED	9				
			-----	-----							
			70	12000							
BLACKROCK INC	COM	09247X101	2598	12726	SH	DEFINED	9				
			313	1532	SH	DEFINED	3				
			-----	-----							
			2911	14258							
BLACKROCK INSD MUN TERM TR I	COM	092474105	31	3104	SH	DEFINED	9				
			-----	-----							
			31	3104							
BLACKROCK INCOME OPP TRUST I	COM	092475102	98	10000	SH	DEFINED	9				
			14	1415	SH	DEFINED	3				
			-----	-----							
			111	11415							
BLACKROCK MUN INCOME TR	SH BEN INT	09248F109	21	1450	SH	DEFINED	3				
			-----	-----							

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				21	1450			
BLACKROCK FLA MUN INCOME TR	SH BEN INT	09248H105	14	1000	SH	DEFINED	3	
			-----	-----				
			14	1000				
BLACKROCK PA STRATEGIC MUN T	COM	09248R103	7	500	SH	DEFINED	3	
			-----	-----				
			7	500				
BLACKROCK STRATEGIC MUN TR	COM	09248T109	30	2100	SH	DEFINED	3	
			-----	-----				
			30	2100				
BLACKROCK MUNICIPAL BOND TR	COM	09249H104	52	3500	SH	DEFINED	3	
			-----	-----				
			52	3500				
BLACKROCK MUNI INCOME TR II	COM	09249N101	18	1276	SH	DEFINED	3	
			-----	-----				
			18	1276				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
BLACKROCK PFD OPPORTUNITY TR	COM SHS	09249V103	26	1600	SH	DEFINED	3		
			-----	-----					
			26	1600					
BLACKROCK LTD DURATION INC T	COM SHS	09249W101	11	750	SH	DEFINED	9		
			-----	-----					
			11	750					
BLACKROCK MUN 2020 TERM TR	COM SHS	09249X109	35	2400	SH	DEFINED	3		
			-----	-----					
			35	2400					
BLACKROCK STRAT DIVD ACHIEVE	COM	09249Y107	38	3300	SH	DEFINED	3		
			-----	-----					
			38	3300					
BLACKROCK S&P QLTY RK EQ MD	SHS BEN INT	09250D109	9	590	SH	DEFINED	3		
			-----	-----					
			9	590					
BLACKROCK HIGH INCOME SHS	SHS BEN INT	09250E107	3	1700	SH	DEFINED	3		
			-----	-----					
			3	1700					
BLACKROCK DIVID ACHIEVRS TM	COM	09250N107	46	4050	SH	DEFINED	3		
			-----	-----					
			46	4050					
BLACKROCK GLBL ENRGY & RES T	COM	09250U101	24	800	SH	DEFINED	9		

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				18	600	SH	DEFINED	3
				-----	-----			
				42	1400			
BLACKROCK GLOBAL OPP EQTY TR	COM	092501105		15	618	SH	DEFINED	9
				-----	-----			
				15	618			
BLACKROCK ENHANCED DIV ACHV	COM	09251A104		22	2000	SH	DEFINED	8
				-----	-----			
				22	2000			
BLACKROCK INTL GRWTH & INC T	COM BENE INTER	092524107		15	992	SH	DEFINED	9
				58	3750	SH	DEFINED	3
				-----	-----			
				74	4742			

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PAGE 36 OF 236		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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
BLACKROCK MUNIHOLDINGS FD IN	COM	09253N104	21	1400	SH	DEFINED	9		
			-----	-----					
			21	1400					
BLACKROCK MUNIVEST FD INC	COM	09253R105	54	6248	SH	DEFINED	3		
			-----	-----					
			54	6248					
BLACKROCK MUNIYIELD FD INC	COM	09253W104	102	7585	SH	DEFINED	3		
			-----	-----					
			102	7585					
BLACKROCK MUNIENHANCED FD IN	COM	09253Y100	90	9000	SH	DEFINED	3		
			-----	-----					
			90	9000					
BLACKROCK REAL ASSET EQUITY	COM	09254B109	49	3042	SH	DEFINED	3		
			-----	-----					
			49	3042					
BLACKROCK MUNYIELD INSD FD I	COM	09254E103	14	1132	SH	DEFINED	9		
			133	10700	SH	DEFINED	3		
			-----	-----					
			147	11832					
BLACKROCK MUNIYIELD QUALITY	COM	09254F100	6	453	SH	DEFINED	9		
			244	18744	SH	DEFINED	3		
			-----	-----					
			250	19197					
BLACKROCK APEX MUN FD INC	COM	09254H106	59	6200	SH	DEFINED	3		
			-----	-----					
			59	6200					

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BLACKROCK MUNIASSETS FD INC	COM	09254J102	9 13	663 979	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			23	1642		
BLACKROCK MUNIHOLDINGS FLA I	COM	09254P108	8	650	SH	DEFINED 3
			-----	-----		
			8	650		
BLACKROCK MUNIYIELD FLA INC	COM	09254R104	137	10995	SH	DEFINED 3
			-----	-----		
			137	10995		

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PAGE	37 OF 236	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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
BLACKROCK MUNIYIELD FLA INSD	COM	09254T100	33	2779	SH	DEFINED 3			
			-----	-----					
			33	2779					
BLACKROCK MUNIYIELD MICH INS	COM	09254V105	445	33885	SH	DEFINED 3			
			-----	-----					
			445	33885					
BLACKROCK MUNIYIELD MICH INS	COM	09254W103	100	8134	SH	DEFINED 3			
			-----	-----					
			100	8134					
BLACKROCK MUNIHOLDINGS N J I	COM	09254X101	48	3625	SH	DEFINED 3			
			-----	-----					
			48	3625					
BLACKROCK MUNIYIELD N J FD I	COM	09254Y109	47	3450	SH	DEFINED 3			
			-----	-----					
			47	3450					
BLACKROCK MUNIYIELD PA INSD	COM	09255G107	39	3000	SH	DEFINED 3			
			-----	-----					
			39	3000					
BLACKROCK CORPOR HIGH YLD FD	COM	09255L106	1	111	SH	DEFINED 3			
			-----	-----					
			1	111					
BLACKROCK CORPOR HI YLD FD V	COM	09255N102	78 22	7200 2000	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			100	9200					
BLACKROCK CORPOR HI YLD FD V	COM	09255P107	69	6400	SH	DEFINED 9			
			-----	-----					
			69	6400					
BLACKROCK DEBT STRAT FD INC	COM	09255R103	11	2000	SH	DEFINED 9			

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				26	5000	SH	DEFINED	3
				-----	-----			
				37	7000			
BLACKROCK SR HIGH INCOME FD	COM	09255T109		11	2300	SH	DEFINED	3
				-----	-----			
				11	2300			

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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

BLACKROCK ENH EQ YLD FD INC	COM	09256C105	8	500	SH		DEFINED	9
			-----	-----				
			8	500				
BLACKROCK ENHAN EQ YLD & PRE	COM	09256E101	22	1500	SH		DEFINED	3
			-----	-----				
			22	1500				
BLDRS INDEX FDS TR	ASIA 50 ADR	09348R102	11	377	SH		DEFINED	3
			-----	-----				
			11	377				
BLDRS INDEX FDS TR	EMER MK 50 ADR	09348R300	13	270	SH		DEFINED	3
			-----	-----				
			13	270				
BLDRS INDEX FDS TR	EUR 100 ADR	09348R409	18	631	SH		DEFINED	3
			-----	-----				
			18	631				
BLOCK H & R INC	COM	093671105	360	17364	SH		DEFINED	9
			536	25831	SH		DEFINED	3
			-----	-----				
			897	43195				
BLUE CHIP VALUE FD INC	COM	095333100	5	1135	SH		DEFINED	9
			-----	-----				
			5	1135				
BLUE COAT SYSTEMS INC	COM NEW	09534T508	22	1000	SH		DEFINED	3
			-----	-----				
			22	1000				
BLUEGREEN CORP	COM	096231105	28	4175	SH		DEFINED	9
			14	2037	SH		DEFINED	3
			-----	-----				
			42	6212				
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	25	1000	SH		DEFINED	3
			-----	-----				
			25	1000				
BOB EVANS FARMS INC	COM	096761101	1272	46118	SH		DEFINED	9

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228 8278 SH DEFINED 3

 1501 54396

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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 DCRETN				
BOEING CO	COM	097023105	10533	141625	SH	DEFINED	9			
			3631	48829	SH	DEFINED	3			
			-----	-----						
			14164	190454						
BON-TON STORES INC	COM	09776J101	5	1000	SH	DEFINED	9			
			-----	-----						
			5	1000						
BORGWARNER INC	COM	099724106	3118	72457	SH	DEFINED	9			
			1261	29310	SH	DEFINED	3			
			-----	-----						
			4379	101767						
BOSTON PRIVATE FINL HLDGS IN	COM	101119105	5	500	SH	DEFINED	9			
			-----	-----						
			5	500						
BOSTON PROPERTIES INC	COM	101121101	186	2023	SH	DEFINED	9			
			202	2190	SH	DEFINED	3			
			-----	-----						
			388	4213						
BOSTON SCIENTIFIC CORP	COM	101137107	237	18430	SH	DEFINED	9			
			27	2121	SH	DEFINED	3			
			-----	-----						
			264	20551						
BOTTOMLINE TECH DEL INC	COM	101388106	1	75	SH	DEFINED	3			
			-----	-----						
			1	75						
BOWNE & CO INC	COM	103043105	93	6096	SH	DEFINED	9			
			-----	-----						
			93	6096						
BRADY CORP	CL A	104674106	87	2600	SH	DEFINED	3			
			-----	-----						
			87	2600						
BRANDYWINE RLTY TR	SH BEN INT NEW	105368203	3	197	SH	DEFINED	9			
			-----	-----						
			3	197						

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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		
BRIGGS & STRATTON CORP	COM	109043109	9	500	SH		DEFINED	9	
			54	3000	SH		DEFINED	3	
			63	3500					
BRIGHT HORIZON FAMILY SOLUTI	COM	109195107	29	672	SH		DEFINED	9	
			25	581	SH		DEFINED	3	
			54	1253					
BRIGHTPOINT INC	COM NEW	109473405	3	300	SH		DEFINED	3	
			3	300					
BRINKER INTL INC	COM	109641100	76	4121	SH		DEFINED	9	
			94	5085	SH		DEFINED	3	
			171	9206					
BRINKS CO	COM	109696104	34	502	SH		DEFINED	9	
			44	648	SH		DEFINED	3	
			77	1150					
BRISTOL MYERS SQUIBB CO	COM	110122108	15399	722948	SH		DEFINED	9	
			8299	389634	SH		DEFINED	3	
			44	2050	SH		DEFINED	8	
			23742	1114632					
BRISTOL MYERS SQUIBB CO	PFD CV \$2	110122207	23	60	SH		DEFINED	3	
			23	60					
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	166	2197	SH		DEFINED	9	
			332	4386	SH		DEFINED	3	
			499	6583					
BRITISH SKY BROADCASTING GRO	SPONSORED ADR	111013108	21	464	SH		DEFINED	3	
			21	464					

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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		

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BROADCOM CORP	CL A	111320107	862 989	44709 SH 51336 SH	DEFINED 9 DEFINED 3
			-----	-----	
			1851	96045	
BROADRIDGE FINL SOLUTIONS IN	COM	11133T103	428 890 1	24292 SH 50576 SH 50 SH	DEFINED 9 DEFINED 3 DEFINED 8
			-----	-----	
			1319	74918	
BROCADE COMMUNICATIONS SYS I	COM NEW	111621306	162 57	22154 SH 7818 SH	DEFINED 9 DEFINED 3
			-----	-----	
			219	29972	
BRONCO DRILLING CO INC	COM	112211107	48	3000 SH	DEFINED 3
			-----	-----	
			48	3000	
BROOKFIELD ASSET MGMT INC	CL A LTD VT SH	112585104	99 13	3685 SH 500 SH	DEFINED 9 DEFINED 3
			-----	-----	
			112	4185	
BROWN & BROWN INC	COM	115236101	313	18000 SH	DEFINED 3
			-----	-----	
			313	18000	
BROWN FORMAN CORP	CL A	115637100	210	3034 SH	DEFINED 3
			-----	-----	
			210	3034	
BROWN FORMAN CORP	CL B	115637209	26 794	398 SH 11990 SH	DEFINED 9 DEFINED 3
			-----	-----	
			820	12388	
BRUNSWICK CORP	COM	117043109	830 33	51993 SH 2069 SH	DEFINED 9 DEFINED 3
			-----	-----	
			863	54062	
BRUSH ENGINEERED MATLS INC	COM	117421107	18	700 SH	DEFINED 3
			-----	-----	
			18	700	

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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

BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	123 39	2678 SH 854 SH	DEFINED 9 DEFINED 3				
			-----	-----					
			163	3532					

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BUCYRUS INTL INC NEW	CL A	118759109	39 79	383 778	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			118	1161		
BUILDERS FIRSTSOURCE INC	COM	12008R107	54	7500	SH	DEFINED 9
			-----	-----		
			54	7500		
BUILDING MATLS HLDG CORP	COM	120113105	9 7	2000 1490	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			15	3490		
BURGER KING HLDGS INC	COM	121208201	2955 612	106838 22128	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			3567	128966		
BURLINGTON NORTHN SANTA FE C	COM	12189T104	1099 1080	11913 11716	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			2179	23629		
CBL & ASSOC PPTYS INC	COM	124830100	13 24	550 1025	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			37	1575		
CBS CORP NEW	CL A	124857103	4	176	SH	DEFINED 3
			-----	-----		
			4	176		
CBS CORP NEW	CL B	124857202	237 90	10756 4080	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			328	14836		

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
CBRL GROUP INC	COM	12489V106	4 54	100 1516	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			58	1616					
CB RICHARD ELLIS GROUP INC	CL A	12497T101	58 9	2678 433	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			67	3111					
CF INDS HLDGS INC	COM	125269100	189 144	1828 1392	SH SH	DEFINED 9 DEFINED 3			

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		-----		-----			
		334	3220				
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	9601	176498	SH	DEFINED	9
			2090	38414	SH	DEFINED	3
			-----	-----			
			11691	214912			
CIGNA CORP	COM	125509109	2577	63510	SH	DEFINED	9
			413	10192	SH	DEFINED	3
			-----	-----			
			2990	73702			
CIT GROUP INC	COM	125581108	33	2748	SH	DEFINED	9
			25	2085	SH	DEFINED	3
			-----	-----			
			57	4833			
CLECO CORP NEW	COM	12561W105	216	9754	SH	DEFINED	9
			21	938	SH	DEFINED	3
			-----	-----			
			237	10692			
CME GROUP INC	COM	12572Q105	2125	4529	SH	DEFINED	9
			2147	4577	SH	DEFINED	3
			-----	-----			
			4272	9106			
CMGI INC	COM NEW	125750307	0	5	SH	DEFINED	9
			-----	-----			
				5			

				FORM 13F					
PAGE 44 OF 236		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
-----		-----		-----		-----		-----	
CMS ENERGY CORP	COM	125896100	191	14092	SH	DEFINED	9		
			66	4908	SH	DEFINED	3		
			-----	-----					
			257	19000					
CNA FINL CORP	COM	126117100	309	12000	SH	DEFINED	9		
			1	36	SH	DEFINED	3		
			-----	-----					
			310	12036					
CNA SURETY CORP	COM	12612L108	3	192	SH	DEFINED	9		
			-----	-----					
			3	192					
CNET NETWORKS INC	COM	12613R104	1	100	SH	DEFINED	3		
			-----	-----					
			1	100					
CNOOC LTD	SPONSORED ADR	126132109	29	200	SH	DEFINED	3		

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			-----	-----		
			29	200		
CPFL ENERGIA S A	SPONSORED ADR	126153105	12	200 SH	DEFINED	3
			-----	-----		
			12	200		
CP HOLDERS	DEP RCPTS CP	12616K106	48	300 SH	DEFINED	3
			-----	-----		
			48	300		
CRH PLC	ADR	12626K203	2	65 SH	DEFINED	3
			-----	-----		
			2	65		
CSX CORP	COM	126408103	2320	41374 SH	DEFINED	9
			1149	20487 SH	DEFINED	3
			-----	-----		
			3469	61861		
CTS CORP	COM	126501105	29	2713 SH	DEFINED	9
			14	1323 SH	DEFINED	3
			-----	-----		
			43	4036		

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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 PRN CALL	DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
CVS CAREMARK CORPORATION	COM	126650100	18814	464435 SH	DEFINED	9			
			9286	229236 SH	DEFINED	3			
			-----	-----					
			28101	693671					
CA INC	COM	12673P105	49	2157 SH	DEFINED	9			
			94	4165 SH	DEFINED	3			
			-----	-----					
			142	6322					
CABELAS INC	COM	126804301	24	1700 SH	DEFINED	3			
			-----	-----					
			24	1700					
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	24	1100 SH	DEFINED	3			
			-----	-----					
			24	1100					
CABOT MICROELECTRONICS CORP	COM	12709P103	227	7064 SH	DEFINED	9			
			286	8907 SH	DEFINED	3			
			-----	-----					
			513	15971					
CACI INTL INC	CL A	127190304	70	1529 SH	DEFINED	3			
			-----	-----					
			70	1529					

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CADBURY SCHWEPPES PLC	ADR	127209302	2975	67274	SH	DEFINED	9
			2070	46818	SH	DEFINED	3
			-----	-----			
			5045	114092			
CADENCE DESIGN SYSTEM INC	COM	127387108	281	26341	SH	DEFINED	9
			9	878	SH	DEFINED	3
			-----	-----			
			291	27219			
CALAMOS STRATEGIC TOTL RETN	COM SH BEN INT	128125101	61	5000	SH	DEFINED	3
			-----	-----			
			61	5000			
CALIFORNIA WTR SVC GROUP	COM	130788102	57	1500	SH	DEFINED	9
			-----	-----			
			57	1500			

PAGE		46 OF 236		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 DSCRETN			
CALLIDUS SOFTWARE INC	COM	13123E500	3	525	SH	DEFINED	3		
			-----	-----					
			3	525					
CALUMET SPECIALTY PRODS PTNR	UT LTD PARTNER	131476103	1786	76012	SH	DEFINED	3		
			-----	-----					
			1786	76012					
CAMDEN PPTY TR	SH BEN INT	133131102	12896	256900	SH	DEFINED	9		
			34	687	SH	DEFINED	3		
			-----	-----					
			12931	257587					
CAMECO CORP	COM	13321L108	13	400	SH	DEFINED	9		
			91	2755	SH	DEFINED	3		
			-----	-----					
			104	3155					
CAMERON INTERNATIONAL CORP	COM	13342B105	2647	63558	SH	DEFINED	9		
			607	14587	SH	DEFINED	3		
			-----	-----					
			3254	78145					
CAMPBELL SOUP CO	COM	134429109	1797	52921	SH	DEFINED	9		
			5984	176252	SH	DEFINED	3		
			-----	-----					
			7780	229173					
CANADIAN NATL RY CO	COM	136375102	33	680	SH	DEFINED	9		
			46	958	SH	DEFINED	3		
			-----	-----					
			79	1638					

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CANADIAN NAT RES LTD	COM	136385101	96	1400	SH	DEFINED	9
			121	1775	SH	DEFINED	3
			-----	-----			
			217	3175			
CANADIAN PAC RY LTD	COM	13645T100	4703	73160	SH	DEFINED	9
			834	12970	SH	DEFINED	3
			-----	-----			
			5537	86130			

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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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
CANDELA CORP	COM	136907102	13	3790	SH	DEFINED	9		
			45	13123	SH	DEFINED	3		
			-----	-----					
			58	16913					
CANON INC	ADR	138006309	86	1858	SH	DEFINED	9		
			946	20402	SH	DEFINED	3		
			9	190	SH	DEFINED	8		
			-----	-----					
			1041	22450					
CANTERBURY PARK HOLDING CORP	COM	13811E101	4	375	SH	DEFINED	3		
			-----	-----					
			4	375					
CAPITAL ONE FINL CORP	COM	14040H105	573	11639	SH	DEFINED	9		
			229	4646	SH	DEFINED	3		
			-----	-----					
			802	16285					
CAPITALSOURCE INC	COM	14055X102	335	34654	SH	DEFINED	9		
			327	33821	SH	DEFINED	3		
			-----	-----					
			662	68475					
CAPITOL BANCORP LTD	COM	14056D105	268	12661	SH	DEFINED	3		
			-----	-----					
			268	12661					
CARAUSTAR INDS INC	COM	140909102	11	8180	SH	DEFINED	3		
			-----	-----					
			11	8180					
CARDINAL FINL CORP	COM	14149F109	185	20881	SH	DEFINED	9		
			-----	-----					
			185	20881					
CARDINAL HEALTH INC	COM	14149Y108	3988	75948	SH	DEFINED	9		
			4664	88815	SH	DEFINED	3		
			-----	-----					

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8652 164763

CARDTRONICS INC	COM	14161H108	316	45401	SH	DEFINED 9
			67	9552	SH	DEFINED 3
			-----	-----		
			383	54953		

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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	DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
CARLISLE COS INC	COM	142339100	168	5029	SH	DEFINED 9		
			27	800	SH	DEFINED 3		
			-----	-----				
			195	5829				
CARMAX INC	COM	143130102	154	7938	SH	DEFINED 9		
			240	12350	SH	DEFINED 3		
			-----	-----				
			394	20288				
CARNIVAL CORP	PAIRED CTF	143658300	18051	445921	SH	DEFINED 9		
			5125	126612	SH	DEFINED 3		
			-----	-----				
			23176	572533				
CARRIZO OIL & CO INC	COM	144577103	696	11743	SH	DEFINED 9		
			94	1590	SH	DEFINED 3		
			-----	-----				
			790	13333				
CARTER INC	COM	146229109	14	850	SH	DEFINED 9		
			1	80	SH	DEFINED 3		
			-----	-----				
			15	930				
CASEYS GEN STORES INC	COM	147528103	43	1918	SH	DEFINED 9		
			21	934	SH	DEFINED 3		
			-----	-----				
			64	2852				
CATERPILLAR INC DEL	COM	149123101	8568	109442	SH	DEFINED 9		
			7820	99884	SH	DEFINED 3		
			-----	-----				
			16388	209326				
CATHAY GENERAL BANCORP	COM	149150104	6	290	SH	DEFINED 3		
			-----	-----				
			6	290				
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	814	34997	SH	DEFINED 9		
			87	3732	SH	DEFINED 3		
			-----	-----				
			900	38729				

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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	
CELADON GROUP INC	COM	150838100	5816	600815	SH		DEFINED	3	
			5816	600815					
CELGENE CORP	COM	151020104	7024	114608	SH		DEFINED	9	
			4513	73641	SH		DEFINED	3	
			11538	188249					
CELSION CORPORATION	COM NEW	15117N305	0	20	SH		DEFINED	9	
				20					
CEMEX SAB DE CV	SPON ADR NEW	151290889	53	2029	SH		DEFINED	9	
			41	1572	SH		DEFINED	3	
			94	3601					
CENTERPOINT ENERGY INC	COM	15189T107	82	5762	SH		DEFINED	9	
			34	2403	SH		DEFINED	3	
			117	8165					
CENTEX CORP	COM	152312104	6	268	SH		DEFINED	9	
			1	30	SH		DEFINED	3	
			7	298					
CENTRAL EUROPE AND RUSSIA FD	COM	153436100	2	38	SH		DEFINED	9	
			201	4233	SH		DEFINED	3	
			203	4271					
CENTRAL SECS CORP	COM	155123102	11	444	SH		DEFINED	9	
			40	1626	SH		DEFINED	3	
			51	2070					
CEPHEID	COM	15670R107	57	2352	SH		DEFINED	9	
			33	1350	SH		DEFINED	3	
			90	3702					

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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	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
CENTURYTEL INC	COM	156700106	747	22473	SH		DEFINED	9
			23	691	SH		DEFINED	3
			770	23164				
CEPHALON INC	COM	156708109	1896	29434	SH		DEFINED	9
			80	1238	SH		DEFINED	3
			1975	30672				
CERADYNE INC	COM	156710105	3	100	SH		DEFINED	3
			3	100				
CERNER CORP	COM	156782104	421	11300	SH		DEFINED	9
			499	13390	SH		DEFINED	3
			920	24690				
CHARLES & COLVARD LTD	COM	159765106	371	301245	SH		DEFINED	9
			371	301245				
CHARLES RIV LABS INTL INC	COM	159864107	86	1462	SH		DEFINED	9
			404	6849	SH		DEFINED	3
			490	8311				
CHATTEM INC	COM	162456107	265	4000	SH		DEFINED	9
			265	4000				
CHEESECAKE FACTORY INC	COM	163072101	50	2304	SH		DEFINED	9
			28	1278	SH		DEFINED	3
			78	3582				
CHEMED CORP NEW	COM	16359R103	51	1204	SH		DEFINED	9
			35	835	SH		DEFINED	3
			86	2039				
CHEMICAL FINL CORP	COM	163731102	358	15016	SH		DEFINED	3
			358	15016				

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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
CHEMTURA CORP	COM	163893100	15	2000	SH	DEFINED	9

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				15	2000		
CHEROKEE INC DEL NEW	COM	16444H102	70	2074	SH	DEFINED	3
			-----	-----			
			70	2074			
CHESAPEAKE CORP	COM	165159104	1	300	SH	DEFINED	9
			-----	-----			
			1	300			
CHESAPEAKE ENERGY CORP	COM	165167107	390	8451	SH	DEFINED	9
			1038	22497	SH	DEFINED	3
			-----	-----			
			1428	30948			
CHEVRON CORP NEW	COM	166764100	112799	1321456	SH	DEFINED	9
			37299	436960	SH	DEFINED	3
			416	4875	SH	DEFINED	8
			-----	-----			
			150515	1763291			
CHEVIOT FINL CORP	COM	166774109	78	8700	SH	DEFINED	9
			-----	-----			
			78	8700			
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY S	167250109	22	565	SH	DEFINED	9
			-----	-----			
			22	565			
CHICOS FAS INC	COM	168615102	95	13400	SH	DEFINED	9
			37	5184	SH	DEFINED	3
			-----	-----			
			132	18584			
CHINA FD INC	COM	169373107	125	3942	SH	DEFINED	3
			-----	-----			
			125	3942			
CHINA FIRE & SEC GROUP INC	COM	16938R103	14	2000	SH	DEFINED	9
			-----	-----			
			14	2000			

PAGE		52 OF 236		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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	34	651	SH	DEFINED	9		
			75	1450	SH	DEFINED	3		
			-----	-----					
			109	2101					
CHINA NETCOM GROUP CORP HK L	SPONSORED ADR	16940Q101	9	150	SH	DEFINED	3		
			-----	-----					
			9	150					

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CHINA PRECISION STEEL INC	COM	16941J106	12	3150	SH	DEFINED	3
			-----	-----			
			12	3150			
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	3323	44299	SH	DEFINED	9
			3559	47449	SH	DEFINED	3
			6	76	SH	DEFINED	8
			-----	-----			
			6888	91824			
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R108	1331	15479	SH	DEFINED	9
			1738	20209	SH	DEFINED	3
			10	122	SH	DEFINED	8
			-----	-----			
			3079	35810			
CHINA UNICOM LTD	SPONSORED ADR	16945R104	4	200	SH	DEFINED	3
			-----	-----			
			4	200			
CHINA MED TECHNOLOGIES INC	SPONSORED ADR	169483104	2	49	SH	DEFINED	3
			-----	-----			
			2	49			
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	1898	16737	SH	DEFINED	9
			246	2173	SH	DEFINED	3
			-----	-----			
			2145	18910			
CHIPOTLE MEXICAN GRILL INC	CL B	169656204	49	500	SH	DEFINED	9
			-----	-----			
			49	500			
CHIQUITA BRANDS INTL INC	*W EXP 03/19/2	170032114	0	29	SH	DEFINED	9
			-----	-----			
				29			

				FORM 13F					
PAGE	53 OF	236	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
-----			-----	-----	-----	-----	-----	-----	-----
CHOICEPOINT INC	COM	170388102		164	3450	SH		DEFINED	9
				619	13000	SH		DEFINED	3
				-----	-----				
				783	16450				
CHUBB CORP	COM	171232101		1103	22286	SH		DEFINED	9
				5882	118886	SH		DEFINED	3
				-----	-----				
				6985	141172				
CHUNGHWA TELECOM CO LTD	SPON ADR NEW	17133Q304		56	2140	SH		DEFINED	9
				16	619	SH		DEFINED	3
				-----	-----				
				72	2759				

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CHURCH & DWIGHT INC	COM	171340102	570 168	10500 3090	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			737	13590		
CHURCHILL DOWNS INC	COM	171484108	47	1000	SH	DEFINED 3
			-----	-----		
			47	1000		
CIBER INC	COM	17163B102	1	266	SH	DEFINED 9
			-----	-----		
			1	266		
CIENA CORP	COM NEW	171779309	6	191	SH	DEFINED 9
			-----	-----		
			6	191		
CINCINNATI BELL INC NEW	COM	171871106	42 2	9852 400	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			44	10252		
CINCINNATI FINL CORP	COM	172062101	71704 1949	1884965 51241	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			73653	1936206		
CIRCUIT CITY STORE INC	COM	172737108	1 108	375 27080	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			109	27455		

PAGE 54 OF 236		FORM 13F						
		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	
-----	-----	-----	-----	-----	-----	-----	-----	
CISCO SYS INC	COM	17275R102	51076 35177 155	2120200 1460221 6430	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8		
			-----	-----				
			86407	3586851				
CITADEL BROADCASTING CORP	COM	17285T106	3 4	2091 2431	SH SH	DEFINED 9 DEFINED 3		
			-----	-----				
			8	4522				
CINTAS CORP	COM	172908105	6284 430	220198 15061	SH SH	DEFINED 9 DEFINED 3		
			-----	-----				
			6714	235259				
CITIGROUP INC	COM	172967101	12944 8785	604275 410127	SH SH	DEFINED 9 DEFINED 3		

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			120	5625	SH	DEFINED	8
			-----	-----			
			21849	1020027			
CITIZENS REPUBLIC BANCORP IN	COM	174420109	405	32554	SH	DEFINED	3
			-----	-----			
			405	32554			
CITIZENS COMMUNICATIONS CO	COM	17453B101	359	34182	SH	DEFINED	9
			48	4540	SH	DEFINED	3
			-----	-----			
			406	38722			
CITRIX SYS INC	COM	177376100	98	3336	SH	DEFINED	9
			1837	62637	SH	DEFINED	3
			-----	-----			
			1935	65973			
CITY BK LYNNWOOD WASH	COM	17770A109	43	1925	SH	DEFINED	9
			150	6724	SH	DEFINED	3
			-----	-----			
			193	8649			
CITY HLDG CO	COM	177835105	4	100	SH	DEFINED	9
			-----	-----			
			4	100			

		FORM 13F							
PAGE 55 OF 236		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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CITY NATL CORP	COM	178566105	2	43	SH	DEFINED	3		
			-----	-----					
			2	43					
CLARCOR INC	COM	179895107	960	27000	SH	DEFINED	9		
			25	700	SH	DEFINED	3		
			-----	-----					
			985	27700					
CLAYMORE EXCHANGE TRADED FD	BNY BRI&C PTF	18383M100	113	2470	SH	DEFINED	3		
			-----	-----					
			113	2470					
CLAYMORE ETF TRUST 2	S&P GBL WATER	18383Q507	68	2900	SH	DEFINED	9		
			168	7150	SH	DEFINED	3		
			-----	-----					
			236	10050					
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	1531	52395	SH	DEFINED	9		
			28	965	SH	DEFINED	3		
			-----	-----					
			1559	53360					
CLEVELAND CLIFFS INC	COM	185896107	26	218	SH	DEFINED	3		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ CALL	INVTMT DCRETN	MA
			26			218	
CLOROX CO DEL	COM	189054109	249	4400	SH	DEFINED 9	
			1186	20941	SH	DEFINED 3	
			1435	25341			
COACH INC	COM	189754104	2522	83661	SH	DEFINED 9	
			2001	66357	SH	DEFINED 3	
			4523	150018			
COCA COLA HELLENIC BTTLG CO	SPONSORED ADR	1912EP104	45	963	SH	DEFINED 9	
			1085	23166	SH	DEFINED 3	
			12	261	SH	DEFINED 8	
			1142	24390			

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PAGE 56 OF 236 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ CALL	INVTMT DCRETN	MA
COCA COLA CO	COM	191216100	75215	1235666	SH	DEFINED 9	
			37692	619225	SH	DEFINED 3	
			96	1575	SH	DEFINED 8	
			113003	1856466			
COCA COLA ENTERPRISES INC	COM	191219104	780	32251	SH	DEFINED 9	
			304	12582	SH	DEFINED 3	
			1085	44833			
COCA COLA FEMSA S A B DE C V	SPON ADR REP L	191241108	186	3300	SH	DEFINED 3	
			186	3300			
COEUR D ALENE MINES CORP IDA	COM	192108108	56	13879	SH	DEFINED 9	
			25	6245	SH	DEFINED 3	
			81	20124			
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	892	30951	SH	DEFINED 9	
			927	32152	SH	DEFINED 3	
			1819	63103			
COHEN & STEERS QUALITY RLTY	COM	19247L106	4	260	SH	DEFINED 9	
			4	260			
COHEN & STEERS TOTAL RETURN	COM	19247R103	25	1630	SH	DEFINED 3	
			25	1630			

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COHEN & STEERS PREM INC RLTY	COM	19247V104	73	4700	SH	DEFINED	3
			-----	-----			
			73	4700			
COHEN & STEERS REIT & PFD IN	COM	19247X100	12	600	SH	DEFINED	9
			-----	-----			
			12	600			
COHEN & STEERS REIT & UTIL I	COM	19247Y108	21	1240	SH	DEFINED	9
			5	300	SH	DEFINED	3
			-----	-----			
			27	1540			

				FORM 13F					
PAGE	57 OF	236	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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
COHEN & STEERS SELECT UTIL F	COM	19248A109	0	1	SH	DEFINED	9		
			208	9100	SH	DEFINED	3		
			-----	-----					
			208	9101					
COHEN & STEERS WRLDWD RLT IN	COM	19248J100	6	430	SH	DEFINED	9		
			-----	-----					
			6	430					
COLGATE PALMOLIVE CO	COM	194162103	15879	203812	SH	DEFINED	9		
			4520	58013	SH	DEFINED	3		
			8	100	SH	DEFINED	8		
			-----	-----					
			20407	261925					
COLLECTIVE BRANDS INC	COM	19421W100	1	99	SH	DEFINED	3		
			-----	-----					
			1	99					
COLONIAL BANGROUP INC	COM	195493309	19	2000	SH	DEFINED	9		
			-----	-----					
			19	2000					
COLONIAL PPTYS TR	COM SH BEN INT	195872106	120	5000	SH	DEFINED	9		
			-----	-----					
			120	5000					
COLUMBIA SPORTSWEAR CO	COM	198516106	1	27	SH	DEFINED	3		
			-----	-----					
			1	27					
COMCAST CORP NEW	CL A	20030N101	727	37571	SH	DEFINED	9		
			502	25939	SH	DEFINED	3		
			-----	-----					
			1228	63510					
COMCAST CORP NEW	CL A SPL	20030N200	39	2077	SH	DEFINED	9		

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			426	22453	SH	DEFINED	3
			-----	-----			
			465	24530			
COMERICA INC	COM	200340107	898	25612	SH	DEFINED	9
			2022	57626	SH	DEFINED	3
			-----	-----			
			2920	83238			

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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	SH/ PUT/ PRN	CALL	INVTMT DSCRETN	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
COMMERCE BANCORP INC NJ	COM	200519106	0	945	SH		DEFINED	9
			-----	-----				
				945				
COMMERCE BANCSHARES INC	COM	200525103	26	625	SH		DEFINED	3
			-----	-----				
			26	625				
COMMSCOPE INC	COM	203372107	0	9	SH		DEFINED	3
			-----	-----				
				9				
COMMUNITY BK SYS INC	COM	203607106	64	2596	SH		DEFINED	9
			31	1266	SH		DEFINED	3
			-----	-----				
			95	3862				
COMMUNITY CENTRAL BANK CORP	COM	20363J107	290	44276	SH		DEFINED	3
			-----	-----				
			290	44276				
COMMUNITY HEALTH SYS INC NEW	COM	203668108	67	2000	SH		DEFINED	9
			-----	-----				
			67	2000				
COMMVAULT SYSTEMS INC	COM	204166102	162	13055	SH		DEFINED	9
			50	3995	SH		DEFINED	3
			-----	-----				
			211	17050				
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	37	2032	SH		DEFINED	3
			-----	-----				
			37	2032				
COMPANHIA DE BEBIDAS DAS AME	SPON ADR PFD	20441W203	8	100	SH		DEFINED	3
			-----	-----				
			8	100				
COMPANHIA VALE DO RIO DOCE	SPON ADR PFD	204412100	118	4058	SH		DEFINED	9
			239	8187	SH		DEFINED	3
			-----	-----				
			357	12245				

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			FORM 13F						
PAGE	59 OF	236	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
	COMPANHIA VALE DO RIO DOCE	SPONSORED ADR	204412209	5576	160965	SH		DEFINED	9
				5789	167129	SH		DEFINED	3
				14	418	SH		DEFINED	8
				11380	328512				
	COMPLETE PRODUCTION SERVICES	COM	20453E109	311	13558	SH		DEFINED	9
				121	5294	SH		DEFINED	3
				432	18852				
	COMPUTER SCIENCES CORP	COM	205363104	2298	56326	SH		DEFINED	9
				1409	34549	SH		DEFINED	3
				3707	90875				
	COMPUWARE CORP	COM	205638109	5	630	SH		DEFINED	9
				15	2000	SH		DEFINED	3
				19	2630				
	COMSCORE INC	COM	20564W105	309	15420	SH		DEFINED	9
				65	3228	SH		DEFINED	3
				374	18648				
	COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	2	47	SH		DEFINED	3
				2	47				
	CONAGRA FOODS INC	COM	205887102	5481	228831	SH		DEFINED	9
				4290	179122	SH		DEFINED	3
				9771	407953				
	CONCUR TECHNOLOGIES INC	COM	206708109	334	10756	SH		DEFINED	9
				65	2086	SH		DEFINED	3
				399	12842				
	CONEXANT SYSTEMS INC	COM	207142100	0	800	SH		DEFINED	9
					800				

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PAGE	60 OF	236	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	
CONOCOPHILLIPS	COM	20825C104	50475	662315	SH		DEFINED	9	
			30350	398244	SH		DEFINED	3	
			82	1075	SH		DEFINED	8	
			80907	1061634					
CONSECO INC	*W EXP 09/10/2	208464123	0	30	SH		DEFINED	9	
				30					
CONSECO INC	COM NEW	208464883	335	32890	SH		DEFINED	9	
			1	102	SH		DEFINED	3	
			337	32992					
CONSOL ENERGY INC	COM	20854P109	3001	43377	SH		DEFINED	9	
			301	4354	SH		DEFINED	3	
			3303	47731					
CONSOLIDATED EDISON INC	COM	209115104	2352	59241	SH		DEFINED	9	
			2179	54890	SH		DEFINED	3	
			8	200	SH		DEFINED	8	
			4539	114331					
CONSOLIDATED GRAPHICS INC	COM	209341106	8	145	SH		DEFINED	3	
			8	145					
CONSTELLATION BRANDS INC	CL A	21036P108	15	828	SH		DEFINED	9	
			101	5702	SH		DEFINED	3	
			115	6530					
CONSTELLATION ENERGY GROUP I	COM	210371100	728	8245	SH		DEFINED	9	
			901	10209	SH		DEFINED	3	
			1629	18454					
CONVERGYS CORP	COM	212485106	2149	142676	SH		DEFINED	9	
			58	3850	SH		DEFINED	3	
			2207	146526					

PAGE	61 OF	236	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/ CALL	INVSTMT DSCRETN	O MA	
COOPER TIRE & RUBR CO	COM	216831107	167	11146	SH		DEFINED	9	

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			167	11146			
CORN PRODS INTL INC	COM	219023108	170	4574 SH	DEFINED	9	
			86	2324 SH	DEFINED	3	
			256	6898			
CORNING INC	COM	219350105	1865	77566 SH	DEFINED	9	
			588	24466 SH	DEFINED	3	
			2453	102032			
CORPORATE EXECUTIVE BRD CO	COM	21988R102	174	4295 SH	DEFINED	3	
			174	4295			
CORRECTIONS CORP AMER NEW	COM NEW	22025Y407	876	31818 SH	DEFINED	9	
			282	10246 SH	DEFINED	3	
			1158	42064			
CORUS BANKSHARES INC	COM	220873103	2	200 SH	DEFINED	9	
			2	200			
CORVEL CORP	COM	221006109	5	150 SH	DEFINED	9	
			5	150			
COSTCO WHSL CORP NEW	COM	22160K105	6369	98036 SH	DEFINED	9	
			1035	15936 SH	DEFINED	3	
			7405	113972			
COUNTRYWIDE FINANCIAL CORP	COM	222372104	7	1285 SH	DEFINED	9	
			43	7898 SH	DEFINED	3	
			51	9183			
COURIER CORP	COM	222660102	6	225 SH	DEFINED	9	
			6	225			

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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			
COVANCE INC	COM	222816100	2653	31971 SH	DEFINED	9				
			558	6726 SH	DEFINED	3				
			3211	38697						
COVENTRY HEALTH CARE INC	COM	222862104	159	3937 SH	DEFINED	9				
			152	3776 SH	DEFINED	3				

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			-----	-----		
			311	7713		
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	28	550 SH	DEFINED	9
			13	259 SH	DEFINED	3
			-----	-----		
			41	809		
CREE INC	COM	225447101	195	6966 SH	DEFINED	9
			85	3054 SH	DEFINED	3
			-----	-----		
			280	10020		
CROCS INC	COM	227046109	8	450 SH	DEFINED	9
			9	500 SH	DEFINED	3
			-----	-----		
			17	950		
CROSSTEX ENERGY L P	COM	22765U102	37	1200 SH	DEFINED	9
			-----	-----		
			37	1200		
CROWN CASTLE INTL CORP	COM	228227104	69	2000 SH	DEFINED	9
			-----	-----		
			69	2000		
CRUCELL N V	SPONSORED ADR	228769105	2	100 SH	DEFINED	3
			-----	-----		
			2	100		
CUBIST PHARMACEUTICALS INC	COM	229678107	6	300 SH	DEFINED	3
			-----	-----		
			6	300		
CULLEN FROST BANKERS INC	COM	229899109	20	380 SH	DEFINED	3
			-----	-----		
			20	380		

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	
CUMMINS INC	COM	231021106	266	5687 SH	DEFINED	9				
			2045	43672 SH	DEFINED	3				
			-----	-----						
			2311	49359						
CURIS INC	COM	231269101	0	300 SH	DEFINED	3				
			-----	-----						
				300						
CURRENCYSHARES SWISS FRANC T	SWISS FRANC SH	23129V109	353	3500 SH	DEFINED	3				
			-----	-----						
			353	3500						

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CURRENCYSHS JAPANESE YEN TR	JAPANESE YEN	23130A102	351 20	3500 200	SH SH	DEFINED 3 DEFINED 8
			-----	-----		
			371	3700		
CURRENCY SHARES EURO TR	EURO SHS	23130C108	123	775	SH	DEFINED 3
			-----	-----		
			123	775		
CYMER INC	COM	232572107	3	100	SH	DEFINED 3
			-----	-----		
			3	100		
CYPRESS SEMICONDUCTOR CORP	COM	232806109	86 66	3662 2784	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			152	6446		
CYTEC INDS INC	COM	232820100	73	1359	SH	DEFINED 3
			-----	-----		
			73	1359		
CYTOGEN CORP	COM NEW	232824300	0	10	SH	DEFINED 3
			-----	-----		
				10		
DNP SELECT INCOME FD	COM	23325P104	154 425	14108 39042	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			579	53150		

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
DPL INC	COM	233293109	1375 214	53626 8354	SH SH		DEFINED 9 DEFINED 3		
			-----	-----					
			1589	61980					
D R HORTON INC	COM	23331A109	128 190	8137 12043	SH SH		DEFINED 9 DEFINED 3		
			-----	-----					
			318	20180					
DTE ENERGY CO	COM	233331107	508 964	13073 24784	SH SH		DEFINED 9 DEFINED 3		
			-----	-----					
			1472	37857					
DSW INC	CL A	23334L102	4	340	SH		DEFINED 3		
			-----	-----					
			4	340					
DWS HIGH INCOME TR	SHS	23337C109	14	2991	SH		DEFINED 9		

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			-----	-----		
			14	2991		
DXP ENTERPRISES INC NEW	COM NEW	233377407	469	11947	SH	DEFINED 9
			98	2507	SH	DEFINED 3
			-----	-----		
			568	14454		
DWS MULTI MKT INCOME TR	SHS	23338L108	8	975	SH	DEFINED 9
			-----	-----		
			8	975		
DWS MUN INCOME TR	COM	23338M106	12	1151	SH	DEFINED 9
			52	4955	SH	DEFINED 3
			-----	-----		
			64	6106		
DWS GLOBAL HIGH INCOME FD	COM	23338W104	19	2299	SH	DEFINED 9
			-----	-----		
			19	2299		
DWS RREEF REAL ESTATE FD II	COM	23338X102	54	4400	SH	DEFINED 3
			-----	-----		
			54	4400		

				FORM 13F					
PAGE	65 OF	236	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		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
DWS GLOBAL COMMODITIES STK F	COM	23338Y100	169	10029	SH		DEFINED	3	
			-----	-----					
			169	10029					
DAKTRONICS INC	COM	234264109	387	21598	SH		DEFINED	9	
			286	15991	SH		DEFINED	3	
			-----	-----					
			673	37589					
DANAHER CORP DEL	COM	235851102	7514	98824	SH		DEFINED	9	
			2132	28035	SH		DEFINED	3	
			-----	-----					
			9645	126859					
DANVERS BANCORP INC	COM	236442109	2	245	SH		DEFINED	9	
			-----	-----					
			2	245					
DARDEN RESTAURANTS INC	COM	237194105	3023	92886	SH		DEFINED	9	
			7918	243263	SH		DEFINED	3	
			-----	-----					
			10942	336149					
DARLING INTL INC	COM	237266101	10	740	SH		DEFINED	3	
			-----	-----					
			10	740					

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DAVITA INC	COM	23918K108	205 7	4284 145	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			212	4429		
DAYTON SUPERIOR CORP	COM	240028308	14 29	4881 9820	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			43	14701		
DEAN FOODS CO NEW	COM	242370104	18 28	904 1414	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			47	2318		
DECKERS OUTDOOR CORP	COM	243537107	8	78	SH	DEFINED 3
			-----	-----		
			8	78		

FORM 13F

PAGE 66 OF 236 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
-----	-----	-----	-----	-----	-----	-----	-----
DECODE GENETICS INC	COM	243586104	92	60000	SH	DEFINED 3	
			-----	-----			
			92	60000			
DEERE & CO	COM	244199105	5230 7936	65012 98660	SH SH	DEFINED 9 DEFINED 3	
			-----	-----			
			13166	163672			
DEL MONTE FOODS CO	COM	24522P103	127 38	13370 4005	SH SH	DEFINED 9 DEFINED 3	
			-----	-----			
			166	17375			
DELAWARE INV GLBL DIV & INC	COM	245916101	8	829	SH	DEFINED 3	
			-----	-----			
			8	829			
DELL INC	COM	24702R101	2723 2115	136694 106176	SH SH	DEFINED 9 DEFINED 3	
			-----	-----			
			4838	242870			
DELPHI FINL GROUP INC	CL A	247131105	7	230	SH	DEFINED 3	
			-----	-----			
			7	230			
DELTA AIR LINES INC DEL	COM NEW	247361702	9	1000	SH	DEFINED 9	
			-----	-----			
			9	1000			

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DENBURY RES INC	COM NEW	247916208	69	2400	SH	DEFINED	9
			-----	-----			
			69	2400			
DELUXE CORP	COM	248019101	705	36686	SH	DEFINED	3
			-----	-----			
			705	36686			
DENALI FD INC	COM	24823A102	17	980	SH	DEFINED	3
			-----	-----			
			17	980			

		FORM 13F						
PAGE 67 OF 236		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	
-----	-----	-----	-----	-----	-----	-----	-----	
DENTSPLY INTL INC NEW	COM	249030107	8378	217034	SH	DEFINED	9	
			3825	99090	SH	DEFINED	3	
			-----	-----				
			12202	316124				
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566105	266	16025	SH	DEFINED	9	
			126	7598	SH	DEFINED	3	
			-----	-----				
			392	23623				
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	617	14743	SH	DEFINED	9	
			82	1967	SH	DEFINED	3	
			-----	-----				
			700	16710				
DEVON ENERGY CORP NEW	COM	25179M103	4992	47844	SH	DEFINED	9	
			1171	11222	SH	DEFINED	3	
			-----	-----				
			6162	59066				
DIAGEO P L C	SPON ADR NEW	25243Q205	21142	259989	SH	DEFINED	9	
			1858	22845	SH	DEFINED	3	
			-----	-----				
			23000	282834				
DIAMOND HILL FINL TRNDS FD I	COM	25264C101	2	150	SH	DEFINED	9	
			-----	-----				
			2	150				
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	6616	56835	SH	DEFINED	9	
			6503	55871	SH	DEFINED	3	
			12	100	SH	DEFINED	8	
			-----	-----				
			13131	112806				
DIAMONDS TR	UNIT SER 1	252787106	1310	10699	SH	DEFINED	9	
			2659	21723	SH	DEFINED	3	
			86	700	SH	DEFINED	8	
			-----	-----				

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			4054	33122			
DICKS SPORTING GOODS INC	COM	253393102	1283	47924	SH	DEFINED	9
			190	7094	SH	DEFINED	3
			-----	-----			
			1473	55018			

PAGE 68 OF 236		FORM 13F						
		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
DIEBOLD INC	COM	253651103	184	4888	SH	DEFINED	9	
			3191	84974	SH	DEFINED	3	
			-----	-----				
			3374	89862				
DIGI INTL INC	COM	253798102	41	3556	SH	DEFINED	9	
			24	2040	SH	DEFINED	3	
			-----	-----				
			65	5596				
DIGITAL RLTY TR INC	COM	253868103	480	13511	SH	DEFINED	9	
			99	2780	SH	DEFINED	3	
			-----	-----				
			578	16291				
DIGITAL RIV INC	COM	25388B104	5	155	SH	DEFINED	9	
			6	200	SH	DEFINED	3	
			-----	-----				
			11	355				
DILLARDS INC	CL A	254067101	2	137	SH	DEFINED	9	
			-----	-----				
			2	137				
DIODES INC	COM	254543101	328	14954	SH	DEFINED	9	
			35	1616	SH	DEFINED	3	
			-----	-----				
			364	16570				
DIRECTV GROUP INC	COM	25459L106	63	2527	SH	DEFINED	9	
			161	6479	SH	DEFINED	3	
			-----	-----				
			223	9006				
DISNEY WALT CO	NOTE 2.125% 4	254687AU0	320	3000	SH	DEFINED	3	
			-----	-----				
			320	3000				
DISNEY WALT CO	COM DISNEY	254687106	10623	338521	SH	DEFINED	9	
			9304	296509	SH	DEFINED	3	
			-----	-----				
			19927	635030				

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			FORM 13F						
PAGE	69 OF	236	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	
DISH NETWORK CORP	CL A	25470M109	29 2	1000 64	SH SH		DEFINED DEFINED	9 3	
			31	1064					
DISCOVER FINL SVCS	COM	254709108	1484 1625	90642 99253	SH SH		DEFINED DEFINED	9 3	
			3109	189895					
DISTRIBUCION Y SERVICIO D&S	SPONSORED ADR	254753106	20	812	SH		DEFINED	3	
			20	812					
DR REDDYS LABS LTD	ADR	256135203	16	1100	SH		DEFINED	3	
			16	1100					
DOLAN MEDIA CO	COM	25659P402	35 71	1758 3510	SH SH		DEFINED DEFINED	9 3	
			106	5268					
DOLLAR TREE INC	COM	256746108	859 130	31149 4696	SH SH		DEFINED DEFINED	9 3	
			989	35845					
DOMINION RES BLACK WARRIOR T	UNITS BEN INT	25746Q108	42	2000	SH		DEFINED	3	
			42	2000					
DOMINION RES INC VA NEW	COM	25746U109	2186 8843 20	53524 216534 500	SH SH SH		DEFINED DEFINED DEFINED	9 3 8	
			11050	270558					
DONALDSON INC	COM	257651109	403	10000	SH		DEFINED	9	
			403	10000					
DONNELLEY R R & SONS CO	COM	257867101	3548 1462	117046 48233	SH SH		DEFINED DEFINED	9 3	
			5010	165279					

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			FORM 13F						
PAGE 70 OF 236			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	
DORAL FINL CORP	COM NEW	25811P886	7	324	SH		DEFINED	3	
			7	324					
DORCHESTER MINERALS LP	COM UNIT	25820R105	42	2000	SH		DEFINED	3	
			42	2000					
DOVER CORP	COM	260003108	1900	45483	SH		DEFINED	9	
			1268	30347	SH		DEFINED	3	
			3168	75830					
DOW 30SM ENHANCED PREM & INC	COM	260537105	15	996	SH		DEFINED	9	
			15	996					
DOW CHEM CO	COM	260543103	9160	248568	SH		DEFINED	9	
			4335	117640	SH		DEFINED	3	
			179	4850	SH		DEFINED	8	
			13674	371058					
DREYFUS STRATEGIC MUNS INC	COM	261932107	38	4436	SH		DEFINED	3	
			38	4436					
DREYFUS STRATEGIC MUN BD FD	COM	26202F107	9	1100	SH		DEFINED	9	
			9	1100					
DU PONT E I DE NEMOURS & CO	COM	263534109	20432	436948	SH		DEFINED	9	
			11779	251894	SH		DEFINED	3	
			6	125	SH		DEFINED	8	
			32216	688967					
DUFF & PHELPS UTIL CORP BD T	COM	26432K108	5	440	SH		DEFINED	9	
			5	440					
DUKE ENERGY CORP NEW	COM	26441C105	16145	904481	SH		DEFINED	9	
			8947	501248	SH		DEFINED	3	
			6	350	SH		DEFINED	8	
			25099	1406079					

			FORM 13F						
PAGE 71 OF 236			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	

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DUKE REALTY CORP	COM NEW	264411505	2117 3661	92804 160492	SH SH	DEFINED 9 DEFINED 3
			5778	253296		
DUN & BRADSTREET CORP DEL NE	COM	26483E100	58 107	710 1314	SH SH	DEFINED 9 DEFINED 3
			165	2024		
DYNAMEX INC	COM	26784F103	20 11	776 446	SH SH	DEFINED 9 DEFINED 3
			31	1222		
DYNEGY INC DEL	CL A	26817G102	14 8	1829 1044	SH SH	DEFINED 9 DEFINED 3
			23	2873		
E M C CORP MASS	COM	268648102	17484 8321 1	1219240 580287 85	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8
			25806	1799612		
ENSCO INTL INC	COM	26874Q100	2409 1775	38469 28349	SH SH	DEFINED 9 DEFINED 3
			4184	66818		
ENI S P A	SPONSORED ADR	26874R108	264 115	3881 1685	SH SH	DEFINED 9 DEFINED 3
			379	5566		
EOG RES INC	COM	26875P101	1505 2619 12	12541 21828 100	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8
			4136	34469		
E TRADE FINANCIAL CORP	COM	269246104	17	4383	SH	DEFINED 9
			17	4383		

PAGE		72 OF 236		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 MA	
EV3 INC		COM	26928A200	6	736	SH		DEFINED 9		
				6	736					

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EAST WEST BANCORP INC	COM	27579R104	241 47	13572 SH 2666 SH	DEFINED 9 DEFINED 3
			-----	-----	
			288	16238	
EASTGROUP PPTY INC	COM	277276101	5	105 SH	DEFINED 3
			-----	-----	
			5	105	
EASTMAN CHEM CO	COM	277432100	327 313	5238 SH 5017 SH	DEFINED 9 DEFINED 3
			-----	-----	
			640	10255	
EASTMAN KODAK CO	COM	277461109	100 35	5666 SH 1967 SH	DEFINED 9 DEFINED 3
			-----	-----	
			135	7633	
EATON CORP	COM	278058102	264 3764	3309 SH 47250 SH	DEFINED 9 DEFINED 3
			-----	-----	
			4028	50559	
EATON VANCE OH MUNI INCOME T	SH BEN INT	27826G109	34 3	2700 SH 200 SH	DEFINED 9 DEFINED 3
			-----	-----	
			36	2900	
EATON VANCE PA MUNI INCOME T	SH BEN INT	27826T101	16	1264 SH	DEFINED 3
			-----	-----	
			16	1264	
EATON VANCE CORP	COM NON VTG	278265103	122 669	4008 SH 21941 SH	DEFINED 9 DEFINED 3
			-----	-----	
			792	25949	
EATON VANCE INS MUN BD FD	COM	27827X101	85 39	6464 SH 2940 SH	DEFINED 9 DEFINED 3
			-----	-----	
			124	9404	

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PAGE	73 OF	236	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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
EATON VANCE ENHANCED EQ INC	COM	278274105	125	7250	SH		DEFINED 9		
			-----	-----					
			125	7250					
EATON VANCE ENH EQTY INC FD	COM	278277108	226 22	13250 1300	SH SH		DEFINED 9 DEFINED 3		
			-----	-----					

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					248	14550			
EATON VANCE TAX ADVT DIV INC	COM	27828G107	188	8054 SH			DEFINED	9	
			84	3610 SH			DEFINED	3	
			272	11664					
EATON VANCE LTD DUR INCOME F	COM	27828H105	7	500 SH			DEFINED	9	
			38	2697 SH			DEFINED	3	
			45	3197					
EATON VANCE TX MGD DIV EQ IN	COM	27828N102	63	4070 SH			DEFINED	9	
			63	4070					
EATON VANCE SR FLTNG RTE TR	COM	27828Q105	73	5325 SH			DEFINED	9	
			73	5325					
EATON VANCE INS NJ MUN BD FD	COM	27828R103	56	4000 SH			DEFINED	3	
			56	4000					
EATON VANCE TX ADV GLBL DIV	COM	27828S101	163	7300 SH			DEFINED	9	
			79	3550 SH			DEFINED	3	
			243	10850					
EATON VANCE TX ADV GLB DIV O	COM	27828U106	145	5059 SH			DEFINED	9	
			145	5059					
EATON VANCE TAX MNGED BUY WR	COM	27828X100	8	500 SH			DEFINED	3	
			8	500					

				FORM 13F					
PAGE	74 OF	236	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA
	EATON VANCE TXMGD GL BUYWR O	COM	27829C105	46	2920	SH		DEFINED	9
				46	2920				
	EATON VANCE TAX MNG GBL DV E	COM	27829F108	47	3020	SH		DEFINED	9
				39	2500	SH		DEFINED	3
				87	5520				
	EBAY INC	COM	278642103	1042	34918	SH		DEFINED	9
				1946	65223	SH		DEFINED	3
				2988	100141				

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ECHELON CORP	COM	27874N105	27	2000	SH	DEFINED	9
			14	1006	SH	DEFINED	3
			41	3006			
EHOSTAR CORP	CL A	278768106	6	200	SH	DEFINED	9
			0	12	SH	DEFINED	3
			6	212			
ECOLAB INC	COM	278865100	21376	492191	SH	DEFINED	9
			9811	225904	SH	DEFINED	3
			31187	718095			
EDGE PETE CORP DEL	COM	279862106	0	122	SH	DEFINED	3
				122			
EDISON INTL	COM	281020107	3011	61422	SH	DEFINED	9
			2132	43489	SH	DEFINED	3
			25	500	SH	DEFINED	8
			5167	105411			
EDWARDS LIFESCIENCES CORP	COM	28176E108	4	100	SH	DEFINED	9
			4	100			

PAGE		75 OF 236		FORM 13F						
				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		
EL PASO CORP	COM	28336L109	122	7313	SH	DEFINED	9			
			16	958	SH	DEFINED	3			
			138	8271						
EL PASO ELEC CO	COM NEW	283677854	43	2025	SH	DEFINED	3			
			43	2025						
ELAN PLC	ADR	284131208	6	300	SH	DEFINED	9			
			13	600	SH	DEFINED	3			
			19	900						
ELECTRONIC ARTS INC	COM	285512109	752	15074	SH	DEFINED	9			
			2566	51397	SH	DEFINED	3			
			3318	66471						
ELECTRONIC DATA SYS NEW	COM	285661104	64	3873	SH	DEFINED	9			
			28	1672	SH	DEFINED	3			

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			92	5545		
ELLIS PERRY INTL INC	COM	288853104	4	200 SH	DEFINED	3
			-----	-----		
			4	200		
EMBARQ CORP	COM	29078E105	37	916 SH	DEFINED	9
			23	581 SH	DEFINED	3
			-----	-----		
			60	1497		
EMBRAER-EMPRESA BRASILEIRA D	SP ADR COM SHS	29081M102	8	204 SH	DEFINED	9
			-----	-----		
			8	204		
EMCOR GROUP INC	COM	29084Q100	101	4562 SH	DEFINED	9
			356	16048 SH	DEFINED	3
			-----	-----		
			458	20610		
EMERGING MKTS TELECOMNC FD N	COM	290890102	3	117 SH	DEFINED	3
			-----	-----		
			3	117		

				FORM 13F						
PAGE 76 OF 236		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			
-----	-----	-----	-----	-----	-----	-----	-----			
EMERGENCY MEDICAL SVCS CORP	CL A	29100P102	36	1455 SH	DEFINED	9				
			71	2878 SH	DEFINED	3				
			-----	-----						
			107	4333						
EMERSON ELEC CO	COM	291011104	115866	2251574 SH	DEFINED	9				
			41589	808174 SH	DEFINED	3				
			95	1850 SH	DEFINED	8				
			-----	-----						
			157550	3061598						
EMMIS COMMUNICATIONS CORP	CL A	291525103	0	100 SH	DEFINED	3				
			-----	-----						
				100						
EMULEX CORP	COM NEW	292475209	321	19760 SH	DEFINED	9				
			67	4108 SH	DEFINED	3				
			-----	-----						
			388	23868						
ENBRIDGE INC	COM	29250N105	39	950 SH	DEFINED	9				
			-----	-----						
			39	950						
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	52	1100 SH	DEFINED	9				
			48	1000 SH	DEFINED	3				
			19	400 SH	DEFINED	8				

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			-----	-----			
			119	2500			
ENCANA CORP	COM	292505104	785	10367	SH	DEFINED	9
			2314	30553	SH	DEFINED	3
			42	554	SH	DEFINED	8
			-----	-----			
			3142	41474			
ENERGEN CORP	COM	29265N108	93	1500	SH	DEFINED	9
			82	1315	SH	DEFINED	3
						-----	-----
			175	2815			
ENERGY CONVERSION DEVICES IN	COM	292659109	347	11610	SH	DEFINED	9
			93	3097	SH	DEFINED	3
						-----	-----
			440	14707			

			FORM 13F						
PAGE 77 OF 236			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	
-----			-----	-----	-----	-----	-----	-----	
ENERGY EAST CORP	COM	29266M109	294	12169	SH	DEFINED	9		
			91	3758	SH	DEFINED	3		
						-----	-----		
			384	15927					
ENERGIZER HLDGS INC	COM	29266R108	144	1597	SH	DEFINED	9		
			95	1052	SH	DEFINED	3		
						-----	-----		
			240	2649					
ENERGY TRANSFER PRNRS L P	UNIT LTD PARTN	29273R109	274	6000	SH	DEFINED	9		
						-----	-----		
			274	6000					
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	74	2380	SH	DEFINED	3		
						-----	-----		
			74	2380					
ENERPLUS RES FD	UNIT TR G NEW	29274D604	326	7505	SH	DEFINED	9		
			290	6679	SH	DEFINED	3		
						-----	-----		
			616	14184					
ENERSYS	COM	29275Y102	32	1346	SH	DEFINED	9		
			16	656	SH	DEFINED	3		
						-----	-----		
			48	2002					
ENHANCED S&P500 CV CALL FD I	COM	29332W107	24	1500	SH	DEFINED	3		
						-----	-----		
			24	1500					

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ENPRO INDS INC	COM	29355X107	53	1714	SH	DEFINED	9
			26	839	SH	DEFINED	3
			80	2553			
ENTEGRIS INC	COM	29362U104	27	3814	SH	DEFINED	9
			16	2188	SH	DEFINED	3
			43	6002			
ENTERCOM COMMUNICATIONS CORP	CL A	293639100	106	10677	SH	DEFINED	9
			112	11242	SH	DEFINED	3
			218	21919			

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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		
ENERGY CORP NEW	COM	29364G103	2367	21703	SH	DEFINED	9		
			4100	37589	SH	DEFINED	3		
			6468	59292					
ENTERPRISE PRODS PARTNERS L	COM	293792107	355	11940	SH	DEFINED	9		
			50	1700	SH	DEFINED	3		
			22	750	SH	DEFINED	8		
			427	14390					
ENTERTAINMENT PPTYS TR	COM SH BEN INT	29380T105	247	5000	SH	DEFINED	9		
			78	1590	SH	DEFINED	3		
			325	6590					
ENTERRA ENERGY TR	TR UNIT	29381P102	7	4000	SH	DEFINED	3		
			7	4000					
ENTRUST INC	COM	293848107	3	1000	SH	DEFINED	9		
			3	1000					
EQUIFAX INC	COM	294429105	240	6947	SH	DEFINED	9		
			966	28030	SH	DEFINED	3		
			1206	34977					
EQUITABLE RES INC	COM	294549100	927	15731	SH	DEFINED	9		
			130	2200	SH	DEFINED	3		
			1056	17931					
EQUITY ONE	COM	294752100	102	4271	SH	DEFINED	3		

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			102	4271		
EQUITY RESIDENTIAL	SH BEN INT	29476L107	221	5328	SH	DEFINED 9
			612	14748	SH	DEFINED 3
			-----	-----		
			833	20076		
EQUITY RESIDENTIAL	PFD CONV E 7%	29476L883	23	500	SH	DEFINED 9
			-----	-----		
			23	500		

PAGE 79 OF 236		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 DSCRETN	O	MA	
			-----	-----	-----	-----	-----	-----	
ERICSSON L M TEL CO	ADR B SEK 10	294821608	50	2531	SH	DEFINED 9			
			30	1511	SH	DEFINED 3			
			-----	-----					
			79	4042					
ESCALADE INC	COM	296056104	40	4450	SH	DEFINED 3			
			-----	-----					
			40	4450					
ESCO TECHNOLOGIES INC	COM	296315104	79	2000	SH	DEFINED 9			
			-----	-----					
			79	2000					
ETRIALS WORLDWIDE INC	COM	29786P103	39	21760	SH	DEFINED 3			
			-----	-----					
			39	21760					
EVERGREEN INCOME ADVANTAGE F	COM SHS	30023Y105	19	1780	SH	DEFINED 9			
			-----	-----					
			19	1780					
EVERGREEN SOLAR INC	COM	30033R108	5	500	SH	DEFINED 3			
			-----	-----					
			5	500					
EXELON CORP	COM	30161N101	662	8144	SH	DEFINED 9			
			4308	53005	SH	DEFINED 3			
			6	75	SH	DEFINED 8			
			-----	-----					
			4976	61224					
EXPEDIA INC DEL	COM	30212P105	46	2111	SH	DEFINED 9			
			-----	-----					
			46	2111					
EXPEDITORS INTL WASH INC	COM	302130109	89	1970	SH	DEFINED 9			
			88	1944	SH	DEFINED 3			
			-----	-----					
			177	3914					

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EXPRESS SCRIPTS INC	COM	302182100	1566	24344	SH	DEFINED	9
			916	14238	SH	DEFINED	3
			-----	-----			
			2482	38582			

		FORM 13F						
PAGE 80 OF 236		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	
-----			-----	-----	-----	-----	-----	
EXTERRAN HLDGS INC	COM	30225X103	549	8502	SH	DEFINED	9	
			196	3042	SH	DEFINED	3	
			-----	-----				
			745	11544				
EXTREME NETWORKS INC	COM	30226D106	40	12937	SH	DEFINED	9	
			20	6313	SH	DEFINED	3	
			-----	-----				
			60	19250				
EXXON MOBIL CORP	COM	30231G102	289935	3427938	SH	DEFINED	9	
			158773	1877187	SH	DEFINED	3	
			743	8780	SH	DEFINED	8	
			-----	-----				
			449450	5313905				
FMC TECHNOLOGIES INC	COM	30249U101	6	114	SH	DEFINED	9	
			46	800	SH	DEFINED	3	
			-----	-----				
			52	914				
F M C CORP	COM NEW	302491303	992	17870	SH	DEFINED	9	
			221	3979	SH	DEFINED	3	
			-----	-----				
			1212	21849				
FNB CORP PA	COM	302520101	272	17444	SH	DEFINED	3	
			-----	-----				
			272	17444				
FPIC INS GROUP INC	COM	302563101	10	210	SH	DEFINED	3	
			-----	-----				
			10	210				
FPL GROUP INC	COM	302571104	44000	701309	SH	DEFINED	9	
			25813	411431	SH	DEFINED	3	
			400	6380	SH	DEFINED	8	
			-----	-----				
			70214	1119120				
FTD GROUP INC	COM	30267U108	8	565	SH	DEFINED	3	
			-----	-----				
			8	565				

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			FORM 13F						
PAGE	81 OF	236	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
	FX ENERGY INC	COM	302695101	4	1000	SH		DEFINED	3
				4	1000				
	FACTSET RESH SYS INC	COM	303075105	34	625	SH		DEFINED	9
				2075	38525	SH		DEFINED	3
				2109	39150				
	FAIR ISAAC CORP	COM	303250104	7	305	SH		DEFINED	9
				122	5651	SH		DEFINED	3
				128	5956				
	FAIRPOINT COMMUNICATIONS INC	COM	305560104	29	3200	SH		DEFINED	3
				29	3200				
	FAMILY DLR STORES INC	COM	307000109	438	22482	SH		DEFINED	9
				438	22482				
	FARO TECHNOLOGIES INC	COM	311642102	25	798	SH		DEFINED	9
				14	458	SH		DEFINED	3
				39	1256				
	FASTENAL CO	COM	311900104	115	2500	SH		DEFINED	9
				937	20400	SH		DEFINED	3
				1052	22900				
	FEDERAL HOME LN MTG CORP	COM	313400301	215	8504	SH		DEFINED	9
				20	788	SH		DEFINED	3
				235	9292				
	FEDERAL NATL MTG ASSN	COM	313586109	206	7844	SH		DEFINED	9
				15	564	SH		DEFINED	3
				221	8408				
	FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	78	1000	SH		DEFINED	9
				140	1800	SH		DEFINED	3
				218	2800				

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PAGE	82 OF	236	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
	FEDERAL SIGNAL CORP	COM	313855108	109	7835	SH		DEFINED	3
				109	7835				
	FEDERATED INVS INC PA	CL B	314211103	40	1009	SH		DEFINED	9
				22	552	SH		DEFINED	3
				61	1561				
	FEDERATED PREM MUN INC FD	COM	31423P108	97	7000	SH		DEFINED	3
				97	7000				
	FEDEX CORP	COM	31428X106	7697	83060	SH		DEFINED	9
				2883	31106	SH		DEFINED	3
				10580	114166				
	FERRELLGAS PARTNERS L.P.	UNIT LTD PART	315293100	95	4500	SH		DEFINED	3
				95	4500				
	FERRO CORP	COM	315405100	36	2434	SH		DEFINED	9
				18	1188	SH		DEFINED	3
				54	3622				
	F5 NETWORKS INC	COM	315616102	39	2144	SH		DEFINED	9
				10	542	SH		DEFINED	3
				49	2686				
	FIDELITY NATL INFORMATION SV	COM	31620M106	168	4410	SH		DEFINED	9
				599	15718	SH		DEFINED	3
				768	20128				
	FIDELITY NATIONAL FINANCIAL	CL A	31620R105	30	1622	SH		DEFINED	9
				5	268	SH		DEFINED	3
				35	1890				
	FIDUCIARY CLAYMORE MLP OPP F	COM	31647Q106	13	640	SH		DEFINED	3
				13	640				

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PAGE	83 OF	236	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

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FIFTH THIRD BANCORP	COM	316773100	260651	12459420	SH	DEFINED	9
			63554	3037940	SH	DEFINED	3
			50	2388	SH	DEFINED	8
			-----	-----			
			324255	15499748			
FINANCIAL FED CORP	COM	317492106	7	335	SH	DEFINED	3
			-----	-----			
			7	335			
FIRST BANCORP IND INC NEW	COM	31867T103	9	768	SH	DEFINED	9
			74	6250	SH	DEFINED	3
			-----	-----			
			84	7018			
FIRST CASH FINL SVCS INC	COM	31942D107	304	29395	SH	DEFINED	9
			50	4864	SH	DEFINED	3
			-----	-----			
			354	34259			
FIRST FINL BANCORP OH	COM	320209109	160	11916	SH	DEFINED	9
			-----	-----			
			160	11916			
FIRST FINL CORP IND	COM	320218100	134	4360	SH	DEFINED	3
			-----	-----			
			134	4360			
FIRST FINL FD INC	COM	320228109	6	670	SH	DEFINED	3
			-----	-----			
			6	670			
FIRST FINL HLDGS INC	COM	320239106	5	200	SH	DEFINED	9
			-----	-----			
			5	200			
FIRST HORIZON NATL CORP	COM	320517105	720	51381	SH	DEFINED	9
			292	20827	SH	DEFINED	3
			-----	-----			
			1012	72208			
FIRST INDUSTRIAL REALTY TRUS	COM	32054K103	225	7276	SH	DEFINED	9
			295	9553	SH	DEFINED	3
			-----	-----			
			520	16829			

PAGE		84 OF 236		FORM 13F						
				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 DISCRETN	O MA	
-----		-----	-----	-----	-----	-----	-----	-----	-----	
FIRST MARBLEHEAD CORP	COM	320771108	40	5350	SH			DEFINED	9	
			-----	-----						
			40	5350						
FIRST MIDWEST BANCORP DEL	COM	320867104	318	11449	SH			DEFINED	3	

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		-----		-----			
		318	11449				
FIRST PACTRUST BANCORP INC	COM	33589V101	140	8580	SH	DEFINED	9

		140	8580				
FIRST POTOMAC RLTY TR	COM	33610F109	5	300	SH	DEFINED	3

		5	300				
FIRST SOLAR INC	COM	336433107	52	225	SH	DEFINED	9

		10	45	SH	DEFINED	3	

		62	270				
FIRST TR ENHANCED EQTY INC F	COM	337318109	3	218	SH	DEFINED	9

		3	218				
FIRST TR GALLATIN SPEC FINAN	COM BENE INTER	33733G109	13	996	SH	DEFINED	9

		13	996				
FIRST TR/FOUR CRNRS SR FLOAT	COM	33733U108	22	1594	SH	DEFINED	3

		22	1594				
FIRSTBANK CORP MICH	COM	33761G104	60	4482	SH	DEFINED	3

		60	4482				
FISERV INC	COM	337738108	13231	275138	SH	DEFINED	9

		5903	122757	SH	DEFINED	3	

		19135	397895				
FIRSTMERIT CORP	COM	337915102	27	1296	SH	DEFINED	9

		0	5	SH	DEFINED	3	

		27	1301				

				FORM 13F					
PAGE 85 OF 236		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
-----		-----		-----		-----		-----	
FIRSTENERGY CORP	COM	337932107	1320	19235	SH	DEFINED	9		

			1153	16804	SH	DEFINED	3		

			2473	36039					
FLAHERTY & CRMN/CLYMR PFD SE	COM SHS	338478100	4	296	SH	DEFINED	3		

			4	296					

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FLAHERTY & CRUMRINE PFD INC	COM	33848E106	2495 6435	274494 707895	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			8930	982389		
FLORIDA PUB UTILS CO	COM	341135101	11	1000	SH	DEFINED 9
			-----	-----		
			11	1000		
FLUOR CORP NEW	COM	343412102	2329 340	16498 2411	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			2669	18909		
FLOW INTL CORP	COM	343468104	46	5000	SH	DEFINED 9
			-----	-----		
			46	5000		
FLOWSERVE CORP	COM	34354P105	2320 842	22227 8069	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			3162	30296		
FOCUS MEDIA HLDG LTD	SPONSORED ADR	34415V109	31 746 5	874 21211 137	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8
			-----	-----		
			781	22222		
FOMENTO ECONOMICO MEXICANO S	SPON ADR UNITS	344419106	155 309	3708 7402	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			464	11110		
FOOT LOCKER INC	COM	344849104	1	56	SH	DEFINED 3
			-----	-----		
			1	56		

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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
-----			-----	-----	-----	-----	-----	-----	-----	-----
FORCE PROTECTION INC			COM NEW	345203202	7	3600	SH		DEFINED 3	
					-----	-----				
					7	3600				
FORD MTR CO DEL			COM PAR \$0.01	345370860	83 755	14467 131940	SH SH		DEFINED 9 DEFINED 3	
					-----	-----				
					837	146407				
FORDING CDN COAL TR			TR UNIT	345425102	5 271 26	100 5190 500	SH SH SH		DEFINED 9 DEFINED 3 DEFINED 8	
					-----	-----				

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			302	5790		
FOREST CITY ENTERPRISES INC	CL A	345550107	11	300	SH	DEFINED 9
			-----	-----		
			11	300		
FOREST LABS INC	COM	345838106	2886	72120	SH	DEFINED 9
			1739	43474	SH	DEFINED 3
			-----	-----		
			4625	115594		
FOREST OIL CORP	COM PAR \$0.01	346091705	88	1790	SH	DEFINED 9
			306	6259	SH	DEFINED 3
			-----	-----		
			394	8049		
FORESTAR REAL ESTATE GROUP I	COM	346233109	1	44	SH	DEFINED 9
			61	2440	SH	DEFINED 3
			-----	-----		
			62	2484		
FORMFACTOR INC	COM	346375108	11	600	SH	DEFINED 9
			26	1375	SH	DEFINED 3
			-----	-----		
			38	1975		
FORRESTER RESH INC	COM	346563109	28	1038	SH	DEFINED 9
			16	596	SH	DEFINED 3
			-----	-----		
			43	1634		

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
FORT DEARBORN INCOME SECS IN	COM	347200107	4	250	SH	DEFINED 9		
			-----	-----				
			4	250				
FORTUNE BRANDS INC	COM	349631101	5202	74850	SH	DEFINED 9		
			9849	141717	SH	DEFINED 3		
			-----	-----				
			15051	216567				
FORWARD AIR CORP	COM	349853101	109	3080	SH	DEFINED 9		
			296	8355	SH	DEFINED 3		
			-----	-----				
			405	11435				
FRANCE TELECOM	SPONSORED ADR	35177Q105	342	10190	SH	DEFINED 9		
			486	14459	SH	DEFINED 3		
			-----	-----				
			828	24649				
FRANKLIN ELEC INC	COM	353514102	283	8286	SH	DEFINED 3		

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				283	8286		
FRANKLIN RES INC	COM	354613101	479	4941	SH	DEFINED	9
			1940	20002	SH	DEFINED	3
			2419	24943			
FRANKLIN STREET PPTYS CORP	COM	35471R106	14	1000	SH	DEFINED	9
			43	3000	SH	DEFINED	3
			57	4000			
FRANKLIN TEMPLETON LTD DUR I	COM	35472T101	29	2666	SH	DEFINED	9
			29	2666			
FREEMONT-MCMORAN COPPER & GO	COM	35671D857	18962	197066	SH	DEFINED	9
			5657	58792	SH	DEFINED	3
			24619	255858			
FREMONT GEN CORP	COM	357288109	0	848	SH	DEFINED	3
				848			

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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	
FRESENIUS MED CARE AG&CO KGA	SPONSORED ADR	358029106	65	1282	SH	DEFINED	9		
			65	1282					
FRIEDMAN BILLINGS RAMSEY GRO	CL A	358434108	34	20000	SH	DEFINED	9		
			34	20000					
FRISCHS RESTAURANTS INC	COM	358748101	239	10313	SH	DEFINED	9		
			239	10313					
FRONTIER OIL CORP	COM	35914P105	5	200	SH	DEFINED	9		
			5	190	SH	DEFINED	3		
			11	390					
FROZEN FOOD EXPRESS INDS INC	COM	359360104	7	880	SH	DEFINED	9		
			7	880					
FUEL TECH INC	COM	359523107	10	500	SH	DEFINED	3		
			10	500					

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FUJIFILM HLDGS CORP	ADR 2 ORD	35958N107	37	1034	SH	DEFINED 9
			19	529	SH	DEFINED 3
			-----	-----		
			56	1563		
FULLER H B CO	COM	359694106	12	584	SH	DEFINED 9
			6	300	SH	DEFINED 3
			-----	-----		
			18	884		
FULTON FINL CORP PA	COM	360271100	25	2000	SH	DEFINED 9
			-----	-----		
			25	2000		
G & K SVCS INC	CL A	361268105	30	840	SH	DEFINED 9
			26	732	SH	DEFINED 3
			-----	-----		
			56	1572		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----
GATX CORP	COM	361448103	296	7566	SH	DEFINED 9
			185	4727	SH	DEFINED 3
			-----	-----		
			480	12293		
GEO GROUP INC	COM	36159R103	46	1614	SH	DEFINED 9
			92	3234	SH	DEFINED 3
			-----	-----		
			138	4848		
GABELLI EQUITY TR INC	COM	362397101	118	13894	SH	DEFINED 3
			-----	-----		
			118	13894		
GABELLI UTIL TR	COM	36240A101	11	1217	SH	DEFINED 3
			-----	-----		
			11	1217		
GABELLI DIVD & INCOME TR	COM	36242H104	24	1334	SH	DEFINED 9
			134	7500	SH	DEFINED 3
			-----	-----		
			157	8834		
GABELLI GLOBL UTIL & INCOME	COM SH BEN INT	36242L105	20	975	SH	DEFINED 3
			-----	-----		
			20	975		
GABELLI HLTHCARE & WELLNESS	SHS	36246K103	4	649	SH	DEFINED 3
			-----	-----		
			4	649		
GALLAGHER ARTHUR J & CO	COM	363576109	90	3825	SH	DEFINED 9

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			53	2253	SH	DEFINED	3
			-----	-----			
			144	6078			
GAMESTOP CORP NEW	CL A	36467W109	1687	32618	SH	DEFINED	9
			225	4342	SH	DEFINED	3
			-----	-----			
			1911	36960			
GANNETT INC	COM	364730101	1059	36439	SH	DEFINED	9
			2329	80162	SH	DEFINED	3
			-----	-----			
			3387	116601			

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PAGE	90 OF	236	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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
GAP INC DEL	COM	364760108	163	8285	SH	DEFINED	9		
			43	2191	SH	DEFINED	3		
			-----	-----					
			206	10476					
GARDNER DENVER INC	COM	365558105	303	8172	SH	DEFINED	9		
			-----	-----					
			303	8172					
GARTNER INC	COM	366651107	13	651	SH	DEFINED	3		
			-----	-----					
			13	651					
GAYLORD ENTMT CO NEW	COM	367905106	151	5000	SH	DEFINED	9		
			-----	-----					
			151	5000					
GEN-PROBE INC NEW	COM	36866T103	1048	21743	SH	DEFINED	9		
			401	8320	SH	DEFINED	3		
			-----	-----					
			1449	30063					
GENAERA CORP	COM NEW	36867G209	0	83	SH	DEFINED	3		
			-----	-----					
				83					
GENENTECH INC	COM NEW	368710406	898	11059	SH	DEFINED	9		
			496	6110	SH	DEFINED	3		
			-----	-----					
			1394	17169					
GENERAL AMERN INVS INC	COM	368802104	116	3649	SH	DEFINED	9		
			36	1141	SH	DEFINED	3		
			-----	-----					
			153	4790					
GENERAL CABLE CORP DEL NEW	COM	369300108	432	7316	SH	DEFINED	9		

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			13	227	SH	DEFINED	3
			-----	-----			
			446	7543			
GENERAL DYNAMICS CORP	COM	369550108	26919	322885	SH	DEFINED	9
			17965	215480	SH	DEFINED	3
			42	500	SH	DEFINED	8
			-----	-----			
			44925	538865			

			FORM 13F						
PAGE	91 OF	236	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 ELECTRIC CO	COM	369604103	222015	5998768	SH		DEFINED	9
				119808	3237183	SH		DEFINED	3
				504	13611	SH		DEFINED	8
				-----	-----				
				342327	9249562				
	GENERAL GROWTH PPTYS INC	COM	370021107	59	1552	SH		DEFINED	9
				92	2399	SH		DEFINED	3
				-----	-----				
				151	3951				
	GENERAL MLS INC	COM	370334104	1864	31130	SH		DEFINED	9
				8182	136635	SH		DEFINED	3
				-----	-----				
				10046	167765				
	GENERAL MTRS CORP	COM	370442105	126	6638	SH		DEFINED	9
				201	10550	SH		DEFINED	3
				-----	-----				
				327	17188				
	GENERAL MTRS CORP	DEB SR CV C 33	370442717	17	1000	SH		DEFINED	3
				-----	-----				
				17	1000				
	GENTEX CORP	COM	371901109	69	4030	SH		DEFINED	9
				352	20522	SH		DEFINED	3
				-----	-----				
				421	24552				
	GENUINE PARTS CO	COM	372460105	2394	59529	SH		DEFINED	9
				1756	43661	SH		DEFINED	3
				-----	-----				
				4150	103190				
	GENWORTH FINL INC	COM CL A	37247D106	43	1900	SH		DEFINED	9
				26	1167	SH		DEFINED	3
				-----	-----				
				69	3067				
	GENZYME CORP	COM	372917104	650	8724	SH		DEFINED	9

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1081 14501 SH DEFINED 3

 1731 23225

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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			

GEORGIA GULF CORP	COM PAR \$0.01	373200203	42	6000	SH			DEFINED	3	
			-----	-----						
			42	6000						
GERDAU S A	SPONSORED ADR	373737105	133	4350	SH			DEFINED	9	
			-----	-----						
			133	4350						
GERMAN AMERN BANCORP INC	COM	373865104	64	5000	SH			DEFINED	9	
			-----	-----						
			86	6779	SH			DEFINED	3	
			-----	-----						
			150	11779						
GERON CORP	COM	374163103	156	32022	SH			DEFINED	3	
			-----	-----						
			156	32022						
GILEAD SCIENCES INC	COM	375558103	21151	410452	SH			DEFINED	9	
			-----	-----						
			22727	441034	SH			DEFINED	3	
			-----	-----						
			43877	851486						
GLACIER BANCORP INC NEW	COM	37637Q105	17	900	SH			DEFINED	9	
			-----	-----						
			17	900						
GLADSTONE CAPITAL CORP	COM	376535100	32	1684	SH			DEFINED	9	
			-----	-----						
			19	1040	SH			DEFINED	3	
			-----	-----						
			51	2724						
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	2946	69427	SH			DEFINED	9	
			-----	-----						
			1685	39703	SH			DEFINED	3	
			-----	-----						
			4630	109130						
GLOBALSTAR INC	COM	378973408	28	3800	SH			DEFINED	9	
			-----	-----						
			28	3800						
GLIMCHER RLTY TR	SH BEN INT	379302102	16	1369	SH			DEFINED	9	
			-----	-----						
			16	1369						

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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		
GLOBAL INDS LTD	COM	379336100	9	560	SH		DEFINED	3	
			9	560					
GLOBAL PMTS INC	COM	37940X102	75	1812	SH		DEFINED	9	
			161	3886	SH		DEFINED	3	
			236	5698					
GOL LINHAS AEREAS INTLG S A	SP ADR REP PFD	38045R107	30	2000	SH		DEFINED	9	
			30	2000					
GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	2	156	SH		DEFINED	9	
			66	4800	SH		DEFINED	3	
			69	4956					
GOLDCORP INC NEW	COM	380956409	86	2210	SH		DEFINED	9	
			21	536	SH		DEFINED	3	
			106	2746					
GOLDMAN SACHS GROUP INC	COM	38141G104	6654	40230	SH		DEFINED	9	
			11635	70346	SH		DEFINED	3	
			18288	110576					
GOODRICH CORP	COM	382388106	1724	29986	SH		DEFINED	9	
			269	4670	SH		DEFINED	3	
			1993	34656					
GOODYEAR TIRE & RUBR CO	COM	382550101	89	3451	SH		DEFINED	9	
			7	256	SH		DEFINED	3	
			96	3707					
GOOGLE INC	CL A	38259P508	4317	9801	SH		DEFINED	9	
			981	2227	SH		DEFINED	3	
			5298	12028					

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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		

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GRACO INC	COM	384109104	225 2194	6203 60514	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			2419	66717		
GRAHAM CORP	COM	384556106	18	500	SH	DEFINED 3
			-----	-----		
			18	500		
GRAINGER W W INC	COM	384802104	165 391	2161 5113	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			556	7274		
GRANITE CONSTR INC	COM	387328107	1	39	SH	DEFINED 3
			-----	-----		
			1	39		
GRANT PRIDECO INC	COM	38821G101	25 51	500 1032	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			75	1532		
GREAT NORTHN IRON ORE PPTYS	CTFS BEN INT	391064102	27	200	SH	DEFINED 9
			-----	-----		
			27	200		
GREAT PLAINS ENERGY INC	COM	391164100	90 100	3634 4045	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			189	7679		
GREATBATCH INC	COM	39153L106	28 16	1512 868	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			44	2380		
GREATER CHINA FD INC	COM	39167B102	71	3900	SH	DEFINED 3
			-----	-----		
			71	3900		
GREENBRIER COS INC	COM	393657101	5	200	SH	DEFINED 3
			-----	-----		
			5	200		

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
GREEN BANKSHARES INC	COM NEW	394361208	32	1836	SH	DEFINED 9			
			5	260	SH	DEFINED 3			
			-----	-----					
			37	2096					
GREIF INC	CL A	397624107	10	150	SH	DEFINED 3			

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			10	150		
GRIFFIN LD & NURSERIES INC	CL A	398231100	10	300 SH	DEFINED	3
			10	300		
GROUP 1 AUTOMOTIVE INC	COM	398905109	29	1241 SH	DEFINED	9
			19	805 SH	DEFINED	3
			48	2046		
GROUPE CGI INC	CL A SUB VTG	39945C109	5	500 SH	DEFINED	9
			7	650 SH	DEFINED	3
			12	1150		
GRUPO TELEVISA SA DE CV	SP ADR REP ORD	40049J206	2	90 SH	DEFINED	3
			2	90		
GUARANTY FINL GROUP INC	COM	40108N106	0	44 SH	DEFINED	9
				44		
GUESS INC	COM	401617105	423	10463 SH	DEFINED	9
			192	4744 SH	DEFINED	3
			615	15207		
GYMBOREE CORP	COM	403777105	10	240 SH	DEFINED	3
			10	240		
H & Q HEALTHCARE FD	SH BEN INT	404052102	33	2214 SH	DEFINED	3
			33	2214		

PAGE		96 OF 236		FORM 13F							
NAME OF ISSUER			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
HCC INS HLDGS INC	COM	404132102	28	1220 SH	DEFINED	9					
			3	111 SH	DEFINED	3					
			30	1331							
HCP INC	COM	40414L109	5958	176221 SH	DEFINED	9					
			6595	195048 SH	DEFINED	3					
			12553	371269							
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	35	358 SH	DEFINED	9					
			1389	14135 SH	DEFINED	3					
			10	106 SH	DEFINED	8					

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			1434	14599		
HLTH CORPORATION	COM	40422Y101	4	378	SH	DEFINED 3
			4	378		
HNI CORP	COM	404251100	780	29000	SH	DEFINED 3
			780	29000		
HRPT PPTYS TR	COM SH BEN INT	40426W101	6	900	SH	DEFINED 9
			6	900		
HSBC HLDGS PLC	SPON ADR NEW	404280406	2499	30360	SH	DEFINED 9
			427	5186	SH	DEFINED 3
			2925	35546		
HSBC HLDGS PLC	ADR A 1/40PF A	404280604	59	2700	SH	DEFINED 9
			271	12484	SH	DEFINED 3
			330	15184		
HAEMONETICS CORP	COM	405024100	30	500	SH	DEFINED 9
			6	100	SH	DEFINED 3
			36	600		

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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	
HAIN CELESTIAL GROUP INC	COM	405217100	31	1040	SH	DEFINED 9			
			18	598	SH	DEFINED 3			
			48	1638					
HALLIBURTON CO	COM	406216101	8759	222699	SH	DEFINED 9			
			5058	128613	SH	DEFINED 3			
			13817	351312					
JOHN HANCOCK BK & THRIFT OPP	SH BEN INT	409735107	93	16000	SH	DEFINED 9			
			93	16000					
HANCOCK JOHN INCOME SECS TR	COM	410123103	34	2650	SH	DEFINED 9			
			4	343	SH	DEFINED 3			
			38	2993					
HANCOCK JOHN INV TRUST	TAX ADV GLB SH	41013P749	47	3060	SH	DEFINED 9			

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					47	3060		
HANCOCK JOHN PATRIOT PREM II	COM SH BEN INT	41013T105	25	2737	SH	DEFINED	9	
			-----	-----				
			25	2737				
HANCOCK JOHN TAX-ADV DIV INC	COM	41013V100	5	300	SH	DEFINED	9	
			-----	-----				
			5	300				
HANCOCK JOHN PFD INCOME FD	SH BEN INT	41013W108	25	1320	SH	DEFINED	9	
			11	563	SH	DEFINED	3	
			-----	-----				
			35	1883				
HANCOCK JOHN INVS TR	COM	410142103	6	350	SH	DEFINED	9	
			-----	-----				
			6	350				
HANESBRANDS INC	COM	410345102	236	8096	SH	DEFINED	9	
			164	5604	SH	DEFINED	3	
			-----	-----				
			400	13700				

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PAGE 98 OF 236		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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
HANMI FINL CORP	COM	410495105	60	8138	SH	DEFINED	9		
			-----	-----					
			60	8138					
HANOVER INS GROUP INC	COM	410867105	10	238	SH	DEFINED	9		
			-----	-----					
			10	238					
HANSEN MEDICAL INC	COM	411307101	8	600	SH	DEFINED	3		
			-----	-----					
			8	600					
HARLEY DAVIDSON INC	COM	412822108	700	18672	SH	DEFINED	9		
			440	11726	SH	DEFINED	3		
			-----	-----					
			1140	30398					
HARLEYSVILLE NATL CORP PA	COM	412850109	2	105	SH	DEFINED	9		
			-----	-----					
			2	105					
HARMAN INTL INDS INC	COM	413086109	55	1267	SH	DEFINED	9		
			72	1643	SH	DEFINED	3		
			-----	-----					
			127	2910					
HARMONIC INC	COM	413160102	66	8733	SH	DEFINED	9		

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			229	30170	SH	DEFINED	3
			-----	-----			
			296	38903			
HARRIS CORP DEL	COM	413875105	1977	40740	SH	DEFINED	9
			859	17699	SH	DEFINED	3
			-----	-----			
			2836	58439			
HARSCO CORP	COM	415864107	265	4786	SH	DEFINED	9
			695	12547	SH	DEFINED	3
			-----	-----			
			960	17333			
HARTE-HANKS INC	COM	416196103	6	460	SH	DEFINED	3
			-----	-----			
			6	460			

		FORM 13F						
PAGE 99 OF 236		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	
			-----	-----	-----	-----	-----	
HARTFORD FINL SVCS GROUP INC	COM	416515104	4354	57459	SH	DEFINED	9	
			3659	48295	SH	DEFINED	3	
			-----	-----				
			8013	105754				
HARTFORD INCOME SHS FD INC	COM	416537108	1	200	SH	DEFINED	9	
			-----	-----				
			1	200				
HARTMARX CORP	COM	417119104	0	47	SH	DEFINED	3	
			-----	-----				
				47				
HARVEST ENERGY TR	TRUST UNIT	41752X101	13	600	SH	DEFINED	9	
			246	11000	SH	DEFINED	3	
			13	600	SH	DEFINED	8	
			-----	-----				
			273	12200				
HARVEST NATURAL RESOURCES IN	COM	41754V103	12	1000	SH	DEFINED	3	
			-----	-----				
			12	1000				
HASBRO INC	COM	418056107	9	315	SH	DEFINED	9	
			5	175	SH	DEFINED	3	
			-----	-----				
			14	490				
HAWAIIAN ELEC INDUSTRIES	COM	419870100	9	370	SH	DEFINED	9	
			50	2077	SH	DEFINED	3	
			-----	-----				
			58	2447				

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HAYNES INTERNATIONAL INC	COM NEW	420877201	5	100	SH	DEFINED	3
			5	100			
HEALTH MGMT ASSOC INC NEW	CL A	421933102	9	1675	SH	DEFINED	9
			8	1541	SH	DEFINED	3
			17	3216			
HEALTHCARE RLTY TR	COM	421946104	26	1000	SH	DEFINED	9
			26	1000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA
HEADWATERS INC	COM	42210P102	37	2819	SH	DEFINED	9
			18	1328	SH	DEFINED	3
			55	4147			
HEALTH CARE REIT INC	COM	42217K106	380	8423	SH	DEFINED	9
			14	300	SH	DEFINED	3
			394	8723			
HEALTH EXTRAS INC	COM	422211102	258	10373	SH	DEFINED	9
			85	3412	SH	DEFINED	3
			342	13785			
HEALTH NET INC	COM	42222G108	47	1523	SH	DEFINED	9
			47	1523			
HEALTHSPRING INC	COM	42224N101	2	115	SH	DEFINED	3
			2	115			
HECLA MNG CO	PFD CV SER B	422704205	28	450	SH	DEFINED	3
			28	450			
HEINZ H J CO	COM	423074103	4345	92504	SH	DEFINED	9
			1412	30062	SH	DEFINED	3
			33	710	SH	DEFINED	8
			5790	123276			
HELIX ENERGY SOLUTIONS GRP I	COM	42330P107	185	5858	SH	DEFINED	9
			4	114	SH	DEFINED	3
			188	5972			

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HELMERICH & PAYNE INC	COM	423452101	94	2000	SH	DEFINED 9
			244	5200	SH	DEFINED 3
			-----	-----		
			337	7200		
HENRY JACK & ASSOC INC	COM	426281101	64	2600	SH	DEFINED 9
			-----	-----		
			64	2600		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DCRETN	MA
HERCULES INC	COM	427056106	5	262	SH	DEFINED 9	
			3	154	SH	DEFINED 3	
			-----	-----			
			8	416			
HERCULES OFFSHORE INC	COM	427093109	403	16028	SH	DEFINED 9	
			1	50	SH	DEFINED 3	
			-----	-----			
			404	16078			
HERSHEY CO	COM	427866108	1549	41120	SH	DEFINED 9	
			2327	61786	SH	DEFINED 3	
			-----	-----			
			3876	102906			
HESS CORP	COM	42809H107	189	2142	SH	DEFINED 9	
			111	1254	SH	DEFINED 3	
			-----	-----			
			299	3396			
HEWITT ASSOCS INC	COM	42822Q100	13	330	SH	DEFINED 3	
			-----	-----			
			13	330			
HEWLETT PACKARD CO	COM	428236103	32223	705726	SH	DEFINED 9	
			21190	464086	SH	DEFINED 3	
			-----	-----			
			53414	1169812			
HIGHWOODS PPTYS INC	COM	431284108	155	5000	SH	DEFINED 9	
			-----	-----			
			155	5000			
HILB ROGAL & HOBBS CO	COM	431294107	13	400	SH	DEFINED 9	
			1	16	SH	DEFINED 3	
			-----	-----			
			13	416			
HILLENBRAND INDS INC	COM	431573104	13306	278373	SH	DEFINED 9	
			88	1836	SH	DEFINED 3	
			-----	-----			
			13394	280209			

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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		
HITACHI LIMITED	ADR 10 COM	433578507	31	525	SH		DEFINED	9	
			32	540	SH		DEFINED	3	
			63	1065					
HOKU SCIENTIFIC INC	COM	434712105	10	1175	SH		DEFINED	9	
			10	1175					
HOLLY CORP	COM PAR \$0.01	435758305	3	69	SH		DEFINED	3	
			3	69					
HOLOGIC INC	COM	436440101	921	16561	SH		DEFINED	9	
			302	5428	SH		DEFINED	3	
			1223	21989					
HOME DEPOT INC	COM	437076102	15934	569671	SH		DEFINED	9	
			6325	226119	SH		DEFINED	3	
			22258	795790					
HONDA MOTOR LTD	AMERN SHS	438128308	14127	490360	SH		DEFINED	9	
			6512	226021	SH		DEFINED	3	
			8	292	SH		DEFINED	8	
			20647	716673					
HONEYWELL INTL INC	COM	438516106	19983	354191	SH		DEFINED	9	
			13068	231623	SH		DEFINED	3	
			33052	585814					
HOOPER HOLMES INC	COM	439104100	1	1000	SH		DEFINED	3	
			1	1000					
HORMEL FOODS CORP	COM	440452100	639	15343	SH		DEFINED	9	
			439	10533	SH		DEFINED	3	
			1078	25876					
HORNBECK OFFSHORE SVCS INC N	COM	440543106	46	1000	SH		DEFINED	3	
			46	1000					

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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/ CALL	INVSTMT DSCRETN	O MA	
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	1054	30983	SH		DEFINED	9	
			2436	71613	SH		DEFINED	3	
			17	500	SH		DEFINED	8	
			-----	-----					
			3507	103096					
HOSPIRA INC	COM	441060100	256	5978	SH		DEFINED	9	
			2094	48957	SH		DEFINED	3	
			-----	-----					
			2350	54935					
HOST HOTELS & RESORTS INC	COM	44107P104	45	2856	SH		DEFINED	9	
			33	2097	SH		DEFINED	3	
			-----	-----					
			79	4953					
HUANENG PWR INTL INC	SPON ADR H SHS	443304100	12	400	SH		DEFINED	9	
			-----	-----					
			12	400					
HUBBELL INC	CL A	443510102	376	7900	SH		DEFINED	9	
			-----	-----					
			376	7900					
HUBBELL INC	CL B	443510201	824	18858	SH		DEFINED	9	
			12	275	SH		DEFINED	3	
			-----	-----					
			836	19133					
HUDSON CITY BANCORP	COM	443683107	34	1908	SH		DEFINED	9	
			17	983	SH		DEFINED	3	
			-----	-----					
			51	2891					
HUDSON HIGHLAND GROUP INC	COM	443792106	5	641	SH		DEFINED	9	
			-----	-----					
			5	641					
HUGOTON RTY TR TEX	UNIT BEN INT	444717102	47	1700	SH		DEFINED	9	
			16	598	SH		DEFINED	3	
			-----	-----					
			63	2298					

			FORM 13F						
PAGE 104 OF 236			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	
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HUMANA INC	COM	444859102	1118 2368	24930 52782	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			3486	77712		
HUNT J B TRANS SVCS INC	COM	445658107	8	250	SH	DEFINED 9
			-----	-----		
			8	250		
HUNTINGTON BANCSHARES INC	COM	446150104	1967 333	183015 30994	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			2301	214009		
HURCO COMPANIES INC	COM	447324104	8	170	SH	DEFINED 3
			-----	-----		
			8	170		
HURON CONSULTING GROUP INC	COM	447462102	490 82	11797 1967	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			572	13764		
IAC INTERACTIVECORP	COM NEW	44919P300	9 6	433 270	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			15	703		
ICT GROUP INC	COM	44929Y101	57 79	5661 7871	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			137	13532		
IHOP CORP	COM	449623107	17	360	SH	DEFINED 3
			-----	-----		
			17	360		
ING PRIME RATE TR	SH BEN INT	44977W106	65 834	12000 153050	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			900	165050		
IPG PHOTONICS CORP	COM	44980X109	180 38	11471 2433	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			218	13904		

PAGE 105 OF 236		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 MA
-----		-----	-----	-----	-----	-----	-----	-----
ING CLARION GLB RE EST INCM	COM	44982G104	71	5000	SH		DEFINED 3	
			-----	-----				
			71	5000				

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IMS HEALTH INC	COM	449934108	247	11753	SH	DEFINED	9
			610	29054	SH	DEFINED	3
			-----	-----			
			857	40807			
ISTAR FINL INC	COM	45031U101	3	200	SH	DEFINED	9
			-----	-----			
			3	200			
ITT EDUCATIONAL SERVICES INC	COM	45068B109	109	2380	SH	DEFINED	9
			-----	-----			
			109	2380			
ITT CORP NEW	COM	450911102	2971	57351	SH	DEFINED	9
			6752	130326	SH	DEFINED	3
			-----	-----			
			9724	187677			
ICON PUB LTD CO	SPONSORED ADR	45103T107	609	9384	SH	DEFINED	9
			90	1394	SH	DEFINED	3
			-----	-----			
			699	10778			
ICONIX BRAND GROUP INC	COM	451055107	513	29580	SH	DEFINED	9
			107	6194	SH	DEFINED	3
			-----	-----			
			621	35774			
ICAHN ENTERPRISES LP	DEPOSITRY UNIT	451100101	97	1173	SH	DEFINED	9
			-----	-----			
			97	1173			
IDACORP INC	COM	451107106	64	2000	SH	DEFINED	3
			-----	-----			
			64	2000			
IDEARC INC	COM	451663108	4	970	SH	DEFINED	9
			7	1991	SH	DEFINED	3
			-----	-----			
			11	2961			

PAGE 106 OF 236		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/ INVSTMT	DISCRETN		

IDEX CORP	COM	45167R104	638	20792	SH	DEFINED	9		
			154	5006	SH	DEFINED	3		
			-----	-----					
			792	25798					
IDEXX LABS INC	COM	45168D104	2076	42144	SH	DEFINED	3		
			-----	-----					
			2076	42144					
ILLINOIS TOOL WKS INC	COM	452308109	29919	620334	SH	DEFINED	9		

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			6003	124457	SH	DEFINED	3
			29	600	SH	DEFINED	8
			-----	-----			
			35950	745391			
IMATION CORP	COM	45245A107	105	4602	SH	DEFINED	9
			18	795	SH	DEFINED	3
			-----	-----			
			123	5397			
IMAX CORP	COM	45245E109	131	18750	SH	DEFINED	9
			-----	-----			
			131	18750			
IMCLONE SYS INC	COM	45245W109	30	700	SH	DEFINED	9
			5	125	SH	DEFINED	3
			-----	-----			
			35	825			
IMMUCOR INC	COM	452526106	169	7921	SH	DEFINED	9
			-----	-----			
			169	7921			
IMMUNOMEDICS INC	COM	452907108	15	5423	SH	DEFINED	9
			-----	-----			
			15	5423			
IMPERIAL SUGAR CO NEW	*W EXP 08/29/2	453096117	0	172	SH	DEFINED	3
			-----	-----			
				172			
IMPERIAL SUGAR CO NEW	COM NEW	453096208	5	240	SH	DEFINED	9
			1	37	SH	DEFINED	3
			-----	-----			
			5	277			

PAGE		107 OF 236		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 DSCRETN	O	MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		
IMPERIAL TOBACCO GROUP PLC	SPONSORED ADR	453142101	2	25	SH	DEFINED	3			
			-----	-----						
			2	25						
INDEPENDENT BANK CORP MICH	COM	453838104	209	20141	SH	DEFINED	3			
			-----	-----						
			209	20141						
INDIA FD INC	COM	454089103	90	1974	SH	DEFINED	9			
			30	660	SH	DEFINED	3			
			-----	-----						
			120	2634						
INDONESIA FD INC	COM	455778100	21	2000	SH	DEFINED	9			
			-----	-----						

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			21	2000		
ENERGY L P	UNIT LTD PTNR	456615103	175	6282 SH	DEFINED	9
			54	1940 SH	DEFINED	3
			-----	-----		
			229	8222		
INFINEON TECHNOLOGIES AG	SPONSORED ADR	45662N103	4	605 SH	DEFINED	3
			-----	-----		
			4	605		
INFOSPACE INC	COM NEW	45678T201	0	36 SH	DEFINED	3
			-----	-----		
				36		
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	305	8530 SH	DEFINED	9
			10	274 SH	DEFINED	3
			-----	-----		
			315	8804		
ING GROEP N V	SPONSORED ADR	456837103	614	16438 SH	DEFINED	9
			366	9804 SH	DEFINED	3
			3	78 SH	DEFINED	8
			-----	-----		
			984	26320		
INLAND REAL ESTATE CORP	COM NEW	457461200	26	1728 SH	DEFINED	9
			35	2330 SH	DEFINED	3
			-----	-----		
			62	4058		

PAGE 108 OF 236		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 DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
INSITUFORM TECHNOLOGIES INC	CL A	457667103	1	100 SH	DEFINED	9		
			-----	-----				
			1	100				
INNERWORKINGS INC	COM	45773Y105	29	2062 SH	DEFINED	9		
			17	1184 SH	DEFINED	3		
			-----	-----				
			46	3246				
INTEGRA LIFESCIENCES HLDGS C	COM NEW	457985208	43	1000 SH	DEFINED	3		
			-----	-----				
			43	1000				
INTEGRATED DEVICE TECHNOLOGY	COM	458118106	7	800 SH	DEFINED	3		
			-----	-----				
			7	800				
INTEGRA BK CORP	COM	45814P105	376	23227 SH	DEFINED	3		
			-----	-----				
			376	23227				

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INTEL CORP	COM	458140100	70620	3334274	SH	DEFINED	9
			23715	1119686	SH	DEFINED	3
			31	1450	SH	DEFINED	8
			-----	-----			
			94366	4455410			
INTEGRYS ENERGY GROUP INC	COM	45822P105	302	6468	SH	DEFINED	9
			538	11545	SH	DEFINED	3
						-----	-----
			840	18013			
INTERCONTINENTAL HTLS GRP PL	SPONS ADR NEW	45857P301	13	846	SH	DEFINED	3
			2	129	SH	DEFINED	8
						-----	-----
			15	975			
INTERCONTINENTALEXCHANGE INC	COM	45865V100	172	1315	SH	DEFINED	9
			149	1145	SH	DEFINED	3
						-----	-----
			321	2460			
INTERFACE INC	CL A	458665106	1	100	SH	DEFINED	9
						-----	-----
			1	100			

PAGE 109 OF 236		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	MA

INTERNAP NETWORK SVCS CORP	COM PAR \$.001	45885A300	1	200	SH		DEFINED	3	
						-----	-----		
			1	200					
INTERNATIONAL BUSINESS MACHS	COM	459200101	58603	508967	SH		DEFINED	9	
			43595	378621	SH		DEFINED	3	
						-----	-----		
			102197	887588					
INTERNATIONAL COAL GRP INC N	COM	45928H106	32	5000	SH		DEFINED	3	
						-----	-----		
			32	5000					
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	676	15336	SH		DEFINED	9	
			238	5400	SH		DEFINED	3	
						-----	-----		
			913	20736					
INTERNATIONAL GAME TECHNOLOG	COM	459902102	910	22633	SH		DEFINED	9	
			762	18941	SH		DEFINED	3	
						-----	-----		
			1672	41574					
INTL PAPER CO	COM	460146103	421	15482	SH		DEFINED	9	
						-----	-----		
			120	4414	SH		DEFINED	3	

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			-----	-----			
			541	19896			
INTERNATIONAL RECTIFIER CORP	COM	460254105	438	20379	SH	DEFINED	9
			459	21331	SH	DEFINED	3
			-----	-----			
			897	41710			
INTERNATIONAL SPEEDWAY CORP	CL A	460335201	33	794	SH	DEFINED	9
			21	500	SH	DEFINED	3
			-----	-----			
			53	1294			
INTERNET CAP GROUP INC	COM NEW	46059C205	5	500	SH	DEFINED	9
			-----	-----			
			5	500			
INTERSIL CORP	CL A	46069S109	13095	510130	SH	DEFINED	9
			1220	47528	SH	DEFINED	3
			-----	-----			
			14315	557658			

				FORM 13F					
PAGE	110 OF	236	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		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
INTERPUBLIC GROUP COS INC	COM	460690100	48	5751	SH		DEFINED	9	
			-----	-----					
			48	5751					
INTEROIL CORP	COM	460951106	37	2275	SH		DEFINED	3	
			-----	-----					
			37	2275					
INTUITIVE SURGICAL INC	COM NEW	46120E602	43	133	SH		DEFINED	9	
			239	738	SH		DEFINED	3	
			-----	-----					
			283	871					
INTUIT	COM	461202103	441	16337	SH		DEFINED	9	
			421	15596	SH		DEFINED	3	
			-----	-----					
			863	31933					
INVENTIV HEALTH INC	COM	46122E105	60	2078	SH		DEFINED	9	
			100	3464	SH		DEFINED	3	
			-----	-----					
			160	5542					
INVERNESS MED INNOVATIONS IN	COM	46126P106	60	2000	SH		DEFINED	9	
			-----	-----					
			60	2000					
INVESTMENT GRADE MUN INCOME	COM	461368102	75	6100	SH		DEFINED	3	
			-----	-----					

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			75	6100		
INVESTORS TITLE CO	COM	461804106	90	1840 SH	DEFINED	9
			114	2322 SH	DEFINED	3
			-----	-----		
			204	4162		
INVITROGEN CORP	COM	46185R100	61	719 SH	DEFINED	9
			256	3000 SH	DEFINED	3
			-----	-----		
			318	3719		
ION GEOPHYSICAL CORP	COM	462044108	3	200 SH	DEFINED	9
			-----	-----		
			3	200		

		FORM 13F							
PAGE 111 OF 236		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 DISCRETN		
IOWA TELECOMM SERVICES INC	COM	462594201	70	3948 SH			DEFINED	9	
			32	1828 SH			DEFINED	3	
			-----	-----					
			102	5776					
IRELAND BK	SPONSORED ADR	46267Q103	31	516 SH			DEFINED	9	
			740	12260 SH			DEFINED	3	
			7	115 SH			DEFINED	8	
			-----	-----					
			778	12891					
ISHARES SILVER TRUST	ISHARES	46428Q109	5	32 SH			DEFINED	9	
			-----	-----					
			5	32					
ISHARES COMEX GOLD TR	ISHARES	464285105	139	1531 SH			DEFINED	9	
			37	404 SH			DEFINED	3	
			-----	-----					
			175	1935					
ISHARES INC	MSCI AUSTRALIA	464286103	10	385 SH			DEFINED	3	
			-----	-----					
			10	385					
ISHARES INC	MSCI BRAZIL	464286400	47	616 SH			DEFINED	9	
			149	1929 SH			DEFINED	3	
			-----	-----					
			196	2545					
ISHARES INC	MSCI CDA INDEX	464286509	9	300 SH			DEFINED	9	
			815	26900 SH			DEFINED	3	
			-----	-----					
			824	27200					
ISHARES INC	MSCI EMU INDEX	464286608	117	1078 SH			DEFINED	9	

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		-----		-----			
			117		1078		
ISHARES INC	MSCI PAC J IDX	464286665	550	4055 SH		DEFINED	9
			72	530 SH		DEFINED	3
			-----	-----			
			622		4585		
ISHARES INC	MSCI UTD KINGD	464286699	12	561 SH		DEFINED	9
			-----	-----			
			12		561		

				FORM 13F					
PAGE	112 OF	236	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			
			-----	-----	-----	-----	-----	-----	-----
ISHARES INC	MSCI TAIWAN	464286731	297	18760 SH		DEFINED			3
			-----	-----					
			297		18760				
ISHARES INC	MSCI SPAIN	464286764	33	544 SH		DEFINED			3
			-----	-----					
			33		544				
ISHARES INC	MSCI S KOREA	464286772	312	5600 SH		DEFINED			9
			36	652 SH		DEFINED			3
			-----	-----					
			349		6252				
ISHARES INC	MSCI STH AFRCA	464286780	28	245 SH		DEFINED			3
			-----	-----					
			28		245				
ISHARES INC	MSCI GERMAN	464286806	19	617 SH		DEFINED			3
			-----	-----					
			19		617				
ISHARES INC	MSCI MEXICO	464286822	59	1000 SH		DEFINED			9
			33	560 SH		DEFINED			3
			-----	-----					
			92		1560				
ISHARES INC	MSCI MALAYSIA	464286830	53	4500 SH		DEFINED			9
			18	1500 SH		DEFINED			3
			-----	-----					
			71		6000				
ISHARES INC	MSCI JAPAN	464286848	239	19336 SH		DEFINED			9
			93	7515 SH		DEFINED			3
			-----	-----					
			332		26851				
ISHARES INC	MSCI HONG KONG	464286871	191	10628 SH		DEFINED			9
			-----	-----					
			191		10628				

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ISHARES TR	S&P 100 IDX FD	464287101	336	5478	SH	DEFINED	3
			-----	-----			
			336	5478			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
ISHARES TR	S&P 1500 INDEX	464287150	253	2150	SH	DEFINED	3	
			-----	-----				
			253	2150				
ISHARES TR	DJ SEL DIV INX	464287168	4782	82641	SH	DEFINED	9	
			33587	580388	SH	DEFINED	3	
			606	10466	SH	DEFINED	8	
			-----	-----				
			38975	673495				
ISHARES TR	US TIPS BD FD	464287176	19906	181132	SH	DEFINED	9	
			41620	378703	SH	DEFINED	3	
			85	770	SH	DEFINED	8	
			-----	-----				
			61611	560605				
ISHARES TR	FTSE XNHUA IDX	464287184	278	2060	SH	DEFINED	9	
			1117	8265	SH	DEFINED	3	
			-----	-----				
			1395	10325				
ISHARES TR	S&P 500 INDEX	464287200	23809	180054	SH	DEFINED	9	
			30519	230803	SH	DEFINED	3	
			-----	-----				
			54328	410857				
ISHARES TR	LEHMAN AGG BND	464287226	15092	146982	SH	DEFINED	9	
			19109	186107	SH	DEFINED	3	
			-----	-----				
			34202	333089				
ISHARES TR	MSCI EMERG MKT	464287234	40309	299966	SH	DEFINED	9	
			36126	268834	SH	DEFINED	3	
			13	100	SH	DEFINED	8	
			-----	-----				
			76449	568900				
ISHARES TR	IBOXX INV CPBD	464287242	17416	165551	SH	DEFINED	9	
			26555	252427	SH	DEFINED	3	
			-----	-----				
			43971	417978				
ISHARES TR	S&P GBL TELCM	464287275	18	275	SH	DEFINED	9	
			269	4014	SH	DEFINED	3	
			-----	-----				
			287	4289				

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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		
ISHARES TR	S&P GBL INF	464287291	2100	37132	SH		DEFINED	9	
			97	1715	SH		DEFINED	3	
			2197	38847					
ISHARES TR	S&P500 GRW	464287309	5694	90808	SH		DEFINED	9	
			26911	429203	SH		DEFINED	3	
			32605	520011					
ISHARES TR	S&P GBL FIN	464287333	70	1000	SH		DEFINED	9	
			70	1000					
ISHARES TR	S&P GBL ENER	464287341	16	125	SH		DEFINED	9	
			97	748	SH		DEFINED	3	
			113	873					
ISHARES TR	S&P GSSI NATL	464287374	38	300	SH		DEFINED	9	
			378	2963	SH		DEFINED	3	
			417	3263					
ISHARES TR	S&P/TOPIX 150	464287382	5	46	SH		DEFINED	3	
			5	46					
ISHARES TR	S&P LTN AM 40	464287390	107	425	SH		DEFINED	9	
			87	345	SH		DEFINED	3	
			194	770					
ISHARES TR	S&P 500 VALUE	464287408	1738	25105	SH		DEFINED	9	
			16177	233643	SH		DEFINED	3	
			17916	258748					
ISHARES TR	20+ YR TRS BD	464287432	1213	12652	SH		DEFINED	9	
			1898	19792	SH		DEFINED	3	
			3111	32444					

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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
ISHARES TR	7-10 YR TRS BD	464287440	709	7738	SH		DEFINED 9	
			1066	11626	SH		DEFINED 3	
			-----	-----				
			1775	19364				
ISHARES TR	1-3 YR TRS BD	464287457	4864	57746	SH		DEFINED 9	
			16811	199577	SH		DEFINED 3	
			-----	-----				
			21676	257323				
ISHARES TR	MSCI EAFE IDX	464287465	94941	1320457	SH		DEFINED 9	
			93047	1294112	SH		DEFINED 3	
			25	350	SH		DEFINED 8	
			-----	-----				
			188013	2614919				
ISHARES TR	RUSSELL MCP VL	464287473	8194	63719	SH		DEFINED 9	
			17379	135142	SH		DEFINED 3	
			13	100	SH		DEFINED 8	
			-----	-----				
			25586	198961				
ISHARES TR	RUSSELL MCP GR	464287481	6745	66583	SH		DEFINED 9	
			20836	205688	SH		DEFINED 3	
			-----	-----				
			27581	272271				
ISHARES TR	RUSSELL MIDCAP	464287499	47272	505307	SH		DEFINED 9	
			40354	431364	SH		DEFINED 3	
			70	746	SH		DEFINED 8	
			-----	-----				
			87695	937417				
ISHARES TR	S&P MIDCAP 400	464287507	19761	254188	SH		DEFINED 9	
			14894	191591	SH		DEFINED 3	
			-----	-----				
			34655	445779				
ISHARES TR	S&P GSTI TECHN	464287549	1243	24517	SH		DEFINED 9	
			5	100	SH		DEFINED 3	
			-----	-----				
			1248	24617				

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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		
ISHARES TR	NASDAQ BIO INDX	464287556	443	5850	SH		DEFINED 9		
			101	1331	SH		DEFINED 3		
			-----	-----					
			544	7181					

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ISHARES TR	COHEN&ST RLTY	464287564	9483	117968	SH	DEFINED	9
			14741	183365	SH	DEFINED	3
			4	50	SH	DEFINED	8
			-----	-----			
			24228	301383			
ISHARES TR	CONS SRVC IDX	464287580	132	2300	SH	DEFINED	9
			26	460	SH	DEFINED	3
						-----	-----
			159	2760			
ISHARES TR	RUSSELL1000VAL	464287598	4966	67613	SH	DEFINED	9
			12964	176505	SH	DEFINED	3
						-----	-----
			17930	244118			
ISHARES TR	S&P MC 400 GRW	464287606	1366	16756	SH	DEFINED	9
			9981	122451	SH	DEFINED	3
						-----	-----
			11347	139207			
ISHARES TR	RUSSELL1000GRW	464287614	9814	180270	SH	DEFINED	9
			21059	386833	SH	DEFINED	3
						-----	-----
			30873	567103			
ISHARES TR	RUSSELL 1000	464287622	4992	69349	SH	DEFINED	9
			8227	114291	SH	DEFINED	3
						-----	-----
			13218	183640			
ISHARES TR	RUSL 2000 VALU	464287630	4247	64772	SH	DEFINED	9
			7572	115480	SH	DEFINED	3
						-----	-----
			11819	180252			
ISHARES TR	RUSL 2000 GROW	464287648	2451	33829	SH	DEFINED	9
			8013	110596	SH	DEFINED	3
						-----	-----
			10464	144425			

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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			

ISHARES TR		RUSSELL 2000	464287655	14293	209301	SH		DEFINED	9			
				31053	454719	SH		DEFINED	3			
							-----	-----				
			45346	664020								
ISHARES TR		RUSL 3000 VALU	464287663	11	113	SH		DEFINED	3			
							-----	-----				
							11	113				

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ISHARES TR	RUSSELL 3000	464287689	250 30	3279 400	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			280	3679		
ISHARES TR	DJ US UTILS	464287697	210 15	2285 160	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			225	2445		
ISHARES TR	S&P MIDCP VALU	464287705	1133 4385	15519 60042	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			5518	75561		
ISHARES TR	DJ US TELECOMM	464287713	49 44	2081 1895	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			93	3976		
ISHARES TR	DJ US TECH SEC	464287721	1252 64	23856 1219	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			1316	25075		
ISHARES TR	DJ US REAL EST	464287739	68 50	1050 763	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			118	1813		
ISHARES TR	DJ US INDUSTRL	464287754	68 28	1000 410	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			96	1410		

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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		
ISHARES TR	DJ US HEALTHCR	464287762	99 81	1575 1297	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			180	2872					
ISHARES TR	DJ US FINL SVC	464287770	235	2700	SH	DEFINED 3			
			-----	-----					
			235	2700					
ISHARES TR	DJ US FINL SEC	464287788	10 54	119 656	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			63	775					
ISHARES TR	DJ US ENERGY	464287796	29 101	228 782	SH SH	DEFINED 9 DEFINED 3			

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			-----	-----		
			130	1010		
ISHARES TR	S&P SMLCAP 600	464287804	7343	122525 SH	DEFINED	9
			9063	151230 SH	DEFINED	3
			-----	-----		
			16406	273755		
ISHARES TR	CONS GOODS IDX	464287812	30	500 SH	DEFINED	9
			-----	-----		
			30	500		
ISHARES TR	DJ US BAS MATL	464287838	27	365 SH	DEFINED	9
			117	1575 SH	DEFINED	3
			-----	-----		
			144	1940		
ISHARES TR	DJ US INDEX FD	464287846	86	1335 SH	DEFINED	3
			-----	-----		
			86	1335		
ISHARES TR	S&P EURO PLUS	464287861	81	774 SH	DEFINED	9
			62	592 SH	DEFINED	3
			-----	-----		
			143	1366		
ISHARES TR	S&P SMLCP VALU	464287879	389	5942 SH	DEFINED	9
			1926	29438 SH	DEFINED	3
			-----	-----		
			2315	35380		

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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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	S&P SMLCP GROW	464287887	176	1423 SH	DEFINED	9			
			2564	20738 SH	DEFINED	3			
			-----	-----					
			2740	22161					
ISHARES TR	HIGH YLD CORP	464288513	32	331 SH	DEFINED	3			
			-----	-----					
			32	331					
ISHARES TR	KLD 400 IDX FD	464288570	5	100 SH	DEFINED	9			
			-----	-----					
			5	100					
ISHARES TR	MBS FIXED BDFD	464288588	10	100 SH	DEFINED	3			
			-----	-----					
			10	100					
ISHARES TR	LEHMAN INTER G	464288612	1572	14955 SH	DEFINED	9			
			1995	18977 SH	DEFINED	3			
			-----	-----					

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			3567	33932		
ISHARES TR	LEHMAN 1-3 YR	464288646	1051	10189	SH	DEFINED 9
			-----	-----		
			1051	10189		
ISHARES TR	LEHMAN 3-7 YR	464288661	28	250	SH	DEFINED 9
			-----	-----		
			28	250		
ISHARES TR	LEHMAN SH TREA	464288679	55	500	SH	DEFINED 9
			-----	-----		
			55	500		
ISHARES TR	US PFD STK IDX	464288687	270	6339	SH	DEFINED 9
			9	209	SH	DEFINED 3
			-----	-----		
			278	6548		
ISHARES TR	S&G GL MATERIA	464288695	5	60	SH	DEFINED 3
			-----	-----		
			5	60		
ISHARES TR	DJ REGIONAL BK	464288778	23	650	SH	DEFINED 3
			-----	-----		
			23	650		

		FORM 13F							
PAGE 120 OF 236		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		MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
ISHARES TR	KLD SL SOC INX	464288802	25	450	SH		DEFINED 9		
			-----	-----					
			25	450					
ISHARES TR	RSSL MCRCP IDX	464288869	281	6030	SH		DEFINED 3		
			-----	-----					
			281	6030					
ISHARES TR	MSCI VAL IDX	464288877	2445	37302	SH		DEFINED 9		
			164	2500	SH		DEFINED 8		
			-----	-----					
			2609	39802					
ISIS PHARMACEUTICALS INC	COM	464330109	41	2925	SH		DEFINED 3		
			-----	-----					
			41	2925					
ITRON INC	COM	465741106	116	1286	SH		DEFINED 9		
			399	4423	SH		DEFINED 3		
			-----	-----					
			515	5709					
IVANHOE MINES LTD	COM	46579N103	41	4000	SH		DEFINED 9		
			-----	-----					

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			41	4000		
J & J SNACK FOODS CORP	COM	466032109	17	625 SH	DEFINED	3
			-----	-----		
			17	625		
JDS UNIPHASE CORP	COM PAR \$0.001	46612J507	8	626 SH	DEFINED	9
			4	305 SH	DEFINED	3
			-----	-----		
			12	931		
JP MORGAN CHASE & CO	COM	46625H100	56429	1313827 SH	DEFINED	9
			36054	839443 SH	DEFINED	3
			183	4250 SH	DEFINED	8
			-----	-----		
			92666	2157520		
J2 GLOBAL COMMUNICATIONS INC	COM NEW	46626E205	113	5080 SH	DEFINED	9
			6	280 SH	DEFINED	3
			-----	-----		
			120	5360		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
JABIL CIRCUIT INC	COM	466313103	195	20649 SH	DEFINED	9		
			60	6370 SH	DEFINED	3		
			-----	-----				
			256	27019				
JACK IN THE BOX INC	COM	466367109	359	13352 SH	DEFINED	9		
			78	2886 SH	DEFINED	3		
			-----	-----				
			436	16238				
JACOBS ENGR GROUP INC DEL	COM	469814107	6622	89979 SH	DEFINED	9		
			3288	44686 SH	DEFINED	3		
			-----	-----				
			9910	134665				
JANUS CAP GROUP INC	COM	47102X105	29	1263 SH	DEFINED	9		
			-----	-----				
			29	1263				
JEFFERIES GROUP INC NEW	COM	472319102	69	4268 SH	DEFINED	9		
			103	6359 SH	DEFINED	3		
			-----	-----				
			171	10627				
JO-ANN STORES INC	COM	47758P307	98	6682 SH	DEFINED	9		
			14	952 SH	DEFINED	3		
			-----	-----				
			112	7634				

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JOHNSON & JOHNSON	COM	478160104	133196	2053270	SH	DEFINED	9
			68215	1051567	SH	DEFINED	3
			261	4025	SH	DEFINED	8
			-----	-----			
			201672	3108862			
JOHNSON CTLS INC	COM	478366107	13357	395179	SH	DEFINED	9
			11491	339962	SH	DEFINED	3
					-----	-----	
			24848	735141			
JONES APPAREL GROUP INC	COM	480074103	308	22962	SH	DEFINED	9
			209	15541	SH	DEFINED	3
					-----	-----	
			517	38503			

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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 DISCRETN	O MA	
			-----	-----	-----	-----	-----	-----	
JONES LANG LASALLE INC	COM	48020Q107	1478	19110	SH	DEFINED	9		
			140	1806	SH	DEFINED	3		
					-----	-----			
			1618	20916					
JOS A BANK CLOTHIERS INC	COM	480838101	32	1577	SH	DEFINED	9		
			4	200	SH	DEFINED	3		
					-----	-----			
			36	1777					
JOY GLOBAL INC	COM	481165108	5708	87599	SH	DEFINED	9		
			3517	53973	SH	DEFINED	3		
					-----	-----			
			9225	141572					
JUNIPER NETWORKS INC	COM	48203R104	1887	75491	SH	DEFINED	9		
			234	9357	SH	DEFINED	3		
					-----	-----			
			2121	84848					
KBR INC	COM	48242W106	28	996	SH	DEFINED	9		
					-----	-----			
			28	996					
KLA-TENCOR CORP	COM	482480100	807	21748	SH	DEFINED	9		
			163	4381	SH	DEFINED	3		
					-----	-----			
			969	26129					
KMG CHEMICALS INC	COM	482564101	15	1000	SH	DEFINED	9		
					-----	-----			
			15	1000					
KT CORP	SPONSORED ADR	48268K101	19	792	SH	DEFINED	3		
			2	96	SH	DEFINED	8		

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			-----	-----		
			21	888		
K V PHARMACEUTICAL CO	CL A	482740206	8	310	SH	DEFINED 3
			-----	-----		
			8	310		
KANSAS CITY SOUTHERN	COM NEW	485170302	151	3757	SH	DEFINED 9
			-----	-----		
			151	3757		

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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		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
KAYNE ANDERSON MLP INVSMNT C	COM	486606106	47	1600	SH		DEFINED	9	
			-----	-----					
			47	1600					
KB HOME	COM	48666K109	4	172	SH		DEFINED	9	
			-----	-----					
			4	172					
KELLOGG CO	COM	487836108	45059	857292	SH		DEFINED	9	
			16755	318776	SH		DEFINED	3	
			-----	-----					
			61814	1176068					
KENDLE INTERNATIONAL INC	COM	48880L107	22	500	SH		DEFINED	9	
			-----	-----					
			22	500					
KENEXA CORP	COM	488879107	298	16134	SH		DEFINED	9	
			62	3336	SH		DEFINED	3	
			-----	-----					
			360	19470					
KENNAMETAL INC	COM	489170100	73	2496	SH		DEFINED	9	
			-----	-----					
			73	2496					
KENSEY NASH CORP	COM	490057106	29	1000	SH		DEFINED	3	
			-----	-----					
			29	1000					
KEYCORP NEW	COM	493267108	2517	114653	SH		DEFINED	9	
			376	17125	SH		DEFINED	3	
			-----	-----					
			2893	131778					
KFORCE INC	COM	493732101	177	20000	SH		DEFINED	3	
			-----	-----					
			177	20000					
KIMBALL INTL INC	CL B	494274103	11	1000	SH		DEFINED	3	

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11 1000

			FORM 13F						
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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	
KIMBERLY CLARK CORP	COM	494368103	5549	85967	SH		DEFINED	9	
			3478	53880	SH		DEFINED	3	
			10	150	SH		DEFINED	8	
			9037	139997					
KIMCO REALTY CORP	COM	49446R109	1395	35618	SH		DEFINED	9	
			112	2848	SH		DEFINED	3	
			1507	38466					
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	77	1514	SH		DEFINED	9	
			267	5248	SH		DEFINED	3	
			345	6762					
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	2024	37007	SH		DEFINED	9	
			3059	55929	SH		DEFINED	3	
			22	400	SH		DEFINED	8	
			5105	93336					
KINDRED HEALTHCARE INC	COM	494580103	43	1953	SH		DEFINED	9	
			21	952	SH		DEFINED	3	
			64	2905					
KINETIC CONCEPTS INC	COM NEW	49460W208	125	2695	SH		DEFINED	9	
			5	100	SH		DEFINED	3	
			129	2795					
KING PHARMACEUTICALS INC	COM	495582108	34	3870	SH		DEFINED	9	
			13	1500	SH		DEFINED	3	
			47	5370					
KIRBY CORP	COM	497266106	23	400	SH		DEFINED	3	
			23	400					
KITE RLTY GROUP TR	COM	49803T102	859	61367	SH		DEFINED	3	
			859	61367					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	MA	
KNOLL INC	COM NEW	498904200	41	3566	SH		DEFINED	9	
			51	4462	SH		DEFINED	3	
			93	8028					
KNIGHT TRANSN INC	COM	499064103	10	630	SH		DEFINED	3	
			10	630					
KOHLS CORP	COM	500255104	186	4345	SH		DEFINED	9	
			563	13134	SH		DEFINED	3	
			750	17479					
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	558	14550	SH		DEFINED	9	
			11	286	SH		DEFINED	3	
			569	14836					
KOOKMIN BK NEW	SPONSORED ADR	50049M109	56	1004	SH		DEFINED	9	
			114	2025	SH		DEFINED	3	
			170	3029					
KOREA ELECTRIC PWR	SPONSORED ADR	500631106	59	3915	SH		DEFINED	3	
			59	3915					
KOREA FD	COM	500634100	119	5337	SH		DEFINED	9	
			129	5760	SH		DEFINED	3	
			248	11097					
KORN FERRY INTL	COM NEW	500643200	63	3708	SH		DEFINED	9	
			80	4706	SH		DEFINED	3	
			142	8414					
KOSS CORP	COM	500692108	9	500	SH		DEFINED	3	
			9	500					
KRAFT FOODS INC	CL A	50075N104	8417	271422	SH		DEFINED	9	
			12693	409334	SH		DEFINED	3	
			21110	680756					

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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
KROGER CO	COM	501044101	5391	212252	SH		DEFINED 9	
			3417	134542	SH		DEFINED 3	
			8809	346794				
KRONOS WORLDWIDE INC	COM	50105F105	1	51	SH		DEFINED 9	
			48	2000	SH		DEFINED 3	
			50	2051				
KUBOTA CORP	ADR	501173207	25	788	SH		DEFINED 9	
			21	664	SH		DEFINED 3	
			2	62	SH		DEFINED 8	
KULICKE & SOFFA INDS INC	COM	501242101	2	500	SH		DEFINED 3	
			2	500				
KYOCERA CORP	ADR	501556203	78	932	SH		DEFINED 9	
			1082	12869	SH		DEFINED 3	
			10	116	SH		DEFINED 8	
LCA-VISION INC	COM PAR \$.001	501803308	118	9472	SH		DEFINED 9	
			86	6846	SH		DEFINED 3	
			204	16318				
LKQ CORP	COM	501889208	106	4704	SH		DEFINED 9	
			135	6014	SH		DEFINED 3	
			241	10718				
LL & E RTY TR	UNIT BEN INT	502003106	1	500	SH		DEFINED 9	
			11	5050	SH		DEFINED 3	
			12	5550				
LSI INDS INC	COM	50216C108	70	5303	SH		DEFINED 9	
			70	5303				

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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
LSI CORPORATION	COM	502161102	15	3004	SH		DEFINED 9	
			4	826	SH		DEFINED 3	

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		-----		-----			
		19	3830				
LTC PPTYS INC	COM	502175102	10	385	SH	DEFINED	3

		10	385				
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	22296	203912	SH	DEFINED	9

		5608	51286	SH		DEFINED	3

		27903	255198				
LA Z BOY INC	COM	505336107	59	7073	SH	DEFINED	9

		2530	303351	SH		DEFINED	3

		2589	310424				
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	14564	197659	SH	DEFINED	9

		8779	119148	SH		DEFINED	3

		23342	316807				
LACLEDE GROUP INC	COM	505597104	85	2380	SH	DEFINED	9

		85	2380				
LAKELAND FINL CORP	COM	511656100	103	4548	SH	DEFINED	9

		354	15639	SH		DEFINED	3

		457	20187				
LAM RESEARCH CORP	COM	512807108	4	100	SH	DEFINED	9

		378	9892	SH		DEFINED	3

		382	9992				
LANCASTER COLONY CORP	COM	513847103	12	300	SH	DEFINED	3

		12	300				
LANCE INC	COM	514606102	36	1823	SH	DEFINED	9

		45	2320	SH		DEFINED	3

		81	4143				

				FORM 13F					
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NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN
-----		-----	-----	-----	-----	-----	-----	-----	-----
LANDEC CORP	COM	514766104	19	2260	SH	DEFINED	9		

			11	1298	SH	DEFINED	3		

			30	3558					
LANDAMERICA FINL GROUP INC	COM	514936103	27	676	SH	DEFINED	9		

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			34	852	SH	DEFINED	3
			-----	-----			
			60	1528			
LANDSTAR SYS INC	COM	515098101	10	200	SH	DEFINED	9
			-----	-----			
			10	200			
LATIN AMERN DISCOVERY FD INC	COM	51828C106	17	644	SH	DEFINED	9
			-----	-----			
			17	644			
LAUDER ESTEE COS INC	CL A	518439104	501	10933	SH	DEFINED	9
			94	2060	SH	DEFINED	3
			-----	-----			
			596	12993			
LAYNE CHRISTENSEN CO	COM	521050104	91	2600	SH	DEFINED	9
			314	8973	SH	DEFINED	3
			-----	-----			
			405	11573			
LAZARE KAPLAN INTL INC	COM	521078105	29	3600	SH	DEFINED	9
			-----	-----			
			29	3600			
LEAP WIRELESS INTL INC	COM NEW	521863308	26	552	SH	DEFINED	9
			-----	-----			
			26	552			
LEAR CORP	COM	521865105	1	37	SH	DEFINED	3
			-----	-----			
			1	37			
LEGGETT & PLATT INC	COM	524660107	105	6861	SH	DEFINED	9
			56	3684	SH	DEFINED	3
			-----	-----			
			161	10545			

				FORM 13F						
PAGE 129 OF 236		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			
-----			-----					-----		
LEGG MASON INC	COM	524901105	1026	18330	SH	DEFINED	9			
			559	9992	SH	DEFINED	3			
			-----	-----						
			1585	28322						
LEHMAN BROS HLDGS INC	COM	524908100	7755	206034	SH	DEFINED	9			
			2095	55650	SH	DEFINED	3			
			23	600	SH	DEFINED	8			
			-----	-----						
			9872	262284						
LENNAR CORP	CL A	526057104	40	2111	SH	DEFINED	9			

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			40	2111		
LENNAR CORP	CL B	526057302	3	180 SH	DEFINED	9
			0	20 SH	DEFINED	3
			3	200		
LENNOX INTL INC	COM	526107107	37	1030 SH	DEFINED	3
			37	1030		
LEUCADIA NATL CORP	COM	527288104	42	923 SH	DEFINED	9
			42	923		
LEVEL 3 COMMUNICATIONS INC	COM	52729N100	1	500 SH	DEFINED	9
			24	11314 SH	DEFINED	3
			25	11814		
LEXMARK INTL NEW	CL A	529771107	14	469 SH	DEFINED	9
			19	613 SH	DEFINED	3
			33	1082		
LIBERTY ALL STAR EQUITY FD	SH BEN INT	530158104	13	2000 SH	DEFINED	3
			13	2000		
LIBERTY GLOBAL INC	COM SER A	530555101	61	1799 SH	DEFINED	9
			3	95 SH	DEFINED	3
			65	1894		

		FORM 13F						
PAGE 130 OF 236		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	
LIBERTY GLOBAL INC	COM SER C	530555309	2	66 SH	DEFINED	3		
			2	66				
LIBERTY MEDIA CORP NEW	INT COM SER A	53071M104	6	400 SH	DEFINED	3		
			6	400				
LIBERTY MEDIA CORP NEW	CAP COM SER A	53071M302	2	141 SH	DEFINED	9		
			1	71 SH	DEFINED	3		
			3	212				
LIBERTY MEDIA CORP NEW	ENT COM SER A	53071M500	13	564 SH	DEFINED	9		
			6	284 SH	DEFINED	3		

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			19	848		
LIFECCELL CORP	COM	531927101	6	150 SH	DEFINED	9
			63	1500 SH	DEFINED	3
			-----	-----		
			69	1650		
LIFECORE BIOMEDICAL INC	COM	532187101	17	1000 SH	DEFINED	3
			-----	-----		
			17	1000		
LIFEPOINT HOSPITALS INC	COM	53219L109	77	2819 SH	DEFINED	3
			-----	-----		
			77	2819		
LIGAND PHARMACEUTICALS INC	CL B	53220K207	2	500 SH	DEFINED	3
			-----	-----		
			2	500		
LILLY ELI & CO	COM	532457108	12110	234740 SH	DEFINED	9
			12216	236793 SH	DEFINED	3
			13	250 SH	DEFINED	8
			-----	-----		
			24339	471783		
LIMITED BRANDS INC	COM	532716107	336	19674 SH	DEFINED	9
			39	2300 SH	DEFINED	3
			-----	-----		
			376	21974		

PAGE 131 OF 236		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 DSCRETN	O	MA	
LINCARE HLDGS INC	COM	532791100	278	9879 SH	DEFINED	9			
			80	2843 SH	DEFINED	3			
			-----	-----					
			358	12722					
LINCOLN ELEC HLDGS INC	COM	533900106	214	3314 SH	DEFINED	9			
			464	7197 SH	DEFINED	3			
			-----	-----					
			678	10511					
LINCOLN NATL CORP IND	COM	534187109	2136	41078 SH	DEFINED	9			
			2974	57196 SH	DEFINED	3			
			-----	-----					
			5110	98274					
LINCOLN NATL CORP IND	PFD A CONV \$3	534187208	8	10 SH	DEFINED	3			
			-----	-----					
			8	10					
LINEAR TECHNOLOGY CORP	COM	535678106	384	12504 SH	DEFINED	9			
			44	1449 SH	DEFINED	3			

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		-----		-----			
		428	13953				
LIONS GATE ENTMNT CORP	COM NEW	535919203	1	100	SH	DEFINED	9

		1	100				
LIVE NATION INC	COM	538034109	76	6250	SH	DEFINED	9

		1	46	SH		DEFINED	3

		76	6296				
LIZ CLAIBORNE INC	COM	539320101	398	21924	SH	DEFINED	9

		14	775	SH		DEFINED	3

		412	22699				
LLOYDS TSB GROUP PLC	SPONSORED ADR	539439109	334	9298	SH	DEFINED	9

		79	2189	SH		DEFINED	3

		412	11487				

				FORM 13F					
PAGE 132 OF 236		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
-----		-----		-----		-----		-----	
LOCKHEED MARTIN CORP	COM	539830109	1120	11276	SH			DEFINED	9

			5314	53513	SH			DEFINED	3

			6434	64789					
LODGIAN INC	COM PAR \$.01	54021P403	21	1900	SH			DEFINED	3

			21	1900					
LOEWS CORP	COM	540424108	471	11704	SH			DEFINED	9

			6	150	SH			DEFINED	3

			477	11854					
LOEWS CORP	CAROLNA GP STK	540424207	31	427	SH			DEFINED	9

			97	1343	SH			DEFINED	3

			128	1770					
LOUISIANA PAC CORP	COM	546347105	21	2335	SH			DEFINED	3

			21	2335					
LOWES COS INC	NOTE	2 548661CF2	244	3000	SH			DEFINED	3

			244	3000					
LOWES COS INC	COM	548661107	15185	661935	SH			DEFINED	9

			3426	149332	SH			DEFINED	3

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			-----	-----		
			18610	811267		
LUBRIZOL CORP	COM	549271104	3032	54616	SH	DEFINED 9
			531	9557	SH	DEFINED 3
			-----	-----		
			3562	64173		
M & T BK CORP	COM	55261F104	14	176	SH	DEFINED 9
			-----	-----		
			14	176		
MBIA INC	COM	55262C100	13	1094	SH	DEFINED 9
			-----	-----		
			13	1094		

			FORM 13F						
PAGE 133 OF 236			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	
-----			-----	-----	-----	-----	-----	-----	
MBIA CAP CLAYMORE MNG DUR IN	COM	55266X100	158	13332	SH		DEFINED 3		
			-----	-----					
			158	13332					
MDU RES GROUP INC	COM	552690109	112	4554	SH		DEFINED 9		
			141	5759	SH		DEFINED 3		
			-----	-----					
			253	10313					
MEMC ELECTR MATLS INC	COM	552715104	2413	34038	SH		DEFINED 9		
			620	8748	SH		DEFINED 3		
			-----	-----					
			3034	42786					
MFS CHARTER INCOME TR	SH BEN INT	552727109	95	11602	SH		DEFINED 9		
			8	1000	SH		DEFINED 3		
			-----	-----					
			104	12602					
MFS INTER INCOME TR	SH BEN INT	55273C107	129	20350	SH		DEFINED 9		
			35	5500	SH		DEFINED 3		
			-----	-----					
			164	25850					
MFS MULTIMARKET INCOME TR	SH BEN INT	552737108	28	4833	SH		DEFINED 9		
			-----	-----					
			28	4833					
MFS MUN INCOME TR	SH BEN INT	552738106	1	100	SH		DEFINED 9		
			-----	-----					
			1	100					
MGIC INVT CORP WIS	COM	552848103	62	5877	SH		DEFINED 9		
			-----	-----					
			62	5877					

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MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	18	2581	SH	DEFINED	9
			-----	-----			
			18	2581			
MGM MIRAGE	COM	552953101	294	5009	SH	DEFINED	3
			-----	-----			
			294	5009			

PAGE 134 OF 236		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	INVTMT DCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
MI DEVS INC	CL A SUB VTG	55304X104	16	558	SH	DEFINED	3	
			-----	-----				
			16	558				
MSC INDL DIRECT INC	CL A	553530106	8643	204575	SH	DEFINED	9	
			8	178	SH	DEFINED	3	
			-----	-----				
			8651	204753				
MSC SOFTWARE CORP	COM	553531104	13	1000	SH	DEFINED	3	
			-----	-----				
			13	1000				
MWI VETERINARY SUPPLY INC	COM	55402X105	33	948	SH	DEFINED	9	
			68	1916	SH	DEFINED	3	
			-----	-----				
			101	2864				
MACATAWA BK CORP	COM	554225102	150	14362	SH	DEFINED	3	
			-----	-----				
			150	14362				
MACERICH CO	COM	554382101	83	1178	SH	DEFINED	3	
			-----	-----				
			83	1178				
MACQUARIE FT TR GB INF UT DI	COM	55607W100	21	975	SH	DEFINED	3	
			-----	-----				
			21	975				
MACYS INC	COM	55616P104	840	36425	SH	DEFINED	9	
			175	7606	SH	DEFINED	3	
			-----	-----				
			1015	44031				
MAGELLAN MIDSTREAM HLDGS LP	COM LP INTS	55907R108	67	2920	SH	DEFINED	3	
			-----	-----				
			67	2920				
MAGELLAN MIDSTREAM PRNRS LP	COM UNIT RP LP	559080106	227	5600	SH	DEFINED	9	
			32	800	SH	DEFINED	3	
			-----	-----				

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PAGE	135 OF	236	FORM 13F						
			NAME OF REPORTING MANAGER:	FIFTH THIRD BANCORP	VALUE	SHARES/	SH/	PUT/	INVSTMT
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	
MAGMA DESIGN AUTOMATION	COM	559181102	3	275	SH		DEFINED	9	
			3	275					
MAGNA INTL INC	CL A	559222401	35	481	SH		DEFINED	9	
			271	3756	SH		DEFINED	3	
			306	4237					
MAIDENFORM BRANDS INC	COM	560305104	9	535	SH		DEFINED	3	
			9	535					
MAINSOURCE FINANCIAL GP INC	COM	56062Y102	36	2312	SH		DEFINED	9	
			18	1130	SH		DEFINED	3	
			53	3442					
MALAYSIA FD INC	COM	560905101	100	10000	SH		DEFINED	9	
			100	10000					
MANITOWOC INC	COM	563571108	429	10524	SH		DEFINED	9	
			437	10712	SH		DEFINED	3	
			866	21236					
MANPOWER INC	COM	56418H100	2049	36425	SH		DEFINED	9	
			518	9203	SH		DEFINED	3	
			2567	45628					
MANULIFE FINL CORP	COM	56501R106	3973	104599	SH		DEFINED	9	
			1920	50548	SH		DEFINED	3	
			5892	155147					
MARATHON OIL CORP	COM	565849106	12230	268210	SH		DEFINED	9	
			16125	353616	SH		DEFINED	3	
			18	400	SH		DEFINED	8	
			28374	622226					
MARINE PETE TR	UNIT BEN INT	568423107	3	100	SH		DEFINED	3	
			3	100					

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			FORM 13F						
PAGE 136 OF 236			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	
MARINER ENERGY INC	COM	56845T305	39	1462	SH		DEFINED	9	
			137	5074	SH		DEFINED	3	
			177	6536					
MARKELE CORP	COM	570535104	50	114	SH		DEFINED	9	
			211	480	SH		DEFINED	3	
			261	594					
MARKET VECTORS ETF TR	GOLD MINER ETF	57060U100	5	100	SH		DEFINED	9	
			24	500	SH		DEFINED	3	
			29	600					
MARKET VECTORS ETF TR	AGRIBUS ETF	57060U605	11	200	SH		DEFINED	9	
			2	30	SH		DEFINED	3	
			12	230					
MARSH & MCLENNAN COS INC	COM	571748102	714	29326	SH		DEFINED	9	
			83	3420	SH		DEFINED	3	
			797	32746					
MARSHALL & ILSLEY CORP NEW	COM	571837103	2004	86399	SH		DEFINED	9	
			2300	99157	SH		DEFINED	3	
			4305	185556					
MARRIOTT INTL INC NEW	CL A	571903202	14741	429014	SH		DEFINED	9	
			9637	280463	SH		DEFINED	3	
			24378	709477					
MARTEN TRANS LTD	COM	573075108	40	2601	SH		DEFINED	9	
			20	1268	SH		DEFINED	3	
			60	3869					
MARTHA STEWART LIVING OMNIME	CL A	573083102	1	150	SH		DEFINED	9	
			2	299	SH		DEFINED	3	
			3	449					

			FORM 13F						
PAGE 137 OF 236			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	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
MARTIN MARIETTA MATLS INC	COM	573284106	1690	15915	SH			DEFINED	9
			276	2596	SH			DEFINED	3
			1965	18511					
MARVEL ENTERTAINMENT INC	COM	57383T103	27	1000	SH			DEFINED	3
			27	1000					
MASCO CORP	COM	574599106	476	23979	SH			DEFINED	9
			276	13894	SH			DEFINED	3
			751	37873					
MASIMO CORP	COM	574795100	126	4854	SH			DEFINED	9
			61	2340	SH			DEFINED	3
			187	7194					
MASSEY ENERGY CORP	COM	576206106	41	1132	SH			DEFINED	9
			59	1630	SH			DEFINED	3
			101	2762					
MASTEC INC	COM	576323109	25	3101	SH			DEFINED	9
			12	1514	SH			DEFINED	3
			38	4615					
MASTERCARD INC	CL A	57636Q104	312	1398	SH			DEFINED	9
			262	1173	SH			DEFINED	3
			573	2571					
MATSUSHITA ELEC INDL	ADR	576879209	62	2855	SH			DEFINED	9
			990	45600	SH			DEFINED	3
			7	305	SH			DEFINED	8
			1059	48760					
MATTEL INC	COM	577081102	2751	138265	SH			DEFINED	9
			1663	83564	SH			DEFINED	3
			4414	221829					

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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
MAXWELL TECHNOLOGIES INC	COM	577767106	31	3000	SH			DEFINED	9
			31	3000					

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MAXXAM INC	COM	577913106	16	500	SH	DEFINED	3
			-----	-----			
			16	500			
MAXIMUS INC	COM	577933104	46	1244	SH	DEFINED	9
			26	714	SH	DEFINED	3
			-----	-----			
			72	1958			
MBT FINL CORP	COM	578877102	11	1300	SH	DEFINED	9
			1459	169628	SH	DEFINED	3
			-----	-----			
			1470	170928			
MCAFEE INC	COM	579064106	4	131	SH	DEFINED	9
			-----	-----			
			4	131			
MCCORMICK & CO INC	COM NON VTG	579780206	506	13692	SH	DEFINED	9
			405	10968	SH	DEFINED	3
			-----	-----			
			912	24660			
MCDERMOTT INTL INC	COM	580037109	336	6136	SH	DEFINED	9
			249	4544	SH	DEFINED	3
			-----	-----			
			585	10680			
MCDONALDS CORP	COM	580135101	42109	755055	SH	DEFINED	9
			24821	445053	SH	DEFINED	3
			248	4450	SH	DEFINED	8
			-----	-----			
			67178	1204558			
MCG CAPITAL CORP	COM	58047P107	32	3480	SH	DEFINED	9
			54	5940	SH	DEFINED	3
			-----	-----			
			86	9420			

		FORM 13F							
PAGE 139 OF 236		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	
			-----	-----	-----	-----	-----	-----	
MCGRAW HILL COS INC	COM	580645109	7780	210567	SH	DEFINED	9		
			2898	78438	SH	DEFINED	3		
			-----	-----					
			10679	289005					
MCKESSON CORP	COM	58155Q103	669	12784	SH	DEFINED	9		
			379	7243	SH	DEFINED	3		
			-----	-----					
			1049	20027					
MEADWESTVACO CORP	COM	583334107	394	14484	SH	DEFINED	9		

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			4	134	SH	DEFINED	3
			-----	-----			
			398	14618			
MEDAREX INC	COM	583916101	1	130	SH	DEFINED	3
			-----	-----			
			1	130			
MEDCATH CORP	COM	58404W109	4	220	SH	DEFINED	9
			-----	-----			
			4	220			
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	9161	209209	SH	DEFINED	9
			8046	183729	SH	DEFINED	3
			-----	-----			
			17207	392938			
MEDIA GEN INC	CL A	584404107	11	750	SH	DEFINED	9
			-----	-----			
			11	750			
MEDICAL ACTION INDS INC	COM	58449L100	12	750	SH	DEFINED	9
			-----	-----			
			12	750			
MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	27	1370	SH	DEFINED	9
			15	786	SH	DEFINED	3
			-----	-----			
			42	2156			
MEDTOX SCIENTIFIC INC	COM NEW	584977201	9	703	SH	DEFINED	9
			5	400	SH	DEFINED	3
			-----	-----			
			15	1103			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
MEDTRONIC INC	COM	585055106	25080	518492	SH	DEFINED	9		
			13091	270650	SH	DEFINED	3		
			12	250	SH	DEFINED	8		
			-----	-----					
			38183	789392					
MENS WEARHOUSE INC	COM	587118100	13	551	SH	DEFINED	3		
			-----	-----					
			13	551					
MENTOR CORP MINN	COM	587188103	50	1960	SH	DEFINED	9		
			174	6766	SH	DEFINED	3		
			-----	-----					
			224	8726					
MERCANTILE BANK CORP	COM	587376104	4	346	SH	DEFINED	3		

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			-----	-----		
			4	346		
MERCK & CO INC	COM	589331107	20313	535269	SH	DEFINED 9
			12760	336240	SH	DEFINED 3
			41	1075	SH	DEFINED 8
			-----	-----		
			33115	872584		
MERCURY GENL CORP NEW	COM	589400100	18	415	SH	DEFINED 9
			-----	-----		
			18	415		
MEREDITH CORP	COM	589433101	10809	282599	SH	DEFINED 9
			737	19274	SH	DEFINED 3
			-----	-----		
			11547	301873		
MERIDIAN BIOSCIENCE INC	COM	589584101	166	4956	SH	DEFINED 9
			-----	-----		
			166	4956		
MERIT MED SYS INC	COM	589889104	66	4180	SH	DEFINED 9
			228	14419	SH	DEFINED 3
			-----	-----		
			294	18599		

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PAGE	141 OF	236	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		
	-----	-----	-----	-----	-----	-----	-----	-----	-----
	MERRILL LYNCH & CO INC	COM	590188108	1284	31509	SH	DEFINED 9		
				3939	96677	SH	DEFINED 3		
				-----	-----				
				5222	128186				
	MESA LABS INC	COM	59064R109	2	100	SH	DEFINED 9		
				-----	-----				
				2	100				
	MESABI TR	CTF BEN INT	590672101	8	300	SH	DEFINED 3		
				-----	-----				
				8	300				
	METAVANTE TECHNOLOGIES INC	COM	591407101	82	4097	SH	DEFINED 9		
				255	12772	SH	DEFINED 3		
				-----	-----				
				337	16869				
	METHANEX CORP	COM	59151K108	5	175	SH	DEFINED 3		
				-----	-----				
				5	175				
	METLIFE INC	COM	59156R108	24365	404333	SH	DEFINED 9		
				10987	182334	SH	DEFINED 3		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	MA
			4	68	SH	DEFINED	8
			35357	586735			
METTLER TOLEDO INTERNATIONAL	COM	592688105	581	5981	SH	DEFINED	9
			570	5867	SH	DEFINED	3
			1151	11848			
MFS INVT GRADE MUN TR	SH BEN INT	59318B108	46	5000	SH	DEFINED	9
			4	393	SH	DEFINED	3
			50	5393			
MFS HIGH YIELD MUN TR	SH BEN INT	59318E102	10	2000	SH	DEFINED	9
			10	2000			
MFS INTERMARKET INCOME TRUST	SH BEN INT	59318R103	6	800	SH	DEFINED	9
			6	800			

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PAGE 142 OF 236 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	MA
MFS INTERMEDIATE HIGH INC FD	SH BEN INT	59318T109	32	11000	SH	DEFINED	9
			32	11000			
MICROS SYS INC	COM	594901100	363	10771	SH	DEFINED	9
			86	2552	SH	DEFINED	3
			448	13323			
MICROSOFT CORP	COM	594918104	90023	3172072	SH	DEFINED	9
			40614	1431060	SH	DEFINED	3
			56	1975	SH	DEFINED	8
			130693	4605107			
MICROCHIP TECHNOLOGY INC	COM	595017104	27271	833223	SH	DEFINED	9
			10484	320324	SH	DEFINED	3
			37756	1153547			
MICRON TECHNOLOGY INC	COM	595112103	105	17551	SH	DEFINED	9
			4	630	SH	DEFINED	3
			109	18181			
MICROTUNE INC DEL	COM	59514P109	18	5030	SH	DEFINED	9
			37	10162	SH	DEFINED	3
			56	15192			

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MID-AMER APT CMNTYS INC	COM	59522J103	16	330	SH	DEFINED	3
			-----	-----			
			16	330			
MIDCAP SPDR TR	UNIT SER 1	595635103	464	3290	SH	DEFINED	9
			1325	9384	SH	DEFINED	3
			141	1000	SH	DEFINED	8
			-----	-----			
			1930	13674			
MIDWEST BANC HOLDINGS INC	COM	598251106	73	5688	SH	DEFINED	3
			-----	-----			
			73	5688			

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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

MILLENNIUM PHARMACEUTICALS I	COM	599902103	55	3575	SH		DEFINED	9
			12	808	SH		DEFINED	3
			-----	-----				
			68	4383				
MILLER HERMAN INC	COM	600544100	5	200	SH		DEFINED	9
			304	12361	SH		DEFINED	3
			-----	-----				
			309	12561				
MILLIPORE CORP	COM	601073109	13	188	SH		DEFINED	9
			-----	-----				
			13	188				
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	28	958	SH		DEFINED	3
			-----	-----				
			28	958				
MINDSPEED TECHNOLOGIES INC	COM	602682106	0	266	SH		DEFINED	9
			-----	-----				
				266				
MINE SAFETY APPLIANCES CO	COM	602720104	13	325	SH		DEFINED	9
			148	3600	SH		DEFINED	3
			-----	-----				
			162	3925				
MIRANT CORP NEW	COM	60467R100	0	10	SH		DEFINED	9
			18	495	SH		DEFINED	3
			-----	-----				
			18	505				
MIRANT CORP NEW	*W EXP 01/03/2	60467R118	1	34	SH		DEFINED	9
			1	54	SH		DEFINED	3
			-----	-----				
			1	88				

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MITSUBISHI UFJ FINL GROUP IN	SPONSORED ADR	606822104	114	13150	SH	DEFINED	9
			193	22178	SH	DEFINED	3
			-----	-----			
			307	35328			

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PAGE 144 OF 236		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
-----			-----					
MITSUI & CO LTD	ADR	606827202	38	91	SH		DEFINED	9
			894	2165	SH		DEFINED	3
			10	24	SH		DEFINED	8
			-----	-----				
			942	2280				
MIZUHO FINL GROUP INC	SPONSORED ADR	60687Y109	17	2255	SH		DEFINED	3
			-----	-----				
			17	2255				
MOBILE MINI INC	COM	60740F105	293	15395	SH		DEFINED	9
			72	3784	SH		DEFINED	3
			-----	-----				
			364	19179				
MOHAWK INDS INC	COM	608190104	78	1089	SH		DEFINED	3
			-----	-----				
			78	1089				
MOLINA HEALTHCARE INC	COM	60855R100	30	1240	SH		DEFINED	9
			15	604	SH		DEFINED	3
			-----	-----				
			45	1844				
MOLEX INC	COM	608554101	7	318	SH		DEFINED	9
			-----	-----				
			7	318				
MOLEX INC	CL A	608554200	85	3897	SH		DEFINED	3
			-----	-----				
			85	3897				
MOLSON COORS BREWING CO	CL B	60871R209	1894	36028	SH		DEFINED	9
			3513	66822	SH		DEFINED	3
			-----	-----				
			5407	102850				
MONACO COACH CORP	COM	60886R103	9	1000	SH		DEFINED	9
			-----	-----				
			9	1000				
MONEYGRAM INTL INC	COM	60935Y109	5	2500	SH		DEFINED	3
			-----	-----				
			5	2500				

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			FORM 13F						
PAGE 145 OF 236			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	
MONSANTO CO NEW	COM	61166W101	6937	62211	SH		DEFINED	9	
			40361	361981	SH		DEFINED	3	
			47297	424192					
MONSTER WORLDWIDE INC	COM	611742107	111	4567	SH		DEFINED	9	
			111	4567					
MONTGOMERY STR INCOME SECS I	COM	614115103	48	3000	SH		DEFINED	9	
			48	3000					
MOODYS CORP	COM	615369105	796	22864	SH		DEFINED	9	
			4828	138626	SH		DEFINED	3	
			5625	161490					
MORGAN STANLEY EMER MKTS FD	COM	61744G107	15	721	SH		DEFINED	9	
			15	721					
MORGAN STANLEY EMER MKTS DEB	COM	61744H105	3	300	SH		DEFINED	3	
			3	300					
MORGAN STANLEY ASIA PAC FD I	COM	61744U106	15	812	SH		DEFINED	9	
			17	964	SH		DEFINED	3	
			32	1776					
MORGAN STANLEY	COM NEW	617446448	3587	78494	SH		DEFINED	9	
			9833	215170	SH		DEFINED	3	
			13420	293664					
MORGAN STANLEY INDIA INVS FD	COM	61745C105	92	2433	SH		DEFINED	9	
			11	300	SH		DEFINED	3	
			104	2733					
MORGAN STANLEY	MUN PREM INCOM	61745P429	32	3890	SH		DEFINED	9	
			18	2200	SH		DEFINED	3	
			50	6090					

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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	
MORGAN STANLEY	MUN INCOME III	61745P437	31	3515	SH		DEFINED	3	
			31	3515					
MORGAN STANLEY	MUN INC OPP II	61745P445	33	4034	SH		DEFINED	9	
			33	4034					
MORGAN STANLEY	MUN INCM OPPTN	61745P452	0	60	SH		DEFINED	9	
				60					
MORGAN STANLEY	QULTY MUN SECS	61745P585	27	2028	SH		DEFINED	3	
			27	2028					
MORGAN STANLEY	QUALT MUN INCM	61745P734	47	3830	SH		DEFINED	3	
			47	3830					
MORGAN STANLEY	INSD MUN INCM	61745P791	25	1900	SH		DEFINED	9	
			82	6200	SH		DEFINED	3	
			107	8100					
MORTONS RESTAURANT GRP INC N	COM	619430101	184	23263	SH		DEFINED	9	
			40	5010	SH		DEFINED	3	
			224	28273					
MOSAIC CO	COM	61945A107	833	8123	SH		DEFINED	9	
			485	4723	SH		DEFINED	3	
			1318	12846					
MOTOROLA INC	COM	620076109	1341	144196	SH		DEFINED	9	
			1762	189498	SH		DEFINED	3	
			3103	333694					
MURPHY OIL CORP	COM	626717102	787	9586	SH		DEFINED	9	
			55	667	SH		DEFINED	3	
			842	10253					

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PAGE 147 OF 236			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	

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MUTUALFIRST FINL INC	COM	62845B104	73	5548	SH	DEFINED	3
			-----	-----			
			73	5548			
MYERS INDS INC	COM	628464109	13	1000	SH	DEFINED	3
			-----	-----			
			13	1000			
MYLAN INC	COM	628530107	376	32379	SH	DEFINED	9
			76	6529	SH	DEFINED	3
			-----	-----			
			451	38908			
MYRIAD GENETICS INC	COM	62855J104	121	3000	SH	DEFINED	9
			-----	-----			
			121	3000			
NCI BUILDING SYS INC	COM	628852105	79	3270	SH	DEFINED	9
			233	9638	SH	DEFINED	3
			-----	-----			
			312	12908			
NCR CORP NEW	COM	62886E108	412	18064	SH	DEFINED	9
			285	12463	SH	DEFINED	3
			-----	-----			
			697	30527			
NII HLDGS INC	CL B NEW	62913F201	658	20716	SH	DEFINED	9
			219	6880	SH	DEFINED	3
			-----	-----			
			877	27596			
NRG ENERGY INC	COM NEW	629377508	223	5728	SH	DEFINED	9
			146	3748	SH	DEFINED	3
			-----	-----			
			369	9476			
NTN BUZZTIME INC	COM NEW	629410309	1	1040	SH	DEFINED	9
			-----	-----			
			1	1040			
NTS RLTY HLDGS LTD PARTNERSH	PARTSHIP UNITS	629422106	8	1586	SH	DEFINED	9
			-----	-----			
			8	1586			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
NVR INC	COM	62944T105	6	10	SH	DEFINED	9		
			-----	-----					
			6	10					
NYMEX HOLDINGS INC	COM	62948N104	9	99	SH	DEFINED	3		
			-----	-----					

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			9	99		
NYSE EURONEXT	COM	629491101	136	2206	SH	DEFINED 9
			179	2900	SH	DEFINED 3
			-----	-----		
			315	5106		
NALCO HOLDING COMPANY	COM	62985Q101	14	655	SH	DEFINED 9
			-----	-----		
			14	655		
NAM TAI ELECTRS INC	COM PAR \$0.02	629865205	8	800	SH	DEFINED 9
			-----	-----		
			8	800		
NAPCO SEC SYS INC	COM	630402105	6	1297	SH	DEFINED 9
			4	740	SH	DEFINED 3
			-----	-----		
			10	2037		
NASDAQ OMX GROUP INC	COM	631103108	4513	116731	SH	DEFINED 9
			1535	39714	SH	DEFINED 3
			-----	-----		
			6048	156445		
NATIONAL CITY CORP	COM	635405103	2794	280767	SH	DEFINED 9
			2599	261160	SH	DEFINED 3
			5	457	SH	DEFINED 8
			-----	-----		
			5397	542384		
NATIONAL FUEL GAS CO N J	COM	636180101	270	5728	SH	DEFINED 9
			46	980	SH	DEFINED 3
			-----	-----		
			317	6708		
NATIONAL GRID PLC	SPON ADR NEW	636274300	117	1666	SH	DEFINED 9
			129	1840	SH	DEFINED 3
			-----	-----		
			245	3506		

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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/	INVSTMT DSCRETN		
NATIONAL HEALTH INVS INC	COM	63633D104	28	900	SH		DEFINED	9	
			-----	-----					
			28	900					
NATIONAL INSTRS CORP	COM	636518102	50	1912	SH		DEFINED	9	
			29	1098	SH		DEFINED	3	
			-----	-----					
			79	3010					
NATIONAL OILWELL VARCO INC	COM	637071101	3461	59284	SH		DEFINED	9	

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			3087	52873	SH	DEFINED	3
			-----	-----			
			6548	112157			
NATIONAL RETAIL PROPERTIES I	COM	637417106	257	11640	SH	DEFINED	3
			-----	-----			
			257	11640			
NATIONAL SEMICONDUCTOR CORP	COM	637640103	54	2923	SH	DEFINED	9
			16	864	SH	DEFINED	3
			-----	-----			
			69	3787			
NATIONAL WESTN LIFE INS CO	CL A	638522102	22	100	SH	DEFINED	9
			-----	-----			
			22	100			
NATIONAL WESTMINSTER BK PLC	SPON ADR C	638539882	23	900	SH	DEFINED	9
			-----	-----			
			23	900			
NATIONWIDE FINL SVCS INC	CL A	638612101	444	9387	SH	DEFINED	9
			1	22	SH	DEFINED	3
			-----	-----			
			445	9409			
NATIONWIDE HEALTH PPTYS INC	COM	638620104	338	10000	SH	DEFINED	9
			-----	-----			
			338	10000			
NAVIGATORS GROUP INC	COM	638904102	85	1562	SH	DEFINED	9
			301	5541	SH	DEFINED	3
			-----	-----			
			386	7103			

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PAGE 150 OF 236		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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	75	2650	SH	DEFINED	3		
			-----	-----					
			75	2650					
NAVIGANT CONSULTING INC	COM	63935N107	64	3374	SH	DEFINED	9		
			-----	-----					
			64	3374					
NAVTEQ CORP	COM	63936L100	34	500	SH	DEFINED	9		
			-----	-----					
			34	500					
NEKTAR THERAPEUTICS	COM	640268108	35	5000	SH	DEFINED	9		
			-----	-----					
			35	5000					

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NEOGEN CORP	COM	640491106	38 210	1509 8366	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			248	9875		
NEOPHARM INC	COM	640919106	0	379	SH	DEFINED 3
			-----	-----		
				379		
NETGEAR INC	COM	64111Q104	170 41	8500 2069	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			211	10569		
NETLOGIC MICROSYSTEMS INC	COM	64118B100	365 79	15120 3276	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			444	18396		
NETWORK APPLIANCE INC	COM	64120L104	1	42	SH	DEFINED 3
			-----	-----		
			1	42		
NEUBERGER BERMAN INTER MUNI	COM	64124P101	48	3585	SH	DEFINED 3
			-----	-----		
			48	3585		

		FORM 13F							
PAGE 151 OF 236		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT	DSCRETN	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
NEUROMETRIX INC	COM	641255104	1 7	655 4000	SH SH		DEFINED 9 DEFINED 3		
			-----	-----					
			8	4655					
NEW JERSEY RES	COM	646025106	95	3069	SH		DEFINED 9		
			-----	-----					
			95	3069					
NEW YORK CMNTY BANCORP INC	COM	649445103	1202 659	65989 36148	SH SH		DEFINED 9 DEFINED 3		
			-----	-----					
			1861	102137					
NEW YORK TIMES CO	CL A	650111107	1069 417	56618 22076	SH SH		DEFINED 9 DEFINED 3		
			-----	-----					
			1486	78694					
NEWALLIANCE BANCSHARES INC	COM	650203102	168 22	13718 1816	SH SH		DEFINED 9 DEFINED 3		
			-----	-----					
			190	15534					

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NEWELL RUBBERMAID INC	COM	651229106	1929	84352	SH	DEFINED	9
			5255	229771	SH	DEFINED	3
			-----	-----			
			7184	314123			
NEWFIELD EXPL CO	COM	651290108	155	2927	SH	DEFINED	9
			226	4271	SH	DEFINED	3
			-----	-----			
			380	7198			
NEWMARKET CORP	COM	651587107	45	594	SH	DEFINED	9
			36	482	SH	DEFINED	3
			-----	-----			
			81	1076			
NEWMONT MINING CORP	COM	651639106	180	3972	SH	DEFINED	9
			135	2973	SH	DEFINED	3
			-----	-----			
			315	6945			

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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 PRN CALL	DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
NEWPORT CORP	COM	651824104	6	502	SH	DEFINED	9	
			-----	-----				
				6	502			
NEWS CORP	CL A	65248E104	120	6383	SH	DEFINED	9	
			19	1038	SH	DEFINED	3	
			-----	-----				
			139	7421				
NEWS CORP	CL B	65248E203	225	11830	SH	DEFINED	9	
			122	6425	SH	DEFINED	3	
			-----	-----				
			348	18255				
NEWSTAR FINANCIAL INC	COM	65251F105	120	23149	SH	DEFINED	9	
			26	5114	SH	DEFINED	3	
			-----	-----				
			146	28263				
NEXEN INC	COM	65334H102	68	2290	SH	DEFINED	9	
			134	4536	SH	DEFINED	3	
			-----	-----				
			202	6826				
NFJ DIVID INT & PREM STRTGY	COM SHS	65337H109	4	200	SH	DEFINED	9	
			7	300	SH	DEFINED	3	
			-----	-----				
			11	500				
NICE SYS LTD	SPONSORED ADR	653656108	280	9916	SH	DEFINED	9	
			69	2452	SH	DEFINED	3	

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		-----		-----			
		349	12368				
NICHOLAS-APPLEGATE CV & INC	COM	65370F101	81	6995	SH	DEFINED	9
			23	2000	SH	DEFINED	3
			-----	-----			
			104	8995			
NICHOLAS APPLGATE CV&INC FD	COM	65370G109	12	1065	SH	DEFINED	9
			-----	-----			
			12	1065			

				FORM 13F					
PAGE 153 OF 236		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

NICOR INC	COM	654086107	3	101	SH	DEFINED	9		
			51	1526	SH	DEFINED	3		
			-----	-----					
			55	1627					
NIDEC CORP	SPONSORED ADR	654090109	4	230	SH	DEFINED	3		
			-----	-----					
			4	230					
NIKE INC	CL B	654106103	34102	501499	SH	DEFINED	9		
			10976	161418	SH	DEFINED	3		
			-----	-----					
			45078	662917					
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624105	40	1827	SH	DEFINED	9		
			51	2355	SH	DEFINED	3		
			-----	-----					
			91	4182					
NISOURCE INC	COM	65473P105	1805	104718	SH	DEFINED	9		
			1241	72012	SH	DEFINED	3		
			-----	-----					
			3047	176730					
NISSAN MOTORS	SPONSORED ADR	654744408	60	3572	SH	DEFINED	9		
			9	550	SH	DEFINED	3		
			-----	-----					
			69	4122					
NOVA BIOSOURCE FUELS INC	COM	65488W103	15	10000	SH	DEFINED	3		
			-----	-----					
			15	10000					
NOKIA CORP	SPONSORED ADR	654902204	23787	747322	SH	DEFINED	9		
			2587	81269	SH	DEFINED	3		
			-----	-----					
			26374	828591					
NOBLE ENERGY INC	COM	655044105	35	486	SH	DEFINED	9		

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249 3421 SH DEFINED 3

 284 3907

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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			

NOMURA HLDGS INC	SPONSORED ADR	65535H208	33	2218	SH		DEFINED	9		
			22	1482	SH		DEFINED	3		
			56	3700						
NORAM ENERGY CORP	SDCV 6.000% 3	655419AC3	301	3100	SH		DEFINED	9		
			301	3100						
NORDSON CORP	COM	655663102	32	600	SH		DEFINED	9		
			32	600						
NORDSTROM INC	COM	655664100	2073	63587	SH		DEFINED	9		
			969	29720	SH		DEFINED	3		
			3042	93307						
NORFOLK SOUTHERN CORP	COM	655844108	5680	104566	SH		DEFINED	9		
			3441	63341	SH		DEFINED	3		
			9121	167907						
NORTECH SYS INC	COM	656553104	3	500	SH		DEFINED	3		
			3	500						
NORTEL NETWORKS CORP NEW	NOTE 4.250% 9	656568AB8	96	1000	SH		DEFINED	3		
			96	1000						
NORTEL NETWORKS CORP NEW	COM NEW	656568508	15	2276	SH		DEFINED	9		
			10	1424	SH		DEFINED	3		
			25	3700						
NORTH EUROPEAN OIL RTY TR	SH BEN INT	659310106	6	168	SH		DEFINED	3		
			6	168						
NORTHEAST UTILS	COM	664397106	27	1085	SH		DEFINED	9		
			74	3001	SH		DEFINED	3		
			100	4086						

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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	
NORTHERN TR CORP	COM	665859104	24092	362456	SH		DEFINED	9	
			4076	61321	SH		DEFINED	3	
			12	175	SH		DEFINED	8	
			28180	423952					
NORTHFIELD LABS INC	COM	666135108	1	1080	SH		DEFINED	3	
			1	1080					
NORTHROP GRUMMAN CORP	COM	666807102	2422	31130	SH		DEFINED	9	
			1656	21285	SH		DEFINED	3	
			4078	52415					
NOVAGOLD RES INC	COM NEW	66987E206	110	14250	SH		DEFINED	9	
			110	14250					
NOVARTIS A G	SPONSORED ADR	66987V109	27013	527283	SH		DEFINED	9	
			13570	264893	SH		DEFINED	3	
			40583	792176					
NOVELL INC	COM	670006105	50	7870	SH		DEFINED	9	
			1	100	SH		DEFINED	3	
			50	7970					
NOVELLUS SYS INC	COM	670008101	5	235	SH		DEFINED	9	
			5	235					
NOVO-NORDISK A S	ADR	670100205	1006	14532	SH		DEFINED	9	
			1476	21318	SH		DEFINED	3	
			7	104	SH		DEFINED	8	
			2489	35954					
NSTAR	COM	67019E107	122	3998	SH		DEFINED	9	
			214	7035	SH		DEFINED	3	
			336	11033					

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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	

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NUANCE COMMUNICATIONS INC	COM	67020Y100	597 236	34304 13536	SH SH	DEFINED 9 DEFINED 3
			833	47840		
NUCOR CORP	COM	670346105	264 742	3898 10951	SH SH	DEFINED 9 DEFINED 3
			1006	14849		
NUMEREX CORP PA	CL A	67053A102	980	140000	SH	DEFINED 3
			980	140000		
NUSTAR ENERGY LP	UNIT COM	67058H102	20 373 19	409 7707 400	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8
			413	8516		
NUVEEN INSD PREM INCOME MUN	COM	6706D8104	189	16182	SH	DEFINED 3
			189	16182		
NUVEEN EQTY PRM OPPORTUNITYF	COM	6706EM102	203 12	13250 755	SH SH	DEFINED 9 DEFINED 3
			215	14005		
NUVEEN EQUITY PREM INCOME FD	COM	6706ER101	29	1904	SH	DEFINED 3
			29	1904		
NUVEEN EQUITY PREM & GROWTH	COM	6706EW100	152	9500	SH	DEFINED 3
			152	9500		
NUVEEN PREM INCOME MUN FD 4	COM	6706K4105	3 40	263 3500	SH SH	DEFINED 9 DEFINED 3
			43	3763		
NUVEEN PA PREM INCOME MUN FD	COM	67061F101	24	2000	SH	DEFINED 3
			24	2000		

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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
NUVEEN INVT QUALITY MUN FD I	COM	67062E103	122	8946	SH		DEFINED 3		
			122	8946					

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NUVEEN SELECT TAX FREE INCM	SH BEN INT	67062F100	10	700	SH	DEFINED 9
			125	8760	SH	DEFINED 3
			-----	-----		
			135	9460		
NUVEEN MUN ADVANTAGE FD INC	COM	67062H106	151	11200	SH	DEFINED 9
			135	10072	SH	DEFINED 3
			-----	-----		
			286	21272		
NUVEEN MUN INCOME FD INC	COM	67062J102	50	4878	SH	DEFINED 3
			-----	-----		
			50	4878		
NUVEEN INSD QUALITY MUN FD I	COM	67062N103	89	6700	SH	DEFINED 9
			110	8250	SH	DEFINED 3
			-----	-----		
			199	14950		
NUVEEN PERFORMANCE PLUS MUN	COM	67062P108	9	700	SH	DEFINED 9
			116	8700	SH	DEFINED 3
			-----	-----		
			126	9400		
NUVEEN PREM INCOME MUN FD	COM	67062T100	89	6700	SH	DEFINED 9
			286	21624	SH	DEFINED 3
			-----	-----		
			375	28324		
NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	149	11498	SH	DEFINED 9
			52	4000	SH	DEFINED 3
			-----	-----		
			201	15498		
NUVEEN N Y INVT QUALITY MUN	COM	67062X101	6	461	SH	DEFINED 9
			-----	-----		
			6	461		
NUVEEN SELECT TAX FREE INCM	SH BEN INT	67063C106	10	700	SH	DEFINED 9
			197	14310	SH	DEFINED 3
			-----	-----		
			207	15010		

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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	
NUVEEN PREM INCOME MUN FD 2	COM	67063W102	95	7300	SH	DEFINED 9			
			154	11800	SH	DEFINED 3			
			-----	-----					
			248	19100					
NUVEEN SELECT TAX FREE INCM	SH BEN INT	67063X100	217	15802	SH	DEFINED 3			
			-----	-----					

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				217	15802			
NUVEEN INS FL TX FR ADV MUN	COM	670655109	166	13333	SH	DEFINED	3	
			-----	-----				
			166	13333				
NVIDIA CORP	COM	67066G104	361	18227	SH	DEFINED	9	
			79	3978	SH	DEFINED	3	
			-----	-----				
			439	22205				
NUVEEN DIVID ADVANTAGE MUN F	COM	67066V101	43	3200	SH	DEFINED	3	
			-----	-----				
			43	3200				
NUVEEN SR INCOME FD	COM	67067Y104	11	1800	SH	DEFINED	9	
			-----	-----				
			11	1800				
NUVEEN MUN HIGH INC OPP FD	COM	670682103	458	30000	SH	DEFINED	3	
			-----	-----				
			458	30000				
NUTRI SYS INC NEW	COM	67069D108	1	50	SH	DEFINED	3	
			-----	-----				
			1	50				
NUVEEN OH DIV ADVANTAGE MUN	COM	67070C107	173	13112	SH	DEFINED	9	
			-----	-----				
			173	13112				
NUVEEN DIV ADVANTAGE MUN FD	COM	67070F100	101	6900	SH	DEFINED	9	
			73	5000	SH	DEFINED	3	
			-----	-----				
			174	11900				
NUVEEN OH DIV ADV MUNI FD 2	COM SH BEN INT	67070R104	90	6900	SH	DEFINED	9	
			-----	-----				
			90	6900				

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
NUVEEN MI DIV ADV MUNI FD	COM SH BEN INT	67070W103	17	1360	SH	DEFINED	3	
			-----	-----				
			17	1360				
NUVEEN DIV ADV MUNI FD 3	COM SH BEN INT	67070X101	92	6800	SH	DEFINED	9	
			-----	-----				
			92	6800				
NUVASIVE INC	COM	670704105	127	3684	SH	DEFINED	9	
			79	2290	SH	DEFINED	3	
			-----	-----				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE	SHARES/	SH/	PUT/	INVSTMT	DEFINITION
			206				5974	
NUVEEN QUALITY PFD INCOME FD	COM	67071S101	83	8100	SH			DEFINED 9
			83	8100				
NUVEEN QUALITY PFD INCOME FD	COM	67072C105	62	5649	SH			DEFINED 3
			62	5649				
NUVELO INC	COM NEW	67072M301	0	100	SH			DEFINED 9
				100				
NUVEEN FLOATING RATE INCOME	COM	67072T108	26	2500	SH			DEFINED 9
			26	2500				
NXSTAGE MEDICAL INC	COM	67072V103	2	400	SH			DEFINED 9
			2	400				
NUVEEN MULTI STRAT INC & GR	COM	67073B106	55	5366	SH			DEFINED 9
			10	985	SH			DEFINED 3
			65	6351				
NUVEEN MULTI STRAT INC GR FD	COM SHS	67073D102	17	1666	SH			DEFINED 9
			17	1666				
OGE ENERGY CORP	COM	670837103	69	2200	SH			DEFINED 9
			140	4500	SH			DEFINED 3
			209	6700				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	DEFINITION	
NUVEEN MUN VALUE FD INC	COM	670928100	32	3250	SH			DEFINED 9	
			1210	122719	SH			DEFINED 3	
			1242	125969					
NUVEEN FLA INVT QUALITY MUN	COM	670970102	75	6065	SH			DEFINED 3	
			75	6065					
NUVEEN SELECT QUALITY MUN FD	COM	670973106	103	7500	SH			DEFINED 9	
			111	8125	SH			DEFINED 3	
			214	15625					
NUVEEN QUALITY INCOME MUN FD	COM	670977107	98	7237	SH			DEFINED 9	

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				199	14753	SH	DEFINED	3
				-----	-----			
				297	21990			
NUVEEN FLA QUALITY INCOME MU	COM	670978105		78	6185	SH	DEFINED	3
				-----	-----			
				78	6185			
NUVEEN MICH QUALITY INCOME M	COM	670979103		167	12933	SH	DEFINED	3
				-----	-----			
				167	12933			
NUVEEN OHIO QUALITY INCOME M	COM	670980101		424	30200	SH	DEFINED	9
				-----	-----			
				424	30200			
NUVEEN INSD MUN OPPORTUNITY	COM	670984103		3	213	SH	DEFINED	9
				402	30215	SH	DEFINED	3
				-----	-----			
				405	30428			
NUVEEN NY QUALITY INCM MUN F	COM	670986108		7	523	SH	DEFINED	9
				-----	-----			
				7	523			
NUVEEN PREMIER MUN INCOME FD	COM	670988104		92	7300	SH	DEFINED	9
				-----	-----			
				92	7300			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT	DSCRETN	O MA	
-----			-----						-----
NUVEEN NJ PREM INCOME MUN FD	COM	67101N106	35	2646	SH		DEFINED	3	
			-----	-----					
			35	2646					
NUVEEN MICH PREM INCOME MUN	COM	67101Q109	27	2117	SH		DEFINED	3	
			-----	-----					
			27	2117					
NUVEEN INSD NY PREM INCOME F	COM	67101R107	22	1701	SH		DEFINED	9	
			-----	-----					
			22	1701					
NUVEEN INSD FLA PREM INCOME	COM	67101V108	82	6290	SH		DEFINED	3	
			-----	-----					
			82	6290					
OSI PHARMACEUTICALS INC	COM	671040103	6	170	SH		DEFINED	9	
			-----	-----					
			6	170					
OSI SYSTEMS INC	COM	671044105	78	3400	SH		DEFINED	9	
			-----	-----					
			51	2200	SH		DEFINED	3	

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			-----	-----			
			129	5600			
OCCIDENTAL PETE CORP DEL	COM	674599105	1554	21235	SH	DEFINED	9
			1245	17010	SH	DEFINED	3
			-----	-----			
			2798	38245			
OCEANEERING INTL INC	COM	675232102	277	4399	SH	DEFINED	9
			237	3764	SH	DEFINED	3
			-----	-----			
			514	8163			
ODYSSEY MARINE EXPLORATION I	COM	676118102	11	2000	SH	DEFINED	9
			-----	-----			
			11	2000			
OFFICEMAX INC DEL	COM	67622P101	3	169	SH	DEFINED	9
			-----	-----			
			3	169			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
OFFICE DEPOT INC	COM	676220106	301	27230	SH	DEFINED	9		
			22	2000	SH	DEFINED	3		
			-----	-----					
			323	29230					
OHIO VY BANC CORP	COM	677719106	65	2591	SH	DEFINED	9		
			-----	-----					
			65	2591					
OIL SVC HOLDRS TR	DEPOSTRY RCPT	678002106	327	1850	SH	DEFINED	3		
			-----	-----					
			327	1850					
OIL STS INTL INC	COM	678026105	45	1010	SH	DEFINED	9		
			24	526	SH	DEFINED	3		
			-----	-----					
			69	1536					
OILSANDS QUEST INC	COM	678046103	20	5000	SH	DEFINED	3		
			-----	-----					
			20	5000					
OLD DOMINION FGHT LINES INC	COM	679580100	12	390	SH	DEFINED	3		
			-----	-----					
			12	390					
OLD NATL BANCORP IND	COM	680033107	178	9868	SH	DEFINED	9		
			1560	86661	SH	DEFINED	3		
			-----	-----					
			1738	96529					

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OLD REP INTL CORP	COM	680223104	43	3352	SH	DEFINED	3
			-----	-----			
			43	3352			
OLD SECOND BANCORP INC ILL	COM	680277100	560	21066	SH	DEFINED	3
			-----	-----			
			560	21066			
OLIN CORP	COM PAR \$1	680665205	4	200	SH	DEFINED	3
			-----	-----			
			4	200			
OLYMPIC STEEL INC	COM	68162K106	135	3000	SH	DEFINED	9
			-----	-----			
			135	3000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
OMNICARE INC	COM	681904108	315	17364	SH	DEFINED	9	
			-----	-----				
			179	9842	SH	DEFINED	3	
			-----	-----				
			494	27206				
OMNICOM GROUP INC	COM	681919106	17255	390563	SH	DEFINED	9	
			-----	-----				
			10686	241863	SH	DEFINED	3	
			-----	-----				
			27	600	SH	DEFINED	8	
			-----	-----				
			27967	633026				
ON SEMICONDUCTOR CORP	COM	682189105	26	4520	SH	DEFINED	3	
			-----	-----				
			26	4520				
ONEOK PARTNERS LP	UNIT LTD PARTN	68268N103	63	1100	SH	DEFINED	9	
			-----	-----				
			388	6753	SH	DEFINED	3	
			-----	-----				
			20	350	SH	DEFINED	8	
			-----	-----				
			472	8203				
ONYX PHARMACEUTICALS INC	COM	683399109	15	500	SH	DEFINED	9	
			-----	-----				
			15	500				
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	39	1303	SH	DEFINED	3	
			-----	-----				
			39	1303				
OPENWAVE SYS INC	COM NEW	683718308	1	233	SH	DEFINED	3	
			-----	-----				
			1	233				
OPPENHEIMER HLDGS INC	CL A NON VTG	683797104	217	5000	SH	DEFINED	3	

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		-----		-----			
		217	5000				
ORACLE CORP	COM	68389X105	24369	1245841	SH	DEFINED	9
			11266	575960	SH	DEFINED	3
			81	4150	SH	DEFINED	8
			-----	-----			
			35716	1825951			
ORASURE TECHNOLOGIES INC	COM	68554V108	4	500	SH	DEFINED	3
			-----	-----			
			4	500			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN
-----		-----		-----		-----	
O REILLY AUTOMOTIVE INC	COM	686091109	121	4254	SH	DEFINED	9
			345	12114	SH	DEFINED	3
			-----	-----			
			467	16368			
ORIX CORP	SPONSORED ADR	686330101	84	1234	SH	DEFINED	9
			168	2458	SH	DEFINED	3
			-----	-----			
			252	3692			
ORMAT TECHNOLOGIES INC	COM	686688102	17	400	SH	DEFINED	3
			-----	-----			
			17	400			
OSHKOSH CORP	COM	688239201	7	200	SH	DEFINED	9
			58	1600	SH	DEFINED	3
			-----	-----			
			65	1800			
OSTEOTECH INC	COM	688582105	10	2000	SH	DEFINED	9
			-----	-----			
			10	2000			
OTTER TAIL CORP	COM	689648103	50	1400	SH	DEFINED	3
			-----	-----			
			50	1400			
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	34	486	SH	DEFINED	9
			17	236	SH	DEFINED	3
			-----	-----			
			51	722			
OWENS & MINOR INC NEW	COM	690732102	22	568	SH	DEFINED	9
			28	722	SH	DEFINED	3
			-----	-----			
			51	1290			
OWENS CORNING NEW	COM	690742101	2	100	SH	DEFINED	3

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		-----		-----			
		2	100				
OWENS ILL INC	COM NEW	690768403	1113	19722	SH	DEFINED	9
			527	9331	SH	DEFINED	3
			-----	-----			
			1639	29053			

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

PG&E CORP	COM	69331C108	2393	64997	SH	DEFINED	9		
			1494	40565	SH	DEFINED	3		
			-----	-----					
			3887	105562					
PHH CORP	COM NEW	693320202	1	50	SH	DEFINED	3		
			-----	-----					
			1	50					
PICO HLDGS INC	COM NEW	693366205	18	609	SH	DEFINED	9		
			-----	-----					
			18	609					
PMC-SIERRA INC	COM	69344F106	18	3100	SH	DEFINED	9		
			2	322	SH	DEFINED	3		
			-----	-----					
			20	3422					
PMI GROUP INC	COM	69344M101	2	300	SH	DEFINED	9		
			-----	-----					
			2	300					
PNC FINL SVCS GROUP INC	COM	693475105	31969	487555	SH	DEFINED	9		
			647	9873	SH	DEFINED	3		
			-----	-----					
			32616	497428					
POSCO	SPONSORED ADR	693483109	47	395	SH	DEFINED	9		
			11	96	SH	DEFINED	3		
			-----	-----					
			58	491					
PNM RES INC	COM	69349H107	2	200	SH	DEFINED	3		
			-----	-----					
			2	200					
PPG INDS INC	COM	693506107	4404	72789	SH	DEFINED	9		
			1571	25965	SH	DEFINED	3		
			-----	-----					
			5976	98754					
PPL CORP	COM	69351T106	158	3432	SH	DEFINED	9		
			540	11766	SH	DEFINED	3		

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698 15198

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA	
PVF CAPITAL CORP	COM	693654105	137	12600	SH		DEFINED	9	
			137	12600					
PACCAR INC	COM	693718108	150	3341	SH		DEFINED	9	
			15	337	SH		DEFINED	3	
			166	3678					
PACHOLDER HIGH YIELD FD INC	COM	693742108	55	7000	SH		DEFINED	9	
			27	3459	SH		DEFINED	3	
			82	10459					
PACIFIC MERCANTILE BANCORP	COM	694552100	34	3558	SH		DEFINED	9	
			34	3558					
PACTIV CORP	COM	695257105	8	296	SH		DEFINED	9	
			8	300	SH		DEFINED	3	
			16	596					
PALL CORP	COM	696429307	1915	54611	SH		DEFINED	9	
			481	13729	SH		DEFINED	3	
			2397	68340					
PALM INC NEW	COM	696643105	0	38	SH		DEFINED	9	
			0	20	SH		DEFINED	3	
				58					
PALOMAR MED TECHNOLOGIES INC	COM NEW	697529303	8	500	SH		DEFINED	3	
			8	500					
PANERA BREAD CO	CL A	69840W108	40	950	SH		DEFINED	3	
			40	950					
PAPA JOHNS INTL INC	COM	698813102	7	300	SH		DEFINED	9	
			7	300					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN			
PAR PHARMACEUTICAL COS INC	COM	69888P106	35	2036	SH	DEFINED	9		
			17	992	SH	DEFINED	3		
			53	3028					
PARAMETRIC TECHNOLOGY CORP	COM NEW	699173209	7	456	SH	DEFINED	9		
			7	456					
PAREXEL INTL CORP	COM	699462107	89	3404	SH	DEFINED	9		
			318	12176	SH	DEFINED	3		
			407	15580					
PARK NATL CORP	COM	700658107	265	3734	SH	DEFINED	9		
			265	3734					
PARKER DRILLING CO	COM	701081101	5	786	SH	DEFINED	3		
			5	786					
PARKER HANNIFIN CORP	COM	701094104	2188	31585	SH	DEFINED	9		
			3372	48673	SH	DEFINED	3		
			5559	80258					
PATRIOT COAL CORP	COM	70336T104	43	912	SH	DEFINED	9		
			34	726	SH	DEFINED	3		
			77	1638					
PATTERSON COMPANIES INC	COM	703395103	289	7959	SH	DEFINED	9		
			104	2865	SH	DEFINED	3		
			393	10824					
PATTERSON UTI ENERGY INC	COM	703481101	25	940	SH	DEFINED	3		
			25	940					
PAYCHEX INC	COM	704326107	2590	75585	SH	DEFINED	9		
			9562	279101	SH	DEFINED	3		
			12152	354686					

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PAGE 168 OF 236			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			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
PEABODY ENERGY CORP	COM	704549104	3893	76331	SH		DEFINED	9
			2215	43435	SH		DEFINED	3
			6108	119766				
PEDIATRIX MED GROUP	COM	705324101	336	4978	SH		DEFINED	9
			224	3327	SH		DEFINED	3
			560	8305				
PENGROWTH ENERGY TR	TR UNIT NEW	706902509	2	100	SH		DEFINED	9
			308	16100	SH		DEFINED	3
			15	800	SH		DEFINED	8
			325	17000				
PENN NATL GAMING INC	COM	707569109	15	350	SH		DEFINED	3
			15	350				
PENN VA CORP	COM	707882106	550	12468	SH		DEFINED	9
			116	2632	SH		DEFINED	3
			666	15100				
PENN VA RESOURCES PARTNERS L	COM	707884102	67	2700	SH		DEFINED	9
			67	2700				
PENN WEST ENERGY TR	TR UNIT	707885109	238	8500	SH		DEFINED	3
			14	500	SH		DEFINED	8
			252	9000				
PENNEY J C INC	COM	708160106	498	13195	SH		DEFINED	9
			283	7494	SH		DEFINED	3
			780	20689				
PENNSYLVANIA RL ESTATE INVT	SH BEN INT	709102107	17	700	SH		DEFINED	3
			17	700				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	AMT	SH/ PUT/ PRN CALL	INVSTMT	DSCRETN	MA
PENTAIR INC	COM	709631105	3	100	SH		DEFINED	9	
			99	3100	SH		DEFINED	3	
			102	3200					

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PEOPLES BANCORP INC	COM	709789101	767	31800	SH	DEFINED	9
			-----	-----			
			767	31800			
PEOPLES CMNTY BANCORP INC	COM	71086E107	2	419	SH	DEFINED	9
			-----	-----			
			2	419			
PEOPLES UNITED FINANCIAL INC	COM	712704105	5	296	SH	DEFINED	9
			31	1807	SH	DEFINED	3
			-----	-----			
			36	2103			
PEOPLESUPPORT INC	COM	712714302	8	865	SH	DEFINED	9
			-----	-----			
			8	865			
PEP BOYS MANNY MOE & JACK	COM	713278109	1	100	SH	DEFINED	9
			-----	-----			
			1	100			
PEPCO HOLDINGS INC	COM	713291102	1629	65885	SH	DEFINED	9
			431	17442	SH	DEFINED	3
			-----	-----			
			2060	83327			
PEPSI BOTTLING GROUP INC	COM	713409100	812	23958	SH	DEFINED	9
			385	11339	SH	DEFINED	3
			-----	-----			
			1197	35297			
PEPSIAMERICAS INC	COM	71343P200	6	226	SH	DEFINED	3
			-----	-----			
			6	226			
PEPSICO INC	COM	713448108	121755	1686354	SH	DEFINED	9
			39617	548718	SH	DEFINED	3
			412	5701	SH	DEFINED	8
			-----	-----			
			161784	2240773			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
PERCEPTRON INC	COM	71361F100	89	7000	SH	DEFINED	9	
			-----	-----				
			89	7000				
PERFORMANCE FOOD GROUP CO	COM	713755106	84	2579	SH	DEFINED	9	
			44	1358	SH	DEFINED	3	
			-----	-----				
			129	3937				
PERKINELMER INC	COM	714046109	885	36511	SH	DEFINED	9	

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			205	8444	SH	DEFINED	3
			-----	-----			
			1090	44955			
PERMIAN BASIN RTY TR	UNIT BEN INT	714236106	27	1200	SH	DEFINED	9
			-----	-----			
			27	1200			
PEROT SYS CORP	CL A	714265105	30	2000	SH	DEFINED	3
			-----	-----			
			30	2000			
PERRIGO CO	COM	714290103	129476	3431657	SH	DEFINED	3
			-----	-----			
			129476	3431657			
PETRO-CDA	COM	71644E102	48	1116	SH	DEFINED	9
			20	450	SH	DEFINED	3
			22	500	SH	DEFINED	8
			-----	-----			
			90	2066			
PETROCHINA CO LTD	SPONSORED ADR	71646E100	84	670	SH	DEFINED	9
			-----	-----			
			84	670			
PETROLEO BRASILEIRO SA PETRO	SP ADR NON VTG	71654V101	191	2254	SH	DEFINED	9
			400	4718	SH	DEFINED	3
			-----	-----			
			590	6972			
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	70	690	SH	DEFINED	9
			233	2277	SH	DEFINED	3
			-----	-----			
			303	2967			

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PAGE 171 OF 236		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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
PETROLEUM & RES CORP	COM	716549100	76	2083	SH	DEFINED	3		
			-----	-----					
			76	2083					
PETROLEUM DEV CORP	COM	716578109	104	1500	SH	DEFINED	3		
			-----	-----					
			104	1500					
PETROQUEST ENERGY INC	COM	716748108	3	168	SH	DEFINED	3		
			-----	-----					
			3	168					
PETSMART INC	COM	716768106	37	1786	SH	DEFINED	9		
			10	510	SH	DEFINED	3		
			-----	-----					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION
PFIZER INC	COM	717081103	44120	2107964	SH	DEFINED 9
			49630	2371231	SH	DEFINED 3
			89	4275	SH	DEFINED 8
			-----	-----		
			93839	4483470		
PHARMACEUTICAL HLDERS TR	DEPOSITRY RCPT	71712A206	7	100	SH	DEFINED 3
			-----	-----		
			7	100		
PHARMACEUTICAL PROD DEV INC	COM	717124101	2970	70878	SH	DEFINED 9
			3240	77336	SH	DEFINED 3
			-----	-----		
			6210	148214		
PHARMERICA CORP	COM	71714F104	0	6	SH	DEFINED 9
			0	12	SH	DEFINED 3
			-----	-----		
				18		
PHASE FORWARD INC	COM	71721R406	590	34561	SH	DEFINED 9
			95	5566	SH	DEFINED 3
			-----	-----		
			685	40127		
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252604	101	1515	SH	DEFINED 9
			199	3000	SH	DEFINED 3
			-----	-----		
			300	4515		

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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	DEFINITION			
PHILLIPS VAN HEUSEN CORP	COM	718592108	3	82	SH	DEFINED 3			
			-----	-----					
			3	82					
PHOENIX COS INC NEW	COM	71902E109	9	733	SH	DEFINED 3			
			-----	-----					
			9	733					
PHYSICIANS FORMULA HLDGS INC	COM	719427106	16	1822	SH	DEFINED 9			
			32	3630	SH	DEFINED 3			
			-----	-----					
			49	5452					
PIEDMONT NAT GAS INC	COM	720186105	72	2760	SH	DEFINED 9			
			175	6664	SH	DEFINED 3			
			-----	-----					
			247	9424					
PIMCO MUNICIPAL INCOME FD	COM	72200R107	377	23320	SH	DEFINED 3			

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			-----	-----		
			377	23320		
PIMCO CORPORATE INCOME FD	COM	72200U100	214	15000 SH	DEFINED	9
			-----	-----		
			214	15000		
PIMCO MUN INCOME FD II	COM	72200W106	4	317 SH	DEFINED	9
			154	11124 SH	DEFINED	3
			4	300 SH	DEFINED	8
			-----	-----		
			163	11741		
PIMCO STRATEGIC GBL GOV FD I	COM	72200X104	5	500 SH	DEFINED	9
			10	1000 SH	DEFINED	3
			-----	-----		
			16	1500		
PIMCO MUN INCOME FD III	COM	72201A103	142	10016 SH	DEFINED	3
			-----	-----		
			142	10016		
PIMCO GLOBAL STOCKSPLS INCM	COM	722011103	178	8000 SH	DEFINED	3
			-----	-----		
			178	8000		

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PAGE	173 OF	236	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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
PIMCO HIGH INCOME FD	COM SHS	722014107	159	13599 SH		DEFINED	9		
			23	2000 SH		DEFINED	3		
			-----	-----					
			183	15599					
PINNACLE WEST CAP CORP	COM	723484101	106	3010 SH		DEFINED	9		
			132	3757 SH		DEFINED	3		
			-----	-----					
			237	6767					
PIONEER DRILLING CO	COM	723655106	33	2100 SH		DEFINED	9		
			-----	-----					
			33	2100					
PIONEER FLOATING RATE TR	COM	72369J102	69	5000 SH		DEFINED	9		
			-----	-----					
			69	5000					
PIONEER MUN HIGH INC ADV TR	COM	723762100	55	4000 SH		DEFINED	9		
			41	3000 SH		DEFINED	3		
			-----	-----					
			96	7000					
PIONEER NAT RES CO	COM	723787107	164	3336 SH		DEFINED	9		
			195	3972 SH		DEFINED	3		

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		-----		-----			
		359	7308				
PIPER JAFFRAY COS	COM	724078100	85	2514	SH	DEFINED	9
			54	1588	SH	DEFINED	3

		139	4102				
PITNEY BOWES INC	COM	724479100	5679	162174	SH	DEFINED	9
			8622	246214	SH	DEFINED	3

		14302	408388				
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	128	2688	SH	DEFINED	3
			128	2688			

PLAINS EXPL& PRODTN CO	COM	726505100	25	474	SH	DEFINED	8
			25	474			

				FORM 13F					
PAGE 174 OF 236		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
-----		-----	-----	-----	-----	-----	-----	-----	-----
PLANTRONICS INC NEW	COM	727493108	29	1500	SH	DEFINED	9		
			29	1500					
PLUM CREEK TIMBER CO INC	COM	729251108	481	11808	SH	DEFINED	9		
			1288	31657	SH	DEFINED	3		

		1769	43465						
POLARIS INDS INC	COM	731068102	16	400	SH	DEFINED	9		
			30	720	SH	DEFINED	3		

		46	1120						
POLO RALPH LAUREN CORP	CL A	731572103	238	4077	SH	DEFINED	9		
			1039	17821	SH	DEFINED	3		

		1276	21898						
POLYCOM INC	COM	73172K104	221	9820	SH	DEFINED	9		
			45	1992	SH	DEFINED	3		

		266	11812						
POLYONE CORP	COM	73179P106	34	5374	SH	DEFINED	9		
			17	2622	SH	DEFINED	3		

		51	7996						
POLYPORE INTL INC	COM	73179V103	797	38504	SH	DEFINED	9		

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			116	5586	SH	DEFINED	3
			-----	-----			
			912	44090			
POLYMET MINING CORP	COM	731916102	9	3000	SH	DEFINED	9
			-----	-----			
			9	3000			
POPULAR INC	COM	733174106	163	14016	SH	DEFINED	9
			-----	-----			
			163	14016			
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	192	4474	SH	DEFINED	9
			111	2596	SH	DEFINED	3
			-----	-----			
			303	7070			

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PAGE 175 OF 236		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	
-----	-----	-----	-----	-----	-----	-----	-----	
PORTUGAL TELECOM SGPS S A	SPONSORED ADR	737273102	8	664	SH	DEFINED	3	
			-----	-----				
			8	664				
POST PPTYS INC	COM	737464107	12	307	SH	DEFINED	9	
			-----	-----				
			12	307				
POTASH CORP SASK INC	COM	73755L107	2890	18619	SH	DEFINED	9	
			956	6162	SH	DEFINED	3	
			-----	-----				
			3846	24781				
POTLATCH CORP NEW	COM	737630103	31	760	SH	DEFINED	9	
			62	1500	SH	DEFINED	3	
			-----	-----				
			93	2260				
POWER INTEGRATIONS INC	COM	739276103	35	1188	SH	DEFINED	9	
			20	682	SH	DEFINED	3	
			-----	-----				
			55	1870				
POWERSHARES QQQ TRUST	UNIT SER 1	73935A104	65	1480	SH	DEFINED	9	
			726	16596	SH	DEFINED	3	
			-----	-----				
			790	18076				
POWERSHARES DB CMDTY IDX TRA	UNIT BEN INT	73935S105	9718	271674	SH	DEFINED	9	
			3611	100963	SH	DEFINED	3	
			-----	-----				
			13329	372637				
POWERSHARES ETF TRUST	PRVT EQTY PORT	73935X195	936	48221	SH	DEFINED	9	

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			773	39844	SH	DEFINED	3
			-----	-----			
			1709	88065			
POWERSHARES ETF TRUST	HI YLD EQ DVDN	73935X302	36	3000	SH	DEFINED	9
			-----	-----			
			36	3000			
POWERSHARES ETF TRUST	GOLDEN DRG USX	73935X401	32	1300	SH	DEFINED	9
			75	3000	SH	DEFINED	3
			-----	-----			
			107	4300			

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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	
-----	-----	-----	-----	-----	-----	-----	-----	
POWERSHARES ETF TRUST	WNRHLL CLN EN	73935X500	60	3051	SH	DEFINED	3	
			-----	-----				
			60	3051				
POWERSHARES ETF TRUST	WATER RESOURCE	73935X575	8	400	SH	DEFINED	9	
			14	750	SH	DEFINED	3	
			-----	-----				
			22	1150				
POWERSHARES ETF TRUST	FTSE RAFI 1000	73935X583	670	12762	SH	DEFINED	3	
			-----	-----				
			670	12762				
POWERSHARES ETF TRUST	DYNM LRG CP GR	73935X609	13	760	SH	DEFINED	3	
			-----	-----				
			13	760				
POWERSHARES ETF TRUST	DYN BIOT & GEN	73935X856	5	325	SH	DEFINED	9	
			-----	-----				
			5	325				
POWERSHARES ETF TRUST	DYNM SM CP VAL	73935X864	16	1048	SH	DEFINED	3	
			-----	-----				
			16	1048				
POWERSHS DB MULTI SECT COMM	DB AGRICULT FD	73936B408	219	6000	SH	DEFINED	9	
			16	450	SH	DEFINED	3	
			-----	-----				
			235	6450				
POWERSHS DB US DOLLAR INDEX	DOLL INDX BULL	73936D107	13	600	SH	DEFINED	3	
			-----	-----				
			13	600				
POWERSHARES GLOBAL ETF FD	S&P 500 BUYWRT	73936G308	24	1000	SH	DEFINED	3	
			-----	-----				
			24	1000				

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PRAXAIR INC	COM	74005P104	49024	582024	SH	DEFINED	9
			27154	322374	SH	DEFINED	3
			8	100	SH	DEFINED	8
			-----	-----			
			76186	904498			

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

PRECISION CASTPARTS CORP	COM	740189105	893	8751	SH	DEFINED	9	
			455	4461	SH	DEFINED	3	
			-----	-----				
			1349	13212				
PRESIDENTIAL RLTY CORP NEW	CL B	741004204	5	900	SH	DEFINED	3	
			-----	-----				
			5	900				
PRESTIGE BRANDS HLDGS INC	COM	74112D101	66	8082	SH	DEFINED	9	
			227	27730	SH	DEFINED	3	
			-----	-----				
			293	35812				
PRICE T ROWE GROUP INC	COM	74144T108	9916	198324	SH	DEFINED	9	
			2655	53102	SH	DEFINED	3	
			-----	-----				
			12571	251426				
PRICELINE COM INC	COM NEW	741503403	5	41	SH	DEFINED	3	
			-----	-----				
			5	41				
PRICESMART INC	COM	741511109	34	1236	SH	DEFINED	9	
			43	1568	SH	DEFINED	3	
			-----	-----				
			78	2804				
PRIDE INTL INC DEL	COM	74153Q102	12	350	SH	DEFINED	9	
			7	200	SH	DEFINED	3	
			-----	-----				
			19	550				
PRIMEENERGY CORP	COM	74158E104	57	1000	SH	DEFINED	3	
			-----	-----				
			57	1000				
PRINCETON NATL BANCORP INC	COM	742282106	6	200	SH	DEFINED	9	
			-----	-----				
			6	200				
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	641	11500	SH	DEFINED	9	
			403	7231	SH	DEFINED	3	
			-----	-----				
			1044	18731				

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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					
PROASSURANCE CORP	COM	74267C106	549	10195	SH	DEFINED	9				
			362	6720	SH					DEFINED	3
			911	16915							
PROCTER & GAMBLE CO	COM	742718109	710004	10132779	SH	DEFINED	9				
			105107	1500034	SH					DEFINED	3
			417	5946	SH					DEFINED	8
			815528	11638759							
PRIVATEBANCORP INC	COM	742962103	3	100	SH	DEFINED	3				
			3	100							
PROGENICS PHARMACEUTICALS IN	COM	743187106	17	2592	SH	DEFINED	9				
			17	2592							
PROGRESS ENERGY INC	COM	743263105	1944	46618	SH	DEFINED	9				
			1894	45418	SH					DEFINED	3
			8	200	SH					DEFINED	8
			3846	92236							
PROGRESS SOFTWARE CORP	COM	743312100	29	968	SH	DEFINED	9				
			9	295	SH					DEFINED	3
			38	1263							
PROGRESSIVE CORP OHIO	COM	743315103	36	2245	SH	DEFINED	9				
			160	9962	SH					DEFINED	3
			196	12207							
PROLOGIS	SH BEN INT	743410102	794	13484	SH	DEFINED	9				
			2402	40813	SH					DEFINED	3
			3196	54297							
PROS HOLDINGS INC	COM	74346Y103	313	24959	SH	DEFINED	9				
			83	6646	SH					DEFINED	3
			397	31605							

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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	
PROSHARES TR	ULTRA S&P 500	74347R107	662	10037	SH		DEFINED	3	
			662	10037					
PROSHARES TR	ULTRA XIN CH25	74347R321	14	150	SH		DEFINED	9	
			14	150					
PROSHARES TR	SHORT S&P 500	74347R503	20	300	SH		DEFINED	3	
			20	300					
PROSHARES TR	ULTRASHRT FINL	74347R628	94	800	SH		DEFINED	3	
			94	800					
PROSPECT CAPITAL CORPORATION	COM	74348T102	23	1500	SH		DEFINED	8	
			23	1500					
PROSPECT STREET INCOME SHS I	COM	743590101	17	3594	SH		DEFINED	3	
			17	3594					
PROSPERITY BANCSHARES INC	COM	743606105	41	1420	SH		DEFINED	9	
			2	86	SH		DEFINED	3	
			43	1506					
PROTECTIVE LIFE CORP	COM	743674103	133	3278	SH		DEFINED	9	
			194	4778	SH		DEFINED	3	
			327	8056					
PROVIDENCE SVC CORP	COM	743815102	52	1740	SH		DEFINED	9	
			104	3473	SH		DEFINED	3	
			156	5213					
PROVIDENT BANKSHARES CORP	COM	743859100	31	2900	SH		DEFINED	9	
			31	2900					

			FORM 13F						
PAGE 180 OF 236			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	
PROVIDENT ENERGY TR	TR UNIT	74386K104	28	2600	SH		DEFINED	9	
			21	2000	SH		DEFINED	3	

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				16	1500	SH		DEFINED	8
				-----	-----				
				65	6100				
PROVIDENT FINL HLDGS INC	COM	743868101		79	4956	SH		DEFINED	9
				-----	-----				
				79	4956				
PRUDENTIAL FINL INC	COM	744320102		20833	266240	SH		DEFINED	9
				13519	172761	SH		DEFINED	3
				-----	-----				
				34352	439001				
PSYCHIATRIC SOLUTIONS INC	COM	74439H108		427	12594	SH		DEFINED	9
				95	2811	SH		DEFINED	3
				-----	-----				
				523	15405				
PUBLIC SVC ENTERPRISE GROUP	COM	744573106		218	5426	SH		DEFINED	9
				443	11028	SH		DEFINED	3
				-----	-----				
				661	16454				
PUBLIC STORAGE	COM	74460D109		48	537	SH		DEFINED	9
				186	2094	SH		DEFINED	3
				-----	-----				
				233	2631				
PUBLIC STORAGE	COM A DP1/1000	74460D729		19	761	SH		DEFINED	3
				-----	-----				
				19	761				
PUGET ENERGY INC NEW	COM	745310102		21	800	SH		DEFINED	9
				73	2816	SH		DEFINED	3
				-----	-----				
				94	3616				
PULTE HOMES INC	COM	745867101		66	4529	SH		DEFINED	9
				88	6047	SH		DEFINED	3
				-----	-----				
				154	10576				

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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	MA			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	
PUTNAM MANAGED MUN INCOM TR	COM	746823103	42	6065	SH		DEFINED	9		
			42	5990	SH		DEFINED	3		
			-----	-----						
			84	12055						
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	33	5410	SH		DEFINED	9		
			18	2900	SH		DEFINED	3		
			-----	-----						
			50	8310						

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PUTNAM MASTER INTER INCOME T	SH BEN INT	746909100	6	1000	SH	DEFINED	9
			52	8400	SH	DEFINED	3
			58	9400			
PUTNAM MUN OPPORTUNITIES TR	SH BEN INT	746922103	44	4000	SH	DEFINED	3
			44	4000			
QLOGIC CORP	COM	747277101	77	4989	SH	DEFINED	9
			6	384	SH	DEFINED	3
			82	5373			
QSOUND LABS INC	COM NEW	74728C307	0	125	SH	DEFINED	3
				125			
QUALCOMM INC	COM	747525103	3304	80593	SH	DEFINED	9
			2998	73119	SH	DEFINED	3
			6302	153712			
QUALITY SYS INC	COM	747582104	9	300	SH	DEFINED	3
			9	300			
QUANEX CORP	COM	747620102	10	192	SH	DEFINED	3
			10	192			
QUEST DIAGNOSTICS INC	COM	74834L100	113	2491	SH	DEFINED	9
			102	2263	SH	DEFINED	3
			215	4754			

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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/ INVSTMT PRN CALL	DSCRETN	MA	
QUESTAR CORP	COM	748356102	20063	354714	SH	DEFINED	9	
			8030	141970	SH	DEFINED	3	
			11	200	SH	DEFINED	8	
			28104	496884				
QWEST COMMUNICATIONS INTL IN	COM	749121109	50	10977	SH	DEFINED	9	
			2	332	SH	DEFINED	3	
			51	11309				
RAIT FINANCIAL TRUST	COM	749227104	11	1520	SH	DEFINED	9	
			11	1520				

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RCM TECHNOLOGIES INC	COM NEW	749360400	4	1000	SH	DEFINED 3
			-----	-----		
			4	1000		
R H DONNELLEY CORP	COM NEW	74955W307	0	51	SH	DEFINED 3
			-----	-----		
				51		
RMR ASIA REAL ESTATE FUND	COM BENE INTER	74964Q101	6	500	SH	DEFINED 3
			-----	-----		
			6	500		
RPM INTL INC	COM	749685103	890	42479	SH	DEFINED 9
			307	14650	SH	DEFINED 3
			-----	-----		
			1196	57129		
RF MICRODEVICES INC	COM	749941100	1	200	SH	DEFINED 9
			-----	-----		
			1	200		
RADIOSHACK CORP	COM	750438103	5	305	SH	DEFINED 9
			-----	-----		
			5	305		
RAE SYS INC	COM	75061P102	4	2000	SH	DEFINED 9
			-----	-----		
			4	2000		

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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		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
RAMBUS INC DEL	COM	750917106	35	1500	SH	DEFINED 9			
			-----	-----					
			35	1500					
RALCORP HLDGS INC NEW	COM	751028101	10	166	SH	DEFINED 9			
			4	68	SH	DEFINED 3			
			-----	-----					
			14	234					
RANGE RES CORP	COM	75281A109	21	338	SH	DEFINED 9			
			63	1000	SH	DEFINED 3			
			-----	-----					
			85	1338					
RAYMOND JAMES FINANCIAL INC	COM	754730109	120	5213	SH	DEFINED 9			
			199	8663	SH	DEFINED 3			
			-----	-----					
			319	13876					
RAYONIER INC	COM	754907103	12	285	SH	DEFINED 9			
			317	7298	SH	DEFINED 3			

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			329	7583		
RAYTHEON CO	*W EXP 06/16/2	755111119	3	113	SH	DEFINED 9
			3	113		
RAYTHEON CO	COM NEW	755111507	1732	26804	SH	DEFINED 9
			2022	31291	SH	DEFINED 3
			3754	58095		
REALNETWORKS INC	COM	75605L104	5	800	SH	DEFINED 3
			5	800		
REALTY INCOME CORP	COM	756109104	49	1902	SH	DEFINED 9
			12	460	SH	DEFINED 3
			61	2362		
REAVES UTIL INCOME FD	COM SH BEN INT	756158101	21	975	SH	DEFINED 3
			21	975		

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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
RED HAT INC	COM	756577102	9	500	SH	DEFINED 9	
			9	500			
REDWOOD TR INC	COM	758075402	4	100	SH	DEFINED 3	
			4	100			
REGAL BELOIT CORP	COM	758750103	3	75	SH	DEFINED 3	
			3	75			
REGAL ENTMT GROUP	CL A	758766109	91	4739	SH	DEFINED 9	
			28	1431	SH	DEFINED 3	
			119	6170			
REGIS CORP MINN	COM	758932107	28	1012	SH	DEFINED 9	
			28	1012			
REGIONAL BK HOLDERS TR	DEPOSITRY RCPT	75902E100	153	1300	SH	DEFINED 9	
			153	1300			
REGIONS FINANCIAL CORP NEW	COM	7591EP100	447	22657	SH	DEFINED 9	

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			114	5792	SH	DEFINED	3
			-----	-----			
			562	28449			
REINSURANCE GROUP AMER INC	COM	759351109	31	578	SH	DEFINED	9
			-----	-----			
			31	578			
RELIANCE STEEL & ALUMINUM CO	COM	759509102	3	51	SH	DEFINED	3
			-----	-----			
			3	51			
RELIANT ENERGY INC	COM	75952B105	39	1647	SH	DEFINED	3
			-----	-----			
			39	1647			
RENASANT CORP	COM	75970E107	35	1536	SH	DEFINED	9
			-----	-----			
			17	748	SH	DEFINED	3
			-----	-----			
			51	2284			

PAGE 185 OF 236		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 DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
REPSOL YPF S A	SPONSORED ADR	76026T205	59	1728	SH	DEFINED	3		
			-----	-----					
			59	1728					
REPUBLIC BANCORP KY	CL A	760281204	11	606	SH	DEFINED	3		
			-----	-----					
			11	606					
REPUBLIC SVCS INC	COM	760759100	187	6398	SH	DEFINED	9		
			-----	-----					
			201	6860	SH	DEFINED	3		
			-----	-----					
			388	13258					
RESEARCH IN MOTION LTD	COM	760975102	2558	22792	SH	DEFINED	9		
			-----	-----					
			1118	9966	SH	DEFINED	3		
			-----	-----					
			3676	32758					
RESMED INC	COM	761152107	63	1500	SH	DEFINED	9		
			-----	-----					
			63	1500					
RESOURCES CONNECTION INC	COM	76122Q105	39	2162	SH	DEFINED	9		
			-----	-----					
			22	1240	SH	DEFINED	3		
			-----	-----					
			61	3402					
RESPIRONICS INC	COM	761230101	179	2717	SH	DEFINED	9		
			-----	-----					
			594	9000	SH	DEFINED	3		

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			773	11717		
REUTERS GROUP PLC	SPONSORED ADR	76132M102	6	86	SH	DEFINED 9
			24	346	SH	DEFINED 3
			-----	-----		
			30	432		
REYNOLDS AMERICAN INC	COM	761713106	457	7744	SH	DEFINED 9
			493	8344	SH	DEFINED 3
			-----	-----		
			950	16088		
RIO TINTO PLC	SPONSORED ADR	767204100	730	1773	SH	DEFINED 9
			682	1656	SH	DEFINED 3
			-----	-----		
			1412	3429		

		FORM 13F							
PAGE 186 OF 236		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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
RITE AID CORP	COM	767754104	6	2000	SH			DEFINED 9	
			-----	-----					
			6	2000					
RIVUS BOND FUND	COM	769667106	28	1637	SH			DEFINED 9	
			-----	-----					
			28	1637					
ROBERT HALF INTL INC	COM	770323103	20	775	SH			DEFINED 9	
			16	625	SH			DEFINED 3	
			-----	-----					
			36	1400					
ROCK-TENN CO	CL A	772739207	6	200	SH			DEFINED 3	
			-----	-----					
			6	200					
ROCKWELL AUTOMATION INC	COM	773903109	5017	87377	SH			DEFINED 9	
			1561	27193	SH			DEFINED 3	
			-----	-----					
			6579	114570					
ROCKWELL COLLINS INC	COM	774341101	56	977	SH			DEFINED 9	
			1234	21601	SH			DEFINED 3	
			-----	-----					
			1290	22578					
ROHM & HAAS CO	COM	775371107	2586	47809	SH			DEFINED 9	
			207	3827	SH			DEFINED 3	
			-----	-----					
			2792	51636					
ROLLINS INC	COM	775711104	50	2826	SH			DEFINED 9	
			29	1621	SH			DEFINED 3	

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		-----		-----			
		79	4447				
ROPER INDS INC NEW	COM	776696106	3616	60827	SH	DEFINED	9
			2383	40088	SH	DEFINED	3
			-----	-----			
			5998	100915			
ROSETTA RESOURCES INC	COM	777779307	42	2134	SH	DEFINED	9
			21	1043	SH	DEFINED	3
			-----	-----			
			62	3177			

				FORM 13F							
PAGE	187 OF	236	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					
		-----		-----		-----		-----		-----	
ROSS STORES INC	COM	778296103	4	137	SH	DEFINED	3				
			-----	-----							
			4	137							
ROWAN COS INC	COM	779382100	10	248	SH	DEFINED	9				
			-----	-----							
			10	248							
ROYAL BK CDA MONTREAL QUE	COM	780087102	16	340	SH	DEFINED	9				
			-----	-----							
			16	340							
ROYAL BK SCOTLAND GROUP PLC	SP ADR REP SHS	780097721	9	1285	SH	DEFINED	3				
			-----	-----							
			9	1285							
ROYAL BK SCOTLAND GROUP PLC	SP ADR PREF S	780097739	13	600	SH	DEFINED	3				
			-----	-----							
			13	600							
ROYAL BK SCOTLAND GROUP PLC	ADR PFD SER P	780097762	11	500	SH	DEFINED	9				
			-----	-----							
			56	2600	SH	DEFINED	3				
			-----	-----							
			67	3100							
ROYAL BK SCOTLAND GROUP PLC	SP ADR PREF M	780097796	22	1000	SH	DEFINED	9				
			-----	-----							
			4	200	SH	DEFINED	3				
			-----	-----							
			27	1200							
ROYAL BK SCOTLAND GROUP PLC	SPON ADR SER H	780097879	19	800	SH	DEFINED	9				
			-----	-----							
			97	4000	SH	DEFINED	3				
			-----	-----							
			116	4800							
ROYAL DUTCH SHELL PLC	SPON ADR B	780259107	53	789	SH	DEFINED	3				
			-----	-----							
			53	789							

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ROYAL DUTCH SHELL PLC	SPONS ADR A	780259206	15325	222164	SH	DEFINED	9
			24358	353115	SH	DEFINED	3
			-----	-----			
			39683	575279			

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

ROYAL GOLD INC	COM	780287108	15	500	SH	DEFINED	3	
			-----	-----				
			15	500				
ROYAL KPN NV	SPONSORED ADR	780641205	133	7891	SH	DEFINED	9	
			264	15598	SH	DEFINED	3	
			-----	-----				
			397	23489				
ROYCE VALUE TR INC	COM	780910105	24	1500	SH	DEFINED	9	
			-----	-----				
			24	1500				
RUDOLPH TECHNOLOGIES INC	COM	781270103	9	930	SH	DEFINED	9	
			5	534	SH	DEFINED	3	
			-----	-----				
			14	1464				
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	2	71	SH	DEFINED	3	
			-----	-----				
			2	71				
RYDER SYS INC	COM	783549108	92	1514	SH	DEFINED	9	
			12	200	SH	DEFINED	3	
			-----	-----				
			104	1714				
RYDEX ETF TRUST	S&P 500 EQ TRD	78355W106	13	300	SH	DEFINED	9	
			94	2194	SH	DEFINED	3	
			-----	-----				
			107	2494				
SAIC INC	COM	78390X101	19	1003	SH	DEFINED	9	
			9	475	SH	DEFINED	3	
			-----	-----				
			27	1478				
SEI INVESTMENTS CO	COM	784117103	8	316	SH	DEFINED	9	
			70	2850	SH	DEFINED	3	
			-----	-----				
			78	3166				
SK TELECOM LTD	SPONSORED ADR	78440P108	6	281	SH	DEFINED	9	
			25	1150	SH	DEFINED	3	
			-----	-----				

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			FORM 13F							
			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
PAGE	189 OF	236	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
			SLM CORP	COM	78442P106	39	2552	SH	DEFINED	9
						39	2552			
			SPDR TR	UNIT SER 1	78462F103	9652	73137	SH	DEFINED	9
						20422	154744	SH	DEFINED	3
						198	1500	SH	DEFINED	8
						30271	229381			
			SPSS INC	COM	78462K102	9	225	SH	DEFINED	3
						9	225			
			S1 CORPORATION	COM	78463B101	3	400	SH	DEFINED	3
						3	400			
			SPDR INDEX SHS FDS	DJ EURSTX50ETF	78463X202	7	122	SH	DEFINED	9
						7	122			
			SPDR INDEX SHS FDS	DJWS INTL REAL	78463X863	4305	81464	SH	DEFINED	9
						4602	87078	SH	DEFINED	3
						8907	168542			
			SPX CORP	COM	784635104	2164	20629	SH	DEFINED	9
						7661	73033	SH	DEFINED	3
						9825	93662			
			SPDR SERIES TRUST	DJWS SCAP GR	78464A201	28	324	SH	DEFINED	9
						28	324			
			SPDR SERIES TRUST	DJWS REIT ETF	78464A607	16	235	SH	DEFINED	9
						54	775	SH	DEFINED	3
						71	1010			
			SPDR SERIES TRUST	S&P METALS MNG	78464A755	21	300	SH	DEFINED	9
						21	300			

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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	
SPDR SERIES TRUST	S&P DIVID ETF	78464A763	110	2125	SH		DEFINED	8	
			110	2125					
SPDR SERIES TRUST	KBW BK ETF	78464A797	93	2400	SH		DEFINED	9	
			93	2400					
SPDR SERIES TRUST	S&P HOMEBUILD	78464A888	61	2800	SH		DEFINED	9	
			61	2800					
SVB FINL GROUP	COM	78486Q101	46	1064	SH		DEFINED	9	
			46	1064					
S Y BANCORP INC	COM	785060104	458	19699	SH		DEFINED	3	
			458	19699					
SABINE ROYALTY TR	UNIT BEN INT	785688102	126	2500	SH		DEFINED	9	
			126	2500					
SAFECO CORP	COM	786429100	9	214	SH		DEFINED	9	
			9	214					
SAFEGUARD SCIENTIFICS INC	COM	786449108	4	3000	SH		DEFINED	3	
			4	3000					
SAFEWAY INC	COM NEW	786514208	1544	52603	SH		DEFINED	9	
			1040	35419	SH		DEFINED	3	
			2583	88022					
ST JOE CO	COM	790148100	28	650	SH		DEFINED	9	
			28	650					
ST JUDE MED INC	COM	790849103	673	15592	SH		DEFINED	9	
			358	8282	SH		DEFINED	3	
			1031	23874					

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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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ST MARY LD & EXPL CO	COM	792228108	13	345	SH	DEFINED	3
			13	345			
SAKS INC	COM	79377W108	8	647	SH	DEFINED	3
			8	647			
SALESFORCE COM INC	COM	79466L302	599	10356	SH	DEFINED	9
			101	1742	SH	DEFINED	3
			700	12098			
SALLY BEAUTY HLDGS INC	COM	79546E104	83	12042	SH	DEFINED	9
			292	42292	SH	DEFINED	3
			375	54334			
SAN JUAN BASIN RTY TR	UNIT BEN INT	798241105	141	3796	SH	DEFINED	9
			7	200	SH	DEFINED	3
			149	3996			
SANDISK CORP	COM	80004C101	433	19182	SH	DEFINED	9
			313	13856	SH	DEFINED	3
			746	33038			
SANGAMO BIOSCIENCES INC	COM	800677106	25	2500	SH	DEFINED	3
			25	2500			
SANMINA SCI CORP	COM	800907107	33	20571	SH	DEFINED	3
			33	20571			
SANOFI AVENTIS	SPONSORED ADR	80105N105	93	2476	SH	DEFINED	9
			989	26341	SH	DEFINED	3
			8	203	SH	DEFINED	8
			1089	29020			
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	74	1500	SH	DEFINED	9
			128	2592	SH	DEFINED	3
			203	4092			

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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	
SARA LEE CORP	COM	803111103	3429	245304	SH	DEFINED	9	
			5087	363867	SH	DEFINED	3	

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			8516	609171		
SASOL LTD	SPONSORED ADR	803866300	24	500	SH	DEFINED 3
			24	500		
SATYAM COMPUTER SERVICES LTD	ADR	804098101	45	2000	SH	DEFINED 3
			45	2000		
SAUL CTRS INC	COM	804395101	5	102	SH	DEFINED 3
			5	102		
SCANA CORP NEW	COM	80589M102	37	1000	SH	DEFINED 9
			26	720	SH	DEFINED 3
			63	1720		
SCHAWK INC	CL A	806373106	44	2728	SH	DEFINED 9
			21	1332	SH	DEFINED 3
			65	4060		
SCHEIN HENRY INC	COM	806407102	3014	52505	SH	DEFINED 9
			3400	59240	SH	DEFINED 3
			6414	111745		
SCHERING PLOUGH CORP	COM	806605101	3052	211787	SH	DEFINED 9
			1151	79860	SH	DEFINED 3
			4203	291647		
SCHLUMBERGER LTD	DBCV 1.500% 6	806857AC2	480	2000	SH	DEFINED 3
			480	2000		
SCHLUMBERGER LTD	COM	806857108	45150	518968	SH	DEFINED 9
			26384	303269	SH	DEFINED 3
			13	150	SH	DEFINED 8
			71548	822387		

FORM 13F

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA
SCHNITZER STL INDS	CL A	806882106	92	1300	SH	DEFINED 9	
			92	1300			
SCHULMAN A INC	COM	808194104	51	2508	SH	DEFINED 9	

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			51	2508			
SCHWAB CHARLES CORP NEW	COM	808513105	17372	922569	SH	DEFINED	9
			7253	385165	SH	DEFINED	3
			-----	-----			
			24625	1307734			
SCHWEITZER-MAUDUIT INTL INC	COM	808541106	65	2819	SH	DEFINED	9
			31	1330	SH	DEFINED	3
			-----	-----			
			96	4149			
SCICLONE PHARMACEUTICALS INC	COM	80862K104	1	500	SH	DEFINED	3
			-----	-----			
			1	500			
SCIELE PHARMA INC	COM	808627103	6	330	SH	DEFINED	3
			-----	-----			
			6	330			
SCIENTIFIC GAMES CORP	CL A	80874P109	121	5724	SH	DEFINED	9
			222	10511	SH	DEFINED	3
			-----	-----			
			343	16235			
SCOTTS MIRACLE GRO CO	CL A	810186106	454	13991	SH	DEFINED	9
			121	3730	SH	DEFINED	3
			-----	-----			
			575	17721			
SCRIPPS E W CO OHIO	CL A	811054204	2185	52002	SH	DEFINED	9
			227	5400	SH	DEFINED	3
			-----	-----			
			2411	57402			
SEACOR HOLDINGS INC	COM	811904101	64	750	SH	DEFINED	9
			-----	-----			
			64	750			

				FORM 13F					
PAGE	194 OF	236	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN
	-----	-----	-----	-----	-----	-----	-----	-----	-----
	SEALED AIR CORP NEW	COM	81211K100	33	1305	SH	DEFINED	9	
				3	120	SH	DEFINED	3	
				-----	-----				
				36	1425				
	SEARS HLDGS CORP	COM	812350106	19	190	SH	DEFINED	9	
				642	6285	SH	DEFINED	3	
				-----	-----				
				661	6475				
	SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	670	16688	SH	DEFINED	9	
				441	10990	SH	DEFINED	3	

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			1112	27678			
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	304	9744 SH	DEFINED	9	
			754	24185 SH	DEFINED	3	
			1058	33929			
SELECT SECTOR SPDR TR	SBI CONS STPLS	81369Y308	135	4850 SH	DEFINED	9	
			199	7126 SH	DEFINED	3	
			334	11976			
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	364	11840 SH	DEFINED	9	
			432	14070 SH	DEFINED	3	
			796	25910			
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	117	1575 SH	DEFINED	9	
			1722	23252 SH	DEFINED	3	
			1839	24827			
SELECT SECTOR SPDR TR	SBI INT-FINL	81369Y605	6089	244826 SH	DEFINED	9	
			1166	46870 SH	DEFINED	3	
			5	200 SH	DEFINED	8	
			7259	291896			
SELECT SECTOR SPDR TR	SBI INT-INDS	81369Y704	109	2925 SH	DEFINED	9	
			88	2357 SH	DEFINED	3	
			198	5282			

				FORM 13F				
PAGE	195 OF	236	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	
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	9179	409759 SH	DEFINED	9		
			1088	48567 SH	DEFINED	3		
			10266	458326				
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	455	11985 SH	DEFINED	9		
			133	3510 SH	DEFINED	3		
			588	15495				
SELECT COMFORT CORP	COM	81616X103	3	885 SH	DEFINED	3		
			3	885				
SELIGMAN SELECT MUN FD INC	COM	816344105	6	665 SH	DEFINED	3		
			6	665				

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SEMTECH CORP	COM	816850101	113 281	7872 19615	SH SH	DEFINED 9 DEFINED 3
			394	27487		
SEMPRA ENERGY	COM	816851109	485 585	9096 10977	SH SH	DEFINED 9 DEFINED 3
			1069	20073		
SEMITool INC	COM	816909105	37 18	4430 2170	SH SH	DEFINED 9 DEFINED 3
			55	6600		
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	11	480	SH	DEFINED 9
			11	480		
SENSIENT TECHNOLOGIES CORP	COM	81725T100	92	3136	SH	DEFINED 3
			92	3136		
SEPRACOR INC	COM	817315104	40	2070	SH	DEFINED 3
			40	2070		

			FORM 13F						
PAGE 196 OF 236			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	
SERVICE CORP INTL	COM	817565104	48 94	4692 9310	SH SH		DEFINED 9 DEFINED 3		
			142	14002					
SHAW GROUP INC	COM	820280105	1	25	SH		DEFINED 3		
			1	25					
SHERWIN WILLIAMS CO	COM	824348106	507 3833	9925 75106	SH SH		DEFINED 9 DEFINED 3		
			4340	85031					
SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	34 820 9	321 7766 81	SH SH SH		DEFINED 9 DEFINED 3 DEFINED 8		
			862	8168					
SHIRE PLC	SPONSORED ADR	82481R106	9	160	SH		DEFINED 9		
			9	160					

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SIEMENS A G	SPONSORED ADR	826197501	3601	33052	SH	DEFINED	9
			3727	34216	SH	DEFINED	3
			8	78	SH	DEFINED	8
			-----	-----			
			7337	67346			
SIERRA PAC RES NEW	COM	826428104	1	58	SH	DEFINED	3
			-----	-----			
			1	58			
SIGMA ALDRICH CORP	COM	826552101	273	4583	SH	DEFINED	9
			997	16713	SH	DEFINED	3
			-----	-----			
			1270	21296			
SIGNET GROUP PLC	SP ADR REP 10	82668L872	2	178	SH	DEFINED	3
			-----	-----			
			2	178			
SILICONWARE PRECISION INDS L	SPONSD ADR SPL	827084864	2	227	SH	DEFINED	3
			-----	-----			
			2	227			

				FORM 13F						
PAGE	197 OF	236	NAME OF REPORTING MANAGER:		FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DCRETN				
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	
SILVER WHEATON CORP	COM	828336107	92	5934	SH	DEFINED	9			
			186	12008	SH	DEFINED	3			
			-----	-----						
			279	17942						
SIMON PPTY GROUP INC NEW	COM	828806109	4023	43301	SH	DEFINED	9			
			4124	44382	SH	DEFINED	3			
			-----	-----						
			8147	87683						
SIRIUS SATELLITE RADIO INC	COM	82966U103	37	12800	SH	DEFINED	9			
			10	3500	SH	DEFINED	3			
			-----	-----						
			47	16300						
SKECHERS U S A INC	CL A	830566105	30	1475	SH	DEFINED	9			
			60	2960	SH	DEFINED	3			
			-----	-----						
			90	4435						
SKYWORKS SOLUTIONS INC	COM	83088M102	2	280	SH	DEFINED	9			
			53	7291	SH	DEFINED	3			
			-----	-----						
			55	7571						
SMALL CAP PREM & DIV INCM FD	COM	83165P101	11	762	SH	DEFINED	9			
			111	7500	SH	DEFINED	3			

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		-----		-----		
		123	8262			
SMITH & NEPHEW PLC	SPDN ADR NEW	83175M205	3	51	SH	DEFINED 3

		3	51			
SMITH A O	COM	831865209	12	364	SH	DEFINED 3

		12	364			
SMITH INTL INC	COM	832110100	390	6072	SH	DEFINED 9

		193	3010	SH		DEFINED 3

		583	9082			

PAGE 198 OF 236		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		
-----			-----						
SMITHFIELD FOODS INC	COM	832248108	52	2010	SH		DEFINED 9		

			1	45	SH		DEFINED 3		

			53	2055					
SMUCKER J M CO	COM NEW	832696405	1367	27005	SH		DEFINED 9		

			211	4165	SH		DEFINED 3		

			1578	31170					
SNAP ON INC	COM	833034101	1010	19861	SH		DEFINED 9		

			367	7226	SH		DEFINED 3		

			1377	27087					
SOCIEDAD QUIMICA MINERA DE C	SPON ADR SER B	833635105	8	350	SH		DEFINED 3		

			8	350					
SOFTBRANDS INC	COM	83402A107	1	671	SH		DEFINED 9		

			0	58	SH		DEFINED 3		

			1	729					
SOLUTIA INC	COM NEW	834376501	0	28	SH		DEFINED 9		

							28		
SOMANETICS CORP	COM NEW	834445405	17	1074	SH		DEFINED 9		

			10	616	SH		DEFINED 3		

			26	1690					
SONIC CORP	COM	835451105	3	150	SH		DEFINED 9		

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				3	150		
SONIC SOLUTIONS	COM	835460106	48	5000	SH	DEFINED	3
			-----	-----			
			48	5000			
SONICWALL INC	COM	835470105	11	1300	SH	DEFINED	9
			1	100	SH	DEFINED	3
			-----	-----			
			11	1400			

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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	O MA	

SONOCO PRODS CO	COM	835495102	187	6536	SH	DEFINED	9	
			9	310	SH	DEFINED	3	
			-----	-----				
			196	6846				
SONY CORP	ADR NEW	835699307	57	1432	SH	DEFINED	9	
			38	947	SH	DEFINED	3	
			-----	-----				
			95	2379				
SOURCE CAP INC	COM	836144105	81	1527	SH	DEFINED	3	
			-----	-----				
			81	1527				
SOURCEFORGE INC	COM	83616W101	0	100	SH	DEFINED	9	
			-----	-----				
				100				
SOUTH FINL GROUP INC	COM	837841105	734	49367	SH	DEFINED	9	
			340	22900	SH	DEFINED	3	
			-----	-----				
			1074	72267				
SOUTHERN CO	COM	842587107	2388	67070	SH	DEFINED	9	
			3665	102923	SH	DEFINED	3	
			172	4825	SH	DEFINED	8	
			-----	-----				
			6225	174818				
SOUTHERN COPPER CORP	COM	84265V105	42	400	SH	DEFINED	9	
			481	4634	SH	DEFINED	3	
			-----	-----				
			523	5034				
SOUTHERN UN CO NEW	COM	844030106	16	667	SH	DEFINED	3	
			-----	-----				
			16	667				
SOUTHWEST AIRLS CO	COM	844741108	126	10137	SH	DEFINED	9	
			24	1912	SH	DEFINED	3	

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PAGE 200 OF 236			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	

SOUTHWEST BANCORP INC OKLA	COM	844767103	80	4558	SH		DEFINED	9	
			273	15593	SH		DEFINED	3	
			-----	-----					
			353	20151					
SOUTHWEST GAS CORP	COM	844895102	10	350	SH		DEFINED	3	
			-----	-----					
			10	350					
SOUTHWESTERN ENERGY CO	COM	845467109	125	3722	SH		DEFINED	3	
			-----	-----					
			125	3722					
SOVEREIGN BANCORP INC	COM	845905108	8	811	SH		DEFINED	9	
			5	525	SH		DEFINED	3	
			-----	-----					
			12	1336					
SPARTAN MTRS INC	COM	846819100	25	2900	SH		DEFINED	3	
			-----	-----					
			25	2900					
SPARTECH CORP	COM NEW	847220209	12	1374	SH		DEFINED	9	
			66	7790	SH		DEFINED	3	
			-----	-----					
			77	9164					
SPECTRA ENERGY CORP	COM	847560109	7905	347479	SH		DEFINED	9	
			3989	175334	SH		DEFINED	3	
			4	175	SH		DEFINED	8	
			-----	-----					
			11898	522988					
SPECTRANETICS CORP	COM	84760C107	1	150	SH		DEFINED	9	
			-----	-----					
			1	150					
SPIRIT AEROSYSTEMS HLDGS INC	COM CL A	848574109	208	9359	SH		DEFINED	9	
			146	6576	SH		DEFINED	3	
			-----	-----					
			353	15935					
SPRINT NEXTEL CORP	COM SER 1	852061100	318	47535	SH		DEFINED	9	
			83	12415	SH		DEFINED	3	
			-----	-----					
			401	59950					

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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	
STAGE STORES INC	COM NEW	85254C305	37	2255	SH		DEFINED	9	
			73	4487	SH		DEFINED	3	
			-----	-----					
			109	6742					
STANDARD REGISTER CO	COM	853887107	40432	5190296	SH		DEFINED	9	
			119	15322	SH		DEFINED	3	
			-----	-----					
			40552	5205618					
STANLEY WKS	COM	854616109	247	5179	SH		DEFINED	9	
			342	7185	SH		DEFINED	3	
			-----	-----					
			589	12364					
STAPLES INC	COM	855030102	163	7380	SH		DEFINED	9	
			132	5949	SH		DEFINED	3	
			-----	-----					
			295	13329					
STARBUCKS CORP	COM	855244109	192	10947	SH		DEFINED	9	
			566	32337	SH		DEFINED	3	
			-----	-----					
			757	43284					
STATE AUTO FINL CORP	COM	855707105	131	4504	SH		DEFINED	9	
			-----	-----					
			131	4504					
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	426	8227	SH		DEFINED	9	
			27	531	SH		DEFINED	3	
			-----	-----					
			453	8758					
STATE STR CORP	COM	857477103	21334	270053	SH		DEFINED	9	
			13797	174646	SH		DEFINED	3	
			-----	-----					
			35131	444699					
STATOILHYDRO ASA	SPONSORED ADR	85771P102	113	3789	SH		DEFINED	9	
			257	8603	SH		DEFINED	3	
			-----	-----					
			370	12392					

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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	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
STEAK N SHAKE CO	COM	857873103	55	6937	SH			DEFINED	9
			120	15246	SH			DEFINED	3
			175	22183					
STEEL DYNAMICS INC	COM	858119100	311	9423	SH			DEFINED	9
			339	10274	SH			DEFINED	3
			651	19697					
STEELCASE INC	CL A	858155203	20579	1860668	SH			DEFINED	3
			20579	1860668					
STEIN MART INC	COM	858375108	12	2106	SH			DEFINED	9
			6	1034	SH			DEFINED	3
			18	3140					
STERICYCLE INC	COM	858912108	4896	95069	SH			DEFINED	9
			2586	50204	SH			DEFINED	3
			7482	145273					
STERIS CORP	COM	859152100	171	6388	SH			DEFINED	9
			183	6814	SH			DEFINED	3
			354	13202					
STEREOTAXIS INC	COM	85916J102	7	1100	SH			DEFINED	3
			7	1100					
STERLING CONSTRUCTION CO INC	COM	859241101	7	370	SH			DEFINED	3
			7	370					
STEWART ENTERPRISES INC	CL A	860370105	41	6412	SH			DEFINED	9
			20	3128	SH			DEFINED	3
			61	9540					
STILLWATER MNG CO	COM	86074Q102	4	250	SH			DEFINED	3
			4	250					

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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
STMICROELECTRONICS N V	NY REGISTRY	861012102	17	1582	SH			DEFINED	9
			19	1736	SH			DEFINED	3

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			35	3318		
STRATASYS INC	COM	862685104	28	1546 SH	DEFINED	9
			16	886 SH	DEFINED	3
			43	2432		
STRATEGIC GLOBAL INCOME FD	COM	862719101	76	7100 SH	DEFINED	9
			28	2597 SH	DEFINED	3
			104	9697		
STRAYER ED INC	COM	863236105	76	500 SH	DEFINED	9
			76	500		
STREETTRACKS GOLD TR	GOLD SHS	863307104	6138	67894 SH	DEFINED	9
			5577	61691 SH	DEFINED	3
			45	500 SH	DEFINED	8
			11761	130085		
STRYKER CORP	COM	863667101	19629	301750 SH	DEFINED	9
			15609	239947 SH	DEFINED	3
			7	100 SH	DEFINED	8
			35244	541797		
STURM RUGER & CO INC	COM	864159108	52	6328 SH	DEFINED	9
			65	7904 SH	DEFINED	3
			117	14232		
SUBURBAN PROPANE PARTNERS L	UNIT LTD PARTN	864482104	2	55 SH	DEFINED	3
			2	55		
SUN LIFE FINL INC	COM	866796105	569	12207 SH	DEFINED	9
			355	7625 SH	DEFINED	3
			924	19832		

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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	
SUN MICROSYSTEMS INC	COM NEW	866810203	152	9819 SH	DEFINED	9		
			49	3176 SH	DEFINED	3		
			202	12995				
SUN-TIMES MEDIA GROUP INC	COM	86688Q100	0	250 SH	DEFINED	3		
				250				

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SUN HEALTHCARE GROUP INC	COM NEW	866933401	47	3585	SH	DEFINED	9
			75	5728	SH	DEFINED	3
			-----	-----			
			122	9313			
SUN HYDRAULICS CORP	COM	866942105	127	4339	SH	DEFINED	9
			447	15273	SH	DEFINED	3
			-----	-----			
			574	19612			
SUNCOR ENERGY INC	COM	867229106	67	700	SH	DEFINED	9
			376	3898	SH	DEFINED	3
			-----	-----			
			443	4598			
SUNOPTA INC	COM	8676EP108	1	250	SH	DEFINED	9
			-----	-----			
			1	250			
SUNOCO LOGISTICS PRTNRS L P	COM UNITS	86764L108	10	200	SH	DEFINED	9
			24	500	SH	DEFINED	3
			-----	-----			
			34	700			
SUNOCO INC	COM	86764P109	332	6335	SH	DEFINED	9
			386	7355	SH	DEFINED	3
			-----	-----			
			718	13690			
SUNPOWER CORP	COM CL A	867652109	22	300	SH	DEFINED	9
			3	46	SH	DEFINED	3
			-----	-----			
			26	346			
SUNSTONE HOTEL INVS INC NEW	COM	867892101	68	4260	SH	DEFINED	3
			-----	-----			
			68	4260			

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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
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
SUNTRUST BKS INC	COM	867914103	12261	222357	SH	DEFINED	9		
			4452	80731	SH	DEFINED	3		
			-----	-----					
			16712	303088					
SUPERIOR ENERGY SVCS INC	COM	868157108	886	22355	SH	DEFINED	9		
			604	15241	SH	DEFINED	3		
			-----	-----					
			1490	37596					
SUPERVALU INC	COM	868536103	1680	56034	SH	DEFINED	9		
			674	22470	SH	DEFINED	3		

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			-----	-----		
			2354	78504		
SURMODICS INC	COM	868873100	19	452	SH	DEFINED 9
			11	260	SH	DEFINED 3
			-----	-----		
			30	712		
SUSQUEHANNA BANCSHARES INC P	COM	869099101	51	2498	SH	DEFINED 9
			24	1185	SH	DEFINED 3
			-----	-----		
			75	3683		
SWIFT ENERGY CO	COM	870738101	22	500	SH	DEFINED 9
			-----	-----		
			22	500		
SYBASE INC	COM	871130100	188	7146	SH	DEFINED 9
			27	1026	SH	DEFINED 3
			-----	-----		
			215	8172		
SYKES ENTERPRISES INC	COM	871237103	4	240	SH	DEFINED 9
			18	1000	SH	DEFINED 3
			-----	-----		
			22	1240		
SYMANTEC CORP	COM	871503108	263	15838	SH	DEFINED 9
			52	3120	SH	DEFINED 3
			-----	-----		
			315	18958		

				FORM 13F					
PAGE	206 OF	236	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	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
SYMMETRICOM INC	COM	871543104	146	41802	SH	DEFINED 9			
			128	36818	SH	DEFINED 3			
			-----	-----					
			274	78620					
SYNAPTICS INC	COM	87157D109	15	620	SH	DEFINED 9			
			9	380	SH	DEFINED 3			
			-----	-----					
			24	1000					
SYNGENTA AG	SPONSORED ADR	87160A100	7158	122333	SH	DEFINED 9			
			4356	74448	SH	DEFINED 3			
			13	224	SH	DEFINED 8			
			-----	-----					
			11527	197005					
SYNOVUS FINL CORP	COM	87161C105	1386	125287	SH	DEFINED 9			
			313	28334	SH	DEFINED 3			
			-----	-----					

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			1699	153621		
SYSCO CORP	COM	871829107	15392	530389	SH	DEFINED 9
			7180	247427	SH	DEFINED 3
			-----	-----		
			22572	777816		
TCF FINL CORP	COM	872275102	25	1400	SH	DEFINED 9
			1154	64373	SH	DEFINED 3
			-----	-----		
			1179	65773		
TDK CORP	AMERN DEP SH	872351408	0	5	SH	DEFINED 3
			-----	-----		
				5		
TD AMERITRADE HLDG CORP	COM	87236Y108	1	80	SH	DEFINED 9
			8	505	SH	DEFINED 3
			-----	-----		
			10	585		
TECO ENERGY INC	COM	872375100	80	5037	SH	DEFINED 9
			158	9936	SH	DEFINED 3
			-----	-----		
			239	14973		

PAGE 207 OF 236		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		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
TEPPCO PARTNERS L P	UT LTD PARTNER	872384102	74	2150	SH	DEFINED 9			
			338	9800	SH	DEFINED 3			
			17	500	SH	DEFINED 8			
			-----	-----					
			429	12450					
TJX COS INC NEW	COM	872540109	6121	185102	SH	DEFINED 9			
			8652	261618	SH	DEFINED 3			
			-----	-----					
			14773	446720					
TTM TECHNOLOGIES INC	COM	87305R109	97	8530	SH	DEFINED 9			
			332	29348	SH	DEFINED 3			
			-----	-----					
			429	37878					
T-3 ENERGY SRVCS INC	COM	87306E107	624	14657	SH	DEFINED 9			
			98	2302	SH	DEFINED 3			
			-----	-----					
			722	16959					
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	413	40237	SH	DEFINED 9			
			675	65759	SH	DEFINED 3			
			3	254	SH	DEFINED 8			
			-----	-----					

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			1091	106250		
TANGER FACTORY OUTLET CTRS I	COM	875465106	226	5864	SH	DEFINED 3
			-----	-----		
			226	5864		
TARGET CORP	COM	87612E106	28623	564784	SH	DEFINED 9
			20224	399055	SH	DEFINED 3
			33	650	SH	DEFINED 8
			-----	-----		
			48880	964489		
TARGETED GENETICS CORP	COM NEW	87612M306	0	10	SH	DEFINED 3
			-----	-----		
				10		
TATA COMMUNICATIONS LTD	SPONS ADR	876564105	9	375	SH	DEFINED 9
			-----	-----		
			9	375		

				FORM 13F			
PAGE	208 OF	236	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
-----	-----	-----	-----	-----	-----	-----	-----
TATA MTRS LTD	SPONSORED ADR	876568502	3	200	SH	DEFINED 9	
			-----	-----			
			3	200			
TECH DATA CORP	COM	878237106	26	778	SH	DEFINED 9	
			14	432	SH	DEFINED 3	
			-----	-----			
			40	1210			
TECHTEAM GLOBAL INC	COM	878311109	2	240	SH	DEFINED 9	
			-----	-----			
			2	240			
TECHNE CORP	COM	878377100	209	3096	SH	DEFINED 9	
			266	3950	SH	DEFINED 3	
			-----	-----			
			475	7046			
TECHNITROL INC	COM	878555101	8	345	SH	DEFINED 3	
			-----	-----			
			8	345			
TECHNOLOGY RESH CORP	COM NEW	878727304	11	4000	SH	DEFINED 9	
			-----	-----			
			11	4000			
TECK COMINCO LTD	CL B	878742204	8	200	SH	DEFINED 3	
			-----	-----			
			8	200			
TEJON RANCH CO DEL	COM	879080109	50	1348	SH	DEFINED 9	

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			64	1706	SH	DEFINED	3
			-----	-----			
			114	3054			
TELE NORTE LESTE PART S A	SPON ADR PFD	879246106	1	55	SH	DEFINED	3
			-----	-----			
			1	55			
TELECOM HLDERS TR	DEPOSITRY RCPT	87927P200	107	3300	SH	DEFINED	3
			-----	-----			
			107	3300			
TELECOM ITALIA S P A NEW	SPON ADR ORD	87927Y102	33	1557	SH	DEFINED	3
			-----	-----			
			33	1557			

				FORM 13F					
PAGE	209 OF	236	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			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
TELECOM CORP NEW ZEALAND LTD	SPONSORED ADR	879278208	115	7751	SH	DEFINED	9		
			49	3280	SH	DEFINED	3		
			-----	-----					
			164	11031					
TELECOMUNICACOES BRASILEIRAS	SPONSORED ADR	879287308	1	55	SH	DEFINED	3		
			-----	-----					
			1	55					
TELEDYNE TECHNOLOGIES INC	COM	879360105	12	247	SH	DEFINED	9		
			-----	-----					
			12	247					
TELEFLEX INC	COM	879369106	634	13287	SH	DEFINED	9		
			89	1866	SH	DEFINED	3		
			-----	-----					
			723	15153					
TELEFONICA S A	SPONSORED ADR	879382208	189	2186	SH	DEFINED	9		
			467	5401	SH	DEFINED	3		
			-----	-----					
			656	7587					
TELEFONOS DE MEXICO S A B	SPON ADR ORD L	879403780	105	2800	SH	DEFINED	3		
			-----	-----					
			105	2800					
TELEPHONE & DATA SYS INC	COM	879433100	3	80	SH	DEFINED	3		
			-----	-----					
			3	80					
TELEPHONE & DATA SYS INC	SPL COM	879433860	4	100	SH	DEFINED	3		
			-----	-----					
			4	100					

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TELKOM SA LTD	SPONSORED ADR	879603108	10	156	SH	DEFINED	3
			-----	-----			
			10	156			
TELLABS INC	COM	879664100	8	1507	SH	DEFINED	9
			11	2100	SH	DEFINED	3
			-----	-----			
			20	3607			

		FORM 13F						
PAGE 210 OF 236		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ CALL	INVTMT DCRETN	MA	
			-----	-----	-----	-----	-----	
TEMPLE INLAND INC	COM	879868107	2	134	SH	DEFINED	9	
			-----	-----				
			2	134				
TEMPLETON DRAGON FD INC	COM	88018T101	168	6861	SH	DEFINED	9	
			178	7290	SH	DEFINED	3	
			-----	-----				
			346	14151				
TEMPLETON EMERG MKTS INCOME	COM	880192109	16	1164	SH	DEFINED	9	
			-----	-----				
			16	1164				
TEMPLETON RUS AND EAST EUR F	COM	88022F105	5	90	SH	DEFINED	3	
			-----	-----				
			5	90				
TEMPUR PEDIC INTL INC	COM	88023U101	6	500	SH	DEFINED	9	
			599	54420	SH	DEFINED	3	
			-----	-----				
			604	54920				
TENARIS S A	SPONSORED ADR	88031M109	25	500	SH	DEFINED	9	
			82	1649	SH	DEFINED	3	
			4	78	SH	DEFINED	8	
			-----	-----				
			111	2227				
TENET HEALTHCARE CORP	COM	88033G100	6	1060	SH	DEFINED	9	
			-----	-----				
			6	1060				
TENNECO INC	COM	880349105	2	89	SH	DEFINED	3	
			-----	-----				
			2	89				
TERADATA CORP DEL	COM	88076W103	42	1902	SH	DEFINED	9	
			17	784	SH	DEFINED	3	
			-----	-----				
			59	2686				
TERADYNE INC	COM	880770102	37	2958	SH	DEFINED	9	

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15 1230 SH DEFINED 3

 52 4188

			FORM 13F							
PAGE 211 OF 236			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	INVTMT DSCRETN			
TEREX CORP NEW	COM	880779103	342	5479	SH		DEFINED	9		
			319	5111	SH		DEFINED	3		
			-----	-----						
			662	10590						
TERRA INDS INC	COM	880915103	33	915	SH		DEFINED	9		
			46	1307	SH		DEFINED	3		
			-----	-----						
			79	2222						
TERRA NITROGEN CO L P	COM UNIT	881005201	22	200	SH		DEFINED	3		
			-----	-----						
			22	200						
TESORO CORP	COM	881609101	9	310	SH		DEFINED	9		
			6	200	SH		DEFINED	3		
			-----	-----						
			15	510						
TETRA TECHNOLOGIES INC DEL	COM	88162F105	2	100	SH		DEFINED	3		
			-----	-----						
			2	100						
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	12709	275155	SH		DEFINED	9		
			8369	181179	SH		DEFINED	3		
			28	604	SH		DEFINED	8		
			-----	-----						
			21106	456938						
TEXAS CAPITAL BANCSHARES INC	COM	88224Q107	5	295	SH		DEFINED	9		
			-----	-----						
			5	295						
TEXAS INDS INC	COM	882491103	516	8585	SH		DEFINED	9		
			159	2642	SH		DEFINED	3		
			-----	-----						
			675	11227						
TEXAS INSTRS INC	COM	882508104	27283	965073	SH		DEFINED	9		
			18322	648119	SH		DEFINED	3		
			17	600	SH		DEFINED	8		
			-----	-----						
			45622	1613792						

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			FORM 13F						
PAGE 212 OF 236			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	
TEXTRON INC	COM	883203101	2667	48117	SH		DEFINED	9	
			994	17944	SH		DEFINED	3	
			36	650	SH		DEFINED	8	
			3697	66711					
THERMO FISHER SCIENTIFIC INC	COM	883556102	14123	248477	SH		DEFINED	9	
			4035	70993	SH		DEFINED	3	
			18159	319470					
THIRD WAVE TECHNOLOGIES INC	COM	88428W108	23	2500	SH		DEFINED	9	
			23	2500					
THOMAS & BETTS CORP	COM	884315102	76	2100	SH		DEFINED	9	
			76	2100					
THOMAS GROUP INC	COM	884402108	10	4000	SH		DEFINED	3	
			10	4000					
THOMSON	SPONSORED ADR	885118109	8	1140	SH		DEFINED	3	
			8	1140					
THORNBURG MTG INC	COM	885218107	12	10190	SH		DEFINED	9	
			1	1185	SH		DEFINED	3	
			14	11375					
3COM CORP	COM	885535104	76	33178	SH		DEFINED	9	
			207	90394	SH		DEFINED	3	
			283	123572					
3M CO	COM	88579Y101	58913	744318	SH		DEFINED	9	
			27969	353368	SH		DEFINED	3	
			28	350	SH		DEFINED	8	
			86910	1098036					

			FORM 13F						
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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	

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TIDEWATER INC	COM	886423102	900 773	16340 14019	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			1673	30359		
TIFFANY & CO NEW	COM	886547108	29	693	SH	DEFINED 9
			-----	-----		
			29	693		
TIM HORTONS INC	COM	88706M103	227 46	6654 1354	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			273	8008		
TIM PARTICIPACOES S A	SPONS ADR PFD	88706P106	2 0	50 3	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			2	53		
TIME WARNER INC	COM	887317105	5656 3411	403398 243311	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			9067	646709		
TIME WARNER TELECOM INC	CL A	887319101	357 74	23077 4800	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			432	27877		
TIMKEN CO	COM	887389104	202 119	6800 4000	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			321	10800		
TITANIUM METALS CORP	COM NEW	888339207	3 7	198 436	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			10	634		
TOLL BROTHERS INC	COM	889478103	0	3	SH	DEFINED 3
			-----	-----		
				3		
TOMKINS PLC	SPONSORED ADR	890030208	8	535	SH	DEFINED 3
			-----	-----		
			8	535		

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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	
-----		-----	-----	-----	-----	-----	-----	-----	
TOOTSIE ROLL INDS INC	COM	890516107	13	515	SH		DEFINED 3		
			-----	-----					
			13	515					

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TORCHMARK CORP	COM	891027104	12 180	207 3000	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			193	3207		
TORO CO	COM	891092108	233 430	5632 10380	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			663	16012		
TORONTO DOMINION BK ONT	COM NEW	891160509	36	585	SH	DEFINED 3
			-----	-----		
			36	585		
TORTOISE ENERGY INFRSTRCTR C	COM	89147L100	18	600	SH	DEFINED 8
			-----	-----		
			18	600		
TORTOISE ENERGY CAP CORP	COM	89147U100	25	1000	SH	DEFINED 8
			-----	-----		
			25	1000		
TOTAL S A	SPONSORED ADR	89151E109	430 608 3	5814 8211 40	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8
			-----	-----		
			1041	14065		
TOTAL SYS SVCS INC	COM	891906109	607 242	25634 10246	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			849	35880		
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	422 762 3	4184 7555 26	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8
			-----	-----		
			1187	11765		

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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	
			-----	-----	-----	-----	-----	-----	
TRACTOR SUPPLY CO	COM	892356106	20 29	500 730	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			49	1230					
TRANE INC	COM	892893108	521 560	11355 12206	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			1081	23561					
TRANSALTA CORP	COM	89346D107	71	2300	SH	DEFINED 9			
			-----	-----					

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			71	2300		
TRANSAMERICA INCOME SHS INC	COM	893506105	3	185 SH	DEFINED	9
			-----	-----		
			3	185		
TRANSATLANTIC HLDGS INC	COM	893521104	2	36 SH	DEFINED	3
			-----	-----		
			2	36		
TRANSCANADA CORP	COM	89353D107	85	2200 SH	DEFINED	9
			-----	-----		
			85	2200		
TRAVELERS COMPANIES INC	COM	89417E109	2347	49053 SH	DEFINED	9
			1615	33742 SH	DEFINED	3
			-----	-----		
			3962	82795		
TRAVELCENTERS OF AMERICA LLC	COM	894174101	0	52 SH	DEFINED	9
			-----	-----		
				52		
TREDEGAR CORP	COM	894650100	74	4080 SH	DEFINED	9
			94	5154 SH	DEFINED	3
			-----	-----		
			168	9234		
TREEHOUSE FOODS INC	COM	89469A104	2	86 SH	DEFINED	3
			-----	-----		
			2	86		

				FORM 13F					
PAGE	216 OF	236	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
TRI CONTL CORP	COM	895436103	186	10664 SH	DEFINED	9			
			113	6481 SH	DEFINED	3			
			-----	-----					
			299	17145					
TRIARC COS INC	CL B SER 1	895927309	2	223 SH	DEFINED	3			
			-----	-----					
			2	223					
TRIMBLE NAVIGATION LTD	COM	896239100	6	200 SH	DEFINED	3			
			-----	-----					
			6	200					
TRINITY INDS INC	COM	896522109	37	1386 SH	DEFINED	9			
			18	676 SH	DEFINED	3			
			-----	-----					
			55	2062					
TRIUMPH GROUP INC NEW	COM	896818101	7	115 SH	DEFINED	3			

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			7	115		
TRONOX INC	COM CL B	897051207	0	100 SH	DEFINED	3
				100		
TUESDAY MORNING CORP	COM NEW	899035505	16	3154 SH	DEFINED	9
			8	1538 SH	DEFINED	3
			24	4692		
TUPPERWARE BRANDS CORP	COM	899896104	952	24618 SH	DEFINED	9
			465	12031 SH	DEFINED	3
			1418	36649		
TURKCELL ILETISIM HIZMETLERI	SPON ADR NEW	900111204	155	7418 SH	DEFINED	9
			306	14667 SH	DEFINED	3
			461	22085		
TURKISH INVT FD INC	COM	900145103	4	280 SH	DEFINED	3
			4	280		

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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 PRN CALL	DSCRETN			
II VI INC	COM	902104108	247	6500 SH		DEFINED	9		
			247	6500					
TYSON FOODS INC	CL A	902494103	607	38031 SH		DEFINED	9		
			442	27700 SH		DEFINED	3		
			1048	65731					
UAL CORP	COM NEW	902549807	2	76 SH		DEFINED	3		
			2	76					
UDR INC	COM	902653104	70	2872 SH		DEFINED	9		
			89	3646 SH		DEFINED	3		
			160	6518					
UGI CORP NEW	COM	902681105	5	218 SH		DEFINED	9		
			5	218					
UMB FINL CORP	COM	902788108	53	1279 SH		DEFINED	9		
			26	626 SH		DEFINED	3		

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			78	1905		
UST INC	COM	902911106	2514	46119	SH	DEFINED 9
			2585	47407	SH	DEFINED 3
			-----	-----		
			5099	93526		
US BANCORP DEL	COM NEW	902973304	93968	2903846	SH	DEFINED 9
			31634	977576	SH	DEFINED 3
			64	1975	SH	DEFINED 8
			-----	-----		
			125667	3883397		
UQM TECHNOLOGIES INC	COM	903213106	1	500	SH	DEFINED 9
			-----	-----		
			1	500		
URS CORP NEW	COM	903236107	2	53	SH	DEFINED 3
			-----	-----		
			2	53		

				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	

	USANA HEALTH SCIENCES INC	COM	90328M107	14	652	SH		DEFINED 9		
				8	374	SH		DEFINED 3		
				-----	-----					
				23	1026					
	U S G CORP	COM NEW	903293405	37	1000	SH		DEFINED 3		
				-----	-----					
				37	1000					
	USEC INC	COM	90333E108	7	2000	SH		DEFINED 3		
				-----	-----					
				7	2000					
	U S AIRWAYS GROUP INC	COM	90341W108	0	41	SH		DEFINED 9		
				-----	-----					
					41					
	U S SHIPPING PARTNERS L P	COM UNIT	903417103	24	2000	SH		DEFINED 3		
				-----	-----					
				24	2000					
	ULTIMATE SOFTWARE GROUP INC	COM	90385D107	403	13404	SH		DEFINED 9		
				121	4016	SH		DEFINED 3		
				-----	-----					
				524	17420					
	ULTRA PETROLEUM CORP	COM	903914109	488	6298	SH		DEFINED 9		
				588	7592	SH		DEFINED 3		
				-----	-----					
				1076	13890					

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UNIFIRST CORP MASS	COM	904708104	26	700	SH	DEFINED	3
			-----	-----			
			26	700			
UNILEVER PLC	SPON ADR NEW	904767704	107	3166	SH	DEFINED	9
			57	1687	SH	DEFINED	3
			-----	-----			
			164	4853			
UNILEVER N V	N Y SHS NEW	904784709	20	600	SH	DEFINED	9
			341	10120	SH	DEFINED	3
			-----	-----			
			362	10720			

FORM 13F

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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
UNION PAC CORP	COM	907818108	1924	15349	SH		DEFINED	9
			3945	31461	SH		DEFINED	3
			-----	-----				
			5869	46810				
UNIONBANCAL CORP	COM	908906100	6	116	SH		DEFINED	9
			-----	-----				
			6	116				
UNISOURCE ENERGY CORP	COM	909205106	1	50	SH		DEFINED	9
			-----	-----				
			1	50				
UNISYS CORP	COM	909214108	3	777	SH		DEFINED	9
			1	117	SH		DEFINED	3
			-----	-----				
			4	894				
UNITED CMNTY FINL CORP OHIO	COM	909839102	192	31019	SH		DEFINED	9
			-----	-----				
			192	31019				
UNITED CMNTY BKS BLAIRSVLE G	CAP STK	90984P105	40	2364	SH		DEFINED	9
			140	8245	SH		DEFINED	3
			-----	-----				
			180	10609				
UNITED BANKSHARES INC WEST V	COM	909907107	143	5353	SH		DEFINED	9
			382	14324	SH		DEFINED	3
			-----	-----				
			524	19677				
UNITED FINANCIAL BANCORP INC	COM	91030T109	115	10407	SH		DEFINED	9
			-----	-----				
			115	10407				

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UNITED MICROELECTRONICS CORP	SPON ADR NEW	910873405	1	352	SH	DEFINED	3
			-----	-----			
			1	352			
UNITED NAT FOODS INC	COM	911163103	165	8807	SH	DEFINED	9
			213	11364	SH	DEFINED	3
			-----	-----			
			377	20171			

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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	MA	
-----	-----	-----	-----	-----	-----	-----	-----	
UNITED PARCEL SERVICE INC	CL B	911312106	968	13250	SH	DEFINED	9	
			3348	45848	SH	DEFINED	3	
			-----	-----				
			4315	59098				
UNITED RENTALS INC	COM	911363109	31	1660	SH	DEFINED	9	
			15	812	SH	DEFINED	3	
			-----	-----				
			47	2472				
U STORE IT TR	COM	91274F104	44	3877	SH	DEFINED	9	
			21	1891	SH	DEFINED	3	
			-----	-----				
			65	5768				
UNITED STATES STL CORP NEW	COM	912909108	1984	15637	SH	DEFINED	9	
			270	2126	SH	DEFINED	3	
			-----	-----				
			2254	17763				
UNITED TECHNOLOGIES CORP	COM	913017109	84321	1225236	SH	DEFINED	9	
			63509	922825	SH	DEFINED	3	
			326	4738	SH	DEFINED	8	
			-----	-----				
			148156	2152799				
UNITEDHEALTH GROUP INC	COM	91324P102	3559	103579	SH	DEFINED	9	
			2985	86887	SH	DEFINED	3	
			-----	-----				
			6544	190466				
UNITRIN INC	COM	913275103	32	900	SH	DEFINED	9	
			-----	-----				
			32	900				
UNIVERSAL FST PRODS INC	COM	913543104	94	2925	SH	DEFINED	3	
			-----	-----				
			94	2925				
UNIVERSAL TECHNICAL INST INC	COM	913915104	8	702	SH	DEFINED	9	
			5	400	SH	DEFINED	3	
			-----	-----				

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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	
UNIVERSITY BANCORP INC MICH	COM	914090105	5	2434	SH		DEFINED	3	
			5	2434					
UNUM GROUP	COM	91529Y106	18	799	SH		DEFINED	9	
			18	799					
URBAN OUTFITTERS INC	COM	917047102	2369	75566	SH		DEFINED	9	
			432	13768	SH		DEFINED	3	
			2801	89334					
UTILITIES HOLDRS TR	DEPOSITRY RCPT	918019100	249	2000	SH		DEFINED	3	
			249	2000					
VCA ANTECH INC	COM	918194101	1097	40095	SH		DEFINED	9	
			710	25945	SH		DEFINED	3	
			1806	66040					
V F CORP	COM	918204108	19693	254075	SH		DEFINED	9	
			2495	32190	SH		DEFINED	3	
			22188	286265					
VIST FINANCIAL CORP	COM	918255100	86	4854	SH		DEFINED	3	
			86	4854					
VAALCO ENERGY INC	COM NEW	91851C201	2	500	SH		DEFINED	3	
			2	500					
VALHI INC NEW	COM	918905100	0	13	SH		DEFINED	3	
				13					
VALEANT PHARMACEUTICALS INTL	COM	91911X104	10	768	SH		DEFINED	3	
			10	768					

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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	
VALERO ENERGY CORP NEW	COM	91913Y100	1755	35735	SH		DEFINED	9	
			3940	80229	SH		DEFINED	3	
			5695	115964					
VALMONT INDS INC	COM	920253101	88	1000	SH		DEFINED	9	
			88	1000					
VALSPAR CORP	COM	920355104	72	3636	SH		DEFINED	9	
			55	2797	SH		DEFINED	3	
			128	6433					
VAN KAMPEN MUN TR	SH BEN INT	920919107	9	650	SH		DEFINED	9	
			111	7996	SH		DEFINED	3	
			120	8646					
VAN KAMPEN OHIO QUALITY MUN	COM	920923109	111	7664	SH		DEFINED	9	
			111	7664					
VAN KAMPEN TR INVT GRADE MUN	COM	920929106	141	10258	SH		DEFINED	3	
			141	10258					
VAN KAMPEN TR INVT GRADE N Y	COM	920931102	21	1486	SH		DEFINED	9	
			21	1486					
VAN KAMPEN TR INVT GRADE N J	COM	920933108	43	2850	SH		DEFINED	3	
			43	2850					
VAN KAMPEN MUN OPPORTUNITY T	COM	920935103	4	300	SH		DEFINED	9	
			133	9848	SH		DEFINED	3	
			137	10148					
VAN KAMPEN BD FD	COM	920955101	5	300	SH		DEFINED	9	
			5	300					

PAGE 223 OF 236			FORM 13F 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	
VAN KAMPEN SENIOR INCOME TR	COM	920961109	35	5900	SH		DEFINED	9	
			22	3690	SH		DEFINED	3	

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			57	9590			
VAN KAMPEN ADVANTAGE MUN II	SH BEN INT	92112K107	0	4	SH	DEFINED	9
			163	13796	SH	DEFINED	3
			163	13800			
VAN KAMPEN SELECT SECTOR MUN	COM	92112M103	32	2554	SH	DEFINED	9
			99	8003	SH	DEFINED	3
			131	10557			
VANGUARD SPECIALIZED PORTFOL	DIV APP ETF	921908844	860	16220	SH	DEFINED	3
			860	16220			
VANGUARD BD INDEX FD INC	TOTAL BND MRKT	921937835	159	2030	SH	DEFINED	3
			159	2030			
VANGUARD WORLD FDS	ENERGY ETF	92204A306	43	400	SH	DEFINED	3
			43	400			
VANGUARD WORLD FDS	FINANCIALS ETF	92204A405	11	240	SH	DEFINED	9
			122	2665	SH	DEFINED	3
			133	2905			
VANGUARD WORLD FDS	HEALTH CAR ETF	92204A504	12	230	SH	DEFINED	9
			64	1196	SH	DEFINED	3
			76	1426			
VANGUARD WORLD FDS	INF TECH ETF	92204A702	1653	32510	SH	DEFINED	9
			1653	32510			
VANGUARD INTL EQUITY INDEX F	ALLWRLD EX US	922042775	6	109	SH	DEFINED	9
			158	2930	SH	DEFINED	3
			164	3039			

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PAGE	224 OF	236	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	
VANGUARD INTL EQUITY INDEX F	EMR MKT ETF	922042858	797	8477	SH	DEFINED	9		
			6821	72541	SH	DEFINED	3		
			7618	81018					
VANGUARD INTL EQUITY INDEX F	PACIFIC ETF	922042866	108	1745	SH	DEFINED	3		

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			108	1745		
VANGUARD INTL EQUITY INDEX F	EURPEAN ETF	922042874	6	80	SH	DEFINED 3
			-----	-----		
			6	80		
VARIAN MED SYS INC	COM	92220P105	2292	48939	SH	DEFINED 9
			826	17641	SH	DEFINED 3
			-----	-----		
			3119	66580		
VARIAN INC	COM	922206107	501	8647	SH	DEFINED 9
			109	1879	SH	DEFINED 3
			-----	-----		
			610	10526		
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	32	1125	SH	DEFINED 9
			4	141	SH	DEFINED 3
			-----	-----		
			36	1266		
VECTREN CORP	COM	92240G101	2084	77666	SH	DEFINED 9
			10790	402144	SH	DEFINED 3
			34	1250	SH	DEFINED 8
			-----	-----		
			12907	481060		
VENTAS INC	COM	92276F100	244	5425	SH	DEFINED 3
			-----	-----		
			244	5425		
VANGUARD INDEX FDS	REIT ETF	922908553	6	100	SH	DEFINED 3
			-----	-----		
			6	100		
VANGUARD INDEX FDS	MID CAP ETF	922908629	7	108	SH	DEFINED 9
			77	1133	SH	DEFINED 3
			-----	-----		
			84	1241		

				FORM 13F			
PAGE	225 OF 236	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

VANGUARD INDEX FDS	LARGE CAP ETF	922908637	29	485	SH	DEFINED 9	
			-----	-----			
			29	485			
VANGUARD INDEX FDS	EXTEND MKT ETF	922908652	33	350	SH	DEFINED 3	
			-----	-----			
			33	350			
VANGUARD INDEX FDS	GROWTH ETF	922908736	1006	17366	SH	DEFINED 9	
			-----	-----			
			1006	17366			

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VANGUARD INDEX FDS	VALUE ETF	922908744	86	1436	SH	DEFINED	9
			86	1436			
VANGUARD INDEX FDS	SMALL CP ETF	922908751	7	117	SH	DEFINED	9
			29	465	SH	DEFINED	3
			36	582			
VANGUARD INDEX FDS	STK MRK ETF	922908769	1186	9052	SH	DEFINED	3
			1186	9052			
VEOLIA ENVIRONNEMENT	SPONSORED ADR	92334N103	17	245	SH	DEFINED	9
			17	245			
VERIFONE HLDGS INC	COM	92342Y109	7	423	SH	DEFINED	3
			7	423			
VERISIGN INC	COM	92343E102	390	11741	SH	DEFINED	9
			26	780	SH	DEFINED	3
			416	12521			
VERIZON COMMUNICATIONS INC	COM	92343V104	17627	483598	SH	DEFINED	9
			13042	357802	SH	DEFINED	3
			22	600	SH	DEFINED	8
			30691	842000			

				FORM 13F					
PAGE	226 OF	236	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	
VERTEX PHARMACEUTICALS INC	COM	92532F100	242	10150	SH	DEFINED	9		
			242	10150					
VIACOM INC NEW	CL A	92553P102	7	176	SH	DEFINED	3		
			7	176					
VIACOM INC NEW	CL B	92553P201	234	5916	SH	DEFINED	9		
			105	2640	SH	DEFINED	3		
			339	8556					
VICOR CORP	COM	925815102	21	1800	SH	DEFINED	3		
			21	1800					
VIRGIN MEDIA INC	*W EXP 99/99/9	92769L119	0	9	SH	DEFINED	9		

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		-----		-----			
				9			
VIROPHARMA INC	COM	928241108	7	800	SH	DEFINED	9
		-----		-----			
				7	800		
VISHAY INTERTECHNOLOGY INC	COM	928298108	368	40639	SH	DEFINED	9
				122	13433	SH	DEFINED

				490	54072		
VISTEON CORP	COM	92839U107	1	192	SH	DEFINED	9
				1	200	SH	DEFINED

				1	392		
VITAL SIGNS INC	COM	928469105	20	400	SH	DEFINED	9
				8	160	SH	DEFINED

				28	560		
VIVO PARTICIPACOES S A	SPON ADR PFD	92855S101	0	34	SH	DEFINED	3

				34			

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PAGE 227 OF 236		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

VMWARE INC	CL A COM	928563402	2	41	SH	DEFINED	3		

				2	41				
VODAFONE GROUP PLC NEW	SPONS ADR NEW	92857W209	4801	162679	SH	DEFINED	9		
				1977	66978	SH	DEFINED	3	
				31	1051	SH	DEFINED	8	

				6808	230708				
VOCUS INC	COM	92858J108	269	10175	SH	DEFINED	9		
				60	2288	SH	DEFINED	3	

				329	12463				
VORNADO RLTY TR	SH BEN INT	929042109	371	4305	SH	DEFINED	9		
				589	6835	SH	DEFINED	3	

				960	11140				
VULCAN MATLS CO	COM	929160109	169	2549	SH	DEFINED	9		
				435	6550	SH	DEFINED	3	

				604	9099				

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W & T OFFSHORE INC	COM	92922P106	8	245	SH	DEFINED	9
			8	245			
WD-40 CO	COM	929236107	50	1500	SH	DEFINED	9
			13	400	SH	DEFINED	3
			63	1900			
WGL HLDGS INC	COM	92924F106	55	1700	SH	DEFINED	9
			16	500	SH	DEFINED	3
			71	2200			
W-H ENERGY SVCS INC	COM	92925E108	41	598	SH	DEFINED	9
			24	342	SH	DEFINED	3
			65	940			

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PAGE	228 OF	236	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	
WABCO HLDGS INC	COM	92927K102	15	331	SH	DEFINED	3	
			15	331				
WMS INDS INC	COM	929297109	198	5518	SH	DEFINED	9	
			333	9261	SH	DEFINED	3	
			532	14779				
W P CAREY & CO LLC	COM	92930Y107	30	1000	SH	DEFINED	9	
			31	1038	SH	DEFINED	3	
			61	2038				
WPP GROUP PLC	SPON ADR 0905	929309409	42	709	SH	DEFINED	9	
			1000	16760	SH	DEFINED	3	
			9	148	SH	DEFINED	8	
			1051	17617				
WABTEC CORP	COM	929740108	10	277	SH	DEFINED	3	
			10	277				
WACHOVIA CORP NEW	COM	929903102	9008	333629	SH	DEFINED	9	
			5846	216530	SH	DEFINED	3	
			50	1834	SH	DEFINED	8	
			14904	551993				
WADDELL & REED FINL INC	CL A	930059100	46	1431	SH	DEFINED	3	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ CALL	INVTMT DCRETN	MA
WAL MART STORES INC	COM	931142103	13415	254648	SH	DEFINED	9
			34828	661127	SH	DEFINED	3
			16	300	SH	DEFINED	8
			-----	-----			
			48259	916075			
WALGREEN CO	COM	931422109	27292	716516	SH	DEFINED	9
			19743	518312	SH	DEFINED	3
			6	150	SH	DEFINED	8
			-----	-----			
			47040	1234978			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ CALL	INVTMT DCRETN	MA
WALTER INDS INC	COM	93317Q105	9	150	SH	DEFINED	3
			-----	-----			
			9	150			
WARREN RES INC	COM	93564A100	86	7276	SH	DEFINED	9
			-----	-----			
			86	7276			
WASHINGTON MUT INC	COM	939322103	56	5437	SH	DEFINED	9
			214	20772	SH	DEFINED	3
			-----	-----			
			270	26209			
WASHINGTON POST CO	CL B	939640108	9	13	SH	DEFINED	9
			-----	-----			
			9	13			
WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	110	3300	SH	DEFINED	9
			-----	-----			
			110	3300			
WASTE MGMT INC DEL	COM	94106L109	307	9142	SH	DEFINED	9
			1431	42629	SH	DEFINED	3
			-----	-----			
			1737	51771			
WATERS CORP	COM	941848103	351	6304	SH	DEFINED	9
			93	1661	SH	DEFINED	3
			-----	-----			
			444	7965			
WATSON PHARMACEUTICALS INC	COM	942683103	74	2535	SH	DEFINED	9
			-----	-----			
			74	2535			
WATSON WYATT WORLDWIDE INC	CL A	942712100	12	205	SH	DEFINED	3
			-----	-----			

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			12	205		
WAUSAU PAPER CORP	COM	943315101	70	8500	SH	DEFINED 3
			-----	-----		
			70	8500		
WEBSense INC	COM	947684106	9	500	SH	DEFINED 9
			-----	-----		
			9	500		

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PAGE	230 OF	236	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
-----	-----	-----	-----	-----	-----	-----	-----
WEINGARTEN RLTY INVS	SH BEN INT	948741103	1060	30789	SH	DEFINED 9	
			1319	38310	SH	DEFINED 3	
			-----	-----			
			2380	69099			
WELLCARE HEALTH PLANS INC	COM	94946T106	1	30	SH	DEFINED 3	
			-----	-----			
			1	30			
WELLPOINT INC	COM	94973V107	3891	88163	SH	DEFINED 9	
			2174	49269	SH	DEFINED 3	
			7	148	SH	DEFINED 8	
			-----	-----			
			6071	137580			
WELLS FARGO & CO NEW	COM	949746101	72328	2485484	SH	DEFINED 9	
			29660	1019252	SH	DEFINED 3	
			62	2125	SH	DEFINED 8	
			-----	-----			
			102050	3506861			
WENDYS INTL INC	COM	950590109	281	12195	SH	DEFINED 9	
			23	1000	SH	DEFINED 3	
			-----	-----			
			304	13195			
WERNER ENTERPRISES INC	COM	950755108	93	4993	SH	DEFINED 9	
			18	973	SH	DEFINED 3	
			-----	-----			
			111	5966			
WESBANCO INC	COM	950810101	298	12042	SH	DEFINED 9	
			3	119	SH	DEFINED 3	
			-----	-----			
			300	12161			
WESCO INTL INC	COM	95082P105	225	6158	SH	DEFINED 9	
			649	17787	SH	DEFINED 3	
			-----	-----			
			874	23945			

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WEST PHARMACEUTICAL SVSC INC	COM	955306105	84	1900	SH	DEFINED	3
			-----	-----			
			84	1900			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DCRETN	O MA	
			-----	-----	-----	-----	-----	
WESTAR ENERGY INC	COM	95709T100	52	2304	SH	DEFINED	9	
			163	7174	SH	DEFINED	3	
			-----	-----				
			216	9478				
WESTERN ASSET GLB HI INCOME	COM	95766B109	11	1000	SH	DEFINED	9	
			-----	-----				
			11	1000				
WESTERN ASSET EMRG MKT INCM	COM	95766E103	7	566	SH	DEFINED	9	
			-----	-----				
			7	566				
WESTERN ASSETT MGD HI INCM F	COM	95766L107	5	1000	SH	DEFINED	9	
			-----	-----				
			5	1000				
WESTERN ASSET MUN HI INCM FD	COM	95766N103	13	1662	SH	DEFINED	9	
			-----	-----				
			13	1662				
WESTERN ASSET CLYM INFL SEC	COM SH BEN INT	95766Q106	24	1989	SH	DEFINED	9	
			80	6666	SH	DEFINED	3	
			-----	-----				
			104	8655				
WESTERN ASSET CLYM INFL OPP	COM	95766R104	8	676	SH	DEFINED	3	
			-----	-----				
			8	676				
WESTERN ASSET INCOME FD	COM	95766T100	4	300	SH	DEFINED	9	
			-----	-----				
			4	300				
WESTERN ASSET 2008 WW DLR GO	COM	95766W103	10	1000	SH	DEFINED	9	
			-----	-----				
			10	1000				
WESTERN ASSET VAR RT STRG FD	COM	957667108	19	1287	SH	DEFINED	3	
			-----	-----				
			19	1287				
WESTERN DIGITAL CORP	COM	958102105	399	14769	SH	DEFINED	3	
			-----	-----				
			399	14769				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN		
WESTERN ASSET INTM MUNI FD I	COM	958435109	25	2900	SH		DEFINED	9	
			25	2900					
WESTERN UN CO	COM	959802109	1433	67372	SH		DEFINED	9	
			828	38918	SH		DEFINED	3	
			5	250	SH		DEFINED	8	
			2266	106540					
WESTPAC BKG CORP	SPONSORED ADR	961214301	37	340	SH		DEFINED	9	
			889	8171	SH		DEFINED	3	
			9	84	SH		DEFINED	8	
			935	8595					
WEYERHAEUSER CO	COM	962166104	1464	22512	SH		DEFINED	9	
			986	15154	SH		DEFINED	3	
			2450	37666					
WHIRLPOOL CORP	COM	963320106	1519	17503	SH		DEFINED	9	
			2417	27856	SH		DEFINED	3	
			3936	45359					
WHITING PETE CORP NEW	COM	966387102	5	85	SH		DEFINED	3	
			5	85					
WHITNEY HLDG CORP	COM	966612103	62	2520	SH		DEFINED	9	
			217	8753	SH		DEFINED	3	
			279	11273					
WHOLE FOODS MKT INC	COM	966837106	42	1271	SH		DEFINED	9	
			16	490	SH		DEFINED	3	
			58	1761					
WILLIAMS COAL SEAM GAS RTY T	TR UNIT	969450105	40	4000	SH		DEFINED	3	
			40	4000					

			FORM 13F						
PAGE 233 OF 236			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		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
WILLIAMS COS INC DEL	COM	969457100	143	4345	SH		DEFINED	9
			224	6790	SH		DEFINED	3
			33	1000	SH		DEFINED	8
			400	12135				
WILLIAMS SONOMA INC	COM	969904101	80	3300	SH		DEFINED	9
			49	2029	SH		DEFINED	3
			129	5329				
WILMINGTON TRUST CORP	COM	971807102	50	1600	SH		DEFINED	9
			50	1600				
WINDSTREAM CORP	COM	97381W104	14481	1211764	SH		DEFINED	9
			9371	784180	SH		DEFINED	3
			185	15477	SH		DEFINED	8
			24037	2011421				
WINNEBAGO INDS INC	COM	974637100	0	18	SH		DEFINED	3
				18				
WISCONSIN ENERGY CORP	COM	976657106	10461	237812	SH		DEFINED	9
			4243	96459	SH		DEFINED	3
			14705	334271				
WISDOMTREE TRUST	HG-YIELDING EQ	97717W208	20	425	SH		DEFINED	3
			20	425				
WISDOMTREE TRUST	INTL SMCAP DIV	97717W760	68	1100	SH		DEFINED	9
			3	50	SH		DEFINED	3
			71	1150				
WISDOMTREE TRUST	DEFA HG YLD EQ	97717W802	318	5280	SH		DEFINED	9
			9341	155170	SH		DEFINED	3
			240	3985	SH		DEFINED	8
			9899	164435				

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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
WOLVERINE WORLD WIDE INC	COM	978097103	537	18500	SH		DEFINED	3
			537	18500				

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WORTHINGTON INDS INC	COM	981811102	50776	3009825	SH	DEFINED	9
			50776	3009825			
WRIGLEY WM JR CO	COM	982526105	3031	48233	SH	DEFINED	9
			6366	101297	SH	DEFINED	3
			9396	149530			
WYETH	COM	983024100	30995	742220	SH	DEFINED	9
			11646	278891	SH	DEFINED	3
			21	500	SH	DEFINED	8
			42662	1021611			
WYNDHAM WORLDWIDE CORP	COM	98310W108	9	418	SH	DEFINED	9
			2	100	SH	DEFINED	3
			11	518			
XM SATELLITE RADIO HLDGS INC	CL A	983759101	5	400	SH	DEFINED	9
			5	400			
XTO ENERGY INC	COM	98385X106	36476	589647	SH	DEFINED	9
			13529	218705	SH	DEFINED	3
			50005	808352			
X-RITE INC	COM	983857103	5	800	SH	DEFINED	9
			908	152075	SH	DEFINED	3
			913	152875			
XCEL ENERGY INC	COM	98389B100	689	34523	SH	DEFINED	9
			408	20451	SH	DEFINED	3
			20	1000	SH	DEFINED	8
			1117	55974			

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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/ INVSTMT	DSCRETN		
XILINX INC	COM	983919101	254	10676	SH	DEFINED	9		
			227	9554	SH	DEFINED	3		
			480	20230					
XEROX CORP	COM	984121103	117	7819	SH	DEFINED	9		
			16	1084	SH	DEFINED	3		
			6	400	SH	DEFINED	8		
			139	9303					

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YM BIOSCIENCES INC	COM	984238105	1	1000	SH	DEFINED	3
			-----	-----			
			1	1000			
YRC WORLDWIDE INC	COM	984249102	283	21604	SH	DEFINED	9
			124	9421	SH	DEFINED	3
			-----	-----			
			407	31025			
YAHOO INC	COM	984332106	349	12057	SH	DEFINED	9
			123	4238	SH	DEFINED	3
			-----	-----			
			471	16295			
YAMANA GOLD INC	COM	98462Y100	42	2900	SH	DEFINED	9
			0	1	SH	DEFINED	3
			-----	-----			
			42	2901			
YOUBET COM INC	COM	987413101	4	5000	SH	DEFINED	3
			-----	-----			
			4	5000			
YOUNG INNOVATIONS INC	COM	987520103	2	100	SH	DEFINED	9
			-----	-----			
			2	100			
YUM BRANDS INC	COM	988498101	780	20951	SH	DEFINED	9
			997	26795	SH	DEFINED	3
			-----	-----			
			1777	47746			
ZI CORP	COM	988918108	5	8000	SH	DEFINED	3
			-----	-----			
			5	8000			

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PAGE 236 OF 236		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	MA	
			-----	-----	-----	-----	-----	
ZEBRA TECHNOLOGIES CORP	CL A	989207105	148	4441	SH	DEFINED	9	
			54	1630	SH	DEFINED	3	
			-----	-----				
			202	6071				
ZENITH NATL INS CORP	COM	989390109	255	7116	SH	DEFINED	9	
			65	1818	SH	DEFINED	3	
			-----	-----				
			320	8934				
ZEP INC	COM	98944B108	6	350	SH	DEFINED	9	
			3	164	SH	DEFINED	3	
			-----	-----				
			8	514				

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ZIMMER HLDGS INC	COM	98956P102	11828	151910 SH	DEFINED 9
			7129	91565 SH	DEFINED 3
			-----	-----	
			18957	243475	
ZIONS BANCORPORATION	COM	989701107	66	1447 SH	DEFINED 9
			57	1252 SH	DEFINED 3
			-----	-----	
			123	2699	
ZWEIG TOTAL RETURN FD INC	COM	989837109	33	7140 SH	DEFINED 3
			-----	-----	
			33	7140	
GRAND TOTAL			10099272	TOTAL ENTRIES	3767