

BEST AVAILABLE COPY

13F  
12/21/04

NOT DURING

RECEIVED  
THE SECRETARY  
FEB 14 PM 1:35

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2001

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: D. E. Shaw & Co., Inc. (see notes 1, 2 and 3)  
Address: 120 West 45<sup>th</sup> Street, 39<sup>th</sup> Floor  
New York, NY 10036

Form 13F File Number: 28-5396

CONFIDENTIAL TREATMENT DENIED

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: Stuart Steckler  
Title: Attorney-In-Fact  
Phone: (212) 478-0000

PROCESSED  
FEB 04 2005

THOMSON  
FINANCIAL

Signature, Place, and Date of Signing:

[Signature] New York, NY August 10, 2001  
[Signature] [City, State] [Date]

Report Type (Check only one.):

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

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

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

Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 1

Form 13F Information Table Entry Total: 1753

Form 13F Information Table Value Total: \$5,983,951  
(thousands) (see Note 4)

List of Other Included Managers:

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

No.	Form 13F File Number	Name
1	<u>28-5394</u>	<u>D. E. Shaw &amp; Co., L.P.</u> (see notes 2 and 3)

Form 13F

NOTES

1. D. E. Shaw & Co., Inc. disclaims status as an institutional investment manager and makes this filing in its capacity as the parent entity of investment advisers.
  2. D. E. Shaw & Co., Inc. or its subsidiaries ("D. E. Shaw") are general partners or members of various entities and therefore may exercise investment discretion for them. D. E. Shaw disclaims that it exercises investment discretion for certain of such entities, but includes the holdings of all such subentities in this form.
  3. D. E. Shaw & Co., Inc. or its subsidiaries ("D. E. Shaw") are general partners or members of various entities and therefore may exercise voting discretion for them. D. E. Shaw disclaims that it exercises voting discretion for certain of such entities, but includes the holdings of all such subentities in this form.
  4. The holdings above represent only those holdings we wish to keep confidential, all other holdings are reported on the Edgar filing.
-

POWER OF ATTORNEY  
FOR CERTAIN FILINGS  
UNDER THE SECURITIES EXCHANGE ACT OF 1934

I, David E. Shaw, hereby make, constitute and appoint each of:

Lou Salkind and

Stu Steckler,

acting individually, as my agent and attorney-in-fact, with full power of substitution, for the purpose of, from time to time, executing in my name and/or my capacity as President of D. E. Shaw & Co., Inc. (acting for itself or as the general partner or managing member of D. E. Shaw & Co., L.P., D.E. Shaw Development, L.P., D. E. Shaw & Co., L.L.C., D. E. Shaw Development, L.L.C., or Attenuon, L.L.C.) all documents, certificates, instruments, statement, other filings and amendments to the forgoing (collectively, "documents") determined by such person to be necessary or appropriate to comply with ownership or control-person reporting requirements imposed by any United States or non-United States governmental or regulatory authority, including without limitation Forms 3, 4, 5, 13D, 13F and 13G required to be filed with the Securities and Exchange Commission; and delivering, furnishing or filing any such documents with the appropriate governmental or regulatory authority. Any such determination shall be conclusively evidenced by such person's execution and delivery, furnishing or filing of the applicable document.

This power of attorney shall be valid from the date hereof and replaces the power granted on January 14, 1997, which is hereby cancelled.

IN WITNESS HEREOF, I have executed this instrument as of the date set forth below.

Date: February 5, 2001

DAVID E. SHAW  
/s/David E. Shaw  
New York, New York

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (shares) (note #3)
A D C TELECOMMUNICATIONS	COM	000886 10 1	213,000	32,200	b	1	a( 32,200 shares)
ABN AMRO HLDG NV	SPONSORED ADR	000937 10 2	704,000	37,200	b	1	a( 37,200 shares)
AEP INDS INC	COM	001031 10 3	254,000	7,200	b	1	a( 7,200 shares)
AFC ENTERPRISES INC	COM	001040 10 7	567,000	29,600	b	1	a( 29,600 shares)
AFLAC INC	COM	001055 10 2	1,833,000	58,200	b	1	a( 58,200 shares)
AGL RES INC	COM	001204 10 6	1,017,000	42,800	b	1	a( 42,800 shares)
AES CORP	COM	00130H 10 5	1,627,000	37,800	b	1	a( 37,800 shares)
AMC ENTMT INC	COM	001669 10 0	234,000	18,000	b	1	a( 18,000 shares)
AOL TIME WARNER INC	COM	00184A 10 5	501,000	9,450	b	1	a( 9,450 shares)
AT&T CORP	COM	001957 10 9	22,273,000	1,012,400	b	1	a( 1,012,400 shares)
AT&T CORP	COM	001957 10 9	21,945,000	997,500 c	b	1	a( 997,500 shares)
AT&T CORP	COM LIB GRP A	001957 20 8	390,000	22,300	b	1	a( 22,300 shares)
AT&T CORP	COM WIRLES GRP	001957 40 6	16,826,000	1,029,100	b	1	a( 1,029,100 shares)
ATP OIL & GAS CORP	COM	00208J 10 8	126,000	11,200	b	1	a( 11,200 shares)
AVI BIOPHARMA INC	COM	002346 10 4	138,000	17,800	b	1	a( 17,800 shares)
AXT INC	COM	00246W 10 3	983,000	36,800	b	1	a( 36,800 shares)
AXT INC	COM	00246W 10 3	534,000	20,000 c	b	1	a( 20,000 shares)
AXT INC	COM	00246W 10 3	267,000	10,000 P	b	1	a( 10,000 shares)
ABGENIX INC	COM	00339B 10 7	212,000	4,700	b	1	a( 4,700 shares)
ABIOMED INC	COM	003654 10 0	1,530,000	64,900	b	1	a( 64,900 shares)
ACACIA RESH CORP	COM	003881 10 9	311,000	18,400	b	1	a( 18,400 shares)
ACCREDITO HEALTH INC	COM	00437V 10 4	779,000	20,950	b	1	a( 20,950 shares)
ACTIVISION INC NEW	COM NEW	004930 20 2	569,000	14,500	b	1	a( 14,500 shares)
ACTION PERFORMANCE COS INC	COM	004933 10 7	255,000	10,200	b	1	a( 10,200 shares)
ACTEL CORP	COM	004934 10 5	368,000	15,000	b	1	a( 15,000 shares)
ACTIVE POWER INC	COM	00504W 10 0	554,000	33,200	b	1	a( 33,200 shares)
ACTRADE FINL TECHNOLOGIES LTD	COM	00507P 10 2	305,000	12,900	b	1	a( 12,900 shares)
ADELPHIA BUSINESS SOLUTIONS	CL A	006847 10 7	158,000	38,600	b	1	a( 38,600 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

75,473,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
ADELPHIA COMMUNICATIONS CORP	CL A	006848 10 5	2,255,000	55,000 C	b	1	a( 55,000 shares)
ADMINSTAFF INC	COM	007094 10 5	2,272,000	87,400	b	1	a( 87,400 shares)
ADOBE SYS INC	COM	00724F 10 1	5,673,000	120,700	b	1	a( 120,700 shares)
ADOLOR CORP	COM	00724X 10 2	728,000	33,700	b	1	a( 33,700 shares)
AEROFLEX INC	COM	007768 10 4	351,000	33,400	b	1	a( 33,400 shares)
ADVANCED MICRO DEVICES INC	COM	007903 10 7	2,865,000	99,200	b	1	a( 99,200 shares)
ADVANCED MICRO DEVICES INC	COM	007903 10 7	8,086,000	280,000 C	b	1	a( 280,000 shares)
ADVANCED MICRO DEVICES INC	COM	007903 10 7	2,888,000	100,000 P	b	1	a( 100,000 shares)
ADVANCEPCS	COM	00790K 10 9	2,645,000	41,300	b	1	a( 41,300 shares)
ADVANCEPCS	COM	00790K 10 9	4,323,000	67,500 C	b	1	a( 67,500 shares)
AEGON N V	ORD AMER REG	007924 10 3	707,000	24,900	b	1	a( 24,900 shares)
AEGON N V	ORD AMER REG	007924 10 3	284,000	10,000 C	b	1	a( 10,000 shares)
ADVENT SOFTWARE INC	COM	007974 10 8	1,588,000	25,000 C	b	1	a( 25,000 shares)
AES TR III	PFD CV 6.75%	00808N 20 2	30,265,000	444,700	b	1	a( 444,700 shares)
AETHER SYS INC	COM	00808V 10 5	196,000	22,100	b	1	a( 22,100 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	626,000	8,700	b	1	a( 8,700 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	2,876,000	40,000 C	b	1	a( 40,000 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	2,157,000	30,000 P	b	1	a( 30,000 shares)
AFFILIATED MANAGERS GROUP	COM	008252 10 8	295,000	4,800	b	1	a( 4,800 shares)
AFFILIATED MANAGERS GROUP	COM	008252 10 8	308,000	5,000 C	b	1	a( 5,000 shares)
AFFILIATED MANAGERS GROUP	LYON ZERO 144A2	008252 AA 6	11,036,000	12,000,000	b	1	a( 12,000,000 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	2,392,000	73,600	b	1	a( 73,600 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	679,000	20,900 C	b	1	a( 20,900 shares)
AGILE SOFTWARE CORP DEL	COM	00846X 10 5	340,000	20,000 C	b	1	a( 20,000 shares)
AGRIUM INC	COM	008916 10 8	775,000	78,100	b	1	a( 78,100 shares)
AIRBORNE INC	COM	009269 10 1	144,000	12,400	b	1	a( 12,400 shares)
AKAMAI TECHNOLOGIES INC	COM	00971T 10 1	497,000	54,200	b	1	a( 54,200 shares)
AKSYS LTD	COM	010196 10 3	165,000	15,900	b	1	a( 15,900 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

87,416,000

Name of Issuer	Title of class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
ALAMOSA HLOGS INC	COM	011589 10 8	241,000	14,800	b	1	a( 14,800 shares)
ALBANY INTL CORP	CL A	012348 10 8	212,000	11,200	b	1	a( 11,200 shares)
ALBANY MOLECULAR RESH INC	COM	012423 10 9	2,227,000	58,600	b	1	a( 58,600 shares)
ALBANY MOLECULAR RESH INC	COM	012423 10 9	380,000	10,000 P	b	1	a( 10,000 shares)
ALBEMARLE CORP	COM	012653 10 1	526,000	22,700	b	1	a( 22,700 shares)
ALBERTO CULVER CO	CL B CONV	013068 10 1	496,000	11,800	b	1	a( 11,800 shares)
ALCAN INC	COM	013716 10 5	3,605,000	85,800	b	1	a( 85,800 shares)
ALCATEL	SPONSORED ADR	013904 30 5	3,267,000	157,500	b	1	a( 157,500 shares)
ALEXION PHARMACEUTICALS INC	COM	015351 10 9	991,000	41,300	b	1	a( 41,300 shares)
ALIGN TECHNOLOGY INC	COM	016255 10 1	182,000	23,200	b	1	a( 23,200 shares)
ALLEGHANY CORP DEL	COM	017175 10 0	873,000	4,300	b	1	a( 4,300 shares)
ALLEGHENY ENERGY INC	COM	017361 10 6	965,000	20,000 C	b	1	a( 20,000 shares)
ALLERGAN INC	COM	018490 10 2	2,702,000	31,600	b	1	a( 31,600 shares)
ALLETE INC	COM	018522 10 2	628,000	27,900	b	1	a( 27,900 shares)
ALLIANCE FIBER OPTIC PRODS INC	COM	018680 10 8	70,000	14,700	b	1	a( 14,700 shares)
ALLIANCE SEMICONDUCTOR CORP	COM	01877H 10 0	399,000	33,200	b	1	a( 33,200 shares)
ALLIANT ENERGY CORP	COM	018802 10 8	373,000	12,800	b	1	a( 12,800 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	2,535,000	28,200	b	1	a( 28,200 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	2,697,000	30,000 C	b	1	a( 30,000 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	1,798,000	20,000 P	b	1	a( 20,000 shares)
ALLIED CAP CORP NEW	COM	01903Q 10 8	1,817,000	78,500	b	1	a( 78,500 shares)
ALLIED WASTE INDS INC	COM PAR\$ 01NEW	019389 30 8	656,000	35,100	b	1	a( 35,100 shares)
ALLMERICA FINL CORP	COM	019754 10 0	575,000	10,000 P	b	1	a( 10,000 shares)
ALLOY ONLINE INC	COM	019855 10 5	207,000	14,500	b	1	a( 14,500 shares)
ALLSTATE CORP	COM	020002 10 1	220,000	5,000 C	b	1	a( 5,000 shares)
ALLSTATE CORP	COM	020002 10 1	1,320,000	30,000 P	b	1	a( 30,000 shares)
ALPHA INDS INC	COM	020753 10 9	3,144,000	106,400	b	1	a( 106,400 shares)
ALZA CORP DEL	COM	022615 10 8	0	20,000 C	b	1	a( 20,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

33,106,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
ALZA CORP DEL	COM	022615 10 8	0	40,000 P	b	1	a( 40,000 shares)
ALZA CORP DEL	SUB LYON ZERO I	022615 AC 2	33,316,000	26,389,000	b	1	a( 26,389,000 shares)
AMAZON COM INC	COM	023135 10 6	7,730,000	546,300	b	1	a( 546,300 shares)
AMBAC FINL GROUP INC	COM	023139 10 8	233,000	4,000 C	b	1	a( 4,000 shares)
AMERADA HESS CORP	COM	023551 10 4	4,194,000	51,900	b	1	a( 51,900 shares)
AMERADA HESS CORP	COM	023551 10 4	1,616,000	20,000 C	b	1	a( 20,000 shares)
AMERADA HESS CORP	COM	023551 10 4	7,272,000	90,000 P	b	1	a( 90,000 shares)
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W 10 5	3,842,000	184,200	b	1	a( 184,200 shares)
AMERICA ONLINE LATIN AMER INC	CL A	023658 10 0	195,000	21,700	b	1	a( 21,700 shares)
AMERICAN CAPITAL STRATEGIES	COM	024937 10 4	253,000	9,000	b	1	a( 9,000 shares)
AMERICAN ELEC PWR INC	COM	025537 10 1	3,103,000	67,200	b	1	a( 67,200 shares)
AMERICAN EAGLE OUTFITTERS NEW	COM	02553E 10 6	1,343,000	38,100	b	1	a( 38,100 shares)
AMERICAN EAGLE OUTFITTERS NEW	COM	02553E 10 6	1,057,000	30,000 C	b	1	a( 30,000 shares)
AMERICAN EAGLE OUTFITTERS NEW	COM	02553E 10 6	352,000	10,000 P	b	1	a( 10,000 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	19,939,000	513,900	b	1	a( 513,900 shares)
AMERICAN GENERAL CORP	COM	026351 10 6	36,691,000	789,900	b	1	a( 789,900 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	443,000	5,150	b	1	a( 5,150 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	26,230,000	305,000 C	b	1	a( 305,000 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	5,504,000	64,000 P	b	1	a( 64,000 shares)
AMERICAN PWR CONVERSION CORP	COM	029066 10 7	2,410,000	153,000	b	1	a( 153,000 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	6,106,000	101,600	b	1	a( 101,600 shares)
AMERICAN STD COS INC DEL	COM	029712 1Q 6	1,503,000	25,000 C	b	1	a( 25,000 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	1,803,000	30,000 P	b	1	a( 30,000 shares)
AMERICAN TOWER CORP	CL A	029912 20 1	6,838,000	330,800	b	1	a( 330,800 shares)
AMERICAN WTR WKS INC	COM	030411 10 2	330,000	10,000 C	b	1	a( 10,000 shares)
AMERICAN WOODMARK CORP	COM	030506 10 9	273,000	7,100	b	1	a( 7,100 shares)
AMERON INTL INC	COM	030710 10 7	788,000	11,800	b	1	a( 11,800 shares)
AMERISOURCE HEALTH CORP	CL A	03071P 10 2	2,489,000	45,000 C	b	1	a( 45,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

175,853,000



Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
AMERITRADE HLDG CORP	CL A	03072H 10 9	103,000	13,000	b	1	a( 13,000 shares)
AMGEN INC	COM	031162 10 0	5,000,000	82,400	b	1	a( 82,400 shares)
AMKOR TECHNOLOGY INC	COM	031652 10 0	475,000	21,500	b	1	a( 21,500 shares)
AMPHENOL CORP NEW	CL A	032095 10 1	825,000	20,600	b	1	a( 20,600 shares)
AMPHENOL CORP NEW	CL A	032095 10 1	1,202,000	30,000 C	b	1	a( 30,000 shares)
AMPHENOL CORP NEW	CL A	032095 10 1	2,003,000	50,000 P	b	1	a( 50,000 shares)
AMYLIN PHARMACEUTICALS INC	COM	032346 10 8	837,000	74,400	b	1	a( 74,400 shares)
ANADARKO PETE CORP	COM	032511 10 7	785,000	14,527	b	1	a( 14,527 shares)
ANALOG DEVICES INC	COM	032654 10 5	3,745,000	86,600	b	1	a( 86,600 shares)
ANCHOR GAMING	COM	033037 10 2	3,735,000	57,800	b	1	a( 57,800 shares)
ANCHOR GAMING	COM	033037 10 2	646,000	10,000 P	b	1	a( 10,000 shares)
ANDRX GROUP	COM	034553 10 7	3,850,000	50,000 C	b	1	a( 50,000 shares)
ANDRX GROUP	COM	034553 10 7	2,310,000	30,000 P	b	1	a( 30,000 shares)
ANGLOGOLD LTD	SPONSORED ADR	035128 20 6	998,000	55,700	b	1	a( 55,700 shares)
ANIXTER INTL INC	COM	035290 10 5	307,000	10,000 P	b	1	a( 10,000 shares)
ANSYS INC	COM	03662Q 10 5	309,000	16,500	b	1	a( 16,500 shares)
AON CORP	COM	037389 10 3	3,227,000	92,200	b	1	a( 92,200 shares)
APACHE CORP	COM	037421 10 5	249,000	4,900	b	1	a( 4,900 shares)
APOLLO GROUP INC	CL A	037604 10 5	1,274,000	30,000 C	b	1	a( 30,000 shares)
APPLE COMPUTER INC	COM	037833 10 0	6,473,000	278,400	b	1	a( 278,400 shares)
APPLE COMPUTER INC	COM	037833 10 0	4,185,000	180,000 C	b	1	a( 180,000 shares)
APPLE COMPUTER INC	COM	037833 1Q 0	3,488,000	150,000 P	b	1	a( 150,000 shares)
APPLEBEES INTL INC	COM	037899 10 1	2,240,000	70,000	b	1	a( 70,000 shares)
APPLEBEES INTL INC	COM	037899 10 1	1,600,000	50,000 C	b	1	a( 50,000 shares)
APRIA HEALTHCARE GROUP INC	COM	037933 10 8	439,000	15,200	b	1	a( 15,200 shares)
APPLERA CORP	COM AP BIO GRP	038020 10 3	3,879,000	145,000	b	1	a( 145,000 shares)
APPLERA CORP	COM CE GEN GRP	038020 20 2	3,149,000	79,400	b	1	a( 79,400 shares)
APPLIED MATLS INC	COM	038222 10 5	8,750,000	178,200	b	1	a( 178,200 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

66,083,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
APPLIED MATLS INC	COM	038222 10 5	19,149,000	390,000 C	b	1	a( 390,000 shares)
APPLIED MICRO CIRCUITS CORP	COM	03822W 10 9	2,140,000	124,430	b	1	a( 124,430 shares)
APPLIED MICRO CIRCUITS CORP	COM	03822W 10 9	2,322,000	135,000 C	b	1	a( 135,000 shares)
ARBITRON INC	COM	03875Q 10 8	603,000	25,000 C	b	1	a( 25,000 shares)
ARCH COAL INC	COM	039380 10 0	854,000	33,000	b	1	a( 33,000 shares)
ARCH COAL INC	COM	039380 10 0	259,000	10,000 C	b	1	a( 10,000 shares)
ARENA PHARMACEUTICALS INC	COM	040047 10 2	216,000	7,100	b	1	a( 7,100 shares)
ARGOSY GAMING CO	COM	040228 10 8	3,564,000	128,400	b	1	a( 128,400 shares)
ARGOSY GAMING CO	COM	040228 10 8	1,110,000	40,000 C	b	1	a( 40,000 shares)
ARGOSY GAMING CO	COM	040228 10 8	1,388,000	50,000 P	b	1	a( 50,000 shares)
ARIAD PHARMACEUTICALS INC	COM	04033A 10 0	181,000	35,700	b	1	a( 35,700 shares)
ARIBA INC	COM	04033V 10 4	558,000	101,400	b	1	a( 101,400 shares)
ARIBA INC	COM	04033V 10 4	770,000	140,000 C	b	1	a( 140,000 shares)
ARM HLDGS PLC	SPONSORED ADR	042068 10 6	174,000	14,600	b	1	a( 14,600 shares)
ARQUE INC	COM	04269E 10 7	390,000	18,000	b	1	a( 18,000 shares)
ARROW ELECTRS INC	COM	042735 10 0	1,049,000	43,200	b	1	a( 43,200 shares)
ARROW ELECTRS INC	COM	042735 10 0	2,915,000	120,000 C	b	1	a( 120,000 shares)
ASHLAND INC	COM	044204 10 5	1,456,000	36,300	b	1	a( 36,300 shares)
AT HOME CORP	COM SER A	045919 10 7	555,000	259,200	b	1	a( 259,200 shares)
ASTORIA FINL CORP	COM	046265 10 4	2,409,000	43,800	b	1	a( 43,800 shares)
ASTORIA FINL CORP	COM	046265 10 4	1,650,000	30,000 C	b	1	a( 30,000 shares)
ASTRAZENECA PLC	SPONSORED ADR	046353 10 8	2,118,000	45,300	b	1	a( 45,300 shares)
ASTROPPOWER INC	COM	04644A 10 1	2,868,000	55,000	b	1	a( 55,000 shares)
ATLAS AIR WORLDWIDE HLDGS INC	COM	049164 10 6	508,000	35,900	b	1	a( 35,900 shares)
ATMEL CORP	COM	049513 10 4	3,489,000	258,600	b	1	a( 258,600 shares)
ATMEL CORP	SD CV ZRO 144A2	049513 AD 6	1,925,000	5,000,000	b	1	a( 5,000,000 shares)
ATRIX LABS INC	COM	04962L 10 1	275,000	11,600	b	1	a( 11,600 shares)
AURORA BIOSCIENCES CORP	COM	051920 10 6	502,000	16,200	b	1	a( 16,200 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
AUSPEX SYS INC	COM	052116 10 0	80,000	11,200	b	1	a( 11,200 shares)
AUTODESK INC	COM	052769 10 6	1,160,000	31,100	b	1	a( 31,100 shares)
AUTODESK INC	COM	052769 10 6	1,119,000	30,000 c	b	1	a( 30,000 shares)
AUTOLIV INC	COM	052800 10 9	218,000	12,600	b	1	a( 12,600 shares)
AUTOMATIC DATA PROCESSING INC	COM	053015 10 3	9,026,000	181,600	b	1	a( 181,600 shares)
AUTONATION INC	COM	05329W 10 2	682,000	58,800	b	1	a( 58,800 shares)
AVANT CORP	COM	053487 10 4	137,000	10,300	b	1	a( 10,300 shares)
AVANTIR PHARMACEUTICALS	CL A	05348P 10 4	369,000	58,500	b	1	a( 58,500 shares)
AVERY DENNISON CORP	COM	053611 10 9	255,000	5,000 P	b	1	a( 5,000 shares)
AVTALL INC NEW	COM	053668 10 2	292,000	26,600	b	1	a( 26,600 shares)
AVICI SYS INC	COM	05367L 10 9	1,755,000	204,800	b	1	a( 204,800 shares)
AVIGEN INC	COM	053690 10 3	495,000	23,000	b	1	a( 23,000 shares)
AVIRON	COM	053762 10 0	3,990,000	70,000 c	b	1	a( 70,000 shares)
AVISTA CORP	COM	053798 10 7	639,000	32,000	b	1	a( 32,000 shares)
AVNET INC	COM	053807 10 3	2,533,000	113,000	b	1	a( 113,000 shares)
AXA	SPONSORED ADR	054536 10 7	4,620,000	163,988	b	1	a( 163,988 shares)
AZTAR CORP	COM	054802 10 3	310,000	25,600	b	1	a( 25,600 shares)
BB&T CORP	COM	054937 10 7	1,975,000	53,816	b	1	a( 53,816 shares)
B A S F A G	SPONSORED ADR	055262 50 5	426,000	10,800	b	1	a( 10,800 shares)
BCE INC	COM	055348 10 9	1,423,000	52,900	b	1	a( 52,900 shares)
BEI TECHNOLOGIES INC	COM	05538P 10 4	211,000	7,800	b	1	a( 7,800 shares)
BISYS GROUP INC	COM	055472 1Q 4	1,180,000	20,000 c	b	1	a( 20,000 shares)
BJ SVCS CO	COM	055482 10 3	14,145,000	498,400	b	1	a( 498,400 shares)
BJ SVCS CO	COM	055482 10 3	1,135,000	40,000 c	b	1	a( 40,000 shares)
BMC INDS INC MINN	COM	055607 10 5	413,000	68,900	b	1	a( 68,900 shares)
BP PLC	SPONSORED ADR	055622 10 4	5,194,000	104,200	b	1	a( 104,200 shares)
BMC SOFTWARE INC	COM	055921 10 0	3,543,000	157,200	b	1	a( 157,200 shares)
BALL CORP	COM	058498 10 6	1,103,000	23,200	b	1	a( 23,200 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

58,428,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
BALL CORP	COM	058498 10 6	951,000	20,000 P	b	1	a( 20,000 shares)
BALLY TOTAL FITNESS HLDG CORP	COM	05873K 10 8	592,000	20,000 C	b	1	a( 20,000 shares)
BANCO BILBAO VIZCAYA ARGENTARI SPONSORED ADR		05946K 10 1	220,000	17,000	b	1	a( 17,000 shares)
BANCO SANTANDER CENT HISPANO ADR	ADR	05964H 10 5	118,000	12,800	b	1	a( 12,800 shares)
BANCWEST CORP NEW	COM	059790 10 5	6,268,000	182,200	b	1	a( 182,200 shares)
BANDAG INC	COM	059815 10 0	355,000	13,000	b	1	a( 13,000 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	5,709,000	95,100	b	1	a( 95,100 shares)
BANK OF AMERICA CORPORATION	COM	060505 10 4	9,005,000	150,000 C	b	1	a( 150,000 shares)
BANK NEW YORK INC	COM	064057 10 2	6,211,000	129,400	b	1	a( 129,400 shares)
BANK ONE CORP	COM	06423A 10 3	17,617,000	492,100	b	1	a( 492,100 shares)
BANKUNITED FINL CORP	CL A	06652B 10 3	164,000	11,700	b	1	a( 11,700 shares)
BARD C R INC	COM	067383 10 9	15,035,000	264,000	b	1	a( 264,000 shares)
BARRICK GOLD CORP	COM	067901 10 8	4,157,000	274,400	b	1	a( 274,400 shares)
BARR LABS INC	COM	068306 10 9	845,000	12,000	b	1	a( 12,000 shares)
BARR LABS INC	COM	068306 10 9	3,521,000	50,000 C	b	1	a( 50,000 shares)
BARR LABS INC	COM	068306 10 9	4,929,000	70,000 P	b	1	a( 70,000 shares)
BARRETT RES CORP	COM PAR \$0.01	068480 20 1	2,461,000	41,708	b	1	a( 41,708 shares)
BAUSCH & LOMB INC	COM	071707 10 3	7,346,000	202,700	b	1	a( 202,700 shares)
BAXTER INTL INC	COM	071813 10 9	14,803,000	302,100	b	1	a( 302,100 shares)
BAXTER INTL INC	COM	071813 10 9	8,820,000	180,000 P	b	1	a( 180,000 shares)
BBVA BANCO FRANCES S A	SPONSORED ADR	07329M 10 0	1,022,000	41,200	b	1	a( 41,200 shares)
BE AEROSPACE INC	COM	073302 10 1	1,084,000	56,900	b	1	a( 56,900 shares)
BEACON POWER CORP	COM	073677 10 6	341,000	49,400	b	1	a( 49,400 shares)
BEAZER HOMES USA INC	COM	07556Q 10 5	724,000	11,400	b	1	a( 11,400 shares)
BECKMAN COULTER INC	COM	075811 10 9	204,000	5,000 C	b	1	a( 5,000 shares)
BECKMAN COULTER INC	COM	075811 10 9	408,000	10,000 P	b	1	a( 10,000 shares)
BEMIS INC	COM	081437 10 5	366,000	9,100	b	1	a( 9,100 shares)
BEMIS INC	COM	081437 10 5	803,000	20,000 P	b	1	a( 20,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

114,079,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
BENCHMARK ELECTRS INC	COM	08160H 10 1	748,000	30,700	b	1	a( 30,700 shares)
BERKLEY W R CORP	COM	084423 10 2	522,000	12,600	b	1	a( 12,600 shares)
BEST BUY INC	COM	086516 10 1	8,258,000	130,000 C	b	1	a( 130,000 shares)
BIOTEN INC	COM	090597 10 5	1,087,000	20,000 C	b	1	a( 20,000 shares)
BIOTEN INC	COM	090597 10 5	2,174,000	40,000 P	b	1	a( 40,000 shares)
BIOMET INC	COM	090613 10 0	961,000	20,000 C	b	1	a( 20,000 shares)
BIOVAIL CORP	PFD EQ SBDB CV	090673 20 8	18,188,000	231,700	b	1	a( 231,700 shares)
BIOSITE DIAGNOSTICS INC	COM	090945 10 6	927,000	20,700	b	1	a( 20,700 shares)
BIOMIRA INC	COM	09161R 10 6	461,000	66,400	b	1	a( 66,400 shares)
BLACK & DECKER CORP	COM	091797 10 0	2,001,000	50,700	b	1	a( 50,700 shares)
BLACK BOX CORP DEL	COM	091826 10 7	2,021,000	30,000 C	b	1	a( 30,000 shares)
BLACKROCK INC	CL A	09247X 10 1	754,000	22,000	b	1	a( 22,000 shares)
BLOCK H & R INC	COM	093671 10 5	3,583,000	55,500 C	b	1	a( 55,500 shares)
BLOCK H & R INC	COM	093671 10 5	5,810,000	90,000 P	b	1	a( 90,000 shares)
BLOCKBUSTER INC	CL A	093679 10 8	1,944,000	106,500	b	1	a( 106,500 shares)
BLUE MARTINI SOFTWARE INC	COM	095698 10 6	144,000	47,900	b	1	a( 47,900 shares)
BOEING CO	COM	097023 10 5	18,626,000	335,000 C	b	1	a( 335,000 shares)
BOEING CO	COM	097023 10 5	3,336,000	60,000 P	b	1	a( 60,000 shares)
BOISE CASCADE CORP	COM	097383 10 3	921,000	26,200	b	1	a( 26,200 shares)
BOSTON COMMUNICATIONS GROUP	COM	100582 10 5	431,000	29,900	b	1	a( 29,900 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	173,000	10,200	b	1	a( 10,200 shares)
BOWATER INC	COM	102183 10 0	3,007,000	67,200	b	1	a( 67,200 shares)
BRIGGS & STRATTON CORP	COM	109043 10 9	278,000	6,600	b	1	a( 6,600 shares)
BRILLIANCE CHINA AUTO HLDG LTD SPONSORED ADR		10949Q 10 5	220,000	8,800	b	1	a( 8,800 shares)
BRINKER INTL INC	COM	109641 10 0	3,751,000	145,100	b	1	a( 145,100 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	23,341,000	446,300	b	1	a( 446,300 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	2,092,000	40,000 P	b	1	a( 40,000 shares)
BRIGHTSMILE INC	COM	110415 10 6	250,000	23,800	b	1	a( 23,800 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

106,009,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
BRITISH TELECOMMUNICATIONS PLC ADR FINAL INST		111021 40 8	1,506,000	23,300	b	1	a( 23,300 shares)
BROADBASE SOFTWARE	COM	11130R 10 0	51,000	25,800	b	1	a( 25,800 shares)
BROADCOM CORP	CL A	111320 10 7	4,062,000	95,000 c	b	1	a( 95,000 shares)
BROADWING INC	COM	111620 10 0	2,438,000	99,700	b	1	a( 99,700 shares)
BROCADE COMMUNICATIONS SYS INC COM		111621 10 8	28,594,000	650,000 c	b	1	a( 650,000 shares)
BROOKS AUTOMATION INC	COM	11434A 10 0	341,000	7,400	b	1	a( 7,400 shares)
BROOKS AUTOMATION INC	COM	11434A 10 0	1,153,000	25,000 c	b	1	a( 25,000 shares)
BROOKS AUTOMATION INC	COM	11434A 10 0	231,000	5,000 P	b	1	a( 5,000 shares)
BUILDING MATLS HLDG CORP	COM	120113 10 5	216,000	14,200	b	1	a( 14,200 shares)
BURLINGTON RES INC	COM	122014 10 3	6,424,000	160,800	b	1	a( 160,800 shares)
BUSINESS OBJECTS S A	SPONSORED ADR	12328X 10 7	2,249,000	95,300	b	1	a( 95,300 shares)
C&D TECHNOLOGIES INC	COM	124661 10 9	1,717,000	55,400	b	1	a( 55,400 shares)
C&D TECHNOLOGIES INC	COM	124661 10 9	775,000	25,000 P	b	1	a( 25,000 shares)
CDW COMPUTER CTRS INC	COM	125129 10 6	1,986,000	50,000 c	b	1	a( 50,000 shares)
CDW COMPUTER CTRS INC	COM	125129 10 6	794,000	20,000 P	b	1	a( 20,000 shares)
CEC ENTMT INC	COM	125137 10 9	1,056,000	21,400	b	1	a( 21,400 shares)
CEC ENTMT INC	COM	125137 10 9	247,000	5,000 c	b	1	a( 5,000 shares)
CEC ENTMT INC	COM	125137 10 9	1,974,000	40,000 P	b	1	a( 40,000 shares)
CH ENERGY GROUP INC	COM	12541W 10 2	255,000	5,800	b	1	a( 5,800 shares)
CIGNA CORP	COM	125509 10 9	1,639,000	17,100	b	1	a( 17,100 shares)
CIGNA CORP	COM	125509 10 9	4,791,000	50,000 c	b	1	a( 50,000 shares)
CIGNA CORP	COM	125509 10,9	4,312,000	45,000 P	b	1	a( 45,000 shares)
CLECO CORP NEW	COM	12561W 10 5	1,440,000	63,300	b	1	a( 63,300 shares)
CMGI INC	COM	125750 10 9	928,000	309,400	b	1	a( 309,400 shares)
CMS ENERGY CORP	COM	125896 10 0	755,000	27,100	b	1	a( 27,100 shares)
CNA FINL CORP	COM	126117 10 0	1,590,000	40,300	b	1	a( 40,300 shares)
CNF TR I	TECONS SER A	12612V 20 5	13,135,000	302,400	b	1	a( 302,400 shares)
CNF INC	COM	12612W 10 4	1,333,000	47,200	b	1	a( 47,200 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

85,992,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
CNET NETWORKS INC	COM	12613R 10 4	359,000	27,600	b	1	a( 27,600 shares)
CSX CORP	COM	126408 10 3	1,131,000	31,200	b	1	a( 31,200 shares)
CTS CORP	COM	126501 10 5	308,000	15,000 C	b	1	a( 15,000 shares)
CTS CORP	COM	126501 10 5	205,000	10,000 P	b	1	a( 10,000 shares)
CVS CORP	COM	126650 10 0	4,408,000	114,200	b	1	a( 114,200 shares)
CV THERAPEUTICS INC	COM	126667 10 4	1,710,000	30,000 C	b	1	a( 30,000 shares)
CABLE & WIRELESS PUB LTD CO	SPONSORED ADR	126830 20 7	254,000	14,100	b	1	a( 14,100 shares)
CABLEVISION SYS CORP	CL A NY CABLV5	12686C 10 9	14,765,000	252,400	b	1	a( 252,400 shares)
CABLEVISION SYS CORP	CL A NY CABLV5	12686C 10 9	2,340,000	40,000 C	b	1	a( 40,000 shares)
CABLEVISION SYS CORP	CL A NY CABLV5	12686C 10 9	293,000	5,000 P	b	1	a( 5,000 shares)
CABLEVISION SYS CORP	CL A RAINB MED	12686C 84 4	472,000	18,300	b	1	a( 18,300 shares)
CACHEFLOW INC	COM	126946 10 2	68,000	13,800	b	1	a( 13,800 shares)
CABOT OIL & GAS CORP	CL A	127097 10 3	1,213,000	49,700	b	1	a( 49,700 shares)
CABOT MICROELECTRONICS CORP	COM	12709P 10 3	273,000	4,400	b	1	a( 4,400 shares)
CABOT MICROELECTRONICS CORP	COM	12709P 10 3	3,100,000	50,000 C	b	1	a( 50,000 shares)
CADENCE DESIGN SYSTEM INC	COM	127387 10 8	6,124,000	328,700	b	1	a( 328,700 shares)
CALIFORNIA PIZZA KITCHEN INC	COM	13034D 10 9	2,034,000	87,500	b	1	a( 87,500 shares)
CALIPER TECHNOLOGIES CORP	COM	130876 10 5	333,000	15,800	b	1	a( 15,800 shares)
CALIPER TECHNOLOGIES CORP	COM	130876 10 5	526,000	25,000 C	b	1	a( 25,000 shares)
CALLAWAY GOLF CO	COM	131193 10 4	2,507,000	158,700	b	1	a( 158,700 shares)
CALPINE CORP	COM	131347 10 6	1,229,000	32,500	b	1	a( 32,500 shares)
CALPINE CORP	COM	131347 10, 6	2,268,000	60,000 C	b	1	a( 60,000 shares)
CAMBRIDGE TECH PARTNERS MASS	COM	132524 10 9	154,000	43,600	b	1	a( 43,600 shares)
CAMINUS CORP	COM	133766 10 5	410,000	15,200	b	1	a( 15,200 shares)
CAMPBELL SOUP CO	COM	134429 10 9	6,571,000	255,200	b	1	a( 255,200 shares)
CANADIAN PAC LTD NEW	COM	135923 10 0	2,248,000	58,000	b	1	a( 58,000 shares)
CANADIAN NATL RY CO	PTD CV 063029	136375 40 9	14,852,000	263,800	b	1	a( 263,800 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	12,318,000	205,300	b	1	a( 205,300 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

82,473,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
CAPSTONE TURBINE CORP	COM	14067D 10 2	225,000	10,000 C	b	1	a( 10,000 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	18,903,000	273,950	b	1	a( 273,950 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	1,725,000	25,000 C	b	1	a( 25,000 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	1,380,000	20,000 P	b	1	a( 20,000 shares)
CAREER EDUCATION CORP	COM	141665 10 9	491,000	8,200	b	1	a( 8,200 shares)
CARNIVAL CORP	COM	143658 10 2	4,903,000	159,700	b	1	a( 159,700 shares)
CASINO DATA SYS	COM	147583 10 8	165,000	17,900	b	1	a( 17,900 shares)
CATALYTICA ENERGY SYS INC	COM	148884 10 9	310,000	14,300	b	1	a( 14,300 shares)
CATAPULT COMMUNICATIONS CORP	COM	149016 10 7	536,000	23,800	b	1	a( 23,800 shares)
CATERPILLAR INC DEL	COM	149123 10 1	896,000	17,900	b	1	a( 17,900 shares)
CELERITEK INC	COM	150926 10 3	299,000	20,000 C	b	1	a( 20,000 shares)
CELL THERAPEUTICS INC	COM	150934 10 7	650,000	23,500	b	1	a( 23,500 shares)
CELESTICA INC	SUB VTG SHS	15101Q 10 8	7,128,000	138,400	b	1	a( 138,400 shares)
CELGENE CORP	COM	151020 10 4	291,000	10,100	b	1	a( 10,100 shares)
CELL PATHWAYS INC NEW	COM	15114R 10 1	117,000	18,500	b	1	a( 18,500 shares)
CENDANT CORP	COM	151313 10 3	3,832,000	196,500	b	1	a( 196,500 shares)
CENDANT CORP	COM	151313 10 3	2,925,000	150,000 C	b	1	a( 150,000 shares)
CENTENNIAL BANCORP	COM	15133T 10 4	105,000	12,700	b	1	a( 12,700 shares)
CENTILLIUM COMMUNICATIONS INC	COM	152319 10 9	547,000	22,100	b	1	a( 22,100 shares)
CENTRA SOFTWARE INC	COM	15234X 10 3	1,412,000	83,100	b	1	a( 83,100 shares)
CENTRAL PKG CORP	COM	154785 10 9	269,000	14,400	b	1	a( 14,400 shares)
CEPHALON INC	COM	156708 10 9	529,000	7,500 C	b	1	a( 7,500 shares)
CEPHALON INC	SB NT CV 144A 0	156708 AB 5	4,535,000	4,000,000	b	1	a( 4,000,000 shares)
CERNER CORP	COM	156782 10 4	1,386,000	33,000	b	1	a( 33,000 shares)
CERUS CORP	COM	157085 10 1	8,810,000	121,400	b	1	a( 121,400 shares)
CHARLOTTE RUSSE HLDG INC	COM	161048 10 3	643,000	24,000	b	1	a( 24,000 shares)
CHARTER COMMUNICATIONS INC DEL SR NT CV 4.75%	COM	16117M AC 1	10,333,000	9,760,000	b	1	a( 9,760,000 shares)
CHARTER COMMUNICATIONS INC DEL SUB NT CV5.75%	COM	16117M AB 3	21,335,000	17,000,000	b	1	a( 17,000,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

94,680,000



Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
CHARTERED SEMICONDUCTOR MFG	ADR	16133R 10 6	1,101,000	43,600	b	1	a( 43,600 shares)
CHECKFREE CORP NEW	COM	16281J 10 9	1,824,000	52,000	b	1	a( 52,000 shares)
CHEESECAKE FACTORY INC	COM	16307Z 10 1	1,214,000	42,900	b	1	a( 42,900 shares)
CHESAPEAKE ENERGY CORP	COM	165167 10 7	738,000	108,600	b	1	a( 108,600 shares)
CHEVRON CORPORATION	COM	166751 10 7	2,760,000	30,500	b	1	a( 30,500 shares)
CHEVRON CORPORATION	COM	166751 10 7	5,430,000	60,000 C	b	1	a( 60,000 shares)
CHICOS FAS INC	COM	168615 10 2	2,142,000	72,000	b	1	a( 72,000 shares)
CHICOS FAS INC	COM	168615 10 2	298,000	10,000 C	b	1	a( 10,000 shares)
CHILES OFFSHORE INC	COM	16888M 10 4	243,000	13,700	b	1	a( 13,700 shares)
CHIRON CORP	COM	170040 10 9	510,000	10,000 P	b	1	a( 10,000 shares)
CHRIS CRAFT INDS INC	COM	170520 10 0	2,877,000	40,300	b	1	a( 40,300 shares)
CHRISTOPHER & BANKS CORP	COM	171046 10 5	3,594,000	110,250	b	1	a( 110,250 shares)
CHUBB CORP	COM	171232 10 1	503,000	6,500	b	1	a( 6,500 shares)
CHUBB CORP	COM	171232 10 1	2,710,000	35,000 C	b	1	a( 35,000 shares)
CHUBB CORP	COM	171232 10 1	2,710,000	35,000 P	b	1	a( 35,000 shares)
CHURCH & DWIGHT INC	COM	171340 10 2	774,000	30,400	b	1	a( 30,400 shares)
Ciena Corp	COM	171779 10 1	12,088,000	318,100	b	1	a( 318,100 shares)
CIMA LABS INC	COM	171796 10 5	353,000	4,500	b	1	a( 4,500 shares)
CIMA LABS INC	COM	171796 10 5	785,000	10,000 P	b	1	a( 10,000 shares)
CINCINNATI FINL CORP	COM	172062 10 1	1,529,000	38,700	b	1	a( 38,700 shares)
CIRCOR INTL INC	COM	17273K 10 9	339,000	18,800	b	1	a( 18,800 shares)
CIRRUS LOGIC INC	COM	172755 1Q 0	1,152,000	50,000 C	b	1	a( 50,000 shares)
CISCO SYS INC	COM	17275R 10 2	645,000	35,450	b	1	a( 35,450 shares)
CISCO SYS INC	COM	17275R 10 2	37,856,000	2,080,000 C	b	1	a( 2,080,000 shares)
CISCO SYS INC	COM	17275R 10 2	3,640,000	200,000 P	b	1	a( 200,000 shares)
CINTAS CORP	COM	172908 10 5	925,000	20,000 C	b	1	a( 20,000 shares)
CINTAS CORP	COM	172908 10 5	1,850,000	40,000 P	b	1	a( 40,000 shares)
CITIGROUP INC	COM	172967 10 1	11,348,000	214,760	b	1	a( 214,760 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total)

101,938,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares of Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
CITIGROUP INC	COM	172967 10 1	84,016,000	1,590,000 C	b	1	a( 1,590,000 shares)
CITIGROUP INC	COM	172967 10 1	18,494,000	350,000 P	b	1	a( 350,000 shares)
CITIZENS FIRST BANCORP INC DEL COM	COM	17461R 10 6	167,000	11,400	b	1	a( 11,400 shares)
CITRIX SYS INC	COM	177376 10 0	1,986,000	56,900	b	1	a( 56,900 shares)
CITRIX SYS INC	COM	177376 10 0	2,792,000	80,000 C	b	1	a( 80,000 shares)
CITY NATL CORP	COM	178566 10 5	235,000	5,300	b	1	a( 5,300 shares)
CITY NATL CORP	COM	178566 10 5	443,000	10,000 P	b	1	a( 10,000 shares)
CLARENT CORP DEL	COM	180461 10 5	126,000	13,700	b	1	a( 13,700 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	12,540,000	200,000 C	b	1	a( 200,000 shares)
CLICK COMMERCE INC	COM	18681D 10 9	127,000	14,100	b	1	a( 14,100 shares)
CLOROX CO DEL	COM	189054 10 9	2,234,000	66,000	b	1	a( 66,000 shares)
COACH INC	COM	189754 10 4	471,000	12,375	b	1	a( 12,375 shares)
COACH INC	COM	189754 10 4	571,000	15,000 C	b	1	a( 15,000 shares)
COACH INC	COM	189754 10 4	1,142,000	30,000 P	b	1	a( 30,000 shares)
COBALT CORP	COM	19074W 10 0	249,000	35,600	b	1	a( 35,600 shares)
COCA COLA CO	COM	191216 10 0	22,239,000	494,200	b	1	a( 494,200 shares)
COCA COLA ENTERPRISES INC	COM	191219 10 4	932,000	57,000	b	1	a( 57,000 shares)
COGNOS INC	COM	19244C 10 9	531,000	30,100	b	1	a( 30,100 shares)
COLE KENNETH PRODTNS INC	CL A	193294 10 5	925,000	45,900	b	1	a( 45,900 shares)
COLT TELECOM GROUP PLC	SPONSORED ADR	196877 10 4	1,392,000	49,700	b	1	a( 49,700 shares)
COLUMBIA SPORTSWEAR CO	COM	198516 10 6	505,000	9,900	b	1	a( 9,900 shares)
COMCAST CORP	CL A SPL	200300 2Q,0	1,042,000	24,000	b	1	a( 24,000 shares)
COMCAST CORP	ZONES CV2% PCS	200300 50 7	5,781,000	113,300	b	1	a( 113,300 shares)
COMERICA INC	COM	200340 10 7	937,000	16,264	b	1	a( 16,264 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	1,549,000	22,100	b	1	a( 22,100 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	3,680,000	52,500 C	b	1	a( 52,500 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	2,804,000	40,000 P	b	1	a( 40,000 shares)
COMMERCE ONE INC DEL	COM	200693 10 9	743,000	127,300	b	1	a( 127,300 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

168,653,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
COMMERCIAL FEDERAL CORPORATION	COM	201647 10 4	349,000	15,100	b	1	a( 15,100 shares)
COMSCOPE INC	COM	203372 10 7	235,000	10,000 c	b	1	a( 10,000 shares)
COMMUNITY BK SYS INC	COM	203607 10 6	526,000	18,800	b	1	a( 18,800 shares)
COMMUNITY HEALTH SYS INC NEWCO	COM	203668 10 8	634,000	21,500	b	1	a( 21,500 shares)
COMPANHIA BRASILEIRA DE DISTRB ADR	ADR	20440T 20 1	1,239,000	53,400	b	1	a( 53,400 shares)
COMPANHIA DE BEBIDAS DAS AMERS SPON ADR PFD	ADR	20441W 20 3	1,820,000	78,600	b	1	a( 78,600 shares)
COMPANIA ANONIMA NACIONAL TEL	SPON ADR D	204421 10 1	1,910,000	81,500	b	1	a( 81,500 shares)
COMPAQ COMPUTER CORP	COM	204493 10 0	8,464,000	546,400	b	1	a( 546,400 shares)
COMPAQ COMPUTER CORP	COM	204493 10 0	10,611,000	685,000 c	b	1	a( 685,000 shares)
COMPAQ COMPUTER CORP	COM	204493 10 0	697,000	45,000 P	b	1	a( 45,000 shares)
COMPUTER SCIENCES CORP	COM	205363 10 4	4,283,000	123,800	b	1	a( 123,800 shares)
COMPUTER SCIENCES CORP	COM	205363 10 4	1,730,000	50,000 c	b	1	a( 50,000 shares)
COMSTOCK RES INC	COM NEW	205768 20 3	104,000	10,100	b	1	a( 10,100 shares)
CONVERSE TECHNOLOGY INC	COM PAR \$0.10	205862 40 2	5,624,000	97,600	b	1	a( 97,600 shares)
CONAGRA FOODS INC	COM	205887 10 2	4,431,000	223,700	b	1	a( 223,700 shares)
CONCORD EFS INC	COM	206197 10 5	1,560,000	30,000 c	b	1	a( 30,000 shares)
CONE HLS CORP N C	COM	206814 10 5	261,000	202,400	b	1	a( 202,400 shares)
CONNECTIV INC	COM	206829 10 3	4,132,000	191,300	b	1	a( 191,300 shares)
CONEXANT SYSTEMS INC	COM	207142 10 0	385,000	43,000	b	1	a( 43,000 shares)
CONOCO INC	CL B	208251 40 5	1,379,000	47,700	b	1	a( 47,700 shares)
CONSECO INC	COM	208464 10 7	11,825,000	866,300	b	1	a( 866,300 shares)
CONSECO INC	COM	208464 10 7	3,140,000	230,000 c	b	1	a( 230,000 shares)
CONSECO INC	COM	208464 10 7	1,229,000	90,000 P	b	1	a( 90,000 shares)
CONSOLIDATED EDISON INC	COM	209115 10 4	1,071,000	26,900	b	1	a( 26,900 shares)
CONSOLIDATED FREIGHTWAYS CORP	COM	209232 10 7	102,000	11,400	b	1	a( 11,400 shares)
CONSOLIDATED GRAPHICS INC	COM	209341 10 6	173,000	10,200	b	1	a( 10,200 shares)
CONSTELLATION BRANDS INC	CL A	21036P 10 8	2,632,000	64,200	b	1	a( 64,200 shares)
CONSTELLATION BRANDS INC	CL A	21036P 10 8	4,510,000	110,000 c	b	1	a( 110,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
CONSTELLATION ENERGY GROUP INC COM	COM	210371 10 0	10,659,000	250,200	b	1	a( 250,200 shares)
CONSTELLATION 3D INC	COM	210379 10 3	172,000	30,300	b	1	a( 30,300 shares)
CONTINENTAL AIRLIS INC	CL B	210795 30 8	3,413,000	69,300	b	1	a( 69,300 shares)
CONVERGYS CORP	COM	212485 10 6	12,266,000	405,500	b	1	a( 405,500 shares)
COOPER CAMERON CORP	COM	216640 10 2	1,395,000	25,000 C	b	1	a( 25,000 shares)
COOKS ADOLPH CO	CL B	217016 10 4	3,357,000	66,900	b	1	a( 66,900 shares)
COOKS ADOLPH CO	CL B	217016 10 4	502,000	10,000 P	b	1	a( 10,000 shares)
COR THERAPEUTICS INC	COM	217753 10 2	2,040,000	66,900	b	1	a( 66,900 shares)
COR THERAPEUTICS INC	SR NT CV 144A 0	217753 AE 2	1,793,000	1,800,000	b	1	a( 1,800,000 shares)
CORINTHIAN COLLEGES INC	COM	218868 10 7	574,000	12,200	b	1	a( 12,200 shares)
CORNING INC	COM	219350 10 5	6,378,000	381,700	b	1	a( 381,700 shares)
CORNING INC	COM	219350 10 5	12,616,000	755,000 C	b	1	a( 755,000 shares)
CORNING INC	COM	219350 10 5	4,762,000	285,000 P	b	1	a( 285,000 shares)
CORVAS INTL INC	COM	221005 10 1	161,000	13,700	b	1	a( 13,700 shares)
CORVIS CORP	COM	221009 10 3	167,000	38,000	b	1	a( 38,000 shares)
COSTCO WHSL CORP NEW	COM	22160K 10 5	1,027,000	25,000 C	b	1	a( 25,000 shares)
COUNTRYWIDE CR INDS INC DEL	COM	222372 10 4	918,000	20,000 C	b	1	a( 20,000 shares)
COUNTRYWIDE CR INDS INC DEL	LYON ZERO 144A3	222372 AD 6	17,750,000	25,000,000	b	1	a( 25,000,000 shares)
COX COMMUNICATIONS INC NEW	CL A	224044 10 7	554,000	12,500	b	1	a( 12,500 shares)
CREE INC	COM	225447 10 1	701,000	26,800	b	1	a( 26,800 shares)
CUBIST PHARMACEUTICALS INC	COM	229678 10 7	300,000	7,900	b	1	a( 7,900 shares)
CUMMINS INC	COM	231021 10 6	3,022,000	78,100	b	1	a( 78,100 shares)
CURAGEN CORP	COM	23126R 10 1	269,000	7,400	b	1	a( 7,400 shares)
CYBER-CARE INC	COM	23243T 10 5	21,000	16,700	b	1	a( 16,700 shares)
CYGNUS INC	COM	232560 10 2	353,000	34,400	b	1	a( 34,400 shares)
CYMER INC	COM	232572 10 7	539,000	21,300	b	1	a( 21,300 shares)
CYPRESS SEMICONDUCTOR CORP	COM	232806 10 9	634,000	26,600	b	1	a( 26,600 shares)
CYTEC INDS INC	COM	232820 10 0	456,000	12,000 P	b	1	a( 12,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

86,799,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
CYTOGEN CORP	COM	232874 10 2	314,000	58,200	b	1	a( 58,200 shares)
CYTTC CORP	COM	232946 10 3	774,000	33,600	b	1	a( 33,600 shares)
DDI CORP	COM	233162 10 6	1,136,000	56,800	b	1	a( 56,800 shares)
D R HORIZON INC	COM	23331A 10 9	1,214,000	53,484	b	1	a( 53,484 shares)
DAISYTEK INTL CORP	COM	234053 10 6	391,000	24,800	b	1	a( 24,800 shares)
DAVITA INC	COM	23918K 10 8	2,915,000	143,400	b	1	a( 143,400 shares)
DAVITA INC	COM	23918K 10 8	407,000	20,000 C	b	1	a( 20,000 shares)
DAVITA INC	COM	23918K 10 8	203,000	10,000 P	b	1	a( 10,000 shares)
DEAN FOODS CO	COM	242361 10 3	3,851,000	95,800	b	1	a( 95,800 shares)
DELL COMPUTER CORP	COM	247025 10 9	2,252,000	86,100	b	1	a( 86,100 shares)
DELL COMPUTER CORP	COM	247025 10 9	20,266,000	775,000 C	b	1	a( 775,000 shares)
DELL COMPUTER CORP	COM	247025 10 9	22,228,000	850,000 P	b	1	a( 850,000 shares)
DELTA AIR LINES INC DEL	COM	247361 10 8	688,000	15,600	b	1	a( 15,600 shares)
DELTA AIR LINES INC DEL	COM	247361 10 8	2,931,000	66,500 C	b	1	a( 66,500 shares)
DELTA AIR LINES INC DEL	COM	247361 10 8	882,000	20,000 P	b	1	a( 20,000 shares)
DENDREON CORP	COM	24823Q 10 7	174,000	10,400	b	1	a( 10,400 shares)
DESCARTES SYS GROUP INC	COM	249906 10 8	344,000	18,800	b	1	a( 18,800 shares)
DEUTSCHE TELEKOM AG	SPONSORED ADR	251366 10 5	6,267,000	279,146	b	1	a( 279,146 shares)
DEVON ENERGY CORP NEW	COM	25179M 10 3	1,250,000	23,800	b	1	a( 23,800 shares)
DEVON ENERGY CORP NEW	COM	25179M 10 3	1,575,000	30,000 P	b	1	a( 30,000 shares)
DIAGNOSTIC PRODS CORP	COM	252450 10 1	1,192,000	35,900	b	1	a( 35,900 shares)
DIAGNOSTIC PRODS CORP	COM	252450 10 1	930,000	28,000 C	b	1	a( 28,000 shares)
DIAGNOSTIC PRODS CORP	COM	252450 10 1	797,000	24,000 P	b	1	a( 24,000 shares)
DIAMOND OFFSHORE DRILLING INC	COM	25271C 10 2	625,000	18,900	b	1	a( 18,900 shares)
DIAMONDCLUSTER INTL INC	CL A	25278P 10 6	127,000	10,000 P	b	1	a( 10,000 shares)
DIANON SYS INC	COM	252826 10 2	205,000	4,500	b	1	a( 4,500 shares)
DIGEX INC DEL	CL A	253756 10 0	234,000	18,000	b	1	a( 18,000 shares)
DIGITAL LIGHTWAVE INC	COM	253855 10 0	1,290,000	34,900	b	1	a( 34,900 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
DIGITAL LIGHTWAVE INC	COM	253855 10 0	370,000	10,000	C	1	a( 10,000 shares)
DIGITAL IS INC DEL	COM	25385N 10 1	156,000	45,700	b	1	a( 45,700 shares)
DILLARDS INC	CL A	254067 10 1	197,000	12,900	b	1	a( 12,900 shares)
DIME BANKCORP INC NEW	COM	25429Q 10 2	15,924,000	427,500	b	1	a( 427,500 shares)
DIMON INC	COM	254394 10 9	330,000	33,000	b	1	a( 33,000 shares)
DISCOUNT AUTO PTS INC	COM	254642 10 1	135,000	12,400	b	1	a( 12,400 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	36,196,000	1,252,900	b	1	a( 1,252,900 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	1,878,000	65,000	b	1	a( 65,000 shares)
DOCUMENTUM INC	COM	256159 10 4	154,000	11,900	b	1	a( 11,900 shares)
DOLLAR TREE STORES INC	COM	256747 10 6	557,000	20,000	C	1	a( 20,000 shares)
DOLLAR TREE STORES INC	COM	256747 10 6	835,000	30,000	P	1	a( 30,000 shares)
DOMINION RES BLACK WARRIOR TR	UNITS BEN INT	25746Q 10 8	193,000	11,100	b	1	a( 11,100 shares)
DOMINION RES INC VA NEW	COM	25746U 10 9	16,001,000	266,100	b	1	a( 266,100 shares)
DONNELLEY R R & SONS CO	COM	257867 10 1	1,399,000	47,100	b	1	a( 47,100 shares)
DOVER CORP	COM	260003 10 8	1,822,000	48,400	b	1	a( 48,400 shares)
DOW CHEM CO	COM	260543 10 3	4,573,000	137,522	b	1	a( 137,522 shares)
DUANE READE INC	COM	263578 10 6	1,310,000	40,300	b	1	a( 40,300 shares)
DUANE READE INC	COM	263578 10 6	1,300,000	40,000	P	1	a( 40,000 shares)
DUKE ENERGY CORP	COM	264399 10 6	7,373,000	189,000	b	1	a( 189,000 shares)
DUKE ENERGY CORP	CORP UNITS	264399 58 5	5,387,000	210,000	b	1	a( 210,000 shares)
DUN & BRADSTREET CORP DEL NEW	COM	26483E 10 0	2,542,000	90,150	b	1	a( 90,150 shares)
DUPONT PHOTOMASKS INC	COM	26613X 1Q, 1	1,206,000	25,000	C	1	a( 25,000 shares)
DUPONT PHOTOMASKS INC	COM	26613X 10 1	483,000	10,000	P	1	a( 10,000 shares)
OURAMED PHARMACEUTICALS INC	COM	266354 10 9	1,090,000	60,900	b	1	a( 60,900 shares)
DYCOM INDS INC	COM	267475 10 1	211,000	9,200	b	1	a( 9,200 shares)
DYCOM INDS INC	COM	267475 10 1	1,720,000	75,000	C	1	a( 75,000 shares)
DYNEGY INC NEW	CL A	26816Q 10 1	2,930,000	63,000	b	1	a( 63,000 shares)
ECI TELECOM LTD	ORD	268258 10 0	205,000	40,900	b	1	a( 40,900 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
EEX CORP	COM NEW	26842V 20 7	130,000	48,300	b	1	a( 48,300 shares)
EGL INC	COM	268484 10 2	742,000	42,500	b	1	a( 42,500 shares)
E M C CORP MASS	COM	268648 10 2	32,783,000	1,128,500	b	1	a( 1,128,500 shares)
E M C CORP MASS	COM	268648 10 2	51,128,000	1,760,000 C	b	1	a( 1,760,000 shares)
E M C CORP MASS	COM	268648 10 2	10,749,000	370,000 P	b	1	a( 370,000 shares)
ENSCO INTL INC	COM	26874Q 10 0	9,950,000	425,200	b	1	a( 425,200 shares)
E PIPHANY INC	COM	26881V 10 0	299,000	29,400	b	1	a( 29,400 shares)
EPIQ SYS INC	COM	26882D 10 9	224,000	8,700	b	1	a( 8,700 shares)
E TRADE GROUP INC	COM	269246 10 4	290,000	45,000	b	1	a( 45,000 shares)
EASTMAN CHEM CO	COM	277432 10 0	3,048,000	64,000	b	1	a( 64,000 shares)
EASTMAN KODAK CO	COM	277461 10 9	9,527,000	204,100	b	1	a( 204,100 shares)
EASTMAN KODAK CO	COM	277461 10 9	1,867,000	40,000 C	b	1	a( 40,000 shares)
EASTMAN KODAK CO	COM	277461 10 9	2,334,000	50,000 P	b	1	a( 50,000 shares)
EATON CORP	COM	278058 10 2	8,419,000	120,102	b	1	a( 120,102 shares)
EBAY INC	COM	278642 10 3	603,000	8,800	b	1	a( 8,800 shares)
EBAY INC	COM	278642 10 3	19,862,000	290,000 C	b	1	a( 290,000 shares)
EBAY INC	COM	278642 10 3	2,055,000	30,000 P	b	1	a( 30,000 shares)
ECHELON CORP	COM	27874N 10 5	504,000	16,400	b	1	a( 16,400 shares)
ECHOSTAR COMMUNICATIONS NEW	CL A	278762 10 9	590,000	18,200	b	1	a( 18,200 shares)
ECLIPSYS CORP	COM	278856 10 9	393,000	14,000	b	1	a( 14,000 shares)
EDEN BIOSCIENCE CORP	COM	279445 10 0	180,000	18,000	b	1	a( 18,000 shares)
EDISON SCHOOLS INC	CL A	281033 10,0	505,000	22,100	b	1	a( 22,100 shares)
EDO CORP	COM	281347 10 4	306,000	19,200	b	1	a( 19,200 shares)
J D EDWARDS & CO	COM	281667 10 5	455,000	32,200	b	1	a( 32,200 shares)
EFUNDS CORP	COM	28224R 10 1	186,000	10,000 C	b	1	a( 10,000 shares)
EFUNDS CORP	COM	28224R 10 1	558,000	30,000 P	b	1	a( 30,000 shares)
EGAIN COMMUNICATIONS	COM	28225C 10 3	28,000	10,300	b	1	a( 10,300 shares)
EL PASO CORP	COM	28336L 10 9	32,480,000	618,200	b	1	a( 618,200 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total 190,195,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (note #3)
EL PASO ELEC CO	COM NEW	283677 85 4	229,000	14,300	b	1	a( 14,300 shares)
ELAN PLC	ADR	284131 20 8	526,000	8,629	b	1	a( 8,629 shares)
ELECTRIC FUEL CORP	COM	284871 10 0	44,000	17,200	b	1	a( 17,200 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	9,721,000	167,900	b	1	a( 167,900 shares)
ELECTRONICS FOR IMAGING INC	COM	286082 10 2	413,000	14,000	b	1	a( 14,000 shares)
ELIZABETH ARDEN INC	COM	286606 10 6	849,000	34,800	b	1	a( 34,800 shares)
ELOYALTY CORP	COM	290151 10 9	293,000	293,200	b	1	a( 293,200 shares)
EMBARCADERO TECHNOLOGIES INC	COM	290787 10 0	279,000	12,500	b	1	a( 12,500 shares)
EMBRAER-EMPRESA BRASILEIRA DE	SP ADR PFD SHS	29081M 10 2	539,000	13,800	b	1	a( 13,800 shares)
EMCORE CORP	COM	290846 10 4	2,149,000	69,900	b	1	a( 69,900 shares)
EMCORE CORP	SB NT CV 144A 0	290846 AA 2	2,557,000	2,833,000	b	1	a( 2,833,000 shares)
EMERSON ELEC CO	COM	291011 10 4	11,326,000	187,200	b	1	a( 187,200 shares)
EMISPHERE TECHNOLOGIES INC	COM	291345 10 6	922,000	31,700	b	1	a( 31,700 shares)
EMMIS COMMUNICATIONS CORP	CL A	291525 10 3	867,000	28,200	b	1	a( 28,200 shares)
ENCORE ACQUISITION CO	COM	29255W 10 0	302,000	26,300	b	1	a( 26,300 shares)
ENERGEN CORP	COM	29265N 10 8	304,000	11,000	b	1	a( 11,000 shares)
ENERGIZER HLDGS INC	COM	29266R 10 8	558,000	24,300	b	1	a( 24,300 shares)
ENERGIZER HLDGS INC	COM	29266R 10 8	689,000	30,000 c	b	1	a( 30,000 shares)
ENERSTIS S A	SPONSORED ADR	29274F 10 4	280,000	18,700	b	1	a( 18,700 shares)
ENGINEERED SUPPORT SYS INC	COM	292866 10 0	404,000	10,300	b	1	a( 10,300 shares)
ENRON CORP	COM	293561 10 6	7,791,000	159,000	b	1	a( 159,000 shares)
ENRON CORP	COM	293561 10 6	2,450,000	50,000 c	b	1	a( 50,000 shares)
ENRON CORP	COM	293561 10 6	3,430,000	70,000 P	b	1	a( 70,000 shares)
ENTEGRIS INC	COM	29362U 10 4	677,000	59,100	b	1	a( 59,100 shares)
ENTREMED INC	COM	29382F 10 3	1,011,000	63,200	b	1	a( 63,200 shares)
ENTRAVISION COMMUNICATIONS CP	CL A	29382R 10 7	1,263,000	102,700	b	1	a( 102,700 shares)
ENTRADA NETWORKS INC	COM NEW	29382Y 10 2	9,000	12,400	b	1	a( 12,400 shares)
ENZON INC	COM	293904 10 8	13,750,000	220,000 c	b	1	a( 220,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

63,632,000



Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
ENZON INC	COM	293904 10 8	3,125,000	50,000 P	b	1	a( 50,000 shares)
EPCOS AG	ADR	29410P 10 7	213,000	3,900	b	1	a( 3,900 shares)
EQUIFAX INC	COM	294429 10 5	1,731,000	47,200	b	1	a( 47,200 shares)
EQUITABLE RES INC	COM	294549 10 0	4,870,000	146,200	b	1	a( 146,200 shares)
EQUITABLE RES INC	COM	294549 10 0	999,000	30,000 C	b	1	a( 30,000 shares)
EQUITABLE RES INC	COM	294549 10 0	666,000	20,000 P	b	1	a( 20,000 shares)
ERICSSON L M TEL CO	ADR CL B SEK10	294821 40 0	227,000	41,800	b	1	a( 41,800 shares)
ETHAN ALLEN INTERIORS INC	COM	297602 10 4	1,739,000	53,500	b	1	a( 53,500 shares)
EXABYTE CORP	COM	300615 10 1	25,000	26,000	b	1	a( 26,000 shares)
EXAR CORP	COM	300645 10 8	207,000	10,500	b	1	a( 10,500 shares)
EXAR CORP	COM	300645 10 8	593,000	30,000 C	b	1	a( 30,000 shares)
EXE TECHNOLOGIES INC	COM	301504 10 6	93,000	15,800	b	1	a( 15,800 shares)
EXELON CORP	COM	30161N 10 1	19,945,000	311,062	b	1	a( 311,062 shares)
EXELIXIS INC	COM	30161Q 10 4	943,000	49,700	b	1	a( 49,700 shares)
EXFO ELECTRO OPTICAL ENGR INC	SUB VTG SHS	302043 10 4	572,000	35,400	b	1	a( 35,400 shares)
EXIDE CORP	COM	302051 10 7	311,000	27,000	b	1	a( 27,000 shares)
EXPEDIA INC	COM	302125 10 9	1,002,000	21,500	b	1	a( 21,500 shares)
EXPEDIA INC	COM	302125 10 9	5,126,000	110,000 C	b	1	a( 110,000 shares)
EXPEDIA INC	COM	302125 10 9	1,165,000	25,000 P	b	1	a( 25,000 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	2,201,000	40,000 C	b	1	a( 40,000 shares)
EXPRESS SCRIPTS INC	COM	302182 10 0	1,321,000	24,000 P	b	1	a( 24,000 shares)
EXTENDED STAY AMER INC	COM	30224P 10,1	1,769,000	117,900	b	1	a( 117,900 shares)
EXULT INC DEL	COM	302284 10 4	650,000	38,100	b	1	a( 38,100 shares)
EXXON MOBIL CORP	COM	30231G 10 2	839,000	9,600	b	1	a( 9,600 shares)
EXXON MOBIL CORP	COM	30231G 10 2	13,976,000	160,000 C	b	1	a( 160,000 shares)
EXXON MOBIL CORP	COM	30231G 10 2	17,470,000	200,000 P	b	1	a( 200,000 shares)
F M C CORP	COM NEW	302491 30 3	7,871,000	114,800	b	1	a( 114,800 shares)
FTI CONSULTING INC	COM	302941 10 9	1,127,000	51,700	b	1	a( 51,700 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

90,776,000

Name of Issuer	Title of class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
FACTSET RESH SYS INC	COM	303075 10 5	1,749,000	49,000	b	1	a( 49,000 shares)
FAMILY DLR STORES INC	COM	307000 10 9	1,927,000	75,200	b	1	a( 75,200 shares)
FASTENAL CO	COM	311900 10 4	6,508,000	105,000 C	b	1	a( 105,000 shares)
FASTENAL CO	COM	311900 10 4	3,099,000	50,000 P	b	1	a( 50,000 shares)
FEDERAL AGRIC MTG CORP	CL C	313148 30 6	454,000	14,200	b	1	a( 14,200 shares)
FEDERAL HOME LN MTG CORP	COM	313400 30 1	6,062,000	86,600	b	1	a( 86,600 shares)
FEDERAL MOGUL CORP	COM	313549 10 7	63,000	37,400	b	1	a( 37,400 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	1,703,000	20,000 C	b	1	a( 20,000 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	3,406,000	40,000 P	b	1	a( 40,000 shares)
FEDERAL SIGNAL CORP	COM	313855 10 8	268,000	11,400	b	1	a( 11,400 shares)
FEDERAL SIGNAL CORP	COM	313855 10 8	235,000	10,000 C	b	1	a( 10,000 shares)
FEDERATED DEPT STORES INC DEL	COM	31410H 10 1	6,775,000	159,400	b	1	a( 159,400 shares)
FEDERATED DEPT STORES INC DEL	COM	31410H 10 1	425,000	10,000 C	b	1	a( 10,000 shares)
FEDERATED DEPT STORES INC DEL	COM	31410H 10 1	1,913,000	45,000 P	b	1	a( 45,000 shares)
FEDERATED DEPT STORES INC DEL	WT D EX 121901	31410H 12 7	9,980,000	725,800	b	1	a( 725,800 shares)
FEDERATED INVS INC PA	CL B	314211 10 3	322,000	10,000 C	b	1	a( 10,000 shares)
FIDELITY NATL FINL INC	COM	316326 10 7	2,609,000	106,200	b	1	a( 106,200 shares)
FIFTH THIRD BANCORP	COM	316773 10 0	3,423,000	57,000 C	b	1	a( 57,000 shares)
FINANCIAL FED CORP	COM	317492 10 6	602,000	20,800	b	1	a( 20,800 shares)
FINISAR	COM	31787A 10 1	2,087,000	111,700	b	1	a( 111,700 shares)
FINISH LINE INC	CL A	317923 10 0	131,000	10,500	b	1	a( 10,500 shares)
FIRST AMERN CORP CALIF	COM	318522 30 7	2,820,000	148,900	b	1	a( 148,900 shares)
FIRST DATA CORP	COM	319963 10 4	2,210,000	34,400	b	1	a( 34,400 shares)
FIRST DATA CORP	COM	319963 10 4	643,000	10,000 C	b	1	a( 10,000 shares)
FIRST DATA CORP	COM	319963 10 4	3,341,000	52,000 P	b	1	a( 52,000 shares)
FIRST HEALTH GROUP CORP	COM	320960 10 7	2,373,000	98,400	b	1	a( 98,400 shares)
FIRST REP BK SAN FRANCISCO	COM	336158 10 0	485,000	19,800	b	1	a( 19,800 shares)
FIRST TENN NATL CORP	COM	337162 10 1	590,000	17,000	b	1	a( 17,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

66,203,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
FIRST TENN NATL CORP	COM	337162 10 1	347,000	10,000 P	b	1	a( 10,000 shares)
FIRST UN CORP	COM	337358 10 5	18,141,000	519,200	b	1	a( 519,200 shares)
FIRST VA BANKS INC	COM	337477 10 3	782,000	16,600	b	1	a( 16,600 shares)
FISERV INC	COM	337738 10 8	320,000	5,000 P	b	1	a( 5,000 shares)
FIRSTFED FINL CORP	COM	337907 10 9	1,335,000	44,800	b	1	a( 44,800 shares)
FLAGSTAR BANCORP INC	COM	337930 10 1	211,000	10,100	b	1	a( 10,100 shares)
FISHER SCIENTIFIC INTL INC	COM NEW	338032 20 4	606,000	20,900	b	1	a( 20,900 shares)
FLEETBOSTON FINL CORP	COM	339030 10 8	7,378,000	187,012	b	1	a( 187,012 shares)
FLEMING COS INC	COM	339130 10 6	1,785,000	50,000 C	b	1	a( 50,000 shares)
FLEMING COS INC	COM	339130 10 6	1,250,000	35,000 P	b	1	a( 35,000 shares)
FLUOR CORP NEW	COM	343412 10 2	3,386,000	75,000 C	b	1	a( 75,000 shares)
FOCAL COMMUNICATIONS CORP	COM	344155 10 6	28,000	11,800	b	1	a( 11,800 shares)
FOOTSTAR INC	COM	344912 10 0	1,242,000	36,100	b	1	a( 36,100 shares)
FORD MTR CO DEL	COM PAR \$0.01	345370 86 0	24,071,000	980,500	b	1	a( 980,500 shares)
FOREST OIL CORP	COM PAR \$0.01	346091 70 5	325,000	11,600	b	1	a( 11,600 shares)
FORRESTER RESH INC	COM	346563 10 9	515,000	22,800	b	1	a( 22,800 shares)
FOUR SEASONS HOTEL INC	LTD VTG SH	35100E 10 4	1,671,000	30,100	b	1	a( 30,100 shares)
FRANCE TELECOM	SPONSORED ADR	35177Q 10 5	1,821,000	37,700	b	1	a( 37,700 shares)
FRANKLIN RES INC	SR LYON 144A 3	354613 AA 9	9,669,000	17,000,000	b	1	a( 17,000,000 shares)
FREEMARKETS INC	COM	356602 10 2	200,000	10,000 C	b	1	a( 10,000 shares)
FRONTIER AIRLINES INC NEW	COM	359065 10 9	368,000	30,000 C	b	1	a( 30,000 shares)
FUELCCELL ENERGY INC	COM	35952H 10,6	2,808,000	121,600	b	1	a( 121,600 shares)
FUELCCELL ENERGY INC	COM	35952H 10 6	1,616,000	70,000 C	b	1	a( 70,000 shares)
FULLER H B CO	COM	359694 10 6	998,000	20,000 P	b	1	a( 20,000 shares)
GATX CORP	COM	361448 10 3	273,000	6,800	b	1	a( 6,800 shares)
GPU INC	COM	36225X 10 0	7,093,000	201,800	b	1	a( 201,800 shares)
GALILEO INTERNATIONAL INC	COM	363547 10 0	12,782,000	393,300	b	1	a( 393,300 shares)
GANNETT INC	COM	364730 10 1	6,557,000	99,500	b	1	a( 99,500 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

107,578,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
GATEWAY INC	COM	367626 10 8	2,527,000	153,600	b	1	a( 153,600 shares)
GAYLORD ENTMT CO NEW	COM	367905 10 6	256,000	8,900	b	1	a( 8,900 shares)
GEMSTAR-TV GUIDE INTL INC	COM	36866W 10 6	3,885,000	88,300	b	1	a( 88,300 shares)
GENE LOGIC INC	COM	368689 10 5	903,000	41,400	b	1	a( 41,400 shares)
GENELABS TECHNOLOGIES INC	COM	368706 10 7	80,000	38,700	b	1	a( 38,700 shares)
GENENCOR INTL INC	COM	368709 10 1	173,000	10,900	b	1	a( 10,900 shares)
GENENTECH INC	COM NEW	368710 40 6	2,226,000	40,400	b	1	a( 40,400 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	2,560,000	32,900	b	1	a( 32,900 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	4,669,000	60,000 P	b	1	a( 60,000 shares)
GENERAL ELEC CO	COM	369604 10 3	5,275,000	108,200	b	1	a( 108,200 shares)
GENERAL ELEC CO	COM	369604 10 3	27,300,000	560,000 C	b	1	a( 560,000 shares)
GENERAL ELEC CO	COM	369604 10 3	2,438,000	50,000 P	b	1	a( 50,000 shares)
GENERAL MLS INC	COM	370334 10 4	525,000	12,000	b	1	a( 12,000 shares)
GENERAL MTRS CORP	CL H NEW	370442 83 2	448,000	21,500	b	1	a( 21,500 shares)
GENERAL MTRS CORP	COM	370442 10 5	11,133,000	173,000	b	1	a( 173,000 shares)
GENESCO INC	COM	371532 10 2	336,000	10,000 C	b	1	a( 10,000 shares)
GENESISINTERMEDIA INC	COM	37184Y 10 5	939,000	50,100	b	1	a( 50,100 shares)
GENTEX CORP	COM	371901 10 9	892,000	32,000 C	b	1	a( 32,000 shares)
GENESIS MICROCHIP INC	COM	371933 10 2	1,446,000	40,000 C	b	1	a( 40,000 shares)
GENOME THERAPEUTICS CORP	COM	372430 10 8	546,000	36,800	b	1	a( 36,800 shares)
GENUITY INC	CL A	37248E 10 3	875,000	280,600	b	1	a( 280,600 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	10,333,000	169,400	b	1	a( 169,400 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	1,220,000	20,000 C	b	1	a( 20,000 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	4,880,000	80,000 P	b	1	a( 80,000 shares)
GEORGIA GULF CORP	COM PAR \$0.01	373200 20 3	1,234,000	79,600	b	1	a( 79,600 shares)
GEORGIA PAC CORP	COM GA PAC GRP	373298 10 8	1,852,000	54,700	b	1	a( 54,700 shares)
GERON CORP	COM	374163 10 3	183,000	13,100	b	1	a( 13,100 shares)
GETTY IMAGES INC	COM	374276 10 3	504,000	19,200	b	1	a( 19,200 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

89,638,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
GILEAD SCIENCES INC	COM	375558 10 3	4,033,000	69,300	b	1	a( 69,300 shares)
GILEAD SCIENCES INC	COM	375558 10 3	2,910,000	50,000 c	b	1	a( 50,000 shares)
GILLETTE CO	COM	375766 10 2	2,319,000	80,000	b	1	a( 80,000 shares)
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733w 10 5	410,000	7,300	b	1	a( 7,300 shares)
GLOBAL INDS LTD	COM	379336 10 0	360,000	28,900	b	1	a( 28,900 shares)
GLOBAL IMAGING SYSTEMS	COM	37934A 10 0	2,520,000	240,000 c	b	1	a( 240,000 shares)
GLOBAL MARINE INC	COM	379352 40 4	1,854,000	99,500	b	1	a( 99,500 shares)
GLOBESPAN INC	COM	379571 10 2	1,856,000	127,100	b	1	a( 127,100 shares)
GLOBESPAN INC	COM	379571 10 2	1,606,000	110,000 c	b	1	a( 110,000 shares)
GOAMERICA INC	COM	38020R 10 6	28,000	13,300	b	1	a( 13,300 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	2,550,000	39,700	b	1	a( 39,700 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	2,409,000	37,500 c	b	1	a( 37,500 shares)
GOLDEN WEST FINL CORP DEL	COM	381317 10 6	1,927,000	30,000 P	b	1	a( 30,000 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	29,575,000	344,700	b	1	a( 344,700 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	1,716,000	20,000 c	b	1	a( 20,000 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	2,574,000	30,000 P	b	1	a( 30,000 shares)
GOODRICH CORP	COM	382388 10 6	5,184,000	136,500	b	1	a( 136,500 shares)
GOTO COM INC	COM	38348T 10 7	432,000	22,200	b	1	a( 22,200 shares)
GRAINGER W W INC	COM	384802 10 4	535,000	13,000 c	b	1	a( 13,000 shares)
GRANITE CONSTR INC	COM	387328 10 7	501,000	19,700	b	1	a( 19,700 shares)
GREAT LAKES CHEM CORP	COM	390568 10 3	2,002,000	64,900	b	1	a( 64,900 shares)
GREATER BAY BANCORP	COM	391648 10, 2	1,107,000	44,304	b	1	a( 44,304 shares)
GREEN MTN COFFEE INC	COM	393122 10 6	257,000	8,600	b	1	a( 8,600 shares)
GREENPOINT FINL CORP	COM	395384 10 0	3,506,000	91,300	b	1	a( 91,300 shares)
GRUPO FINANCIARO GALICIA S A	SP ADR 10 SH B	399909 10 0	215,000	14,600	b	1	a( 14,600 shares)
GRUPO IUSACELL S A DE C V NEW	SPON ADR V	400508 10 0	311,000	45,000	b	1	a( 45,000 shares)
GTECH HLDGS CORP	COM	400518 10 6	210,000	5,900	b	1	a( 5,900 shares)
GTECH HLDGS CORP	COM	400518 10 6	355,000	10,000 P	b	1	a( 10,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

73,262,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
GUCCI GROUP N V	COM NY REG	401566 10 4	2,814,000	33,600	b	1	a( 33,600 shares)
GUIDANT CORP	COM	401698 10 5	9,068,000	251,900	b	1	a( 251,900 shares)
GULF CDA RES LTD	ORD	40218L 30 5	4,500,000	554,500	b	1	a( 554,500 shares)
GYMBOREE CORP	COM	403777 10 5	471,000	55,400	b	1	a( 55,400 shares)
HCA-HEALTHCARE CO	COM	404119 10 9	904,000	20,000 C	b	1	a( 20,000 shares)
HCA-HEALTHCARE CO	COM	404119 10 9	904,000	20,000 P	b	1	a( 20,000 shares)
HCC INS HLDGS INC	COM	404132 10 2	1,264,000	51,600	b	1	a( 51,600 shares)
H POWER CORP	COM	40427A 10 8	435,000	44,800	b	1	a( 44,800 shares)
HSBC HLDGS PLC	SPON ADR NEW	404280 40 6	4,463,000	74,500	b	1	a( 74,500 shares)
HS RES INC	COM	404297 10 3	2,268,000	35,000 P	b	1	a( 35,000 shares)
HALLIBURTON CO	COM	406216 10 1	530,000	14,900	b	1	a( 14,900 shares)
HANDSPRING INC	COM	410293 10 4	909,000	118,000	b	1	a( 118,000 shares)
HARCOURT GEN INC	COM	41163G 10 1	17,597,000	302,400	b	1	a( 302,400 shares)
HARLEY DAVIDSON INC	COM	412822 10 8	796,000	16,900	b	1	a( 16,900 shares)
HARRAHS ENTMT INC	COM	413619 10 7	1,303,000	36,900	b	1	a( 36,900 shares)
HARRIS CORP DEL	COM	413875 10 5	291,000	10,700	b	1	a( 10,700 shares)
HARRIS CORP DEL	COM	413875 10 5	544,000	20,000 P	b	1	a( 20,000 shares)
HARSCO CORP	COM	415864 10 7	613,000	22,600	b	1	a( 22,600 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	725,000	10,600	b	1	a( 10,600 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	2,052,000	30,000 P	b	1	a( 30,000 shares)
HEADWATERS INC	COM	42210P 10 2	392,000	24,500	b	1	a( 24,500 shares)
HEALTH NET INC	COM	42222G 10 8	2,198,000	126,300	b	1	a( 126,300 shares)
HEALTH NET INC	COM	42222G 10 8	348,000	20,000 C	b	1	a( 20,000 shares)
HEIDRICK & STRUGGLES INTL INC	COM	422819 10 2	425,000	20,900	b	1	a( 20,900 shares)
HEINZ H J CO	COM	423074 10 3	2,486,000	60,800	b	1	a( 60,800 shares)
HELMERICH & PAYNE INC	COM	423452 10 1	4,689,000	151,300	b	1	a( 151,300 shares)
HENRY JACK & ASSOC INC	COM	426281 10 1	1,860,000	60,000 C	b	1	a( 60,000 shares)
HENRY JACK & ASSOC INC	COM	426281 10 1	620,000	20,000 P	b	1	a( 20,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
HERSHEY FOODS CORP	COM	427866 10 8	5,505,000	89,200	b	1	a( 89,200 shares)
HERSHEY FOODS CORP	COM	427866 10 8	6,480,000	105,000 c	b	1	a( 105,000 shares)
HERSHEY FOODS CORP	COM	427866 10 8	1,234,000	20,000 P	b	1	a( 20,000 shares)
HEWLETT PACKARD CO	COM	428236 10 3	10,831,000	378,700	b	1	a( 378,700 shares)
HEWLETT PACKARD CO	COM	428236 10 3	1,430,000	50,000 P	b	1	a( 50,000 shares)
HI / FN INC	COM	428358 10 5	165,000	10,900	b	1	a( 10,900 shares)
HILTON HOTELS CORP	COM	432848 10 9	1,835,000	158,200	b	1	a( 158,200 shares)
HOLLINGER INTL INC	CL A	435369 10 8	1,024,000	74,500	b	1	a( 74,500 shares)
HOLLY CORP	COM PAR \$0.01	435758 30 5	522,000	14,800	b	1	a( 14,800 shares)
HOLLYWOOD CASINO CORP	CL A	436132 20 3	108,000	13,800	b	1	a( 13,800 shares)
HOME DEPOT INC	COM	437076 10 2	17,214,000	369,800	b	1	a( 369,800 shares)
HOME DEPOT INC	COM	437076 10 2	17,689,000	380,000 c	b	1	a( 380,000 shares)
HOME DEPOT INC	COM	437076 10 2	10,939,000	235,000 P	b	1	a( 235,000 shares)
HOMESTAKE MNG CO	COM	437614 10 0	1,489,000	188,000	b	1	a( 188,000 shares)
HOMESTORE COM INC	COM	437852 10 6	1,475,000	42,200	b	1	a( 42,200 shares)
HOMESTORE COM INC	COM	437852 10 6	699,000	20,000 c	b	1	a( 20,000 shares)
HONEYWELL INTL INC	COM	438516 10 6	20,396,000	582,900	b	1	a( 582,900 shares)
HONEYWELL INTL INC	COM	438516 10 6	5,605,000	160,200 c	b	1	a( 160,200 shares)
HOT TOPIC INC	COM	441339 10 8	532,000	17,100	b	1	a( 17,100 shares)
HOT TOPIC INC	COM	441339 10 8	1,244,000	40,000 c	b	1	a( 40,000 shares)
HOUSEHOLD INTL INC	COM	441815 10 7	16,528,000	247,800	b	1	a( 247,800 shares)
HOVNIAN ENTERPRISES INC	CL A	442487 20 3	1,389,000	95,700	b	1	a( 95,700 shares)
HUMAN GENOME SCIENCES INC	COM	444903 10 8	1,603,000	26,600	b	1	a( 26,600 shares)
HUMAN GENOME SCIENCES INC	SB NT CV 3.75%	444903 AH 1	1,628,000	2,000,000	b	1	a( 2,000,000 shares)
HYDRIL CO	COM	448774 10 9	672,000	29,500	b	1	a( 29,500 shares)
ICICI LTD	SPONSORED ADR	44926P 20 2	449,000	48,800	b	1	a( 48,800 shares)
ICOS CORP	COM	449295 10 4	1,107,000	17,300	b	1	a( 17,300 shares)
ICOS CORP	COM	449295 10 4	1,280,000	20,000 c	b	1	a( 20,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

131,072,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
ICOS CORP	COM	449295 10 4	1,280,000	20,000 P	b	1	a( 20,000 shares)
IDX SYS CORP	COM	449491 10 9	350,000	23,300	b	1	a( 23,300 shares)
IGEN INC	COM	449536 10 1	234,000	9,000	b	1	a( 9,000 shares)
IMC GLOBAL INC	COM	449669 10 0	1,445,000	141,700	b	1	a( 141,700 shares)
I-MANY INC	COM	44973Q 10 3	774,000	57,300	b	1	a( 57,300 shares)
IMS HEALTH INC	COM	449934 10 8	285,000	10,000 C	b	1	a( 10,000 shares)
I-STAT CORP	COM	450312 10 3	405,000	27,500	b	1	a( 27,500 shares)
ITT EDUCATIONAL SERVICES INC	COM	450688 10 9	941,000	20,900	b	1	a( 20,900 shares)
ITXC CORP	COM	45069F 10 9	73,000	10,400	b	1	a( 10,400 shares)
IXIA	COM	45071R 10 9	342,000	18,000	b	1	a( 18,000 shares)
IDACORP INC	COM	451107 10 6	2,424,000	69,500	b	1	a( 69,500 shares)
IDENTIX INC	COM	451906 10 1	789,000	126,300	b	1	a( 126,300 shares)
ILLINOIS TOOL WKS INC	COM	452308 10 9	1,253,000	19,800	b	1	a( 19,800 shares)
ILLUMINET HLDGS INC	COM	452334 10 5	503,000	16,000	b	1	a( 16,000 shares)
IMCLONE SYS INC	COM	45245W 10 9	919,000	17,400	b	1	a( 17,400 shares)
IMCLONE SYS INC	COM	45245W 10 9	1,056,000	20,000 C	b	1	a( 20,000 shares)
IMMUNEX CORP NEW	COM	452528 10 2	3,829,000	215,700	b	1	a( 215,700 shares)
IMMUNOGEN INC	COM	45253H 10 1	634,000	31,700	b	1	a( 31,700 shares)
IMPATH INC	COM	45255G 10 1	337,000	7,600	b	1	a( 7,600 shares)
IMPERIAL OIL LTD	COM NEW	453038 40 8	321,000	12,500	b	1	a( 12,500 shares)
IMRGLOBAL CORPORATION	COM	45321W 10 6	393,000	36,000	b	1	a( 36,000 shares)
INAMED CORP	COM	453235 1Q 3	232,000	8,200	b	1	a( 8,200 shares)
INCO LTD	COM	453258 40 2	1,238,000	71,500	b	1	a( 71,500 shares)
INDYMAC BANCORP INC	COM	456607 10 0	260,000	9,700	b	1	a( 9,700 shares)
INDYMAC BANCORP INC	COM	456607 10 0	536,000	20,000 C	b	1	a( 20,000 shares)
INDYMAC BANCORP INC	COM	456607 10 0	536,000	20,000 P	b	1	a( 20,000 shares)
INFINEON TECHNOLOGIES AG	SPONSORED ADR	45662N 10 3	1,271,000	54,200	b	1	a( 54,200 shares)
INET TECHNOLOGIES INC	COM	45662V 10 5	118,000	14,400	b	1	a( 14,400 shares)



Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
INFOCUS CORP	COM	45665B 10 6	728,000	35,700	b	1	a( 35,700 shares)
INFORMATICA CORP	COM	45666Q 10 2	450,000	25,900	b	1	a( 25,900 shares)
INFOSPACE INC	COM	45678T 10 2	478,000	124,400	b	1	a( 124,400 shares)
ING GROEP N V	SPONSORED ADR	456837 10 3	1,080,000	16,400	b	1	a( 16,400 shares)
INGERSOLL-RAND CO	COM	456866 10 2	3,395,000	82,400	b	1	a( 82,400 shares)
INHALE THERAPEUTIC SYS INC	COM	457191 10 4	1,359,000	59,100	b	1	a( 59,100 shares)
INKTOMI CORP	COM	457277 10 1	652,000	68,000	b	1	a( 68,000 shares)
INSIGHT ENTERPRISES INC	COM	45765U 10 3	437,000	17,850	b	1	a( 17,850 shares)
INRANGE TECHNOLOGIES CORP	CL B	45769V 20 6	470,000	30,600	b	1	a( 30,600 shares)
INTEGRA LIFESCIENCES HLDGS CP	COM NEW	457985 20 8	344,000	15,900	b	1	a( 15,900 shares)
INTEGRATED DEVICE TECHNOLOGY	COM	458118 10 6	1,800,000	56,800	b	1	a( 56,800 shares)
INTEGRATED DEVICE TECHNOLOGY	COM	458118 10 6	1,109,000	35,000 c	b	1	a( 35,000 shares)
INTEGRATED SILICON SOLUTION	COM	45812P 10 7	307,000	22,100	b	1	a( 22,100 shares)
INTEL CORP	COM	458140 10 0	366,000	12,500	b	1	a( 12,500 shares)
INTEL CORP	COM	458140 10 0	78,975,000	2,700,000 c	b	1	a( 2,700,000 shares)
INTEL CORP	COM	458140 10 0	26,325,000	900,000 P	b	1	a( 900,000 shares)
INTERMAGNETICS GEN CORP	COM	458771 10 2	1,102,000	34,000	b	1	a( 34,000 shares)
INTERMAGNETICS GEN CORP	COM	458771 10 2	324,000	10,000 c	b	1	a( 10,000 shares)
INTERMEDIA COMMUNICATIONS INC	COM	458801 10 7	6,790,000	455,700	b	1	a( 455,700 shares)
INTERMUNE INC	COM	45884X 10 3	798,000	22,400	b	1	a( 22,400 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	3,130,000	27,700	b	1	a( 27,700 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10,1	171,760,000	1,520,000 c	b	1	a( 1,520,000 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	39,550,000	350,000 P	b	1	a( 350,000 shares)
INTERNATIONAL GAME TECHNOLOGY	COM	459902 10 2	6,259,000	100,000 c	b	1	a( 100,000 shares)
INTERNATIONAL GAME TECHNOLOGY	COM	459902 10 2	5,007,000	80,000 P	b	1	a( 80,000 shares)
INTL PAPER CO	COM	460146 10 3	10,496,000	294,000	b	1	a( 294,000 shares)
INTL PAPER CO	COM	460146 10 3	2,856,000	80,000 c	b	1	a( 80,000 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	1,023,000	30,000 c	b	1	a( 30,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

367,370,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
INTERNATIONAL SPEEDWAY CORP	CL A	460335 20 1	743,000	17,700	b	1	a( 17,700 shares)
INTERNEURON PHARMACEUTICALS	COM	460573 10 8	582,000	68,500	b	1	a( 68,500 shares)
INTERNET SEC SYS INC	COM	46060X 10 7	447,000	9,200	b	1	a( 9,200 shares)
INTERNET SEC SYS INC	COM	46060X 10 7	1,942,000	40,000 c	b	1	a( 40,000 shares)
INTERTAN INC	COM	461120 10 7	258,000	18,400	b	1	a( 18,400 shares)
INTERNOVEN INC	COM	46114T 10 2	338,000	20,000 c	b	1	a( 20,000 shares)
INTIMATE BRANDS INC	CL A	461156 10 1	1,267,000	84,100	b	1	a( 84,100 shares)
INTRADO INC	COM	46117A 10 0	285,000	16,600	b	1	a( 16,600 shares)
INTUIT	COM	461202 10 3	3,999,000	100,000 c	b	1	a( 100,000 shares)
INVERNESS MED TECHNOLOGY INC	COM	461268 10 4	6,819,000	184,300	b	1	a( 184,300 shares)
INVERNESS MED TECHNOLOGY INC	COM	461268 10 4	1,295,000	35,000 c	b	1	a( 35,000 shares)
INVESTMENT TECHNOLOGY GRP NEW	COM	46145F 10 5	1,614,000	32,100	b	1	a( 32,100 shares)
INVITROGEN CORP	COM	46185R 10 0	4,873,000	67,875	b	1	a( 67,875 shares)
INVESTORS FINL SERVICES CORP	COM	461915 10 0	1,789,000	26,700	b	1	a( 26,700 shares)
IRON MTN INC PA	COM	462846 10 6	749,000	16,700	b	1	a( 16,700 shares)
ISIS PHARMACEUTICALS INC	COM	464330 10 9	130,000	10,500	b	1	a( 10,500 shares)
I2 TECHNOLOGIES INC	COM	465754 10 9	321,000	16,200	b	1	a( 16,200 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	3,263,000	256,000	b	1	a( 256,000 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	26,138,000	2,050,000 c	b	1	a( 2,050,000 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	1,530,000	120,000 p	b	1	a( 120,000 shares)
J JILL GROUP INC	COM	466189 10 7	350,000	17,300	b	1	a( 17,300 shares)
JLG INDS INC	COM	466210 10 1	143,000	11,600	b	1	a( 11,600 shares)
JNI CORP	COM	46622G 10 5	195,000	13,900	b	1	a( 13,900 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	21,668,000	485,830	b	1	a( 485,830 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	28,990,000	650,000 c	b	1	a( 650,000 shares)
J P MORGAN CHASE & CO	COM	46625H 10 0	4,460,000	100,000 p	b	1	a( 100,000 shares)
JACK IN THE BOX INC	COM	466367 10 9	206,000	7,900	b	1	a( 7,900 shares)
JACOBS ENGR GROUP INC DEL	COM	469814 10 7	372,000	5,700	b	1	a( 5,700 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total 114,766,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
JACOBS ENGR GROUP INC DEL	COM	469814 10 7	1,957,000	30,000 C	b	1	a( 30,000 shares)
JACOBS ENGR GROUP INC DEL	COM	469814 10 7	3,262,000	50,000 P	b	1	a( 50,000 shares)
JACOR COMMUNICATIONS INC	WT EXP 091801	469858 13 8	23,962,000	2,597,549	b	1	a( 2,597,549 shares)
JAZZTEL P L C	SPONSORED ADR	47214R 15 2	159,000	26,800	b	1	a( 26,800 shares)
JEFFERSON PILOT CORP	COM	475070 10 8	2,416,000	50,000 C	b	1	a( 50,000 shares)
JEFFERSON PILOT CORP	COM	475070 10 8	483,000	10,000 P	b	1	a( 10,000 shares)
JOHN NUVEEN CO	CL A	478035 10 8	255,000	4,500	b	1	a( 4,500 shares)
JOHNSON & JOHNSON	COM	478160 10 4	4,293,000	85,864	b	1	a( 85,864 shares)
JOHNSON & JOHNSON	COM	478160 10 4	40,000,000	800,000 C	b	1	a( 800,000 shares)
JOHNSON & JOHNSON	COM	478160 10 4	45,000,000	900,000 P	b	1	a( 900,000 shares)
JONES APPAREL GROUP INC	COM	480074 10 3	5,949,000	137,704	b	1	a( 137,704 shares)
JONES LANG LASALLE INC	COM	48020Q 10 7	158,000	12,000	b	1	a( 12,000 shares)
KLA-TENCOR CORP	COM	482480 10 0	2,193,000	37,500	b	1	a( 37,500 shares)
K MART CORP	COM	482584 10 9	4,503,000	392,600	b	1	a( 392,600 shares)
KPMG CONSULTING INC	COM	48265R 10 9	1,196,000	77,900	b	1	a( 77,900 shares)
K-SWISS INC	CL A	482686 10 2	509,000	21,100	b	1	a( 21,100 shares)
KANEB SERVICES INC	COM	484170 10 5	333,000	45,400	b	1	a( 45,400 shares)
KENDLE INTERNATIONAL INC	COM	48880L 10 7	527,000	26,300	b	1	a( 26,300 shares)
KEY ENERGY SVCS INC	COM	492914 10 6	230,000	21,200	b	1	a( 21,200 shares)
KEY PRODTN INC	COM	493138 10 1	208,000	12,500	b	1	a( 12,500 shares)
KEYNOTE SYS INC	COM	493308 10 0	518,000	47,300	b	1	a( 47,300 shares)
KEYSPAN CORP	COM	49337W 10 0	4,746,000	130,100	b	1	a( 130,100 shares)
KIMBERLY CLARK CORP	COM	494368 10 3	6,037,000	108,000	b	1	a( 108,000 shares)
KINDER MORGAN INC KANS	COM	49455P 10 1	377,000	7,500	b	1	a( 7,500 shares)
KINDER MORGAN INC KANS	COM	49455P 10 1	1,508,000	30,000 C	b	1	a( 30,000 shares)
KINDER MORGAN INC KANS	COM	49455P 10 1	1,508,000	30,000 P	b	1	a( 30,000 shares)
KING PHARMACEUTICALS INC	COM	495582 10 8	220,000	4,100	b	1	a( 4,100 shares)
KING PHARMACEUTICALS INC	COM	495582 10 8	3,763,000	70,000 C	b	1	a( 70,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

156,270,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
KING PHARMACEUTICALS INC	COM	495582 10 8	538,000	10,000 P	b	1	a( 10,000 shares)
KWART-FING I	PFD TRCV 7.75%	498778 20 8	6,350,000	135,100	b	1	a( 135,100 shares)
KNIGHT RIDDER INC	COM	499040 10 3	451,000	7,600	b	1	a( 7,600 shares)
KNIGHT TRADING GROUP INC	COM	499063 10 5	1,054,000	98,600	b	1	a( 98,600 shares)
KNIGHT TRADING GROUP INC	COM	499063 10 5	1,069,000	100,000 C	b	1	a( 100,000 shares)
KOHLS CORP	COM	500255 10 4	1,807,000	28,800	b	1	a( 28,800 shares)
KONINKLIJKE PHILIPS ELECTRS NV SP ADR NEW2000		500472 30 3	4,715,000	178,400	b	1	a( 178,400 shares)
KOREA TELECOM	SPONSORED ADR	50063P 10 3	3,005,000	136,700	b	1	a( 136,700 shares)
KRISPY KREME DOUGHNUTS INC	COM	501014 10 4	4,164,000	104,100	b	1	a( 104,100 shares)
KRISPY KREME DOUGHNUTS INC	COM	501014 10 4	4,800,000	120,000 C	b	1	a( 120,000 shares)
KYOCERA CORP	ADR	501556 20 3	775,000	8,700	b	1	a( 8,700 shares)
LSI LOGIC CORP	COM	502161 10 2	481,000	25,600	b	1	a( 25,600 shares)
LSI LOGIC CORP	COM	502161 10 2	1,880,000	100,000 C	b	1	a( 100,000 shares)
L-3 COMMUNICATIONS HLDGS INC	COM	502424 10 4	5,608,000	73,500	b	1	a( 73,500 shares)
L-3 COMMUNICATIONS HLDGS INC	COM	502424 10 4	1,526,000	20,000 P	b	1	a( 20,000 shares)
LABOR READY INC	COM NEW	505401 20 8	70,000	13,400	b	1	a( 13,400 shares)
LABORATORY CORP AMER HLOGS	COM NEW	50540R 40 9	7,844,000	102,000	b	1	a( 102,000 shares)
LABRANCHE & CO INC	COM	505447 10 2	5,052,000	174,200	b	1	a( 174,200 shares)
LABRANCHE & CO INC	COM	505447 10 2	870,000	30,000 C	b	1	a( 30,000 shares)
LABRANCHE & CO INC	COM	505447 10 2	580,000	20,000 P	b	1	a( 20,000 shares)
LANDAMERICA FINL GROUP INC	COM	514936 10 3	319,000	10,000 P	b	1	a( 10,000 shares)
LATTICE SEMICONDUCTOR CORP	COM	518415 10 4	268,000	11,000	b	1	a( 11,000 shares)
LAUDER ESTEE COS INC	CL A	518439 10 4	1,082,000	25,100	b	1	a( 25,100 shares)
LEAR CORP	COM	521865 10 5	4,132,000	118,400	b	1	a( 118,400 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	8,809,000	113,300	b	1	a( 113,300 shares)
LENNAR CORP	COM	526057 10 4	7,769,000	186,300	b	1	a( 186,300 shares)
LENNAR CORP	COM	526057 10 4	1,668,000	40,000 C	b	1	a( 40,000 shares)
LENNAR CORP	COM	526057 10 4	1,251,000	30,000 P	b	1	a( 30,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

77,937,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
LEUCADIA NATL CORP	COM	527288 10 4	308,000	9,500	b	1	a( 9,500 shares)
LEVEL 3 COMMUNICATIONS INC	COM	52729N 10 0	2,738,000	498,800	b	1	a( 498,800 shares)
LEVEL 3 COMMUNICATIONS INC	COM	52729N 10 0	275,000	50,000 c	b	1	a( 50,000 shares)
LEXMARK INTL NEW	CL A	529771 10 7	2,629,000	39,100	b	1	a( 39,100 shares)
LEXMARK INTL NEW	CL A	529771 10 7	4,708,000	70,000 c	b	1	a( 70,000 shares)
LEXMARK INTL NEW	CL A	529771 10 7	1,345,000	20,000 P	b	1	a( 20,000 shares)
LIBERATE TECHNOLOGIES	COM	530129 10 5	834,000	76,200	b	1	a( 76,200 shares)
LIBERTY FINL COS INC	COM	530512 10 2	3,505,000	108,000	b	1	a( 108,000 shares)
LIGHTPATH TECHNOLOGIES INC	CL A	532257 10 2	894,000	100,500	b	1	a( 100,500 shares)
LILLY ELI & CO	COM	532457 10 8	37,792,000	510,700	b	1	a( 510,700 shares)
LILLY ELI & CO	COM	532457 10 8	3,700,000	50,000 c	b	1	a( 50,000 shares)
LIMITED INC	COM	532716 10 7	2,987,000	180,800	b	1	a( 180,800 shares)
LINCARE HLDGS INC	COM	532791 10 0	657,000	21,900	b	1	a( 21,900 shares)
LINCARE HLDGS INC	COM	532791 10 0	1,501,000	50,000 c	b	1	a( 50,000 shares)
LINCARE HLDGS INC	COM	532791 10 0	300,000	10,000 P	b	1	a( 10,000 shares)
LINCOLN NATL CORP IND	COM	534187 10 9	2,406,000	46,500	b	1	a( 46,500 shares)
LINEAR TECHNOLOGY CORP	COM	535678 10 6	3,232,000	73,100	b	1	a( 73,100 shares)
LINEAR TECHNOLOGY CORP	COM	535678 10 6	3,095,000	70,000 c	b	1	a( 70,000 shares)
LOCKHEED MARTIN CORP	COM	539830 10 9	2,808,000	75,800	b	1	a( 75,800 shares)
LOEWS CORP	COM	540424 10 8	9,561,000	148,400	b	1	a( 148,400 shares)
LOEWS CORP	COM	540424 10 8	6,443,000	100,000 P	b	1	a( 100,000 shares)
LONDON PAC GROUP LTD	SPONSORED ADR	542073 10 1	155,000	26,400	b	1	a( 26,400 shares)
LONE STAR TECHNOLOGIES INC	COM	542312 10 3	1,455,000	40,200	b	1	a( 40,200 shares)
LONE STAR TECHNOLOGIES INC	COM	542312 10 3	724,000	20,000 c	b	1	a( 20,000 shares)
LONGS DRUG STORES CORP	COM	543162 10 1	5,482,000	254,400	b	1	a( 254,400 shares)
LONGVIEW FIBRE CO	COM	543213 10 2	182,000	14,800	b	1	a( 14,800 shares)
LOUDCLOUD INC	COM	545735 10 2	72,000	23,700	b	1	a( 23,700 shares)
LOUIS DREYFUS NAT GAS CORP	COM	546011 10 7	293,000	8,400	b	1	a( 8,400 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

100,081,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
LOUISIANA PAC CORP	COM	546347 10 5	639,000	54,500	b	1	a( 54,500 shares)
LOWES COS INC	COM	548661 10 7	35,528,000	489,700	b	1	a( 489,700 shares)
LOWES COS INC	COM	548661 10 7	9,432,000	130,000 C	b	1	a( 130,000 shares)
LOWES COS INC	COM	548661 10 7	10,157,000	140,000 P	b	1	a( 140,000 shares)
LUBRIZOL CORP	COM	549271 10 4	733,000	23,600	b	1	a( 23,600 shares)
LUCENT TECHNOLOGIES INC	COM	549463 10 7	6,967,000	1,123,700	b	1	a( 1,123,700 shares)
LUCENT TECHNOLOGIES INC	COM	549463 10 7	2,480,000	400,000 C	b	1	a( 400,000 shares)
LUMINEX CORP DEL	COM	55027E 10 2	554,000	27,700	b	1	a( 27,700 shares)
LUMINENT INC	COM	55027R 10 3	145,000	34,500	b	1	a( 34,500 shares)
LYNX THERAPEUTICS INC	COM NEW	551812 30 8	238,000	34,800	b	1	a( 34,800 shares)
LYONDELL CHEMICAL CO	COM	552078 10 7	2,861,000	186,000	b	1	a( 186,000 shares)
M & T BK CORP	COM	55261F 10 4	4,153,000	55,000 C	b	1	a( 55,000 shares)
M & T BK CORP	COM	55261F 10 4	3,020,000	40,000 P	b	1	a( 40,000 shares)
MBIA INC	COM	55262C 10 0	952,000	17,100	b	1	a( 17,100 shares)
MBIA INC	COM	55262C 10 0	557,000	10,000 C	b	1	a( 10,000 shares)
MBIA INC	COM	55262C 10 0	3,313,000	59,500 P	b	1	a( 59,500 shares)
MBNA CORP	COM	55262L 10 0	8,195,000	248,700	b	1	a( 248,700 shares)
MDU RES GROUP INC	COM	552690 10 9	3,240,000	102,400	b	1	a( 102,400 shares)
MGIC INVT CORP WIS	COM	552848 10 3	726,000	10,000 C	b	1	a( 10,000 shares)
MGIC INVT CORP WIS	COM	552848 10 3	1,453,000	20,000 P	b	1	a( 20,000 shares)
MGM MIRAGE	COM	552953 10 1	6,220,000	207,600	b	1	a( 207,600 shares)
M/I SCHOTTENSTEIN HOMES INC	COM	55305B 10,1	573,000	14,500	b	1	a( 14,500 shares)
MKS INSTRUMENT INC	COM	55306N 10 4	276,000	9,600	b	1	a( 9,600 shares)
MRV COMMUNICATIONS INC	COM	553477 10 0	224,000	24,000	b	1	a( 24,000 shares)
MSC SOFTWARE CORP	COM	553531 10 4	1,896,000	101,100	b	1	a( 101,100 shares)
MTS SYS CORP	COM	553777 10 3	194,000	14,100	b	1	a( 14,100 shares)
MACROCHEM CORP DEL	COM	555903 10 3	673,000	75,800	b	1	a( 75,800 shares)
MACROMEDIA INC	COM	556100 10 5	540,000	30,000 C	b	1	a( 30,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

105,939,000

Name of Issuer	Title of class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares of Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
MAGELLAN HEALTH SVCS INC	COM	559079 10 8	1,823,000	142,400	b	1	a( 142,400 shares)
MAGNA INTL INC	CL A	559222 40 1	3,697,000	60,000	b	1	a( 60,000 shares)
MANHATTAN ASSOCS INC	COM	562750 10 9	310,000	7,800	b	1	a( 7,800 shares)
MANPOWER INC	COM	56418H 10 0	768,000	25,700	b	1	a( 25,700 shares)
MANUFACTURERS SVCS LTD	COM	565005 10 5	203,000	34,200	b	1	a( 34,200 shares)
MANUISTICS GROUP INC	COM	565011 10 3	3,640,000	145,000 C	b	1	a( 145,000 shares)
MAPINFO CORP	COM	565105 10 3	220,000	10,000 C	b	1	a( 10,000 shares)
MAPINFO CORP	COM	565105 10 3	220,000	10,000 P	b	1	a( 10,000 shares)
MARINE DRILLING COS INC	COM PAR \$0.01	568240 20 4	1,619,000	84,700	b	1	a( 84,700 shares)
MARSH & MCLENNAN COS INC	COM	571748 10 2	15,605,000	154,500	b	1	a( 154,500 shares)
MARSH & MCLENNAN COS INC	COM	571748 10 2	2,525,000	25,000 P	b	1	a( 25,000 shares)
MARTHA STEWART LIVING OMNIED	CL A	573083 10 2	568,000	24,600	b	1	a( 24,600 shares)
MATRIXONE INC	COM	57685P 30 4	348,000	15,000	b	1	a( 15,000 shares)
MATSUSHITA ELEC INDL	ADR	576879 20 9	1,183,000	74,900	b	1	a( 74,900 shares)
MAXIM INTEGRATED PRODS INC	COM	57772K 10 1	2,290,000	51,800	b	1	a( 51,800 shares)
MAXIM INTEGRATED PRODS INC	COM	57772K 10 1	442,000	10,000 C	b	1	a( 10,000 shares)
MAY DEPT STORES CO	COM	577778 10 3	6,986,000	203,900	b	1	a( 203,900 shares)
MAY DEPT STORES CO	COM	577778 10 3	428,000	12,500 C	b	1	a( 12,500 shares)
MAY DEPT STORES CO	COM	577778 10 3	343,000	10,000 P	b	1	a( 10,000 shares)
MAVERICK TUBE CORP	COM	577914 10 4	1,619,000	95,500	b	1	a( 95,500 shares)
MAYTAG CORP	COM	578592 10 7	3,143,000	107,400	b	1	a( 107,400 shares)
MCCORMICK & CO INC	COM NON VTG	579780 20,6	311,000	7,400	b	1	a( 7,400 shares)
MCDATA CORP	CL B	580031 10 2	328,000	15,000 C	b	1	a( 15,000 shares)
MCDONALDS CORP	COM	580135 10 1	7,014,000	259,200	b	1	a( 259,200 shares)
MCGRAW HILL COS INC	COM	580645 10 9	2,282,000	34,500	b	1	a( 34,500 shares)
MCKESSON HBOC INC	COM	58155Q 10 3	1,485,000	40,000 P	b	1	a( 40,000 shares)
MEAD CORP	COM	582834 10 7	2,584,000	95,200	b	1	a( 95,200 shares)
MEASUREMENT SPECIALTIES INC	COM	583421 10 2	226,000	13,500	b	1	a( 13,500 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

62,210,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
MEDAREX INC	COM	583916 10 1	350,000	14,900	b	1	a( 14,900 shares)
MED-DESIGN CORP	COM	583926 10 0	416,000	13,800	b	1	a( 13,800 shares)
MEDIA GEN INC	CL A	584404 10 7	271,000	5,900	b	1	a( 5,900 shares)
MEDTACOM COMMUNICATIONS CORP	CL A	58446K 10 5	461,000	32,900	b	1	a( 32,900 shares)
MEDIMMUNE INC	COM	584699 10 2	1,643,000	34,800	b	1	a( 34,800 shares)
MEDQUIST INC	COM	584949 10 1	594,000	20,000 c	b	1	a( 20,000 shares)
MEDIS TECHNOLOGIES LTD	COM	58500P 10 7	146,000	13,300	b	1	a( 13,300 shares)
MEDTRONIC INC	COM	585055 10 6	704,000	15,300	b	1	a( 15,300 shares)
MELLON FINL CORP	COM	58551A 10 8	1,946,000	42,300	b	1	a( 42,300 shares)
MENTOR CORP MINN	COM	587188 10 3	570,000	20,000 c	b	1	a( 20,000 shares)
MENTOR GRAPHICS CORP	COM	587200 10 6	1,211,000	69,200	b	1	a( 69,200 shares)
MENTOR GRAPHICS CORP	COM	587200 10 6	525,000	30,000 c	b	1	a( 30,000 shares)
MERCANTILE BANKSHARES CORP	COM	587405 10 1	407,000	10,400	b	1	a( 10,400 shares)
MERCK & CO INC	COM	589331 10 7	29,335,000	459,000	b	1	a( 459,000 shares)
MERCK & CO INC	COM	589331 10 7	4,474,000	70,000 c	b	1	a( 70,000 shares)
MERCK & CO INC	COM	589331 10 7	3,196,000	50,000 P	b	1	a( 50,000 shares)
MERCURY COMPUTER SYS	COM	589378 10 8	234,000	5,300	b	1	a( 5,300 shares)
MERCURY COMPUTER SYS	COM	589378 10 8	441,000	10,000 P	b	1	a( 10,000 shares)
MERCURY GENL CORP NEW	COM	589400 10 0	280,000	8,000	b	1	a( 8,000 shares)
MERCURY INTERACTIVE CORP	COM	589405 10 9	5,223,000	87,200	b	1	a( 87,200 shares)
MERCURY INTERACTIVE CORP	COM	589405 10 9	10,183,000	170,000 c	b	1	a( 170,000 shares)
MEREDITH CORP	COM	589433 10 1	756,000	21,100	b	1	a( 21,100 shares)
MERITAGE CORP	COM	59001A 10 2	515,000	11,200	b	1	a( 11,200 shares)
MERIX CORP	COM	590049 10 2	656,000	37,500 c	b	1	a( 37,500 shares)
MERIX CORP	COM	590049 10 2	175,000	10,000 P	b	1	a( 10,000 shares)
MERRILL LYNCH & CO INC	COM	590188 10 8	984,000	16,600	b	1	a( 16,600 shares)
MERRILL LYNCH & CO INC	COM	590188 10 8	16,590,000	280,000 c	b	1	a( 280,000 shares)
MERRILL LYNCH & CO INC	LYON ZERO	590188 A6 5	45,594,000	90,000,000	b	1	a( 90,000,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

127,880,000



Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
MESABA HLDGS INC	COM	590668 10 2	126,000	13,700	b	1	a( 13,700 shares)
METASOLV INC	COM	59139P 10 4	131,000	16,500 C	b	1	a( 16,500 shares)
METAWAVE COMMUNICATIONS CP	COM	591409 10 7	70,000	13,400	b	1	a( 13,400 shares)
METLIFE INC	COM	59156R 10 8	3,745,000	120,900	b	1	a( 120,900 shares)
METRO ONE TELECOMMUNICATIONS	COM	59163F 10 5	649,000	10,000 C	b	1	a( 10,000 shares)
METRO ONE TELECOMMUNICATIONS	COM	59163F 10 5	324,000	5,000 P	b	1	a( 5,000 shares)
METROMEDIA FIBER NETWORK INC	CL A	591689 10 4	69,000	33,900	b	1	a( 33,900 shares)
METTLER TOLEDO INTERNATIONAL	COM	592688 10 5	624,000	14,700	b	1	a( 14,700 shares)
MICHAELS STORES INC	COM	594087 10 8	410,000	10,000 C	b	1	a( 10,000 shares)
MICROSOFT CORP	COM	594918 10 4	8,506,000	117,100	b	1	a( 117,100 shares)
MICROSOFT CORP	COM	594918 10 4	111,078,000	1,530,000 C	b	1	a( 1,530,000 shares)
MICROSOFT CORP	COM	594918 10 4	25,410,000	350,000 P	b	1	a( 350,000 shares)
MICROVISION INC WASH	COM	594960 10 6	744,000	35,100	b	1	a( 35,100 shares)
MICROSTRATEGY INC	CL A	594972 10 1	52,000	18,700	b	1	a( 18,700 shares)
MICROCHIP TECHNOLOGY INC	COM	595017 10 4	322,000	9,400	b	1	a( 9,400 shares)
MICROFINANCIAL INC	COM	595072 10 9	225,000	13,900	b	1	a( 13,900 shares)
MICROMUSE INC	COM	595094 10 3	3,804,000	135,900	b	1	a( 135,900 shares)
MICRON TECHNOLOGY INC	COM	595112 10 3	6,777,000	164,900	b	1	a( 164,900 shares)
MICRON TECHNOLOGY INC	COM	595112 10 3	23,838,000	580,000 C	b	1	a( 580,000 shares)
MICRON TECHNOLOGY INC	COM	595112 10 3	4,110,000	100,000 P	b	1	a( 100,000 shares)
MICROSEMI CORP	COM	595137 10 0	1,420,000	20,000 C	b	1	a( 20,000 shares)
MICROSEMI CORP	COM	595137 10,0	1,065,000	15,000 P	b	1	a( 15,000 shares)
MICROTUNE INC DEL	COM	59514P 10 9	227,000	10,300	b	1	a( 10,300 shares)
MICROTUNE INC DEL	COM	59514P 10 9	220,000	10,000 C	b	1	a( 10,000 shares)
MID ATLANTIC MED SVCS INC	COM	59523C 10 7	2,166,000	120,800	b	1	a( 120,800 shares)
MILLENNIUM PHARMACEUTICALS INC COM	COM	599902 10 3	2,928,000	82,300	b	1	a( 82,300 shares)
MILLENNIUM CHEMICALS INC	COM	599903 10 1	161,000	10,700	b	1	a( 10,700 shares)
MILLENNIUM CELL INC	COM	600388 10 5	172,000	16,300	b	1	a( 16,300 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

199,373,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
MILLER HERMAN INC	COM	600544 10 0	455,000	18,800	b	1	a( 18,800 shares)
MILLIPORE CORP	COM	601073 10 9	2,256,000	36,400	b	1	a( 36,400 shares)
MILLIPORE CORP	COM	601073 10 9	930,000	15,000 P	b	1	a( 15,000 shares)
MINIMED INC	COM	60365K 10 8	5,270,000	109,800	b	1	a( 109,800 shares)
MINIMED INC	COM	60365K 10 8	1,920,000	40,000 C	b	1	a( 40,000 shares)
MINNESOTA MNG & MFG CO	COM	604059 10 5	5,979,000	52,400	b	1	a( 52,400 shares)
MINNESOTA MNG & MFG CO	COM	604059 10 5	7,417,000	65,000 C	b	1	a( 65,000 shares)
MINNESOTA MNG & MFG CO	COM	604059 10 5	3,423,000	30,000 P	b	1	a( 30,000 shares)
MIPS TECHNOLOGIES INC	CL B	604567 20 6	160,000	16,700	b	1	a( 16,700 shares)
MIRANT CORP	COM	604675 10 8	2,752,000	80,000 C	b	1	a( 80,000 shares)
MIRANT CORP	COM	604675 10 8	1,376,000	40,000 P	b	1	a( 40,000 shares)
MIRANT TR I	PFD CV SER A	60467Q 10 2	10,838,000	150,000	b	1	a( 150,000 shares)
MIRAVANT MED TECHNOLOGIES	COM	604690 10 7	134,000	10,300	b	1	a( 10,300 shares)
MITCHELL ENERGY & DEV CORP	CL A	606592 20 2	1,702,000	36,800	b	1	a( 36,800 shares)
MITSUBISHI TOKYO FINL GROUP	SPONSORED ADR	606816 10 6	1,189,000	140,600	b	1	a( 140,600 shares)
MOBILE TELESYSTEMS OJSC	SPONSORED ADR	607409 10 9	373,000	13,600	b	1	a( 13,600 shares)
MOLDFLOW CORP	COM	608507 10 9	256,000	16,600	b	1	a( 16,600 shares)
MOLEX INC	COM	608554 10 1	614,000	16,800	b	1	a( 16,800 shares)
MONTANA POWER CO	COM	612085 10 0	135,000	11,600	b	1	a( 11,600 shares)
MORGAN STANLEY DEAN WITTER&CO	COM NEW	617446 44 8	13,662,000	212,700	b	1	a( 212,700 shares)
MOTIENT CORP	COM	619908 10 6	14,000	12,900	b	1	a( 12,900 shares)
MOTOROLA INC	COM	620076 10 9	12,640,000	763,300	b	1	a( 763,300 shares)
MOTOROLA INC	COM	620076 10 9	1,656,000	100,000 P	b	1	a( 100,000 shares)
MP3 COM INC	COM	62473M 10 9	456,000	94,000	b	1	a( 94,000 shares)
MUELLER INDS INC	COM	624756 10 2	494,000	15,000 C	b	1	a( 15,000 shares)
MURPHY OIL CORP	COM	626717 10 2	1,148,000	15,600	b	1	a( 15,600 shares)
MURPHY OIL CORP	COM	626717 10 2	2,944,000	40,000 C	b	1	a( 40,000 shares)
MURPHY OIL CORP	COM	626717 10 2	3,680,000	50,000 P	b	1	a( 50,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

83,873,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
MYLAN LABS INC	COM	628530 10 7	2,532,000	90,000 C	b	1	a( 90,000 shares)
MYLAN LABS INC	COM	628530 10 7	563,000	20,000 P	b	1	a( 20,000 shares)
NCO GROUP INC	COM	628858 10 2	241,000	7,800	b	1	a( 7,800 shares)
NCR CORP NEW	COM	62886E 10 8	2,247,000	47,800	b	1	a( 47,800 shares)
NCR CORP NEW	COM	62886E 10 8	4,465,000	95,000 C	b	1	a( 95,000 shares)
NCR CORP NEW	COM	62886E 10 8	940,000	20,000 P	b	1	a( 20,000 shares)
NS GROUP INC	COM	628916 10 8	402,000	30,100	b	1	a( 30,100 shares)
NRG ENERGY INC	COM	629377 10 2	3,509,000	158,900	b	1	a( 158,900 shares)
NTL INC	COM	629407 10 7	17,401,000	1,444,100	b	1	a( 1,444,100 shares)
NVR INC	COM	629447 10 5	1,539,000	10,400	b	1	a( 10,400 shares)
NABORS INDS INC	COM	629568 10 6	18,139,000	487,600	b	1	a( 487,600 shares)
NABORS INDS INC	COM	629568 10 6	1,860,000	50,000 C	b	1	a( 50,000 shares)
NAPRO BIOTHERAPEUTICS INC	COM	630795 10 2	112,000	11,000	b	1	a( 11,000 shares)
NASH FINCH CO	COM	631158 10 2	281,000	11,900	b	1	a( 11,900 shares)
NATCO GROUP INC	CL A	63227W 20 3	118,000	13,400	b	1	a( 13,400 shares)
NATIONAL AUSTRALIA BK LTD	CAP UTS EXCHBL	632525 30 9	28,627,000	919,000	b	1	a( 919,000 shares)
NATIONAL CITY CORP	COM	635405 10 3	456,000	14,800	b	1	a( 14,800 shares)
NATIONAL COMMERCE FINL CORP	COM	63545P 10 4	619,000	25,400	b	1	a( 25,400 shares)
NATIONAL COMMERCE FINL CORP	COM	63545P 10 4	731,000	30,000 C	b	1	a( 30,000 shares)
NATIONAL INSTRS CORP	COM	636518 10 2	824,000	25,400	b	1	a( 25,400 shares)
NATIONAL INSTRS CORP	COM	636518 10 2	2,427,000	74,800 C	b	1	a( 74,800 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	2,201,000	75,600	b	1	a( 75,600 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	1,456,000	50,000 C	b	1	a( 50,000 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	582,000	20,000 P	b	1	a( 20,000 shares)
NATIONAL SVC INDS INC	COM	637657 10 7	1,528,000	67,700	b	1	a( 67,700 shares)
NATIONWIDE FINL SVCS INC	CL A	638612 10 1	1,270,000	29,100	b	1	a( 29,100 shares)
NATIONWIDE FINL SVCS INC	CL A	638612 10 1	218,000	5,000 C	b	1	a( 5,000 shares)
NATIONWIDE FINL SVCS INC	CL A	638612 10 1	218,000	5,000 P	b	1	a( 5,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

95,506,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
NAVISTAR INTL CORP NEW	COM	63934E 10 8	1,038,000	36,900	b	1	a( 36,900 shares)
NETMAN MARCUS GROUP INC	CL A	640204 20 2	357,000	11,500	b	1	a( 11,500 shares)
NEORX CORP	COM PAR \$0.02	640520 30 0	133,000	44,300	b	1	a( 44,300 shares)
NEOPHARM INC	COM	640919 10 6	510,000	20,000	b	1	a( 20,000 shares)
NET2PHONE	COM	64108N 10 6	62,000	10,400	b	1	a( 10,400 shares)
NETEGRITY INC	COM	64110P 10 7	1,848,000	61,600	b	1	a( 61,600 shares)
METRO CORP	COM	64114R 10 9	73,000	17,100	b	1	a( 17,100 shares)
NETIQ CORP	COM	64115P 10 2	708,000	22,612	b	1	a( 22,612 shares)
NETWORK APPLIANCE INC	COM	64120L 10 4	492,000	35,900	b	1	a( 35,900 shares)
NEUBERGER BERMAN INC	COM	641234 10 9	2,951,000	43,400	b	1	a( 43,400 shares)
NEW CENTY EQUITY HLDGS CORP	COM	64353J 10 7	12,000	12,000	b	1	a( 12,000 shares)
NEW FOCUS INC	COM	644383 10 1	276,000	33,500	b	1	a( 33,500 shares)
NEW YORK CMNTY BANCORP INC	COM	649445 10 3	211,000	5,600	b	1	a( 5,600 shares)
NEW YORK CMNTY BANCORP INC	COM	649445 10 3	377,000	10,000 P	b	1	a( 10,000 shares)
NEW YORK TIMES CO	CL A	650111 10 7	1,315,000	31,300	b	1	a( 31,300 shares)
NEW YORK TIMES CO	CL A	650111 10 7	840,000	20,000 P	b	1	a( 20,000 shares)
NEWELL RUBBERMAID INC	COM	651229 10 6	3,025,000	120,500	b	1	a( 120,500 shares)
NEWFIELD FINL TR I	QUIPS SER A	651291 20 5	9,983,000	186,600	b	1	a( 186,600 shares)
NEWMONT MINING CORP	COM	651639 10 6	1,636,000	87,900	b	1	a( 87,900 shares)
NEWPARK RES INC	COM PAR \$.01NEW	651718 50 4	148,000	13,300	b	1	a( 13,300 shares)
NEWPORT NEWS SHIPBUILDING INC	COM	652228 10 7	2,897,000	47,300	b	1	a( 47,300 shares)
NEWPOWER HLDGS INC	COM	652463 10 0	253,000	28,100	b	1	a( 28,100 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	1,038,000	59,300	b	1	a( 59,300 shares)
NIAGARA MOHAWK HLDGS INC	COM	653520 10 6	6,651,000	376,000	b	1	a( 376,000 shares)
NICOR INC	COM	654086 10 7	448,000	11,500	b	1	a( 11,500 shares)
99 CENTS ONLY STORES	COM	65440K 10 6	689,000	23,000	b	1	a( 23,000 shares)
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624 10 5	814,000	30,600	b	1	a( 30,600 shares)
NISOURCE INC	COM	65473P 10 5	1,473,000	53,900	b	1	a( 53,900 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

40,258,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
NOBLE AFFILIATES INC	COM	654894 10 4	749,000	21,200	b	1	a( 21,200 shares)
NOKIA CORP	SPONSORED ADR	654902 20 4	9,222,000	418,400	b	1	a( 418,400 shares)
NOBLE DRILLING CORP	COM	655042 10 9	2,129,000	65,000	b	1	a( 65,000 shares)
NORDSTROM INC	COM	655664 10 0	3,617,000	195,000	b	1	a( 195,000 shares)
NORFOLK SOUTHERN CORP	COM	655844 10 8	3,631,000	175,400	b	1	a( 175,400 shares)
NORTEL NETWORKS CORP NEW	COM	655668 10 2	10,601,000	1,145,774	b	1	a( 1,145,774 shares)
NORTEL NETWORKS CORP NEW	COM	656568 10 2	9,114,000	985,000 C	b	1	a( 985,000 shares)
NORTH FORK BANCORPORATION NY	COM	659424 10 5	1,392,000	44,900	b	1	a( 44,900 shares)
NORTHERN TR CORP	COM	665859 10 4	1,763,000	28,200	b	1	a( 28,200 shares)
NORTHERN TR CORP	COM	665859 10 4	3,438,000	55,000 C	b	1	a( 55,000 shares)
NORTHERN TR CORP	COM	665859 10 4	1,563,000	25,000 P	b	1	a( 25,000 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	857,000	10,700	b	1	a( 10,700 shares)
NOVARTIS A G	SPONSORED ADR	66987V 10 9	6,337,000	175,300	b	1	a( 175,300 shares)
NU HORIZONS ELECTRS CORP	COM	669908 10 5	325,000	34,250	b	1	a( 34,250 shares)
NOVAVAX INC	COM	670002 10 4	122,000	11,200	b	1	a( 11,200 shares)
NOVELL INC	COM	670006 10 5	702,000	123,300	b	1	a( 123,300 shares)
NOVELLUS SYS INC	COM	670008 10 1	312,000	5,500	b	1	a( 5,500 shares)
NOVELLUS SYS INC	COM	670008 10 1	2,840,000	50,000 C	b	1	a( 50,000 shares)
NOVOSTE CORP	COM	67010C 10 0	365,000	14,300	b	1	a( 14,300 shares)
NUCOR CORP	COM	670346 10 5	2,464,000	50,400	b	1	a( 50,400 shares)
NUCOR CORP	COM	670346 10 5	489,000	10,000 C	b	1	a( 10,000 shares)
NUCOR CORP	COM	670346 10,5	244,000	5,000 P	b	1	a( 5,000 shares)
NUEVO ENERGY CO	COM	670509 10 8	787,000	48,300	b	1	a( 48,300 shares)
NYFIX INC	COM	670712 10 8	1,022,000	32,000	b	1	a( 32,000 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	3,008,000	57,200	b	1	a( 57,200 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	1,578,000	30,000 C	b	1	a( 30,000 shares)
OAK TECHNOLOGY INC	COM	671802 10 6	340,000	32,100	b	1	a( 32,100 shares)
OAK TECHNOLOGY INC	COM	671802 10 6	542,000	51,200 C	b	1	a( 51,200 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
OAKLEY INC	COM	673662 10 2	1,275,000	68,900	b	1	a( 68,900 shares)
OCEANEERING INTL INC	COM	675232 10 2	457,000	22,000	b	1	a( 22,000 shares)
OFFICEMAX INC	COM	67622M 10 8	149,000	40,300	b	1	a( 40,300 shares)
OIL STS INTL INC	COM	678026 10 5	170,000	18,400	b	1	a( 18,400 shares)
OLD REP INTL CORP	COM	680223 10 4	2,703,000	93,200	b	1	a( 93,200 shares)
OMNICOM GROUP INC	COM	681919 10 6	8,987,000	104,500	b	1	a( 104,500 shares)
OMNICOM GROUP INC	COM	681919 10 6	1,720,000	20,000 P	b	1	a( 20,000 shares)
OMNISKY CORP	COM	68213L 10 3	26,000	13,200	b	1	a( 13,200 shares)
ONEOK INC NEW	COM	682680 10 3	1,089,000	55,300	b	1	a( 55,300 shares)
ONI SYSTEMS CORP	COM	68273F 10 3	558,000	20,000 C	b	1	a( 20,000 shares)
OPEN TEXT CORP	COM	683715 10 6	471,000	20,000 C	b	1	a( 20,000 shares)
OPENWAVE SYS INC	COM	683718 10 0	3,446,000	99,300	b	1	a( 99,300 shares)
OPENWAVE SYS INC	COM	683718 10 0	4,164,000	120,000 C	b	1	a( 120,000 shares)
OPENWAVE SYS INC	COM	683718 10 0	347,000	10,000 P	b	1	a( 10,000 shares)
OPLINK COMMUNICATIONS INC	COM	68375Q 10 6	304,000	81,100	b	1	a( 81,100 shares)
OPTICAL COMMUNICATION PRODS	CL A	68382T 10 1	493,000	46,300	b	1	a( 46,300 shares)
OPTIMAL ROBOTICS CORP	CL A NEW	68388R 20 8	1,129,000	29,700	b	1	a( 29,700 shares)
ORACLE CORP	COM	68389X 10 5	6,017,000	316,700	b	1	a( 316,700 shares)
ORACLE CORP	COM	68389X 10 5	16,340,000	860,000 C	b	1	a( 860,000 shares)
OPTION CARE INC	COM	683948 10 3	842,000	55,400	b	1	a( 55,400 shares)
ORASURE TECHNOLOGIES INC	COM	68554V 10 8	163,000	13,000	b	1	a( 13,000 shares)
ORBITAL SCIENCES CORP	COM	685564 10 6	346,000	89,300	b	1	a( 89,300 shares)
ORCHID BIOSCIENCES INC	COM	68571P 10 0	334,000	43,700	b	1	a( 43,700 shares)
ORION PWR HLDS INC	COM	686286 10 5	12,826,000	538,700	b	1	a( 538,700 shares)
ORION PWR HLDS INC	COM	686286 10 5	238,000	10,000 C	b	1	a( 10,000 shares)
ORTHODONTIC CTRS AMER INC	COM	68750P 10 3	2,128,000	70,000 C	b	1	a( 70,000 shares)
OVERSEAS SHIPHOLDING GROUP INC	COM	690368 10 5	565,000	18,500	b	1	a( 18,500 shares)
OWENS ILL INC	PFD CONV \$ .01	690768 50 2	1,528,000	107,600	b	1	a( 107,600 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

68,815,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
OXFORD HEALTH PLANS INC	COM	691471 10 6	1,115,000	39,000	b	1	a( 39,000 shares)
P-COM INC	COM	693262 10 7	94,000	171,300	b	1	a( 171,300 shares)
P F CHANGS CHINA BISTRO INC	COM	69333Y 10 8	595,000	15,700	b	1	a( 15,700 shares)
PMC-SIERRA INC	COM	69344F 10 6	5,005,000	161,100	b	1	a( 161,100 shares)
PMC-SIERRA INC	COM	69344F 10 6	9,166,000	295,000 C	b	1	a( 295,000 shares)
PMI GROUP INC	COM	69344M 10 1	358,000	5,000 C	b	1	a( 5,000 shares)
PNC FINL SVCS GROUP INC	COM	693475 10 5	4,586,000	69,700	b	1	a( 69,700 shares)
PNC FINL SVCS GROUP INC	COM	693475 10 5	3,290,000	50,000 C	b	1	a( 50,000 shares)
PNC FINL SVCS GROUP INC	COM	693475 10 5	658,000	10,000 P	b	1	a( 10,000 shares)
PPG INDS INC	COM	693506 10 7	6,450,000	122,700	b	1	a( 122,700 shares)
PPL CORP	COM	69351T 10 6	1,375,000	25,000 C	b	1	a( 25,000 shares)
PPL CORP	COM	69351T 10 6	550,000	10,000 P	b	1	a( 10,000 shares)
PSS WORLD MED INC	COM	69366A 10 0	80,000	12,500	b	1	a( 12,500 shares)
PYR ENERGY CORP	COM	693677 10 6	301,000	42,400	b	1	a( 42,400 shares)
PACCAR INC	COM	693718 10 8	257,000	5,000	b	1	a( 5,000 shares)
PACKAGING CORP AMER	COM	695156 10 9	1,676,000	107,900	b	1	a( 107,900 shares)
PALL CORP	COM	696429 30 7	736,000	31,300	b	1	a( 31,300 shares)
PANAMSAT CORP NEW	COM	697933 10 9	1,310,000	33,700	b	1	a( 33,700 shares)
PANERA BREAD CO	CL A	69840W 10 8	1,285,000	40,700	b	1	a( 40,700 shares)
PAPA JOHNS INTL INC	COM	698813 10 2	431,000	17,000	b	1	a( 17,000 shares)
PARK PL ENTMT CORP	COM	700690 10 0	4,420,000	365,300	b	1	a( 365,300 shares)
PARKER HANNIFIN CORP	COM	701094 10, 4	4,825,000	113,700	b	1	a( 113,700 shares)
PARKER HANNIFIN CORP	COM	701094 10 4	849,000	20,000 P	b	1	a( 20,000 shares)
PATHMARK STORES INC NEW	COM	70322A 10 1	1,483,000	60,300	b	1	a( 60,300 shares)
PATTERSON UTI ENERGY INC	COM	703481 10 1	1,907,000	106,700	b	1	a( 106,700 shares)
PAXSON COMMUNICATIONS CORP	COM	704231 10 9	522,000	38,700	b	1	a( 38,700 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	459,000	7,100	b	1	a( 7,100 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	2,912,000	45,000 C	b	1	a( 45,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

56,695,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
PECO IT INC	COM	705221 10 9	117,000	17,900	b	1	a( 17,900 shares)
PEDIATRIX MED GROUP	COM	705324 10 1	3,320,000	100,000 c	b	1	a( 100,000 shares)
PEGASUS COMMUNICATIONS CORP	CL A	705904 10 0	1,350,000	60,000	b	1	a( 60,000 shares)
PEMSTAR INC	COM	706552 10 6	592,000	40,300	b	1	a( 40,300 shares)
PENN TREATY AMERN CORP	SB NT CV 6.25%	707874 AC 7	766,000	1,580,000	b	1	a( 1,580,000 shares)
PENNEY J C INC	COM	708160 10 6	543,000	20,600	b	1	a( 20,600 shares)
PENNZOIL-QUAKER STATE COMPANY	COM	709323 10 9	626,000	55,900	b	1	a( 55,900 shares)
PENTAIR INC	COM	709631 10 5	676,000	20,000 c	b	1	a( 20,000 shares)
PENTON MEDIA INC	COM	709668 10 7	558,000	31,900	b	1	a( 31,900 shares)
PEOPLESOFT INC	COM	712713 10 6	1,669,000	33,900	b	1	a( 33,900 shares)
PEOPLESOFT INC	COM	712713 10 6	5,169,000	105,000 c	b	1	a( 105,000 shares)
PEPSI BOTTLING GROUP INC	COM	713409 10 0	549,000	13,700	b	1	a( 13,700 shares)
PEPSIAMERICAS INC	COM	71343P 20 0	374,000	28,100	b	1	a( 28,100 shares)
PEPSICO INC	COM	713448 10 8	3,492,000	79,000	b	1	a( 79,000 shares)
PEREZ COMPANC SA NEW	SP ADR B SHS	713678 10 3	173,000	12,800	b	1	a( 12,800 shares)
PERFORMANCE FOOD GROUP CO	COM	713755 10 6	469,000	15,500	b	1	a( 15,500 shares)
PERFORMANCE FOOD GROUP CO	COM	713755 10 6	605,000	20,000 c	b	1	a( 20,000 shares)
PERKINELMER INC	COM	714046 10 9	5,927,000	215,300	b	1	a( 215,300 shares)
PERKINELMER INC	COM	714046 10 9	2,478,000	90,000 c	b	1	a( 90,000 shares)
PERUSAHAAN PERS INDO SATELLITE SPONSORED ADR		715680 10 4	120,000	13,400	b	1	a( 13,400 shares)
PETROQUEST ENERGY INC	COM	716748 10 8	319,000	45,600	b	1	a( 45,600 shares)
PHARMACYCLICS INC	COM	716933 10 6	454,000	13,400	b	1	a( 13,400 shares)
PFIZER INC	COM	717081 10 3	14,410,000	359,800	b	1	a( 359,800 shares)
PFIZER INC	COM	717081 10 3	11,214,000	280,000 c	b	1	a( 280,000 shares)
PHARMACEUTICAL RES INC	COM	717125 10 8	3,069,000	100,000 c	b	1	a( 100,000 shares)
PHARMACIA CORP	COM	71713U 10 2	5,156,000	112,200	b	1	a( 112,200 shares)
PHARMACIA CORP	COM	71713U 10 2	5,055,000	110,000 c	b	1	a( 110,000 shares)
PHARMACIA CORP	COM	71713U 10 2	3,676,000	80,000 P	b	1	a( 80,000 shares)



Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
PHELPS DODGE CORP	COM	717265 10 2	9,338,000	225,000	b	1	a( 225,000 shares)
PHILIP MORRIS COS INC	COM	718154 10 7	11,094,000	218,600	b	1	a( 218,600 shares)
PHILIPPINE LONG DISTANCE TEL	SPON GDR PFD	718252 70 3	24,611,000	791,340	b	1	a( 791,340 shares)
PHILIPPINE LONG DISTANCE TEL	SPONSORED ADR	718252 60 4	344,000	24,500	b	1	a( 24,500 shares)
PHOTONICS INC	COM	719405 10 2	323,000	12,600	b	1	a( 12,600 shares)
PHOTONICS INC	COM	719405 10 2	513,000	20,000 P	b	1	a( 20,000 shares)
PHOTONICS INC	SUB NT CONV 680	719405 AA 0	2,108,000	2,000,000	b	1	a( 2,000,000 shares)
PICTURETEL CORP	COM NEW	720035 30 2	1,516,000	270,700	b	1	a( 270,700 shares)
PIEDMONT NAT GAS INC	COM	720186 10 5	345,000	9,700	b	1	a( 9,700 shares)
PIER 1 IMPORTS INC	COM	720279 10 8	449,000	39,000	b	1	a( 39,000 shares)
PINNACLE ENTMT INC	COM	723456 10 9	206,000	28,000	b	1	a( 28,000 shares)
PINNACLE SYS INC	COM	723481 10 7	333,000	55,100	b	1	a( 55,100 shares)
PINNACLE WEST CAP CORP	COM	723484 10 1	1,901,000	40,100	b	1	a( 40,100 shares)
PIONEER NAT RES CO	COM	723787 10 7	1,325,000	77,700	b	1	a( 77,700 shares)
PITNEY BOWES INC	COM	724479 10 0	312,000	7,400	b	1	a( 7,400 shares)
PITTSSTON CO	COM BRINKS GRP	725701 10 6	386,000	17,300	b	1	a( 17,300 shares)
PIXAR	COM	725811 10 3	322,000	7,900	b	1	a( 7,900 shares)
PIXELWORKS INC	COM	72581M 10 7	4,317,000	120,800	b	1	a( 120,800 shares)
PLACER DOME INC	COM	725906 10 1	2,247,000	229,700	b	1	a( 229,700 shares)
PLANAR SYS INC	COM	726900 10 3	290,000	11,200	b	1	a( 11,200 shares)
PLEXUS CORP	COM	729132 10 0	1,139,000	34,500	b	1	a( 34,500 shares)
PLEXUS CORP	COM	729132 10,0	1,815,000	55,000 C	b	1	a( 55,000 shares)
POGO PRODUCING CO	COM	730448 10 7	389,000	16,200	b	1	a( 16,200 shares)
POGO TR I	QUIPS SER A	73044P 20 8	21,020,000	373,900	b	1	a( 373,900 shares)
POHANG IRON & STL LTD	SPONSORED ADR	730450 10 3	286,000	14,500	b	1	a( 14,500 shares)
POLO RALPH LAUREN CORP	CL A	731572 10 3	650,000	25,200	b	1	a( 25,200 shares)
POTASH CORP SASK INC	COM	73755L 10 7	903,000	15,700	b	1	a( 15,700 shares)
POWELL INDS INC	COM	739128 10 6	405,000	13,500	b	1	a( 13,500 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

88,887,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
PRAECIS PHARMACEUTICALS INC	COM	739421 10 5	164,000	10,000 P	b	1	a( 10,000 shares)
PRAXAIR INC	COM	74005P 10 4	6,933,000	147,500	b	1	a( 147,500 shares)
PRAXAIR INC	COM	74005P 10 4	940,000	20,000 C	b	1	a( 20,000 shares)
PRE PAID LEGAL SVCS INC	COM	740065 10 7	442,000	20,100	b	1	a( 20,100 shares)
PRECISION CASTPARTS CORP	COM	740189 10 5	6,774,000	179,700	b	1	a( 179,700 shares)
PRECISION CASTPARTS CORP	COM	740189 10 5	374,000	10,000 P	b	1	a( 10,000 shares)
PRECISION DRILLING CORP	COM	74022D 10 0	501,000	16,000	b	1	a( 16,000 shares)
PRIMUS TELECOMMUNICATIONS GRP	COM	741929 10 3	33,000	39,800	b	1	a( 39,800 shares)
PRIDE INTL INC	COM	741932 10 7	314,000	16,500	b	1	a( 16,500 shares)
PRIDE INTL INC	COM	741932 10 7	855,000	45,000 C	b	1	a( 45,000 shares)
PRIDE INTL INC	COM	741932 10 7	665,000	35,000 P	b	1	a( 35,000 shares)
PRIDE INTL INC	SB DB CV ZRO 1	741932 AB 3	2,131,000	5,000,000	b	1	a( 5,000,000 shares)
PRIORITY HEALTHCARE CORP	CL B	74264T 10 2	1,685,000	59,600	b	1	a( 59,600 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	9,634,000	151,000	b	1	a( 151,000 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	7,337,000	115,000 C	b	1	a( 115,000 shares)
PROFESSIONAL DETAILING INC	COM	74312N 10 7	506,000	5,500	b	1	a( 5,500 shares)
PROFESSIONAL DETAILING INC	COM	74312N 10 7	2,300,000	25,000 C	b	1	a( 25,000 shares)
PROGENICS PHARMACEUTICALS INC	COM	743187 10 6	269,000	14,100	b	1	a( 14,100 shares)
PROGRESS ENERGY INC	COM	743263 10 5	4,299,000	95,700	b	1	a( 95,700 shares)
PROGRESSIVE CORP OHIO	COM	743315 10 3	1,812,000	13,400	b	1	a( 13,400 shares)
PROGRESSIVE CORP OHIO	COM	743315 10 3	17,575,000	130,000 C	b	1	a( 130,000 shares)
PROGRESSIVE CORP OHIO	COM	743315 10 3	4,732,000	35,000 P	b	1	a( 35,000 shares)
PROTEIN DESIGN LABS INC	COM	74369L 10 3	555,000	6,400	b	1	a( 6,400 shares)
PROTEIN DESIGN LABS INC	COM	74369L 10 3	1,518,000	17,500 C	b	1	a( 17,500 shares)
PHOTON ENERGY SYS INC	COM	74371K 10 1	233,000	19,400	b	1	a( 19,400 shares)
PROVIDIAN FINL CORP	COM	74406A 10 2	5,707,000	96,400	b	1	a( 96,400 shares)
PROVIDIAN FINL CORP	NT ZERO CV 2	74406A AB 8	11,000,000	25,000,000	b	1	a( 25,000,000 shares)
PROVIDIAN FINL CORP	SR NT CV 3.25%0	74406A AA 0	5,297,000	5,000,000	b	1	a( 5,000,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

94,535,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
PUBLIC SVC CO N MEX	COM	744499 10 4	7,373,000	229,700	b	1	a( 229,700 shares)
PULITZER INC	COM	745769 10 9	312,000	5,900	b	1	a( 5,900 shares)
PULTE HOMES INC	COM	745867 10 1	1,705,000	40,000 C	b	1	a( 40,000 shares)
PULTE HOMES INC	COM	745867 10 1	213,000	5,000 P	b	1	a( 5,000 shares)
PLT INC	COM	746927 10 2	1,273,000	64,200	b	1	a( 64,200 shares)
QLOGIC CORP	COM	747277 10 1	12,084,000	187,500 C	b	1	a( 187,500 shares)
QUAKER FABRIC CORP NEW	COM	747399 10 3	151,000	14,700	b	1	a( 14,700 shares)
QUAKER OATS CO	COM	747402 10 5	36,610,000	401,200	b	1	a( 401,200 shares)
QUAKER OATS CO	COM	747402 10 5	1,825,000	20,000 C	b	1	a( 20,000 shares)
QUALCOMM INC	COM	747525 10 3	23,626,000	404,000	b	1	a( 404,000 shares)
QUANTUM CORP	COM DSSG	747906 20 4	840,000	83,300	b	1	a( 83,300 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	4,117,000	55,000 C	b	1	a( 55,000 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	2,246,000	30,000 P	b	1	a( 30,000 shares)
QUEST SOFTWARE INC	COM	74834T 10 3	3,318,000	87,900	b	1	a( 87,900 shares)
QUEST COMMUNICATIONS INTL INC	COM	749121 10 9	4,922,000	154,439	b	1	a( 154,439 shares)
R G S ENERGY GROUP INC	COM	74956K 10 4	3,548,000	94,600	b	1	a( 94,600 shares)
RSA SEC INC	COM	749719 10 0	255,000	8,250	b	1	a( 8,250 shares)
RADIAN GROUP INC	COM	750236 10 1	16,257,000	401,900	b	1	a( 401,900 shares)
RADIAN GROUP INC	COM	750236 10 1	3,641,000	90,000 C	b	1	a( 90,000 shares)
RADIAN GROUP INC	COM	750236 10 1	809,000	20,000 P	b	1	a( 20,000 shares)
RADIO ONE INC	CL A	75040P 10 8	230,000	10,000 C	b	1	a( 10,000 shares)
RADIO ONE INC	CL D NON VTG	75040P 40,5	1,892,000	85,800	b	1	a( 85,800 shares)
RADIOSHACK CORP	COM	750438 10 3	537,000	17,600	b	1	a( 17,600 shares)
RAMBUS INC DEL	COM	750917 10 6	2,675,000	217,300	b	1	a( 217,300 shares)
KALSTON PURINA CO	COM	751277 30 2	24,905,000	829,600	b	1	a( 829,600 shares)
RARE HOSPITALITY INTL INC	COM	753820 10 9	459,000	20,300	b	1	a( 20,300 shares)
RATIONAL SOFTWARE CORP	COM NEW	75409P 20 2	3,335,000	118,900	b	1	a( 118,900 shares)
RAYMOND JAMES FINANCIAL INC	COM	754730 10 9	1,631,000	53,300	b	1	a( 53,300 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

160,789,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (Note #2)	Managers	Voting Authority (Shares) (note #3)
RAYMOND JAMES FINANCIAL INC	COM	754730 10 9	306,000	10,000 C	b	1	a( 10,000 shares)
RAYOVAC CORP	COM	755081 10 6	277,000	13,000	b	1	a( 13,000 shares)
READ-RITE CORP	COM	755246 10 5	920,000	175,200	b	1	a( 175,200 shares)
READERS DIGEST ASSN INC	CL A NON VTG	755267 10 1	817,000	28,400	b	1	a( 28,400 shares)
REALNETWORKS INC	COM	756051 10 4	712,000	60,600	b	1	a( 60,600 shares)
RED HAT INC	COM	756577 10 2	652,000	162,900	b	1	a( 162,900 shares)
REDBACK NETWORKS INC	COM	757209 10 1	983,000	110,200	b	1	a( 110,200 shares)
REDBACK NETWORKS INC	COM	757209 10 1	178,000	20,000 C	b	1	a( 20,000 shares)
REEBOK INTL LTD	COM	758110 10 0	639,000	20,000 P	b	1	a( 20,000 shares)
REGENERATION TECH INC DEL	COM	75886N 10 0	114,000	12,900	b	1	a( 12,900 shares)
REGISTER COM INC	COM	75914G 10 1	449,000	29,000	b	1	a( 29,000 shares)
RELIANT RES INC	COM	75952B 10 5	1,376,000	55,700	b	1	a( 55,700 shares)
RELIANT ENERGY INC	COM	75952J 10 8	11,847,000	367,800	b	1	a( 367,800 shares)
REMEDY CORP	COM	759548 10 0	1,315,000	37,800	b	1	a( 37,800 shares)
REMINGTON OIL & GAS CORP	COM	759594 30 2	1,001,000	52,700	b	1	a( 52,700 shares)
RENAISSANCE LEARNING INC	COM	75968L 10 5	314,000	6,200	b	1	a( 6,200 shares)
RENAISSANCE LEARNING INC	COM	75968L 10 5	7,336,000	145,000 C	b	1	a( 145,000 shares)
RENAISSANCE LEARNING INC	COM	75968L 10 5	506,000	10,000 P	b	1	a( 10,000 shares)
RENT A CTR INC NEW	COM	76009N 10 0	1,710,000	32,500 C	b	1	a( 32,500 shares)
REPSOL YPF S A	SPONSORED ADR	76026T 20 5	208,000	12,500	b	1	a( 12,500 shares)
REPUBLIC SVCS INC	COM	760759 10 0	248,000	12,500	b	1	a( 12,500 shares)
RESEARCH IN MOTION LTD	COM	760975 10,2	1,550,000	47,900	b	1	a( 47,900 shares)
RESMED INC	COM	761152 10 7	1,329,000	26,300	b	1	a( 26,300 shares)
RESMED INC	COM	761152 10 7	506,000	10,000 C	b	1	a( 10,000 shares)
RESORTQUEST INTL INC	COM	761183 10 2	293,000	25,500	b	1	a( 25,500 shares)
RESOURCES CONNECTION INC	COM	76122Q 10 5	633,000	24,500	b	1	a( 24,500 shares)
RETEK INC	COM	76128Q 10 9	412,000	8,600	b	1	a( 8,600 shares)
RETEK INC	COM	76128Q 10 9	3,356,000	70,000 C	b	1	a( 70,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

39,987,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
REUTERS GROUP PLC	SPONSORED ADR	76132M 10 2	350,000	4,500	b	1	a( 4,500 shares)
REYNOLDS & REYNOLDS CO	CL A	76169S 10 5	228,000	10,400	b	1	a( 10,400 shares)
RIBOZYME PHARMACEUTICALS INC	COM	762567 10 5	134,000	13,400	b	1	a( 13,400 shares)
RICHARDSON ELECTRS LTD	SRSDBCV 8.25%	76316S AC 1	2,705,000	2,642,000	b	1	a( 2,642,000 shares)
RICHMOND CNTY FINL CORP	COM	764556 10 6	503,000	13,400	b	1	a( 13,400 shares)
ROBBINS & MYERS INC	SUB NT CV 6.5%	770196 AA 1	1,096,000	1,000,000	b	1	a( 1,000,000 shares)
ROBERT HALF INTL INC	COM	770323 10 3	2,258,000	90,700	b	1	a( 90,700 shares)
ROBOTIC VISION SYS INC	COM	771074 10 1	134,000	81,000	b	1	a( 81,000 shares)
ROCKWELL INTL CORP NEW	COM	773903 10 9	3,015,000	79,100	b	1	a( 79,100 shares)
ROHM & HAAS CO	COM	775371 10 7	4,030,000	122,500	b	1	a( 122,500 shares)
ROHN INDS INC	COM	775381 10 6	162,000	34,200	b	1	a( 34,200 shares)
ROWAN COS INC	COM	779382 10 0	4,595,000	207,900	b	1	a( 207,900 shares)
ROYAL DUTCH PETE CO	NY REG GLD1.25	780257 80 4	3,607,000	61,900	b	1	a( 61,900 shares)
RUBY TUESDAY INC	COM	781182 10 0	171,000	10,000 C	b	1	a( 10,000 shares)
RUDOLPH TECHNOLOGIES INC	COM	781270 10 3	2,077,000	44,200	b	1	a( 44,200 shares)
RYDER SYS INC	COM	783549 10 8	1,166,000	59,500	b	1	a( 59,500 shares)
SBC COMMUNICATIONS INC	COM	78387G 10 3	4,499,000	112,300	b	1	a( 112,300 shares)
SBC COMMUNICATIONS INC	COM	78387G 10 3	9,214,000	230,000 C	b	1	a( 230,000 shares)
SBC COMMUNICATIONS INC	COM	78387G 10 3	3,605,000	90,000 P	b	1	a( 90,000 shares)
SBA COMMUNICATIONS CORP	COM	78388J 10 6	1,000,000	40,400	b	1	a( 40,400 shares)
SBA COMMUNICATIONS CORP	COM	78388J 10 6	3,094,000	125,000 C	b	1	a( 125,000 shares)
SCI SYS INC	COM	783890 10,6	4,447,000	174,400	b	1	a( 174,400 shares)
SEI INVESTMENTS CO	COM	784117 10 3	346,000	7,300	b	1	a( 7,300 shares)
SEI INVESTMENTS CO	COM	784117 10 3	474,000	10,000 C	b	1	a( 10,000 shares)
SEI INVESTMENTS CO	COM	784117 10 3	1,422,000	30,000 P	b	1	a( 30,000 shares)
SPDR TR	UNIT SER 1	78462F 10 3	1,067,000	8,700	b	1	a( 8,700 shares)
SPX CORP	COM	78463S 10 4	1,252,000	10,000 C	b	1	a( 10,000 shares)
SPX CORP	COM	78463S 10 4	1,127,000	9,000 P	b	1	a( 9,000 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
SPX CORP	LYON ZERO 144A2	784635 AC 8	3,032,000	4,500,000	b	1	a( 4,500,000 shares)
SABA SOFTWARE INC	COM	784932 10 5	528,000	32,200	b	1	a( 32,200 shares)
SABRE HLDGS CORP	CL A	785905 10 0	5,850,000	117,000	b	1	a( 117,000 shares)
SABRE HLDGS CORP	CL A	785905 10 0	500,000	10,000 C	b	1	a( 10,000 shares)
SABRE HLDGS CORP	CL A	785905 10 0	1,000,000	20,000 P	b	1	a( 20,000 shares)
SAFEGUARD SCIENTIFICS INC	COM	786449 10 8	678,000	132,000	b	1	a( 132,000 shares)
SAFENAY INC	COM NEW	786514 20 8	7,560,000	157,500	b	1	a( 157,500 shares)
ST JUDE MED INC	COM	790849 10 3	3,372,000	56,200	b	1	a( 56,200 shares)
ST JUDE MED INC	COM	790849 10 3	3,000,000	50,000 C	b	1	a( 50,000 shares)
ST JUDE MED INC	COM	790849 10 3	600,000	10,000 P	b	1	a( 10,000 shares)
SAKS INC	COM	79377W 10 8	612,000	63,700	b	1	a( 63,700 shares)
SANCHEZ COMPUTER ASSOCS INC	COM	799702 10 5	158,000	11,900	b	1	a( 11,900 shares)
SANDISK CORP	COM	80004C 10 1	697,000	25,000 P	b	1	a( 25,000 shares)
SANMINA CORP	COM	800907 10 7	8,603,000	367,500	b	1	a( 367,500 shares)
SAP AKTIENGESSELLSCHAFT	SPONSORED ADR	803054 20 4	5,446,000	155,200	b	1	a( 155,200 shares)
SARA LEE CORP	COM	803111 10 3	3,193,000	168,601	b	1	a( 168,601 shares)
SAVOY PICTURES ENTMT INC	SUB DB CONV 7%	805375 AA 0	4,305,000	4,200,000	b	1	a( 4,200,000 shares)
SAWTEK INC	COM	805468 10 5	809,000	34,400	b	1	a( 34,400 shares)
SAWTEK INC	COM	805468 10 5	941,000	40,000 C	b	1	a( 40,000 shares)
SAWTEK INC	COM	805468 10 5	471,000	20,000 P	b	1	a( 20,000 shares)
SCANSOURCE INC	COM	806037 10 7	394,000	8,300	b	1	a( 8,300 shares)
SCHEIN HENRY INC	COM	806407 1Q 2	296,000	7,400	b	1	a( 7,400 shares)
SCHEIN HENRY INC	COM	806407 10 2	801,000	20,000 P	b	1	a( 20,000 shares)
SCHERING PLOUGH CORP	COM	806605 10 1	10,941,000	301,900	b	1	a( 301,900 shares)
SCHERING PLOUGH CORP	COM	806605 10 1	1,450,000	40,000 P	b	1	a( 40,000 shares)
SCHLUMBERGER LTD	COM	806857 10 8	6,845,000	130,000 C	b	1	a( 130,000 shares)
SCHLUMBERGER LTD	COM	806857 10 8	2,633,000	50,000 P	b	1	a( 50,000 shares)
SCHOLASTIC CORP	COM	807066 10 5	216,000	4,800	b	1	a( 4,800 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

74,931,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
SCHWAB CHARLES CORP NEW	COM	808513 10 5	710,000	46,400	b	1	a( 46,400 shares)
SCIENTIFIC ATLANTA INC	COM	808655 10 4	1,807,000	44,500	b	1	a( 44,500 shares)
SCIOS INC	COM	808905 10 3	1,721,000	68,800	b	1	a( 68,800 shares)
SCOTTS CO	CL A	810186 10 6	1,028,000	24,800	b	1	a( 24,800 shares)
SEALED AIR CORP NEW	PFD CV A \$2	81211K 20 9	28,217,000	706,300	b	1	a( 706,300 shares)
SEATTLE GENETICS INC	COM	812578 10 2	71,000	11,700	b	1	a( 11,700 shares)
SECURE COMPUTING CORP	COM	813705 10 0	272,000	17,300	b	1	a( 17,300 shares)
SEEBEYOND TECHNOLOGIES CORP	COM	815704 10 1	744,000	46,800	b	1	a( 46,800 shares)
SETTEL INC	COM NEW	816074 30 6	549,000	41,900	b	1	a( 41,900 shares)
SELECTICA INC	COM	816288 10 4	122,000	28,500	b	1	a( 28,500 shares)
SEMOTUS SOLUTIONS INC	COM	81684P 10 7	40,000	25,100	b	1	a( 25,100 shares)
SEMTECH CORP	COM	816850 10 1	573,000	19,100	b	1	a( 19,100 shares)
SENSORMATIC ELECTRS CORP	PFD CV DEP 1/10	817265 80 4	5,416,000	219,500	b	1	a( 219,500 shares)
SEPRACOR INC	COM	817315 10 4	330,000	8,300	b	1	a( 8,300 shares)
SEPRACOR INC	SUB DB CONV 7%	817315 AH 7	5,590,000	6,500,000	b	1	a( 6,500,000 shares)
SEQUENOM INC	COM	817337 10 8	480,000	34,300	b	1	a( 34,300 shares)
SEROLOGICALS CORP	COM	817523 10 3	1,216,000	57,000	b	1	a( 57,000 shares)
SERONO S A	SPONSORED ADR	81752M 10 1	357,000	14,300	b	1	a( 14,300 shares)
SHAW GROUP INC	COM	820280 10 5	5,654,000	141,000	b	1	a( 141,000 shares)
SHAW GROUP INC	LYON 144A 2	820280 AA 3	13,906,000	25,000,000	b	1	a( 25,000,000 shares)
SHELL TRANS & TRADING PLC	NEW YRK SH NEW	822703 60 9	659,000	13,100	b	1	a( 13,100 shares)
SHUFFLE MASTER INC	COM	825549 10,8	1,112,000	52,950	b	1	a( 52,950 shares)
SIERRA HEALTH SVCS INC	COM	826322 10 9	574,000	81,900	b	1	a( 81,900 shares)
SIGMA ALDRICH CORP	COM	826552 10 1	1,545,000	40,000 C	b	1	a( 40,000 shares)
SILGAN HOLDINGS INC	COM	827048 10 9	205,000	11,700	b	1	a( 11,700 shares)
SILICON VY BANCSHARES	COM	827064 10 6	330,000	15,000 C	b	1	a( 15,000 shares)
SILVERSTREAM SOFTWARE INC	COM	827907 10 6	121,000	17,200	b	1	a( 17,200 shares)
SIMPLEX SOLUTIONS INC	COM	828854 10 9	418,000	18,400	b	1	a( 18,400 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

73,767,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
SKECHERS U S A INC	CL A	830566 10 5	1,441,000	49,300	b	1	a( 49,300 shares)
SKILLSOFT CORP	COM	83066P 10 1	336,000	9,800	b	1	a( 9,800 shares)
SKYWEST INC	COM	830879 10 2	840,000	30,000 c	b	1	a( 30,000 shares)
SMARTFORCE PUB LTD CO	SPONSORED ADR	83170A 20 6	328,000	9,300	b	1	a( 9,300 shares)
SMITH INTL INC	COM	832110 10 0	4,337,000	72,400	b	1	a( 72,400 shares)
SMURFIT-STONE CONTAINER CORP	PFD CV EX A 7%	832727 20 0	3,730,000	191,300	b	1	a( 191,300 shares)
SNAP ON INC	COM	833034 10 1	2,344,000	97,000	b	1	a( 97,000 shares)
SOLA INTL INC	COM	834092 10 8	212,000	15,000	b	1	a( 15,000 shares)
SOLETRON CORP	COM	834182 10 7	5,589,000	305,400	b	1	a( 305,400 shares)
SOLETRON CORP	COM	834182 10 7	732,000	40,000 c	b	1	a( 40,000 shares)
SONICBLUE INC	COM	83546Q 10 9	89,000	27,000	b	1	a( 27,000 shares)
SONICWALL INC	COM	835470 10 5	252,000	10,000 c	b	1	a( 10,000 shares)
SONY CORP	ADR NEW	835699 30 7	7,087,000	107,700	b	1	a( 107,700 shares)
SORRENTO NETWORKS CORP	COM	83586Q 10 0	928,000	77,500	b	1	a( 77,500 shares)
SOTHEBYS HLDGS INC	CL A	835898 10 7	689,000	42,700	b	1	a( 42,700 shares)
SONUS NETWORKS INC	COM	835916 10 7	4,191,000	179,400	b	1	a( 179,400 shares)
SONUS NETWORKS INC	COM	835916 10 7	1,986,000	85,000 c	b	1	a( 85,000 shares)
SONUS NETWORKS INC	COM	835916 10 7	234,000	10,000 P	b	1	a( 10,000 shares)
SOUTHTRUST CORP	COM	844730 10 1	1,589,000	61,100	b	1	a( 61,100 shares)
SOUTHWEST AIRLS CO	COM	844741 10 8	526,000	28,450	b	1	a( 28,450 shares)
SOUTHWEST SECS GROUP INC	COM	845224 10 4	415,000	20,070	b	1	a( 20,070 shares)
SOVEREIGN BANCORP INC	UNIT EX 111229	845905 30 6	19,418,000	265,000	b	1	a( 265,000 shares)
SPANISH BROADCASTING SYS INC	CL A	846425 88 2	162,000	19,700	b	1	a( 19,700 shares)
SPECTRIAN CORP	COM	847608 10 6	382,000	23,900	b	1	a( 23,900 shares)
SPEECHWORKS INTL INC	COM	84764W 10 1	810,000	51,600	b	1	a( 51,600 shares)
SPHERION CORP	COM	848420 10 5	132,000	14,800	b	1	a( 14,800 shares)
SPRINGS INDS INC	CL A	851783 10 0	1,967,000	44,600	b	1	a( 44,600 shares)
SPRINT CORP	COM FON GROUP	852061 10 0	453,000	21,200	b	1	a( 21,200 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

61,199,000



Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
SPRINT CORP	PCS COM SER 1	852061 50 6	3,123,000	129,300	b	1	a( 129,300 shares)
STAMPS COM INC	COM	852857 10 1	75,000	20,100	b	1	a( 20,100 shares)
STAPLES INC	COM	855030 10 2	5,109,000	319,500	b	1	a( 319,500 shares)
STARBUCKS CORP	COM	855244 10 9	7,514,000	326,700	b	1	a( 326,700 shares)
STARBUCKS CORP	COM	855244 10 9	460,000	20,000 c	b	1	a( 20,000 shares)
STARWOOD HOTELS&RESORTS WRLDWD PAIRED CTF		85590A 20 3	2,162,000	58,000	b	1	a( 58,000 shares)
STATE STR CORP	COM	857477 10 3	18,623,000	376,300	b	1	a( 376,300 shares)
STATE STR CORP	COM	857477 10 3	2,969,000	60,000 c	b	1	a( 60,000 shares)
STATEN IS BANCORP INC	COM	857550 10 7	471,000	16,900	b	1	a( 16,900 shares)
STEELCASE INC	CL A	858155 20 3	250,000	20,900	b	1	a( 20,900 shares)
STILLWATER MNG CO	COM	860740 10 2	383,000	13,100	b	1	a( 13,100 shares)
STILWELL FINL INC	COM	860831 10 6	708,000	21,100	b	1	a( 21,100 shares)
STILWELL FINL INC	COM	860831 10 6	1,175,000	35,000 P	b	1	a( 35,000 shares)
STILWELL FINL INC	LYON ZERO 144A3	860831 AA 4	15,129,000	19,000,000	b	1	a( 19,000,000 shares)
STMICROELECTRONICS N V	NY REGISTRY	861012 10 2	2,737,000	80,500	b	1	a( 80,500 shares)
STONE ENERGY CORP	COM	861642 10 6	496,000	11,200	b	1	a( 11,200 shares)
STONE ENERGY CORP	COM	861642 10 6	222,000	5,000 c	b	1	a( 5,000 shares)
STRUCTURAL DYNAMICS RESH CORP	COM	863555 10 8	617,000	25,200	b	1	a( 25,200 shares)
STRUCTURAL DYNAMICS RESH CORP	COM	863555 10 8	245,000	10,000 c	b	1	a( 10,000 shares)
STRYKER CORP	COM	863667 10 1	2,929,000	53,400	b	1	a( 53,400 shares)
SUIZA FOODS CORP	COM	865077 10 1	1,593,000	30,000 c	b	1	a( 30,000 shares)
SUIZA FOODS CORP	COM	865077 10 1	531,000	10,000 P	b	1	a( 10,000 shares)
SUN MICROSYSTEMS INC	COM	866810 10 4	6,915,000	439,900	b	1	a( 439,900 shares)
SUN MICROSYSTEMS INC	COM	866810 10 4	21,065,000	1,340,000 c	b	1	a( 1,340,000 shares)
SUNGARD DATA SYS INC	COM	867363 10 3	1,801,000	60,000 c	b	1	a( 60,000 shares)
SUNGARD DATA SYS INC	COM	867363 10 3	1,410,000	47,000 P	b	1	a( 47,000 shares)
SUNOCO INC	COM	86764P 10 9	6,176,000	168,600	b	1	a( 168,600 shares)
SUNRISE ASSISTED LIVING INC	COM	86768K 10 6	394,000	15,000 c	b	1	a( 15,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

105,282,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
SUNRISE TECHNOLOGIES INTL INC	COM	86769L 10 3	44,000	35,400	b	1	a( 35,400 shares)
SUNRISE TELECOM INC	COM	86769Y 10 5	175,000	29,400	b	1	a( 29,400 shares)
SUNTRUST BKS INC	COM	867914 10 3	1,943,000	30,000 C	b	1	a( 30,000 shares)
SUNTRUST BKS INC	COM	867914 10 3	3,239,000	50,000 P	b	1	a( 50,000 shares)
SUPERGEN INC	COM	868059 10 6	463,000	31,400	b	1	a( 31,400 shares)
SUPERIOR ENERGY SVCS INC	COM	868157 10 8	80,000	10,100	b	1	a( 10,100 shares)
SUPERIOR INDS INTL INC	COM	868168 10 5	329,000	8,600	b	1	a( 8,600 shares)
SUPPORT COM INC	COM	868587 10 6	69,000	10,700	b	1	a( 10,700 shares)
SYCAMORE NETWORKS INC	COM	871206 10 8	105,000	11,300	b	1	a( 11,300 shares)
SYMANTEC CORP	COM	871503 10 8	4,915,000	112,500 C	b	1	a( 112,500 shares)
SYMANTEC CORP	COM	871503 10 8	2,403,000	55,000 P	b	1	a( 55,000 shares)
SYMBOL TECHNOLOGIES INC	COM	871508 10 7	4,053,000	182,550	b	1	a( 182,550 shares)
SYNOPSYS INC	COM	871607 10 7	5,855,000	121,000	b	1	a( 121,000 shares)
SYNOPSYS INC	COM	871607 10 7	968,000	20,000 C	b	1	a( 20,000 shares)
SYNGENTA AG	SPONSORED ADR	87160A 10 0	198,000	18,300	b	1	a( 18,300 shares)
SYMPPLICITY INC	COM	87160Y 10 8	141,000	14,100	b	1	a( 14,100 shares)
SYSCO CORP	COM	871829 10 7	2,020,000	74,400	b	1	a( 74,400 shares)
TCF FINL CORP	COM	872275 10 2	695,000	15,000 C	b	1	a( 15,000 shares)
TCF FINL CORP	COM	872275 10 2	903,000	19,500 P	b	1	a( 19,500 shares)
TECO ENERGY INC	COM	872375 10 0	220,000	7,200	b	1	a( 7,200 shares)
TRC COS INC	COM	872625 10 8	3,704,000	92,200	b	1	a( 92,200 shares)
TRW INC	COM	872649 10,8	1,661,000	40,500	b	1	a( 40,500 shares)
TMP WORLDWIDE INC	COM	872941 10 9	7,430,000	125,700 C	b	1	a( 125,700 shares)
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054 10 9	186,000	10,000 C	b	1	a( 10,000 shares)
TALX CORP	COM	874918 10 5	607,000	15,200	b	1	a( 15,200 shares)
TARGET CORP	COM	87612E 10 6	5,418,000	156,600	b	1	a( 156,600 shares)
TECH DATA CORP	COM	878237 10 6	394,000	11,800	b	1	a( 11,800 shares)
TECHNE CORP	COM	878377 10 0	218,000	6,700	b	1	a( 6,700 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

48,436,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
TECHNITROL INC	COM	878555 10 1	1,446,000	55,600	b	1	a( 55,600 shares)
TEKELEC	COM	879101 10 3	298,000	11,000	b	1	a( 11,000 shares)
TELECOMM ARGENTINA STET-FRANCE SPON ADR REP B	SPON ADR REP B	879273 20 9	300,000	19,400	b	1	a( 19,400 shares)
TELECOM ITALIA SPA	SPON ADR ORD	87927W 10 6	704,000	8,000	b	1	a( 8,000 shares)
TELEFONICA S A	SPONSORED ADR	879382 20 8	10,127,000	271,946	b	1	a( 271,946 shares)
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403 78 0	9,895,000	282,000	b	1	a( 282,000 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	1,088,000	10,000 c	b	1	a( 10,000 shares)
TELEPHONE & DATA SYS INC	COM	879433 10 0	544,000	5,000 P	b	1	a( 5,000 shares)
TELESP CELLULAR PART S A	SPON ADR PFD	87952L 10 8	3,380,000	223,100	b	1	a( 223,100 shares)
TELLABS INC	COM	879664 10 0	3,430,000	177,900	b	1	a( 177,900 shares)
TELULAR CORP	COM NEW	87970T 20 8	108,000	10,700	b	1	a( 10,700 shares)
TEMPLE INLAND INC	COM	879868 10 7	277,000	5,200	b	1	a( 5,200 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	371,000	7,200	b	1	a( 7,200 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	516,000	10,000 c	b	1	a( 10,000 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	1,548,000	30,000 P	b	1	a( 30,000 shares)
TERADYNE INC	COM	880770 10 2	1,148,000	32,800	b	1	a( 32,800 shares)
TERAYON COMMUNICATION SYS	COM	880775 10 1	136,000	22,200	b	1	a( 22,200 shares)
TERRA NETWORKS S A	SPONSORED ADR	88100W 10 3	799,000	105,000	b	1	a( 105,000 shares)
TESORO PETE CORP	PIES CV 1/1005	881609 40 8	2,837,000	229,700	b	1	a( 229,700 shares)
TEVA PHARMACEUTICAL INDS LTD	ADR	881624 20 9	673,000	10,800	b	1	a( 10,800 shares)
TETRA TECHNOLOGIES INC DEL	COM	88162F 10 5	237,000	9,700	b	1	a( 9,700 shares)
TEXACO INC	COM	881694 10, 3	19,487,000	292,600	b	1	a( 292,600 shares)
TEXACO INC	COM	881694 10 3	2,664,000	40,000 c	b	1	a( 40,000 shares)
TEXAS INSTRS INC	COM	882508 10 4	22,740,000	721,900	b	1	a( 721,900 shares)
THERMA-WAVE INC	COM	88343A 10 8	349,000	18,300	b	1	a( 18,300 shares)
THERMO ELECTRON CORP	COM	883556 10 2	9,607,000	436,300	b	1	a( 436,300 shares)
THERMO ELECTRON CORP	COM	883556 10 2	551,000	25,000 c	b	1	a( 25,000 shares)
3COM CORP	COM	885535 10 4	181,000	38,100	b	1	a( 38,100 shares)

95,441,000

Page Total

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
3COM CORP	COM	885535 10 4	190,000	40,000 c	b	1	a( 40,000 shares)
3-D SYS CORP DEL	COM NEW	88554D 20 5	309,000	18,200	b	1	a( 18,200 shares)
THREE FIVE SYS INC	COM	88554L 10 8	951,000	52,900	b	1	a( 52,900 shares)
TIBCO SOFTWARE INC	COM	88632Q 10 3	207,000	16,200	b	1	a( 16,200 shares)
TICKETMASTER	CL B	88633P 20 3	371,000	25,100	b	1	a( 25,100 shares)
TIDEWATER INC	COM	886423 10 2	6,488,000	172,100	b	1	a( 172,100 shares)
TIMBERLAND CO	CL A	887100 10 5	5,429,000	137,400	b	1	a( 137,400 shares)
TIME WARNER TELECOM INC	CL A	887319 10 1	335,000	10,000 c	b	1	a( 10,000 shares)
TITANIUM METALS CORP	COM	888339 10 8	226,000	22,600	b	1	a( 22,600 shares)
TIVO INC	COM	888706 10 8	202,000	36,700	b	1	a( 36,700 shares)
TOLL BROTHERS INC	COM	889478 10 3	2,877,000	73,200	b	1	a( 73,200 shares)
TOLLGRADE COMMUNICATIONS INC	COM	889542 10 6	570,000	20,000 c	b	1	a( 20,000 shares)
TOOTSIIE ROLL INDS INC	COM	890516 10 7	717,000	18,600	b	1	a( 18,600 shares)
TORO CO	COM	891092 10 8	832,000	18,500	b	1	a( 18,500 shares)
TORONTO DOMINION BK ONT	COM NEW	891160 50 9	381,000	14,900	b	1	a( 14,900 shares)
TOSCO CORP	COM NEW	891490 30 2	36,830,000	836,100	b	1	a( 836,100 shares)
TOYOTA MOTOR CORP	SP ADR REP2COM	892331 30 7	1,014,000	14,400	b	1	a( 14,400 shares)
TOYS R US INC	COM	892335 10 0	3,042,000	122,900	b	1	a( 122,900 shares)
TRANSMETA CORP DEL	COM	89776R 10 9	345,000	61,800	b	1	a( 61,800 shares)
TRANSWITCH CORP	COM	894065 10 1	575,000	53,500	b	1	a( 53,500 shares)
TRIARC COS INC	SB DB CV ZRO 1	895927 AB 7	6,713,000	19,250,000	b	1	a( 19,250,000 shares)
TRICON GLOBAL RESTAURANTS	COM	895953 10 7	3,508,000	79,900	b	1	a( 79,900 shares)
TRIBUNE CO NEW	COM	896047 10 7	4,145,000	103,600	b	1	a( 103,600 shares)
TRIGON HEALTHCARE INC	COM	89618L 10 0	279,000	4,300	b	1	a( 4,300 shares)
TRIMERIS INC	COM	896263 10 0	225,000	4,500	b	1	a( 4,500 shares)
TRITON PCS HLDGS INC	CL A	89677M 10 6	775,000	18,900	b	1	a( 18,900 shares)
TRITON PCS HLDGS INC	CL A	89677M 10 6	820,000	20,000 c	b	1	a( 20,000 shares)
TRIZETTO GROUP INC	COM	896882 10 7	364,000	39,400	b	1	a( 39,400 shares)

REQUESTED

Page Total

78,720,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
TRIZEC HAHN CORP	SUB VTG	896938 10 7	902,000	49,000	b	1	a( 49,000 shares)
TRIPATH IMAGING INC	COM	896942 10 9	373,000	37,600	b	1	a( 37,600 shares)
TUBOS DE ACERO DE MEXICO S A	ADR NEW	898592 50 6	912,000	72,100	b	1	a( 72,100 shares)
TUMBLEWEED COMMUNICATIONS CORP COM		899690 10 1	53,000	14,000	b	1	a( 14,000 shares)
TV AZTECA S A DE C V	SPONSORED ADR	901145 10 2	1,134,000	176,900	b	1	a( 176,900 shares)
II VI INC	COM	902104 10 8	182,000	10,400	b	1	a( 10,400 shares)
TYCO INTL LTD NEW	COM	902124 10 6	24,253,000	445,000 C	b	1	a( 445,000 shares)
TYCO INTL LTD NEW	COM	902124 10 6	11,718,000	215,000 P	b	1	a( 215,000 shares)
TYCO INTL LTD NEW	LYON ZERO 2	902124 AC 0	13,278,000	17,500,000	b	1	a( 17,500,000 shares)
UAL CORP	COM PAR \$0.01	902549 50 0	2,355,000	67,000	b	1	a( 67,000 shares)
USX MARATHON GROUP	COM NEW	902905 82 7	4,748,000	160,900	b	1	a( 160,900 shares)
UST INC	COM	902911 10 6	571,000	19,800	b	1	a( 19,800 shares)
UST INC	COM	902911 10 6	577,000	20,000 C	b	1	a( 20,000 shares)
UST INC	COM	902911 10 6	289,000	10,000 P	b	1	a( 10,000 shares)
US BANCORP DEL	COM NEW	902973 30 4	501,000	22,003	b	1	a( 22,003 shares)
U S G CORP	COM NEW	903293 40 5	286,000	67,800	b	1	a( 67,800 shares)
USEC INC	COM	90333E 10 8	596,000	70,700	b	1	a( 70,700 shares)
U S PHYSICAL THERAPY INC	COM	90337L 10 8	592,000	37,100	b	1	a( 37,100 shares)
ULTICOM INC	COM	903844 10 8	2,542,000	75,200	b	1	a( 75,200 shares)
ULTICOM INC	COM	903844 10 8	1,690,000	50,000 C	b	1	a( 50,000 shares)
ULTICOM INC	COM	903844 10 8	1,014,000	30,000 P	b	1	a( 30,000 shares)
USA ED INC	COM	90390U 10 2	2,920,000	40,000 C	b	1	a( 40,000 shares)
USA ED INC	COM	90390U 10 2	2,190,000	30,000 P	b	1	a( 30,000 shares)
ULTRA PETE CORP	COM	903914 10 9	912,000	192,900	b	1	a( 192,900 shares)
ULTRAMAR DIAMOND SHAMROCK CORP COM		904000 10 6	19,401,000	410,600	b	1	a( 410,600 shares)
ULTRAMAR DIAMOND SHAMROCK CORP COM		904000 10 6	1,418,000	30,000 P	b	1	a( 30,000 shares)
UNIBANCO-UNIAO DE BANCOS BRASIL REP PFD UT		90458E 10 7	224,000	8,800	b	1	a( 8,800 shares)
UNION PAC CORP	COM	907818 10 8	2,746,000	50,000 C	b	1	a( 50,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total 98,377,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
UNION PLANTERS CORP	COM	908068 10 9	423,000	9,700	b	1	a( 9,700 shares)
UNIROYAL TECHNOLOGY CORP	COM	909163 10 7	199,000	23,400	b	1	a( 23,400 shares)
UNITED MICROELECTRONICS CORP	SPONSORED ADR	910873 20 7	380,000	42,700	b	1	a( 42,700 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	1,642,000	28,400	b	1	a( 28,400 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	8,381,000	145,000 c	b	1	a( 145,000 shares)
UNITED STATES CELLULAR CORP	LYON ZERO 1	911684 AA 6	39,624,000	72,872,000	b	1	a( 72,872,000 shares)
U S INDS INC NEW	COM	912080 10 8	282,000	68,900	b	1	a( 68,900 shares)
UNITED STATIONERS INC	COM	913004 10 7	499,000	15,800	b	1	a( 15,800 shares)
UNITED STATIONERS INC	COM	913004 10 7	631,000	20,000 c	b	1	a( 20,000 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	23,370,000	319,000	b	1	a( 319,000 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	2,198,000	30,000 c	b	1	a( 30,000 shares)
UNITED TECHNOLOGIES CORP	COM	913247 50 8	2,749,000	317,800	b	1	a( 317,800 shares)
UNITEDGLOBALCOM	CL A	913247 20 1	5,199,000	322,400	b	1	a( 322,400 shares)
UNITEDGLOBALCOM	PFU CV 1/20DSR	913247 20 1	10,751,000	174,100	b	1	a( 174,100 shares)
UNITEDHEALTH GROUP INC	COM	91324P 10 2	90,000	14,500	b	1	a( 14,500 shares)
UNIVERSAL ACCESS INC	COM	913363 10 7	1,076,000	37,900	b	1	a( 37,900 shares)
UNIVERSAL COMPRESSION HLDGS	COM	913431 10 2	397,000	10,000	b	1	a( 10,000 shares)
UNIVERSAL CORP VA	COM	913456 10 9	3,922,000	86,200	b	1	a( 86,200 shares)
UNIVERSAL HLTH SVCS INC	CL B	913903 10 0	2,900,000	67,800	b	1	a( 67,800 shares)
UNIVISION COMMUNICATIONS INC	CL A	914906 10 2	1,070,000	25,000 c	b	1	a( 25,000 shares)
UNIVISION COMMUNICATIONS INC	CL A	914906 10 2	856,000	20,000 P	b	1	a( 20,000 shares)
UNIVISION COMMUNICATIONS INC	CL A	914906 10 2	1,957,000	57,300	b	1	a( 57,300 shares)
UNOCAL CORP	COM	915289 10 2	566,000	19,200	b	1	a( 19,200 shares)
USFREIGHTWAYS CORP	COM	916906 10 0	1,679,000	91,700	b	1	a( 91,700 shares)
UROLOGIX INC	COM	917273 10 4	16,000	13,500	b	1	a( 13,500 shares)
USINTERNETWORKING INC	COM	917311 80 5	697,000	22,700	b	1	a( 22,700 shares)
UTILICORP UTD INC	COM	918005 10 9	307,000	10,000 c	b	1	a( 10,000 shares)
UTILICORP UTD INC	COM	918005 10 9	3,296,000	90,600	b	1	a( 90,600 shares)
V F CORP	COM	918204 10 8					

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

115,157,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
VYVO INC	COM	918458 10 0	36,000	24,400	b	1	a( 24,400 shares)
VAIL RESORTS INC	COM	91879Q 10 9	521,000	27,400	b	1	a( 27,400 shares)
VALHI INC NEW	LYON ZERO CPN 0	918905 AC 4	15,456,000	27,849,000	b	1	a( 27,849,000 shares)
VALENCE TECHNOLOGY INC	COM	918914 10 2	254,000	39,500	b	1	a( 39,500 shares)
VALLEY NATL BANCORP	COM	919794 10 7	660,000	23,295	b	1	a( 23,295 shares)
VALUEVISION INTL INC	CL A	92047K 10 7	239,000	11,000	b	1	a( 11,000 shares)
VARCO INTL INC DEL	COM	922122 10 6	988,000	53,100	b	1	a( 53,100 shares)
VARIAN MED SYS INC	COM	92220P 10 5	322,000	4,500	b	1	a( 4,500 shares)
VARIAN MED SYS INC	COM	92220P 10 5	1,573,000	22,000 C	b	1	a( 22,000 shares)
VARIAN MED SYS INC	COM	92220P 10 5	1,073,000	15,000 P	b	1	a( 15,000 shares)
VASTERA INC	COM	92239N 10 9	190,000	13,400	b	1	a( 13,400 shares)
VECTOR GROUP LTD	COM	92240M 10 8	770,000	24,090	b	1	a( 24,090 shares)
VEECO INSTRS INC DEL	COM	922417 10 0	1,355,000	34,100	b	1	a( 34,100 shares)
VEECO INSTRS INC DEL	COM	922417 10 0	795,000	20,000 C	b	1	a( 20,000 shares)
VERITAS SOFTWARE CO	COM	923436 10 9	23,618,000	355,000 C	b	1	a( 355,000 shares)
VERISIGN INC	COM	92343E 10 2	8,809,000	146,800	b	1	a( 146,800 shares)
VERISIGN INC	COM	92343E 10 2	6,601,000	110,000 C	b	1	a( 110,000 shares)
VERISIGN INC	COM	92343E 10 2	4,801,000	80,000 P	b	1	a( 80,000 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	1,503,000	28,100	b	1	a( 28,100 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	2,140,000	40,000 P	b	1	a( 40,000 shares)
VERIZON COMMUNICATIONS	DB CV ZRO 144A2	92343V AA 2	21,921,000	40,500,000	b	1	a( 40,500,000 shares)
VERTEX PHARMACEUTICALS INC	COM	92532F 10,0	1,292,000	26,100	b	1	a( 26,100 shares)
VIACOM INC	CL B	925524 30 8	11,499,000	222,200	b	1	a( 222,200 shares)
VIAVI CORP	COM	92553N 10 7	33,000	17,500	b	1	a( 17,500 shares)
VICOR CORP	COM	925815 10 2	316,000	19,400	b	1	a( 19,400 shares)
VION PHARMACEUTICALS INC	COM	927624 10 6	139,000	15,800	b	1	a( 15,800 shares)
VIRATA CORP	COM	927646 10 9	623,000	52,600	b	1	a( 52,600 shares)
VIROPHARMA INC	COM	928241 10 8	1,952,000	57,400	b	1	a( 57,400 shares)

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
VIOPHARMA INC	COM	928241 10 8	2,210,000	65,000 C	b	1	a( 65,000 shares)
VISIBLE GENETICS INC	COM	928295 10 4	512,000	20,600	b	1	a( 20,600 shares)
VISX INC DEL	COM	928445 10 5	1,120,000	57,900	b	1	a( 57,900 shares)
VITESSE SEMICONDUCTOR CORP	COM	928497 10 6	3,585,000	170,400	b	1	a( 170,400 shares)
VITESSE SEMICONDUCTOR CORP	COM	928497 10 6	421,000	20,000 C	b	1	a( 20,000 shares)
VIVENDI UNIVERSAL	SPON ADR NEW	928515 20 4	8,789,000	151,540	b	1	a( 151,540 shares)
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W 10 0	31,288,000	1,399,900	b	1	a( 1,399,900 shares)
WGL HLDGS INC	COM	92924F 10 6	260,000	9,600	b	1	a( 9,600 shares)
W-H ENERGY SVCS INC	COM	92925E 10 8	257,000	13,500	b	1	a( 13,500 shares)
WPP GROUP PLC	SPON ADR NEW	929309 30 0	518,000	10,300	b	1	a( 10,300 shares)
WACHOVIA CORP	COM	929771 10 3	235,000	3,300	b	1	a( 3,300 shares)
WACHOVIA CORP	COM	929771 10 3	7,115,000	100,000 C	b	1	a( 100,000 shares)
WAL MART STORES INC	COM	931142 10 3	26,137,000	535,600	b	1	a( 535,600 shares)
WALGREEN CO	COM	931422 10 9	1,697,000	49,700	b	1	a( 49,700 shares)
WALLACE COMPUTER SERVICES INC	COM	932270 10 1	653,000	39,500	b	1	a( 39,500 shares)
WASHINGTON FED INC	COM	938824 10 9	661,000	26,960	b	1	a( 26,960 shares)
WASHINGTON MUT INC	COM	939322 10 3	6,102,000	162,495	b	1	a( 162,495 shares)
WASHINGTON MUT INC	COM	939322 10 3	2,629,000	70,000 C	b	1	a( 70,000 shares)
WASTE CONNECTIONS INC	COM	941053 10 0	346,000	9,600	b	1	a( 9,600 shares)
WASTE CONNECTIONS INC	SB NT CV 144A06	941053 AA 8	2,203,000	2,000,000	b	1	a( 2,000,000 shares)
WATERS CORP	COM	941848 10 3	1,814,000	65,700	b	1	a( 65,700 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10,3	1,849,000	30,000 C	b	1	a( 30,000 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	2,466,000	40,000 P	b	1	a( 40,000 shares)
WAVE SYSTEMS CORP	CL A	943526 10 3	201,000	37,500	b	1	a( 37,500 shares)
WAYPOINT FINL CORP	COM	946756 10 3	167,000	13,300	b	1	a( 13,300 shares)
WEBB DEL CORP	COM	947423 10 9	6,686,000	172,800	b	1	a( 172,800 shares)
WEBEX INC	COM	94767L 10 9	1,757,000	65,900	b	1	a( 65,900 shares)
WEBMETHODS INC	COM	94768C 10 8	2,095,000	98,900	b	1	a( 98,900 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

113,773,000



Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
WEBMETHODS INC	COM	94768C 10 8	1,906,000	90,000 C	b	1	a( 90,000 shares)
WEBMD CORP	COM	94769M 10 5	540,000	77,200	b	1	a( 77,200 shares)
WEBSTER FINL CORP CONN	COM	947890 10 9	390,000	11,900	b	1	a( 11,900 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	14,522,000	154,100	b	1	a( 154,100 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	13,042,000	280,900	b	1	a( 280,900 shares)
WENDYS INTL INC	COM	950590 10 9	636,000	24,900	b	1	a( 24,900 shares)
WESTERN DIGITAL CORP	COM	958102 10 5	694,000	173,400	b	1	a( 173,400 shares)
WESTERN MULTIPLEX CORP	CL A	95874P 10 7	132,000	19,200	b	1	a( 19,200 shares)
WESTERN RES INC	COM	959425 10 9	312,000	14,500	b	1	a( 14,500 shares)
WESTPOINT STEVENS INC	COM	961238 10 2	26,000	18,600	b	1	a( 18,600 shares)
WESTVACO CORP	COM	961548 10 4	976,000	40,200	b	1	a( 40,200 shares)
WET SEAL INC	CL A	961840 10 5	381,000	11,000	b	1	a( 11,000 shares)
WEYERHAEUSER CO	COM	962166 10 4	2,721,000	49,500	b	1	a( 49,500 shares)
WHOLE FOODS MKT INC	COM	966837 10 6	2,439,000	90,000 C	b	1	a( 90,000 shares)
WILLAMETTE INDS INC	COM	969133 10 7	19,107,000	386,000	b	1	a( 386,000 shares)
WILLIAMS COMMUNICATIONS GROUP	CL A	969455 10 4	1,066,000	361,362	b	1	a( 361,362 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	9,951,000	302,000	b	1	a( 302,000 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	659,000	20,000 C	b	1	a( 20,000 shares)
WIND RIVER SYSTEMS INC	COM	973149 10 7	2,001,000	114,600	b	1	a( 114,600 shares)
WINN DIXIE STORES INC	COM	974280 10 9	2,237,000	85,600	b	1	a( 85,600 shares)
WORLD WRESTLING FEDN ENTMT INC	CL A	98156Q 10 8	326,000	23,600	b	1	a( 23,600 shares)
WORLDCOM INC GA NEW	WRLDCOM GP COM	98157D 10, 6	3,983,000	280,500	b	1	a( 280,500 shares)
WRIGLEY WM JR CO	COM	982526 10 5	1,893,000	40,400	b	1	a( 40,400 shares)
WRIGLEY WM JR CO	COM	982526 10 5	937,000	20,000 P	b	1	a( 20,000 shares)
XM SATELLITE RADIO HLDGS INC	CL A	983759 10 1	318,000	19,600	b	1	a( 19,600 shares)
XTO ENERGY CORP	COM	98385X 10 6	3,019,000	210,375	b	1	a( 210,375 shares)
XCEL ENERGY INC	COM	98389B 10 0	1,511,000	53,100	b	1	a( 53,100 shares)
XILINX INC	COM	983919 10 1	5,930,000	143,800	b	1	a( 143,800 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total 91,655,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
XEROX CORP	COM	984121 10 3	22,932,000	2,396,200	b	1	a( 2,396,200 shares)
YAHOO INC	COM	984332 10 6	6,315,000	315,900	b	1	a( 315,900 shares)
ZAMBA CORP	COM	988881 10 8	10,000	10,300	b	1	a( 10,300 shares)
ZEBRA TECHNOLOGIES CORP	CL A	989207 10 5	481,000	9,800	b	1	a( 9,800 shares)
ZEBRA TECHNOLOGIES CORP	CL A	989207 10 5	982,000	20,000 P	b	1	a( 20,000 shares)
ZIONS BANCORPORATION	COM	989701 10 7	2,466,000	41,800	b	1	a( 41,800 shares)
ZIONS BANCORPORATION	COM	989701 10 7	11,800,000	200,000 C	b	1	a( 200,000 shares)
ZIONS BANCORPORATION	COM	989701 10 7	5,900,000	100,000 P	b	1	a( 100,000 shares)
ZIXIT CORP	COM	98974P 10 0	101,000	11,000	b	1	a( 11,000 shares)
ZYGO CORP	COM	989855 10 1	770,000	34,600	b	1	a( 34,600 shares)
DAIMLERCHRYSLER AG	ORD	D1668R 12 3	6,592,000	143,000	b	1	a( 143,000 shares)
AMDOCS LTD	ORD	G02602 10 3	8,831,000	164,000	b	1	a( 164,000 shares)
AMDOCS LTD	ORD	G02602 10 3	2,962,000	55,000 C	b	1	a( 55,000 shares)
APW LTD	COM	G04397 10 8	265,000	26,100	b	1	a( 26,100 shares)
XCELERA INC	COM	G31611 10 9	282,000	68,100	b	1	a( 68,100 shares)
GARMIN LTD	ORD	G37260 10 9	1,753,000	76,700	b	1	a( 76,700 shares)
GLOBAL CROSSING LTD	COM	G3921A 10 0	3,384,000	391,700	b	1	a( 391,700 shares)
GLOBAL CROSSING LTD	COM	G3921A 10 0	4,752,000	550,000 C	b	1	a( 550,000 shares)
GLOBAL CROSSING LTD	COM	G3921A 10 0	864,000	100,000 P	b	1	a( 100,000 shares)
GLOBAL CROSSING LTD	PFD CV 6.75%	G3921A 13 4	12,807,000	111,365	b	1	a( 111,365 shares)
HELEN OF TROY CORP LTD	COM	G4388N 10 6	193,000	21,800	b	1	a( 21,800 shares)
LORAL SPACE & COMMUNICATIONS	COM	G56462 10 7	186,000	66,400	b	1	a( 66,400 shares)
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H 10 5	737,000	27,400	b	1	a( 27,400 shares)
OPENTV CORP	CL A	G67543 10 1	629,000	44,778	b	1	a( 44,778 shares)
PARTNERRE LTD	COM	G6852T 10 5	1,097,000	19,800	b	1	a( 19,800 shares)
RENAISSANCE RE HLDGS LTD	COM	G7496G 10 3	1,045,000	14,100	b	1	a( 14,100 shares)
SALIX PHARMACEUTICALS INC	ORD	G77770 10 8	417,000	16,900	b	1	a( 16,900 shares)
STEWART W P & CO LTD	COM	G84922 10 6	475,000	19,400	b	1	a( 19,400 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

Page Total

99,028,000

Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000)	Shares or Principal Amount	Investment Description (note #2)	Managers	Voting Authority (Shares) (note #3)
HILFINGER TOMMY CORP	ORD	G8915Z 10 2	2,047,000	146,200	b	1	a( 146,200 shares)
TRITON ENERGY LTD	ORD	G90751 10 1	406,000	12,400	b	1	a( 12,400 shares)
TYCOM LTD	COM	G91448 10 6	200,000	11,600	b	1	a( 11,600 shares)
XOMA LTD	ORD	G9825R 10 7	558,000	32,700	b	1	a( 32,700 shares)
UBS AG	ORD	H8920G 15 5	2,982,000	21,000	b	1	a( 21,000 shares)
CHECK POINT SOFTWARE TECH LTD	ORD	M22465 10 4	501,000	9,900	b	1	a( 9,900 shares)
CHECK POINT SOFTWARE TECH LTD	ORD	M22465 10 4	1,011,000	20,000 c	b	1	a( 20,000 shares)
ESC MEDICAL SYS LTD	ORD	M40868 10 7	756,000	26,200	b	1	a( 26,200 shares)
PRECISE SOFTWARE SOLUTIONS LTD	ORD	M41450 10 3	433,000	14,100	b	1	a( 14,100 shares)
RAOWARE LTD	ORD	M81873 10 7	329,000	18,200	b	1	a( 18,200 shares)
VERISITY LTD	ORD	M97385 11 2	254,000	15,900	b	1	a( 15,900 shares)
ASML HLDG NV	N Y SHS	N07059 11 1	1,967,000	88,411	b	1	a( 88,411 shares)
CNH GLOBAL N V	ORD	N20935 10 7	147,000	24,800	b	1	a( 24,800 shares)
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T 10 3	1,048,000	47,400	b	1	a( 47,400 shares)
FLEXTRONICS INTL LTD	ORD	Y2573F 10 2	8,877,000	340,000 c	b	1	a( 340,000 shares)
OMI CORP NEW	COM	Y6476W 10 4	1,763,000	314,200	b	1	a( 314,200 shares)
TEEKAY SHIPPING MARSHALL ISLAND COM		Y8564W 10 3	4,022,000	100,500	b	1	a( 100,500 shares)

Grand Total Table Value(FMV) 5,983,951,000  
Grand Total Table Entry 1,753