

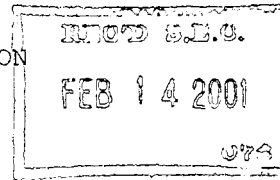
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CONFIDENTIAL

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



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Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2000

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

The institutional investment manager filing this report, 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

Signature, Place, and Date of Signing:

[Signature] New York, NY February 6, 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).)

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## Report Summary:

Number of Other Included Managers: 1Form 13F Information Table Entry Total: 1324Form 13F Information Table Value Total: \$3,350,098  
(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)

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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

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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)
ACT MFG INC	COM	000973 10 7	709,000	45,000 C	b	1	a( 45,000 shares)
AFLAC INC	COM	001055 10 2	1,603,000	22,200	b	1	a( 22,200 shares)
AGCO CORP	COM	001084 10 2	398,000	32,800	b	1	a( 32,800 shares)
AGL RES INC	COM	001204 10 6	320,000	14,500	b	1	a( 14,500 shares)
AK STL HLDG CORP	COM	001547 10 8	683,000	78,000	b	1	a( 78,000 shares)
AMR CORP	COM	001765 10 6	380,000	9,700	b	1	a( 9,700 shares)
AMR CORP	COM	001765 10 6	392,000	10,000 P	b	1	a( 10,000 shares)
ANC RENTAL CORP	COM	001813 10 4	116,000	33,024	b	1	a( 33,024 shares)
AT&T CORP	COM	001957 10 9	7,067,000	408,200	b	1	a( 408,200 shares)
AT&T CORP	COM	001957 10 9	1,125,000	65,000 C	b	1	a( 65,000 shares)
AT&T CORP	COM LIB GRP A	001957 20 8	152,000	11,200	b	1	a( 11,200 shares)
AT&T CORP	COM WIRLES GRP	001957 40 6	2,741,000	158,300	b	1	a( 158,300 shares)
AVX CORP NEW	COM	002444 10 7	1,891,000	115,500	b	1	a( 115,500 shares)
AXA FINL INC	COM	002451 10 2	307,000	5,500	b	1	a( 5,500 shares)
AXA FINL INC	COM	002451 10 2	559,000	10,000 C	b	1	a( 10,000 shares)
ABBOTT LABS	COM	002824 10 0	3,245,000	67,000	b	1	a( 67,000 shares)
ABGENIX INC	COM	003398 10 7	532,000	9,000	b	1	a( 9,000 shares)
ABIOMED INC	COM	003654 10 0	672,000	27,700	b	1	a( 27,700 shares)
ACCREDITO HEALTH INC	COM	00437V 10 4	452,000	9,000	b	1	a( 9,000 shares)
ACTEL CORP	COM	004934 10 5	331,000	13,700	b	1	a( 13,700 shares)
ACXIOM CORP	COM	005125 10 9	1,725,000	44,300	b	1	a( 44,300 shares)
ADAPTIVE BROADBAND CORP	COM	00650M 10 4	1,005,000	164,100	b	1	a( 164,100 shares)
ADMINISTAFF INC	COM	007094 10 5	1,572,000	57,800	b	1	a( 57,800 shares)
ADMINISTAFF INC	COM	007094 10 5	544,000	20,000 C	b	1	a( 20,000 shares)
ADOBE SYS INC	COM	00724F 10 1	297,000	5,100	b	1	a( 5,100 shares)
ADOBE SYS INC	COM	00724F 10 1	3,491,000	60,000 P	b	1	a( 60,000 shares)
ADVANCE PARADIGM INC	COM	007491 10 3	1,124,000	24,700	b	1	a( 24,700 shares)
ADVANCED FIBRE COMMUNICATIONS	COM	00754A 10 5	181,000	10,000 C	b	1	a( 10,000 shares)

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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)
ADVANTAGE LEARNING SYSTEMS	COM	00757K 10 0	1,681,000	50,000 C	b	1	a( 50,000 shares)
AEROFLEX INC	COM	007768 10 4	288,000	10,000 C	b	1	a( 10,000 shares)
AEROFLEX INC	COM	007768 10 4	288,000	10,000 P	b	1	a( 10,000 shares)
ADVANCED MICRO DEVICES INC	COM	007903 10 7	7,335,000	531,000	b	1	a( 531,000 shares)
AEGON N V	ORD AMER REG	007924 10 3	356,000	8,600	b	1	a( 8,600 shares)
AETHER SYS INC	COM	00808V 10 5	1,092,000	27,900	b	1	a( 27,900 shares)
AETHER SYS INC	COM	00808V 10 5	783,000	20,000 C	b	1	a( 20,000 shares)
AETNA INC NEW	COM	00817Y 10 8	3,716,000	90,500	b	1	a( 90,500 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	7,889,000	130,000 C	b	1	a( 130,000 shares)
AFFILIATED COMPUTER SERVICES	CL A	008190 10 0	607,000	10,000 P	b	1	a( 10,000 shares)
AFFYMETRIX INC	COM	00826T 10 8	3,789,000	50,900	b	1	a( 50,900 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	3,854,000	70,400	b	1	a( 70,400 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	4,654,000	85,000 C	b	1	a( 85,000 shares)
AGILENT TECHNOLOGIES INC	COM	00846U 10 1	1,095,000	20,000 P	b	1	a( 20,000 shares)
AIR PRODS & CHEMS INC	COM	009158 10 6	217,000	5,300	b	1	a( 5,300 shares)
AKAMAI TECHNOLOGIES INC	COM	00971T 10 1	577,000	27,400	b	1	a( 27,400 shares)
ALASKA AIR GROUP INC	COM	011659 10 9	298,000	10,000 C	b	1	a( 10,000 shares)
ALBANY INTL CORP	CL A	012348 10 8	214,000	15,900	b	1	a( 15,900 shares)
ALBANY MOLECULAR RESH INC	COM	012423 10 9	838,000	13,600	b	1	a( 13,600 shares)
ALBANY MOLECULAR RESH INC	COM	012423 10 9	1,233,000	20,000 P	b	1	a( 20,000 shares)
ALBEMARLE CORP	COM	012653 10 1	646,000	26,100	b	1	a( 26,100 shares)
ALCOA INC	COM	013817 10 1	1,223,000	36,500	b	1	a( 36,500 shares)
ALEXION PHARMACEUTICALS INC	SB NT CV 5.75%	015351 AB 5	1,608,000	2,000,000	b	1	a( 2,000,000 shares)
ALLEGHENY TECHNOLOGIES INC	COM	01741R 10 2	556,000	35,000	b	1	a( 35,000 shares)
ALLEN TELECOM INC	COM	018091 10 8	361,000	20,100	b	1	a( 20,100 shares)
ALLETE	COM	018522 10 2	345,000	13,900	b	1	a( 13,900 shares)
ALLIANCE SEMICONDUCTOR CORP	COM	01877H 10 0	431,000	38,100	b	1	a( 38,100 shares)
ALLIANT TECHSYSTEMS INC	COM	018804 10 4	691,000	10,350	b	1	a( 10,350 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 (note #3)
ALLIED WASTE INDS INC	COM PAR\$ 01NEW	019589 30 8	839,000	57,600	b	1	a( 57,600 shares)
ALLMERICA FINL CORP	COM	019754 10 0	363,000	5,000 P	b	1	a( 5,000 shares)
ALLSTATE CORP	COM	020002 10 1	2,962,000	68,000	b	1	a( 68,000 shares)
ALLTEL CORP	COM	020039 10 3	624,000	10,000 C	b	1	a( 10,000 shares)
ALZA CORP DEL	COM	022615 10 8	7,650,000	180,000 C	b	1	a( 180,000 shares)
ALZA CORP DEL	COM	022615 10 8	4,250,000	100,000 P	b	1	a( 100,000 shares)
ALZA CORP DEL	SUB LYON ZERO 1	022615 AC 2	65,072,000	58,889,000	b	1	a( 58,889,000 shares)
AMAZON COM INC	COM	023135 10 6	6,041,000	388,200	b	1	a( 388,200 shares)
AMBAC FINL GROUP INC	COM	023139 10 8	210,000	3,600	b	1	a( 3,600 shares)
AMERICAN ELEC PWR INC	COM	025537 10 1	3,302,000	71,000	b	1	a( 71,000 shares)
AMERICAN EAGLE OUTFITTERS NEW	COM	02553E 10 6	946,000	22,400	b	1	a( 22,400 shares)
AMERICAN EXPRESS CO	COM	025816 10 9	6,647,000	121,000	b	1	a( 121,000 shares)
AMERICAN FINL GROUP INC OHIO	COM	025932 10 4	385,000	14,500	b	1	a( 14,500 shares)
AMERICAN HOME PRODS CORP	COM	026609 10 7	1,932,000	30,400	b	1	a( 30,400 shares)
AMERICAN HOME PRODS CORP	COM	026609 10 7	2,860,000	45,000 P	b	1	a( 45,000 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	5,184,000	52,600	b	1	a( 52,600 shares)
AMERICAN INTL GROUP INC	COM	026874 10 7	2,957,000	30,000 C	b	1	a( 30,000 shares)
AMERICAN ITALIAN PASTA CO	CL A	027070 10 1	255,000	9,500	b	1	a( 9,500 shares)
AMERICAN STD COS INC DEL	COM	029712 10 6	3,531,000	71,600	b	1	a( 71,600 shares)
AMERICAN TOWER CORP	CL A	029912 20 1	7,238,000	191,100	b	1	a( 191,100 shares)
AMERICAN SUPERCONDUCTOR CORP	COM	030111 10 8	354,000	12,400	b	1	a( 12,400 shares)
AMERUS GROUP CO	COM	03072M 10 8	346,000	10,700	b	1	a( 10,700 shares)
AMGEN INC	COM	031162 10 0	1,579,000	24,700	b	1	a( 24,700 shares)
AMGEN INC	COM	031162 10 0	6,394,000	100,000 P	b	1	a( 100,000 shares)
AMKOR TECHNOLOGY INC	COM	031652 10 0	459,000	29,600	b	1	a( 29,600 shares)
AMPHENOL CORP NEW	CL A	032095 10 1	1,101,000	28,100	b	1	a( 28,100 shares)
AMPHENOL CORP NEW	CL A	032095 10 1	784,000	20,000 C	b	1	a( 20,000 shares)
AMPHENOL CORP NEW	CL A	032095 10 1	392,000	10,000 P	b	1	a( 10,000 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)
AMSOUTH BANCORPORATION	COM	032165 10 2	1,534,000	100,600	b	1	a( 100,600 shares)
AMYLIN PHARMACEUTICALS INC	COM	032346 10 8	96,000	12,200	b	1	a( 12,200 shares)
ANADARKO PETE CORP	COM	032511 10 7	2,765,000	38,900	b	1	a( 38,900 shares)
ANALOG DEVICES INC	COM	032654 10 5	8,641,000	168,800	b	1	a( 168,800 shares)
ANALOG DEVICES INC	COM	032654 10 5	1,024,000	20,000 c	b	1	a( 20,000 shares)
ANAREN MICROWAVE INC	COM	032744 10 4	887,000	13,200	b	1	a( 13,200 shares)
ANCHOR GAMING	COM	033037 10 2	456,000	11,700	b	1	a( 11,700 shares)
ANDRX GROUP	COM	034553 10 7	1,811,000	31,300	b	1	a( 31,300 shares)
ANGLOGOLD LTD	SPONSORED ADR	035128 20 6	856,000	57,300	b	1	a( 57,300 shares)
ANHEUSER BUSCH COS INC	COM	035229 10 3	4,609,000	101,300	b	1	a( 101,300 shares)
ANIXTER INTL INC	LYON ZERO 144A2	035290 AA 3	547,000	2,500,000	b	1	a( 2,500,000 shares)
ANTEC CORP	COM	03664P 10 5	115,000	14,600	b	1	a( 14,600 shares)
AO TATNEFT	SPON ADR REG S	03737P 30 6	98,000	13,900	b	1	a( 13,900 shares)
APACHE CORP	COM	037411 10 5	659,000	9,400	b	1	a( 9,400 shares)
APOLLO GROUP INC	CL A	037604 10 5	3,881,000	78,900	b	1	a( 78,900 shares)
APOGENT TECHNOLOGIES INC	COM	03760A 10 1	793,000	38,700	b	1	a( 38,700 shares)
APPLE COMPUTER INC	COM	037833 10 0	571,000	38,400	b	1	a( 38,400 shares)
APPLERA CORP	COM CE GEN GRP	038020 20 2	3,694,000	102,800	b	1	a( 102,800 shares)
APPLIED DIGITAL SOLUTIONS	COM	038188 10 8	57,000	83,500	b	1	a( 83,500 shares)
APPLIED MATLS INC	COM	038222 10 5	17,375,000	455,000 c	b	1	a( 455,000 shares)
APPLIED MICRO CIRCUITS CORP	COM	03822W 10 9	2,214,000	29,508	b	1	a( 29,508 shares)
APPLIED MICRO CIRCUITS CORP	COM	03822W 10 9	23,565,000	314,000 c	b	1	a( 314,000 shares)
APPLIX INC	COM	038316 10 5	29,000	11,600	b	1	a( 11,600 shares)
ARACRUZ CELULOSE S A	SPON ADR CL B	038496 20 4	1,129,000	75,600	b	1	a( 75,600 shares)
ARADIGM CORP	COM	038505 10 3	156,000	10,700	b	1	a( 10,700 shares)
AREMISSOFT CORP DEL	COM	040026 10 6	534,000	12,500	b	1	a( 12,500 shares)
ARGOSY GAMING CO	COM	040228 10 8	276,000	14,400	b	1	a( 14,400 shares)
ARIAD PHARMACEUTICALS INC	COM	04033A 10 0	131,000	27,500	b	1	a( 27,500 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)
ARIEL CORP	COM	04033M 10 4	54,000	45,700	b	1	a( 45,700 shares)
ARIBA INC	COM	04033V 10 4	719,000	13,400	b	1	a( 13,400 shares)
ARQUE INC	COM	04269E 10 7	358,000	11,200	b	1	a( 11,200 shares)
ARROW ELECTRS INC	COM	042735 10 0	269,000	9,400	b	1	a( 9,400 shares)
ARVINMERITOR INC	COM	043353 10 1	355,000	31,175	b	1	a( 31,175 shares)
ASHLAND INC	COM	044204 10 5	1,199,000	33,400	b	1	a( 33,400 shares)
ASPEN TECHNOLOGY INC	COM	045327 10 3	542,000	16,300	b	1	a( 16,300 shares)
ASPEN TECHNOLOGY INC	COM	045327 10 3	333,000	10,000 c	b	1	a( 10,000 shares)
AT HOME CORP	COM SER A	045919 10 7	485,000	87,700	b	1	a( 87,700 shares)
ASTRAZENECA PLC	SPONSORED ADR	046353 10 8	5,047,000	98,000	b	1	a( 98,000 shares)
ASTROPPOWER INC	COM	04644A 10 1	1,164,000	37,100	b	1	a( 37,100 shares)
ASTROPPOWER INC	COM	04644A 10 1	314,000	10,000 c	b	1	a( 10,000 shares)
ATLAS AIR INC	COM	049164 10 6	228,000	7,000	b	1	a( 7,000 shares)
ATMEL CORP	COM	049513 10 4	4,277,000	367,900	b	1	a( 367,900 shares)
ATMOS ENERGY CORP	COM	049560 10 5	241,000	9,900	b	1	a( 9,900 shares)
AUDIOVOX CORP	CL A	050757 10 3	132,000	14,700	b	1	a( 14,700 shares)
AURORA BIOSCIENCES CORP	COM	051920 10 6	478,000	15,200	b	1	a( 15,200 shares)
AURORA BIOSCIENCES CORP	COM	051920 10 6	629,000	20,000 c	b	1	a( 20,000 shares)
AUTOLIV INC	COM	052800 10 9	163,000	10,200	b	1	a( 10,200 shares)
AUTONATION INC	COM	05329W 10 2	1,190,000	198,400	b	1	a( 198,400 shares)
AVANEX CORP	COM	05348W 10 9	1,549,000	26,000	b	1	a( 26,000 shares)
AVANT IMMUNOTHERAPEUTICS INC	COM	053491 10 6	89,000	13,000	b	1	a( 13,000 shares)
AVAYA INC	COM	053499 10 9	262,000	25,410	b	1	a( 25,410 shares)
AVIGEN INC	COM	053690 10 3	212,000	10,200	b	1	a( 10,200 shares)
AVIRON	COM	053762 10 0	875,000	13,100	b	1	a( 13,100 shares)
AVIS GROUP HLDGS INC	CL A	053790 10 1	967,000	29,700	b	1	a( 29,700 shares)
AVISTA CORP	COM	053798 10 7	730,000	35,600	b	1	a( 35,600 shares)
AVOCENT CORP	COM	053893 10 3	810,000	30,000 c	b	1	a( 30,000 shares)

Name of Issuer	Title of class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
AXA	SPONSORED ADR	054536 10 7	4,497,000	62,621	b	1	a( 62,621 shares)
AXCELIS TECHNOLOGIES INC	COM	054540 10 9	124,000	14,000	b	1	a( 14,000 shares)
AZTAR CORP	COM	054802 10 3	508,000	39,300	b	1	a( 39,300 shares)
BISYS GROUP INC	COM	055472 10 4	4,691,000	90,000 c	b	1	a( 90,000 shares)
BJ SVCS CO	COM	055482 10 3	2,445,000	35,500	b	1	a( 35,500 shares)
BJ'S WHOLESALE CLUB INC	COM	055487 10 6	771,000	20,100	b	1	a( 20,100 shares)
BP AMOCO P L C	SPONSORED ADR	055622 10 4	6,808,000	142,200	b	1	a( 142,200 shares)
BAKER HUGHES INC	SR LYON ZERO 0	057224 AH 0	14,705,000	17,000,000	b	1	a( 17,000,000 shares)
BALL CORP	COM	058498 10 6	990,000	21,500	b	1	a( 21,500 shares)
BALLARD PWR SYS INC	COM	05858H 10 4	2,554,000	40,500	b	1	a( 40,500 shares)
BANK NEW YORK INC	COM	064057 10 2	4,393,000	79,600	b	1	a( 79,600 shares)
BANK ONE CORP	COM	06423A 10 3	9,354,000	255,400	b	1	a( 255,400 shares)
BANK TOKYO-MITSUBISHI LTD	SPONSORED ADR	065379 10 9	637,000	65,800	b	1	a( 65,800 shares)
BANK UTD CORP	CL A	065412 10 8	232,000	3,400	b	1	a( 3,400 shares)
BARNES & NOBLE INC	COM	067774 10 9	1,619,000	61,100	b	1	a( 61,100 shares)
BARRICK GOLD CORP	COM	067901 10 8	511,000	31,200	b	1	a( 31,200 shares)
BARRA INC	COM	068313 10 5	290,000	6,150	b	1	a( 6,150 shares)
BATTLE MTN GOLD CO	COM	071593 10 7	269,000	159,500	b	1	a( 159,500 shares)
BAUSCH & LOMB INC	COM	071707 10 3	2,734,000	67,600	b	1	a( 67,600 shares)
BAXTER INTL INC	COM	071813 10 9	23,845,000	270,000 c	b	1	a( 270,000 shares)
BE AEROSPACE INC	COM	073302 10 1	258,000	16,100	b	1	a( 16,100 shares)
BE INC	COM	073309 10 6	20,000	26,900	b	1	a( 26,900 shares)
BEA SYS INC	COM	073325 10 2	22,550,000	335,000 c	b	1	a( 335,000 shares)
BEAR STEARNS COS INC	COM	073902 10 8	6,833,000	134,800	b	1	a( 134,800 shares)
BECKMAN COULTER INC	COM	075811 10 9	2,902,000	69,200	b	1	a( 69,200 shares)
BECKMAN COULTER INC	COM	075811 10 9	839,000	20,000 P	b	1	a( 20,000 shares)
BED BATH & BEYOND INC	COM	075896 10 0	524,000	23,400	b	1	a( 23,400 shares)
BELDEN INC	COM	077459 10 5	223,000	8,800	b	1	a( 8,800 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 (note #3)
BELL & HOWELL CO NEW	COM	077852 10 1	168,000	10,200	b	1	a( 10,200 shares)
BENCHMARK ELECTRS INC	COM	08160H 10 1	731,000	32,400	b	1	a( 32,400 shares)
BEVERLY ENTERPRISES INC	COM NEW	087851 30 9	468,000	57,100	b	1	a( 57,100 shares)
BINDLEY WESTN INDS INC	COM	090324 10 4	416,000	10,000 C	b	1	a( 10,000 shares)
BINDVIEW DEV CORP	COM	090327 10 7	148,000	15,700	b	1	a( 15,700 shares)
BIOCHEM PHARMA INC	COM	09058T 10 8	1,308,000	41,200	b	1	a( 41,200 shares)
BIOCHEM PHARMA INC	COM	09058T 10 8	1,591,000	50,000 C	b	1	a( 50,000 shares)
BIOGEN INC	COM	090597 10 5	2,360,000	39,300	b	1	a( 39,300 shares)
BIOGEN INC	COM	090597 10 5	3,003,000	50,000 P	b	1	a( 50,000 shares)
BIOVAIL CORP	PFD EQ SB08 CV	09067J 20 8	16,567,000	231,700	b	1	a( 231,700 shares)
BIOSITE DIAGNOSTICS INC	COM	090945 10 6	829,000	20,500	b	1	a( 20,500 shares)
BIOMIRA INC	COM	09161R 10 6	183,000	34,100	b	1	a( 34,100 shares)
BLACK BOX CORP DEL	COM	091826 10 7	676,000	14,000 C	b	1	a( 14,000 shares)
BOEING CO	COM	097023 10 5	4,125,000	62,500	b	1	a( 62,500 shares)
BOEING CO	COM	097023 10 5	45,606,000	691,000 C	b	1	a( 691,000 shares)
BOSTON BEER INC	CL A	100557 10 7	377,000	42,800	b	1	a( 42,800 shares)
BOSTON SCIENTIFIC CORP	COM	101137 10 7	249,000	18,200	b	1	a( 18,200 shares)
BOTTOMLINE TECH DEL INC	COM	101388 10 6	265,000	10,300	b	1	a( 10,300 shares)
BOWATER INC	COM	102183 10 0	524,000	9,300	b	1	a( 9,300 shares)
BREAKAWAY SOLUTIONS INC	COM	106372 10 5	9,000	10,200	b	1	a( 10,200 shares)
BRILLIANCE CHINA AUTO HLDG LTD SPONSORED ADR		10949Q 10 5	467,000	17,800	b	1	a( 17,800 shares)
BRINKER INTL INC	COM	109641 10 0	2,653,000	62,800	b	1	a( 62,800 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	6,654,000	90,000 C	b	1	a( 90,000 shares)
BRISTOL MYERS SQUIBB CO	COM	110122 10 8	3,697,000	50,000 P	b	1	a( 50,000 shares)
BRITISH AWYS PLC	ADR 2ND INSTAL	110419 30 6	210,000	3,500	b	1	a( 3,500 shares)
BRITISH TELECOMMUNICATIONS PLC ADR FINAL INST		111021 40 8	2,377,000	27,400	b	1	a( 27,400 shares)
BROADBASE SOFTWARE	COM	11130R 10 0	209,000	33,400	b	1	a( 33,400 shares)
BROADCOM CORP	CL A	111320 10 7	1,008,000	12,000	b	1	a( 12,000 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)
BROADWING INC	PFD CV DEPI/20	111620 40 7	1,039,000	24,600	b	1	a( 24,600 shares)
BROCADE COMMUNICATIONS SYS INC COM		111621 10 8	14,956,000	162,900	b	1	a( 162,900 shares)
BROOKTROUT INC	COM	114580 10 3	95,000	10,000 c	b	1	a( 10,000 shares)
BROWN SHOE INC NEW	COM	115736 10 0	161,000	12,400	b	1	a( 12,400 shares)
BRUNSWICK CORP	COM	117043 10 9	1,249,000	76,000	b	1	a( 76,000 shares)
C&D TECHNOLOGIES INC	COM	124661 10 9	1,628,000	37,700	b	1	a( 37,700 shares)
CAIS INTERNET INC	COM	12476Q 10 2	14,000	14,800	b	1	a( 14,800 shares)
C COR NET CORP	COM	125010 10 8	275,000	28,300	b	1	a( 28,300 shares)
C-CUBE MICROSYSTEMS INC NEW	COM	12501N 10 8	223,000	18,100	b	1	a( 18,100 shares)
CDW COMPUTER CTRS INC	COM	125129 10 6	457,000	16,400	b	1	a( 16,400 shares)
CEC ENTMT INC	COM	125137 10 9	307,000	9,000	b	1	a( 9,000 shares)
CH ENERGY GROUP INC	COM	12541M 10 2	210,000	4,700	b	1	a( 4,700 shares)
C H ROBINSON WORLDWIDE INC	COM	12541W 10 0	314,000	10,000 c	b	1	a( 10,000 shares)
CIGNA CORP	COM	125509 10 9	8,904,000	67,300	b	1	a( 67,300 shares)
CIGNA CORP	COM	125509 10 9	1,323,000	10,000 c	b	1	a( 10,000 shares)
CMGI INC	COM	125750 10 9	3,241,000	579,400	b	1	a( 579,400 shares)
C-MAC INDS INC	COM	125920 10 8	533,000	12,000	b	1	a( 12,000 shares)
CNA FINL CORP	COM	126117 10 0	492,000	12,700	b	1	a( 12,700 shares)
CNF TR I	TECONS SER A	12612V 20 5	13,081,000	271,100	b	1	a( 271,100 shares)
CSG SYS INTL INC	COM	126349 10 9	1,859,000	39,600	b	1	a( 39,600 shares)
CSX CORP	COM	126408 10 3	332,000	12,800	b	1	a( 12,800 shares)
CTS CORP	COM	126501 10 5	514,000	14,100	b	1	a( 14,100 shares)
CABLEVISION SYS CORP	CL A	12686C 10 9	2,548,000	30,000 c	b	1	a( 30,000 shares)
CABLETRON SYS INC	COM	126920 10 7	862,000	57,200	b	1	a( 57,200 shares)
CABLE DESIGN TECHNOLOGIES CORP COM	COM	126924 10 9	954,000	56,750	b	1	a( 56,750 shares)
CACHEFLOW INC	COM	126946 10 2	1,962,000	115,000 c	b	1	a( 115,000 shares)
CABOT OIL & GAS CORP	CL A	127097 10 3	312,000	10,000	b	1	a( 10,000 shares)
CABOT MICROELECTRONICS CORP	COM	12709P 10 3	615,000	11,840	b	1	a( 11,840 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

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58,460,000

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)
CALGON CARBON CORP	COM	129603 10 6	85,000	15,000	b	1	a( 15,000 shares)
CALIPER TECHNOLOGIES CORP	COM	130876 10 5	4,465,000	95,000 c	b	1	a( 95,000 shares)
CALLAWAY GOLF CO	COM	131193 10 4	885,000	47,500	b	1	a( 47,500 shares)
CAMPBELL SOUP CO	COM	134429 10 9	471,000	13,600	b	1	a( 13,600 shares)
CANADIAN PAC LTD NEW	COM	135923 10 0	3,353,000	117,400	b	1	a( 117,400 shares)
CANADIAN NATL RY CO	COM	136375 10 2	511,000	17,200	b	1	a( 17,200 shares)
CANADIAN NATL RY CO	PFD CV 063029	136375 40 9	11,954,000	263,800	b	1	a( 263,800 shares)
CAPITAL ONE FINL CORP	COM	14040H 10 5	1,152,000	17,500	b	1	a( 17,500 shares)
CARDINAL HEALTH INC	COM	14149Y 10 8	996,000	10,000 c	b	1	a( 10,000 shares)
CARDIODYNAMICS INTL CORP	COM	141597 10 4	53,000	15,500	b	1	a( 15,500 shares)
CARLISLE COS INC	COM	142339 10 0	988,000	23,000	b	1	a( 23,000 shares)
CARPENTER TECHNOLOGY CORP	COM	144285 10 3	774,000	22,100	b	1	a( 22,100 shares)
CATALINA MARKETING CORP	COM	148867 10 4	1,016,000	26,100	b	1	a( 26,100 shares)
CATALINA MARKETING CORP	COM	148867 10 4	389,000	10,000 c	b	1	a( 10,000 shares)
CATELLUS DEV CORP	COM	149111 10 6	938,000	53,600	b	1	a( 53,600 shares)
CATERPILLAR INC DEL	COM	149123 10 1	3,676,000	77,700	b	1	a( 77,700 shares)
CELERITEK INC	COM	150926 10 3	381,000	10,000 c	b	1	a( 10,000 shares)
CELL THERAPEUTICS INC	COM	150934 10 7	1,289,000	28,600	b	1	a( 28,600 shares)
CELL THERAPEUTICS INC	COM	150934 10 7	676,000	15,000 c	b	1	a( 15,000 shares)
CELESTICA INC	LYON ZERO 2	15101Q AA 6	2,150,000	5,000,000	b	1	a( 5,000,000 shares)
CELESTICA INC	SUB VTG SHS	15101Q 10 8	450,000	8,300	b	1	a( 8,300 shares)
CELL PATHWAYS INC NEW	COM	15114R 10 1	72,000	15,100	b	1	a( 15,100 shares)
CEMEX S A	SPON ADR 5 ORD	151290 88 9	2,066,000	114,400	b	1	a( 114,400 shares)
CENDANT CORP	COM	151313 10 3	8,193,000	851,200	b	1	a( 851,200 shares)
CENTEX CORP	COM	152312 10 4	1,822,000	48,500	b	1	a( 48,500 shares)
CERIDIAN CORP	COM	15677T 10 6	1,258,000	63,100	b	1	a( 63,100 shares)
CERNER CORP	COM	156782 10 4	1,910,000	41,300	b	1	a( 41,300 shares)
CERNER CORP	COM	156782 10 4	1,388,000	30,000 c	b	1	a( 30,000 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)
CERNER CORP	COM	156782 10 4	231,000	5,000 P	b	1	a( 5,000 shares)
CHARLES RIV LABS INTL INC	COM	159864 10 7	397,000	14,500	b	1	a( 14,500 shares)
CHARTER COMMUNICATIONS INC DEL SB NT CV 144A 0		16117M AA 5	3,047,000	2,500,000	b	1	a( 2,500,000 shares)
CHARTERED SEMICONDUCTOR MFG	ADR	16133R 10 6	1,105,000	41,900	b	1	a( 41,900 shares)
CHASE MANHATTAN CORP NEW	COM	16161A 10 8	15,190,000	334,300	b	1	a( 334,300 shares)
CHASE MANHATTAN CORP NEW	COM	16161A 10 8	3,635,000	80,000 C	b	1	a( 80,000 shares)
CHECKFREE CORP NEW	COM	162813 10 9	1,492,000	35,100	b	1	a( 35,100 shares)
CHEESECAKE FACTORY INC	COM	163072 10 1	326,000	8,500	b	1	a( 8,500 shares)
CHEVRON CORPORATION	COM	166751 10 7	2,871,000	34,000	b	1	a( 34,000 shares)
CHINA MOBILE HONG KONG LTD	SPONSORED ADR	16941M 10 9	3,369,000	124,200	b	1	a( 124,200 shares)
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R 10 8	817,000	53,600	b	1	a( 53,600 shares)
CHINA UNICOM LTD	SPONSORED ADR	16945R 10 4	319,000	21,600	b	1	a( 21,600 shares)
CHIRON CORP	COM	170040 10 9	1,210,000	27,200	b	1	a( 27,200 shares)
CHIRON CORP	COM	170040 10 9	1,113,000	25,000 P	b	1	a( 25,000 shares)
CHUBB CORP	COM	171232 10 1	311,000	3,600	b	1	a( 3,600 shares)
CHUBB CORP	COM	171232 10 1	865,000	10,000 C	b	1	a( 10,000 shares)
CHUBB CORP	COM	171232 10 1	865,000	10,000 P	b	1	a( 10,000 shares)
CIBER INC	COM	17163B 10 2	235,000	48,300	b	1	a( 48,300 shares)
CIENA CORP	COM	171779 10 1	1,641,000	20,200	b	1	a( 20,200 shares)
CINCINNATI FINL CORP	COM	172062 10 1	479,000	12,100	b	1	a( 12,100 shares)
CINERGY CORP	COM	172474 10 8	1,816,000	51,700	b	1	a( 51,700 shares)
CIRRUS LOGIC CORP	COM	172755 10 0	1,493,000	79,600	b	1	a( 79,600 shares)
CISCO SYS INC	COM	17275R 10 2	5,060,000	132,300	b	1	a( 132,300 shares)
CINTAS CORP	COM	172908 10 5	532,000	10,000 C	b	1	a( 10,000 shares)
CITIGROUP INC	COM	172967 10 1	23,563,000	461,453	b	1	a( 461,453 shares)
CITIZENS COMMUNICATIONS CO	COM	17453B 10 1	818,000	62,300	b	1	a( 62,300 shares)
CITRIX SYS INC	COM	177376 10 0	506,000	22,500	b	1	a( 22,500 shares)
CITY NATL CORP	COM	178566 10 5	1,370,000	35,300	b	1	a( 35,300 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)
CLARENT CORP DEL	COM	180461 10 5	348,000	30,800	b	1	a( 30,800 shares)
CLARIUS CORP	COM	182707 10 9	490,000	70,000 c	b	1	a( 70,000 shares)
CLEAR CHANNEL COMMUNICATIONS	COM	184502 10 2	484,000	10,000 c	b	1	a( 10,000 shares)
CLEVELAND CLIFFS INC	COM	185896 10 7	377,000	17,500	b	1	a( 17,500 shares)
CLOROX CO DEL	COM	189054 10 9	4,945,000	139,300	b	1	a( 139,300 shares)
COASTAL CORP	COM	190441 10 5	1,342,000	15,200	b	1	a( 15,200 shares)
COCA COLA CO	COM	191216 10 0	433,000	7,100	b	1	a( 7,100 shares)
COCA COLA CO	COM	191216 10 0	13,406,000	220,000 c	b	1	a( 220,000 shares)
COCA COLA CO	COM	191216 10 0	3,961,000	65,000 P	b	1	a( 65,000 shares)
COGNEX CORP	COM	192422 10 3	221,000	10,000 c	b	1	a( 10,000 shares)
COGNOS INC	COM	19244c 10 9	243,000	12,900	b	1	a( 12,900 shares)
COHERENT INC	COM	192479 10 3	231,000	7,100	b	1	a( 7,100 shares)
COLE KENNETH PRODTNS INC	CL A	193294 10 5	503,000	12,500	b	1	a( 12,500 shares)
COLGATE PALMOLIVE CO	COM	194162 10 3	820,000	12,700	b	1	a( 12,700 shares)
COMDISCO INC	COM	200336 10 5	1,964,000	171,700	b	1	a( 171,700 shares)
COMERICA INC	COM	200340 10 7	3,889,000	65,500	b	1	a( 65,500 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	615,000	9,000	b	1	a( 9,000 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	2,735,000	40,000 c	b	1	a( 40,000 shares)
COMMERCE BANCORP INC NJ	COM	200519 10 6	342,000	5,000 P	b	1	a( 5,000 shares)
COMMERCE BANCSHARES INC	COM	200525 10 3	545,000	12,825	b	1	a( 12,825 shares)
COMMERCE ONE INC DEL	COM	200693 10 9	759,000	30,000 c	b	1	a( 30,000 shares)
COMMSCOPE INC	COM	203372 10 7	557,000	33,600	b	1	a( 33,600 shares)
COMPANHIA BRASILEIRA DE DISTRB ADR	ADR	20440T 20 1	1,774,000	48,600	b	1	a( 48,600 shares)
COMPAQ COMPUTER CORP	COM	204493 10 0	2,107,000	140,000 c	b	1	a( 140,000 shares)
COMPUTER ASSOC INTL INC	COM	204912 10 9	2,356,000	120,800	b	1	a( 120,800 shares)
COMPUTER NETWORK TECHNOLOGY CP COM	COM	204925 10 1	288,000	10,000 c	b	1	a( 10,000 shares)
COMPUTER SCIENCES CORP	COM	205363 10 4	6,968,000	115,900	b	1	a( 115,900 shares)
COMPUTER SCIENCES CORP	COM	205363 10 4	1,203,000	20,000 c	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)
COMSTOCK RES INC	COM NEW	205768 20 3	285,000	19,300	b	1	a( 19,300 shares)
CONSECO INC	COM	208464 10 7	7,707,000	584,400	b	1	a( 584,400 shares)
CONSTELLATION BRANDS INC	CL A	21036P 10 8	1,251,000	21,300	b	1	a( 21,300 shares)
CONSTELLATION ENERGY CORP	COM	210371 10 0	2,744,000	60,900	b	1	a( 60,900 shares)
CONTINENTAL AIRLIS INC	CL B	210795 30 8	537,000	10,400	b	1	a( 10,400 shares)
COOPER CAMERON CORP	COM	216640 10 2	4,671,000	70,700	b	1	a( 70,700 shares)
COOPER COS INC	COM NEW	216648 40 2	502,000	12,600	b	1	a( 12,600 shares)
COOPER INDS INC	COM	216669 10 1	813,000	17,700	b	1	a( 17,700 shares)
COR THERAPEUTICS INC	COM	217753 10 2	2,463,000	70,000 c	b	1	a( 70,000 shares)
COREL CORPORATION	COM	21868Q 10 9	70,000	43,900	b	1	a( 43,900 shares)
CORECOMM LTD NEW	COM	21869Q 10 8	106,000	21,400	b	1	a( 21,400 shares)
CORIXA CORP	COM	21887F 10 0	432,000	15,507	b	1	a( 15,507 shares)
CORNING INC	COM	219350 10 5	3,047,000	57,700	b	1	a( 57,700 shares)
CORSAIR COMMUNICATIONS INC	COM	220406 10 2	185,000	25,900	b	1	a( 25,900 shares)
COX RADIO INC	CL A	224051 10 2	893,000	39,600	b	1	a( 39,600 shares)
CREDENCE SYS CORP	COM	225302 10 8	419,000	18,200	b	1	a( 18,200 shares)
CREE INC	COM	225447 10 1	5,355,000	150,700	b	1	a( 150,700 shares)
CRESTLINE CAP CORP	COM	226153 10 4	203,000	7,900	b	1	a( 7,900 shares)
CROSS TIMBERS OIL CO	COM	227573 10 2	3,437,000	123,850	b	1	a( 123,850 shares)
CROWN CASTLE INTL CORP	COM	228227 10 4	939,000	34,700	b	1	a( 34,700 shares)
CROWN CORK & SEAL INC	COM	228255 10 5	404,000	54,300	b	1	a( 54,300 shares)
CUBIST PHARMACEUTICALS INC	COM	229678 10 7	574,000	19,800	b	1	a( 19,800 shares)
CUBIST PHARMACEUTICALS INC	COM	229678 10 7	580,000	20,000 c	b	1	a( 20,000 shares)
CURAGEN CORP	COM	23126R 10 1	530,000	19,400	b	1	a( 19,400 shares)
CURAGEN CORP	COM	23126R 10 1	410,000	15,000 c	b	1	a( 15,000 shares)
CYBER-CARE INC	COM	23243T 10 5	34,000	16,000	b	1	a( 16,000 shares)
CYBERONICS INC	COM	23251P 10 2	302,000	13,000	b	1	a( 13,000 shares)
CYGNUS INC	COM	232560 10 2	88,000	18,100	b	1	a( 18,100 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)
CYMER INC	COM	232572 10 7	479,000	18,600	b	1	a( 18,600 shares)
CYPRESS SEMICONDUCTOR CORP	COM	232806 10 9	3,737,000	189,800	b	1	a( 189,800 shares)
CYTOGEN CORP	COM	232824 10 2	57,000	24,400	b	1	a( 24,400 shares)
CYTYC CORP	COM	232946 10 3	757,000	12,100	b	1	a( 12,100 shares)
DQE INC	COM	233290 10 4	701,000	21,400	b	1	a( 21,400 shares)
D R HORTON INC	COM	23331A 10 9	1,742,000	71,284	b	1	a( 71,284 shares)
DST SYS INC DEL	COM	233326 10 7	3,122,000	46,600	b	1	a( 46,600 shares)
DSP GROUP INC	COM	23332B 10 6	318,000	15,100	b	1	a( 15,100 shares)
DAIN RAUSCHER CORP	COM	233856 10 3	473,000	5,000 P	b	1	a( 5,000 shares)
DANA CORP	COM	235811 10 6	351,000	22,900	b	1	a( 22,900 shares)
DARDEN RESTAURANTS INC	COM	237194 10 5	1,013,000	44,300	b	1	a( 44,300 shares)
DATA BROADCASTING CORP	COM	237596 10 1	70,000	19,900	b	1	a( 19,900 shares)
DATALINK NET INC	COM NEW	23804A 20 6	28,000	13,400	b	1	a( 13,400 shares)
DAVITA INC	COM	23918K 10 8	1,039,000	60,700	b	1	a( 60,700 shares)
DELHAIZE AMER INC	CL A	246688 10 5	1,261,000	71,300	b	1	a( 71,300 shares)
DELL COMPUTER CORP	COM	247025 10 9	2,875,000	164,900	b	1	a( 164,900 shares)
DELL COMPUTER CORP	COM	247025 10 9	25,023,000	1,435,000 C	b	1	a( 1,435,000 shares)
DELL COMPUTER CORP	COM	247025 10 9	6,626,000	380,000 P	b	1	a( 380,000 shares)
DELPHI FINL GROUP INC	CL A	247131 10 5	782,000	20,300	b	1	a( 20,300 shares)
DELTA & PINE LD CO	COM	247357 10 6	854,000	40,800	b	1	a( 40,800 shares)
DELTA AIR LINES INC DEL	COM	247361 10 8	7,960,000	158,600	b	1	a( 158,600 shares)
DELTATHREE COM INC	CL A	24783N 10 2	22,000	18,700	b	1	a( 18,700 shares)
DENBURY RES INC	COM NEW	247916 20 8	184,000	16,700	b	1	a( 16,700 shares)
DELUXE CORP	COM	248019 10 1	2,153,000	85,200	b	1	a( 85,200 shares)
DIAL CORP NEW	COM	25247D 10 1	1,074,000	97,600	b	1	a( 97,600 shares)
DIGEX INC DEL	CL A	253756 10 0	450,000	20,000 C	b	1	a( 20,000 shares)
DIGINARC CORP	COM	253807 10 1	190,000	11,500	b	1	a( 11,500 shares)
DIGITAL LIGHTWAVE INC	COM	253855 10 0	843,000	26,600	b	1	a( 26,600 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	792,000	25,000 C	b	1	a( 25,000 shares)
DIGITAL IS INC DEL	COM	25385N 10 1	41,000	10,000 C	b	1	a( 10,000 shares)
DIME BANCORP INC NEW	COM	25429Q 10 2	231,000	7,800	b	1	a( 7,800 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	3,504,000	121,100	b	1	a( 121,100 shares)
DISNEY WALT CO	COM DISNEY	254687 10 6	4,196,000	145,000 C	b	1	a( 145,000 shares)
DITECH COMMUNICATIONS CORP	COM	25500M 10 3	275,000	17,100	b	1	a( 17,100 shares)
DIVERSA CORP	COM	255064 10 7	179,000	10,000 P	b	1	a( 10,000 shares)
DONNA KARAN INTL INC	COM	257826 10 7	108,000	12,000	b	1	a( 12,000 shares)
DOVER CORP	COM	260003 10 8	2,949,000	72,700	b	1	a( 72,700 shares)
DOVER CORP	COM	260003 10 8	811,000	20,000 C	b	1	a( 20,000 shares)
DOW JONES & CO INC	COM	260561 10 5	1,336,000	23,600	b	1	a( 23,600 shares)
DOWNEY FINL CORP	COM	261018 10 5	308,000	5,600	b	1	a( 5,600 shares)
DSL NET INC	COM	262506 10 8	80,000	150,100	b	1	a( 150,100 shares)
DU PONT E I DE NEMOURS & CO	COM	263534 10 9	3,010,000	62,300	b	1	a( 62,300 shares)
DUKE ENERGY CORP	COM	264399 10 6	8,551,000	100,300	b	1	a( 100,300 shares)
DUN & BRADSTREET CORP DEL NEW	COM	26483E 10 0	268,000	10,350	b	1	a( 10,350 shares)
DUPONT PHOTOMASKS INC	COM	26613X 10 1	1,226,000	23,200	b	1	a( 23,200 shares)
DYCOM INDS INC	COM	267475 10 1	1,556,000	43,300	b	1	a( 43,300 shares)
DYNEGY INC NEW	CL A	26816Q 10 1	662,000	11,800	b	1	a( 11,800 shares)
ECI TELECOM LTD	ORD	268258 10 0	406,000	29,100	b	1	a( 29,100 shares)
EEX CORP	COM NEW	26842V 20 7	197,000	40,400	b	1	a( 40,400 shares)
E-LOAN INC	COM	26861P 10 7	11,000	21,000	b	1	a( 21,000 shares)
E M C CORP MASS	COM	268648 10 2	1,915,000	28,800	b	1	a( 28,800 shares)
E M C CORP MASS	COM	268648 10 2	13,300,000	200,000 C	b	1	a( 200,000 shares)
E PIPHANY INC	COM	26881V 10 0	539,000	10,000	b	1	a( 10,000 shares)
E TRADE GROUP INC	COM	269246 10 4	1,750,000	237,300	b	1	a( 237,300 shares)
EARTHGRAINS CO	COM	270319 10 6	660,000	35,700	b	1	a( 35,700 shares)
EARTHLINK INC	COM	270321 10 2	53,000	10,451	b	1	a( 10,451 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)
EASTMAN KODAK CO	COM	277461 10 9	563,000	14,300	b	1	a( 14,300 shares)
EASTMAN KODAK CO	COM	277461 10 9	1,969,000	50,000 C	b	1	a( 50,000 shares)
EASTMAN KODAK CO	COM	277461 10 9	1,969,000	50,000 P	b	1	a( 50,000 shares)
EATON CORP	COM	278058 10 2	278,000	3,702	b	1	a( 3,702 shares)
EATON VANCE CORP	COM NON VTG	278265 10 3	381,000	11,800	b	1	a( 11,800 shares)
EBAY INC	COM	278642 10 3	221,000	6,700	b	1	a( 6,700 shares)
EBAY INC	COM	278642 10 3	330,000	10,000 C	b	1	a( 10,000 shares)
ECHELON CORP	COM	27874N 10 5	643,000	40,000 C	b	1	a( 40,000 shares)
EDISON INTL	COM	281020 10 7	2,205,000	141,100	b	1	a( 141,100 shares)
EDISON SCHOOLS INC	CL A	281033 10 0	252,000	8,000	b	1	a( 8,000 shares)
EDWARDS AG INC	COM	281760 10 8	1,423,000	30,000 C	b	1	a( 30,000 shares)
EGAIN COMMUNICATIONS	COM	28225C 10 3	56,000	18,200	b	1	a( 18,200 shares)
ELAN PLC	ADR	284131 20 8	478,000	10,217	b	1	a( 10,217 shares)
ELANTEC SEMICONDUCTOR INC	COM	284155 10 8	1,396,000	50,300	b	1	a( 50,300 shares)
ELECTRIC FUEL CORP	COM	284871 10 0	315,000	67,200	b	1	a( 67,200 shares)
ELECTRO SCIENTIFIC INDS	COM	285229 10 0	560,000	20,000	b	1	a( 20,000 shares)
ELECTRONIC ARTS INC	COM	285512 10 9	1,948,000	45,700	b	1	a( 45,700 shares)
ELECTRONICS FOR IMAGING INC	COM	286082 10 2	170,000	12,200	b	1	a( 12,200 shares)
EMERSON ELEC CO	COM	291011 10 4	5,123,000	65,000 C	b	1	a( 65,000 shares)
EMERSON ELEC CO	COM	291011 10 4	1,576,000	20,000 P	b	1	a( 20,000 shares)
EMPIRE DIST ELEC CO	COM	291641 10 8	800,000	30,400	b	1	a( 30,400 shares)
EMUSTC COM INC	COM	292476 10 8	8,000	28,800	b	1	a( 28,800 shares)
ENDESA S A	SPONSORED ADR	29258N 10 7	466,000	27,900	b	1	a( 27,900 shares)
ENERGEN CORP	COM	29265N 10 8	502,000	15,600	b	1	a( 15,600 shares)
ENERGY EAST CORP	COM	29266M 10 9	563,000	28,600	b	1	a( 28,600 shares)
ENGAGE INC	COM	292827 10 2	17,000	23,200	b	1	a( 23,200 shares)
ENGELHARD CORP	COM	292845 10 4	1,734,000	85,100	b	1	a( 85,100 shares)
ENESCO GROUP INC	COM	292973 10 4	356,000	75,900	b	1	a( 75,900 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)
ENHANCE FINL SVCS GROUP INC	COM	293310 10 8	1,794,000	116,200	b	1	a( 116,200 shares)
ENRON CORP	COM	293561 10 6	4,805,000	57,800	b	1	a( 57,800 shares)
ENRON CORP	COM	293561 10 6	1,663,000	20,000 c	b	1	a( 20,000 shares)
ENRON CORP	COM	293561 10 6	2,494,000	30,000 P	b	1	a( 30,000 shares)
ENTERCOM COMMUNICATIONS CORP	CL A	293639 10 0	1,140,000	33,100	b	1	a( 33,100 shares)
ENTREMED INC	COM	29382F 10 3	376,000	21,800	b	1	a( 21,800 shares)
ENTRADA NETWORKS INC	COM NEW	29382Y 10 2	22,000	12,400	b	1	a( 12,400 shares)
ENZON INC	COM	293904 10 8	4,965,000	80,000 c	b	1	a( 80,000 shares)
ENZO BIOCHEM INC	COM	294100 10 2	1,766,000	71,000	b	1	a( 71,000 shares)
EQUANT N V	NY REG SHS	294409 10 7	725,000	27,800	b	1	a( 27,800 shares)
EQUIFAX INC	COM	294429 10 5	2,507,000	87,400	b	1	a( 87,400 shares)
ERICSSON L M TEL CO	ADR CL B SEK10	294821 40 0	1,477,000	132,000	b	1	a( 132,000 shares)
ETHAN ALLEN INTERIORS INC	COM	297602 10 4	385,000	11,500	b	1	a( 11,500 shares)
EXAR CORP	COM	300645 10 8	889,000	28,700	b	1	a( 28,700 shares)
EXODUS COMMUNICATIONS INC	COM	302088 10 9	1,634,000	81,700	b	1	a( 81,700 shares)
EXODUS COMMUNICATIONS INC	COM	302088 10 9	3,200,000	160,000 c	b	1	a( 160,000 shares)
EXPEDIA INC	COM	302125 10 9	135,000	14,100	b	1	a( 14,100 shares)
EXPRESS SCRIPTS INC	CL A	302182 10 0	1,023,000	10,000 c	b	1	a( 10,000 shares)
EXTENDED STAY AMER INC	COM	30224P 10 1	1,329,000	103,400	b	1	a( 103,400 shares)
EXXON MOBIL CORP	COM	30231G 10 2	1,478,000	17,000	b	1	a( 17,000 shares)
F M C CORP	COM NEW	302491 30 3	2,609,000	36,400	b	1	a( 36,400 shares)
FPL GROUP INC	COM	302571 10 4	1,772,000	24,700	b	1	a( 24,700 shares)
FSI INTL INC	COM	302633 10 2	157,000	18,800	b	1	a( 18,800 shares)
FAIRCHILD SEMICONDUCTOR INTL	CL A	303726 10 3	228,000	15,800	b	1	a( 15,800 shares)
FAIRFIELD CMNTYS INC	COM PAR \$0.01	304231 30 1	3,236,000	230,100	b	1	a( 230,100 shares)
FEDERAL MOGUL CORP	COM	313549 10 7	28,000	12,300	b	1	a( 12,300 shares)
FEDERAL NATL MTG ASSN	COM	313586 10 9	6,073,000	70,000 c	b	1	a( 70,000 shares)
FEDERATED DEPT STORES INC DEL	WT D EX 121901	31410H 12 7	6,305,000	663,700	b	1	a( 663,700 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)
FEDERATED INVS INC PA	CL B	314211 10 3	1,331,000	45,700	b	1	a( 45,700 shares)
FEDERATED INVS INC PA	CL B	314211 10 3	291,000	10,000 c	b	1	a( 10,000 shares)
FEDEX CORP	COM	31428X 10 6	452,000	11,300	b	1	a( 11,300 shares)
FILENET CORP	COM	316869 10 6	471,000	17,300	b	1	a( 17,300 shares)
FINISAR	COM	31787A 10 1	879,000	30,300	b	1	a( 30,300 shares)
FINISAR	COM	31787A 10 1	290,000	10,000 c	b	1	a( 10,000 shares)
FIRST HEALTH GROUP CORP	COM	320960 10 7	512,000	11,000	b	1	a( 11,000 shares)
FIRST TENN NATL CORP	COM	337162 10 1	388,000	13,400	b	1	a( 13,400 shares)
FIRST UN CORP	COM	337358 10 5	6,275,000	225,600	b	1	a( 225,600 shares)
FIRST VA BANKS INC	COM	337477 10 3	235,000	4,900	b	1	a( 4,900 shares)
FIRSTAR CORP NEW WIS	COM	33763V 10 9	3,176,000	136,600	b	1	a( 136,600 shares)
FLEETBOSTON FINL CORP	COM	339030 10 8	3,043,000	81,000	b	1	a( 81,000 shares)
FLEETWOOD ENTERPRISES INC	COM	339099 10 3	499,000	47,500	b	1	a( 47,500 shares)
FLOWERS INDS INC	COM	343496 10 5	241,000	15,300	b	1	a( 15,300 shares)
FOMENTO ECONOMICO MEXICANO SA	SPON ADR UNITS	344419 10 6	1,019,000	34,100	b	1	a( 34,100 shares)
FOREST LABS INC	COM	345838 10 6	7,308,000	55,000 c	b	1	a( 55,000 shares)
4 KIDS ENTMT INC	COM	350865 10 1	133,000	14,900	b	1	a( 14,900 shares)
FOUR SEASONS HOTEL INC	LTD VTG SH	35100E 10 4	1,113,000	17,500	b	1	a( 17,500 shares)
FRANCE TELECOM	SPONSORED ADR	35177Q 10 5	694,000	8,100	b	1	a( 8,100 shares)
FRANKLIN RES INC	COM	354613 10 1	613,000	16,100	b	1	a( 16,100 shares)
FREEMARKETS INC	COM	356602 10 2	2,470,000	130,000 c	b	1	a( 130,000 shares)
FUELCELL ENERGY INC	COM	35952H 10 6	233,000	3,400	b	1	a( 3,400 shares)
GPU INC	COM	36225X 10 0	16,997,000	461,700	b	1	a( 461,700 shares)
GALLAHER GROUP PLC	SPONSORED ADR	36359S 10 9	283,000	11,500	b	1	a( 11,500 shares)
GAP INC DEL	COM	364760 10 8	3,866,000	151,600	b	1	a( 151,600 shares)
GARTNER GROUP INC NEW	COM	366651 10 7	428,000	62,100	b	1	a( 62,100 shares)
GATEWAY INC	COM	367626 10 8	540,000	30,000 c	b	1	a( 30,000 shares)
GENE LOGIC INC	COM	368689 10 5	485,000	26,400	b	1	a( 26,400 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

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54,265,000

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)
GENE LOGIC INC	COM	368689 10 5	184,000	10,000 C	b	1	a( 10,000 shares)
GENELABS TECHNOLOGIES INC	COM	368706 10 7	53,000	13,000	b	1	a( 13,000 shares)
GENERAL CABLE CORP DEL NEW	COM	369300 10 8	99,000	22,400	b	1	a( 22,400 shares)
GENERAL DYNAMICS CORP	COM	369550 10 8	2,340,000	30,000 C	b	1	a( 30,000 shares)
GENERAL ELEC CO	COM	369604 10 3	1,011,000	21,100	b	1	a( 21,100 shares)
GENERAL ELEC CO	COM	369604 10 3	12,464,000	260,000 C	b	1	a( 260,000 shares)
GENERAL MAGIC INC	COM	370253 10 6	176,000	125,400	b	1	a( 125,400 shares)
GENERAL MLS INC	COM	370334 10 4	3,454,000	77,500	b	1	a( 77,500 shares)
GENERAL MLS INC	COM	370334 10 4	1,114,000	25,000 C	b	1	a( 25,000 shares)
GENERAL MTRS CORP	CL H NEW	370442 83 2	2,831,000	123,100	b	1	a( 123,100 shares)
GENERAL MTRS CORP	COM	370442 10 5	4,488,000	88,100	b	1	a( 88,100 shares)
GENERAL MTRS CORP	COM	370442 10 5	6,113,000	120,000 C	b	1	a( 120,000 shares)
GENERAL SEMICONDUCTOR INC	COM	370787 10 3	81,000	13,000	b	1	a( 13,000 shares)
GENESCO INC	COM	371532 10 2	973,000	39,800	b	1	a( 39,800 shares)
GENTEX CORP	COM	371901 10 9	238,000	12,800	b	1	a( 12,800 shares)
GENOMIC SOLUTIONS INC	COM CALL	37243R 10 9	219,000	28,700	b	1	a( 28,700 shares)
GENZYME TRANSGENICS CORP	COM	37246E 10 5	143,000	10,000 C	b	1	a( 10,000 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	4,155,000	46,200	b	1	a( 46,200 shares)
GENZYME CORP	COM GENL DIV	372917 10 4	899,000	10,000 P	b	1	a( 10,000 shares)
GEORGIA GULF CORP	COM PAR \$0.01	373200 20 3	978,000	57,300	b	1	a( 57,300 shares)
GEORGIA PAC CORP	COM GA PAC GRP	373298 10 8	809,000	26,000	b	1	a( 26,000 shares)
GEOWORKS CORP	COM	373692 10 2	39,000	13,400	b	1	a( 13,400 shares)
GETTY IMAGES INC	COM	374276 10 3	234,000	7,300	b	1	a( 7,300 shares)
GILEAD SCIENCES INC	COM	375558 10 3	390,000	4,700	b	1	a( 4,700 shares)
GILLETTE CO	COM	375766 10 2	7,615,000	210,800	b	1	a( 210,800 shares)
GLAXO WELLCOME PLC	SPONSORED ADR	37733W 10 5	3,282,000	58,600	b	1	a( 58,600 shares)
GLIATECH INC	COM	37929C 10 3	81,000	20,000	b	1	a( 20,000 shares)
GLOBAL IMAGING SYSTEMS	COM	37934A 10 0	0	120,000 C	b	1	a( 120,000 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)
GLOBAL MARINE INC	COM	379352 40 4	607,000	21,400	b	1	a( 21,400 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	10,608,000	99,200	b	1	a( 99,200 shares)
GOLDMAN SACHS GROUP INC	COM	38141G 10 4	6,416,000	60,000 C	b	1	a( 60,000 shares)
GOODRICH B F CO	COM	382388 10 6	4,907,000	134,900	b	1	a( 134,900 shares)
GRANITE CONSTR INC	COM	387328 10 7	205,000	7,100	b	1	a( 7,100 shares)
GREAT ATLANTIC & PAC TEA INC	COM	390064 10 3	243,000	34,700	b	1	a( 34,700 shares)
GREAT PLAINS SOFTWARE	COM	39119E 10 5	1,412,000	30,000 C	b	1	a( 30,000 shares)
GREAT PLAINS SOFTWARE	COM	39119E 10 5	235,000	5,000 P	b	1	a( 5,000 shares)
GROUPE DANONE	SPONSORED ADR	399449 10 7	494,000	16,100	b	1	a( 16,100 shares)
GRUPO FINANCIARO GALICIA S A	SP ADR 10 SH B	399909 10 0	241,000	16,300	b	1	a( 16,300 shares)
GRUPO TELEVISIA SA DE CV	SP ADR REP ORD	40049J 20 6	3,586,000	79,800	b	1	a( 79,800 shares)
GRUPO IUSACELL S A DE C V NEW	SPON ADR V	40050B 10 0	904,000	92,700	b	1	a( 92,700 shares)
GUCCI GROUP N V	COM NY REG	401566 10 4	2,009,000	22,700	b	1	a( 22,700 shares)
GUIDANT CORP	COM	401698 10 5	5,820,000	107,900	b	1	a( 107,900 shares)
GULF CDA RES LTD	ORD	40218L 30 5	764,000	150,800	b	1	a( 150,800 shares)
GYMBOREE CORP	COM	403777 10 5	211,000	15,200	b	1	a( 15,200 shares)
HCA-HEALTHCARE CO	COM	404119 10 9	6,940,000	157,700	b	1	a( 157,700 shares)
HCA-HEALTHCARE CO	COM	404119 10 9	2,201,000	50,000 C	b	1	a( 50,000 shares)
HCA-HEALTHCARE CO	COM	404119 10 9	880,000	20,000 P	b	1	a( 20,000 shares)
HMC SOFTWARE INC	COM	40425P 10 7	338,000	11,400	b	1	a( 11,400 shares)
HSBC HLDGS PLC	SPON ADR NEW	404280 40 6	574,000	7,800	b	1	a( 7,800 shares)
HALLIBURTON CO	COM	406216 10 1	1,903,000	52,500	b	1	a( 52,500 shares)
HANDSPRING INC	COM	410293 10 4	2,920,000	75,000 C	b	1	a( 75,000 shares)
HARCOURT GEN INC	COM	41163G 10 1	12,658,000	221,300	b	1	a( 221,300 shares)
HARLEY DAVIDSON INC	COM	412822 10 8	4,762,000	119,800	b	1	a( 119,800 shares)
HARMAN INTL INDS INC	COM	413086 10 9	2,380,000	65,200	b	1	a( 65,200 shares)
HARRIS CORP DEL	COM	413875 10 5	1,032,000	33,700	b	1	a( 33,700 shares)
HARRIS CORP DEL	COM	413875 10 5	459,000	15,000 C	b	1	a( 15,000 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)
HARSCO CORP	COM	415864 10 7	212,000	8,600	b	1	a( 8,600 shares)
HARTFORD FINL SVCS GROUP INC	COM	416515 10 4	4,584,000	64,900	b	1	a( 64,900 shares)
HEARME	COM	421903 10 5	11,000	18,200	b	1	a( 18,200 shares)
HEALTHSOUTH CORP	COM	421924 10 1	4,493,000	275,400	b	1	a( 275,400 shares)
HEALTH NET INC	COM	422226 10 8	1,006,000	38,400	b	1	a( 38,400 shares)
HEALTH NET INC	COM	422226 10 8	524,000	20,000 c	b	1	a( 20,000 shares)
HEIDRICK & STRUGGLES INTL INC	COM	422819 10 2	240,000	5,700	b	1	a( 5,700 shares)
HEINZ H J CO	COM	423074 10 3	441,000	9,300	b	1	a( 9,300 shares)
HELIX TECHNOLOGY CORP	COM	423319 10 2	727,000	30,700	b	1	a( 30,700 shares)
HERCULES INC	COM	427056 10 6	1,838,000	96,400	b	1	a( 96,400 shares)
HERSHEY FOODS CORP	COM	427866 10 8	1,931,000	30,000 c	b	1	a( 30,000 shares)
HEWLETT PACKARD CO	SB LYON ZERO 1	428236 AC 7	16,880,000	32,000,000	b	1	a( 32,000,000 shares)
HEXCEL CORP NEW	COM	428291 10 8	176,000	19,700	b	1	a( 19,700 shares)
HIGH SPEED ACCESS CORP	COM	429790 10 2	48,000	45,300	b	1	a( 45,300 shares)
HILLENBRAND INDS INC	COM	431573 10 4	258,000	5,000 c	b	1	a( 5,000 shares)
HILTON HOTELS CORP	COM	432848 10 9	2,738,000	260,800	b	1	a( 260,800 shares)
HITACHI LIMITED	ADR 10 COM	433578 50 7	1,091,000	12,600	b	1	a( 12,600 shares)
HOLLINGER INTL INC	CL A	435569 10 8	819,000	51,600	b	1	a( 51,600 shares)
HOME DEPOT INC	COM	437076 10 2	17,544,000	384,000	b	1	a( 384,000 shares)
HOME DEPOT INC	COM	437076 10 2	914,000	20,000 c	b	1	a( 20,000 shares)
HOMESTAKE MNG CO	COM	437614 10 0	936,000	223,500	b	1	a( 223,500 shares)
HOMESTORE COM INC	COM	437852 10 6	606,000	30,100	b	1	a( 30,100 shares)
HOMESTORE COM INC	COM	437852 10 6	403,000	20,000 c	b	1	a( 20,000 shares)
HONEYWELL INTL INC	COM	438516 10 6	23,794,000	502,900	b	1	a( 502,900 shares)
HOOPER HOLMES INC	COM	439104 10 0	229,000	20,700	b	1	a( 20,700 shares)
HOTEL RESERVATIONS NETWORK INC CL A	COM	441451 10 1	230,000	8,100	b	1	a( 8,100 shares)
HUMAN GENOME SCIENCES INC	COM	444903 10 8	1,213,000	17,500	b	1	a( 17,500 shares)
HUMAN GENOME SCIENCES INC	SB NT CV 3.75%	444903 AH 1	1,680,000	2,000,000	b	1	a( 2,000,000 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)
HUNTINGTON BANCSHARES INC	COM	446150 10 4	525,000	32,460	b	1	a( 32,460 shares)
HUTCHINSON TECHNOLOGY INC	SB NT CV 680	448407 AC 0	1,360,000	2,000,000	b	1	a( 2,000,000 shares)
ICN PHARMACEUTICALS INC NEW	COM	448924 10 0	3,842,000	125,200	b	1	a( 125,200 shares)
IDT CORP	COM	448947 10 1	330,000	16,200	b	1	a( 16,200 shares)
IBP INC	COM	449223 10 6	2,544,000	95,100	b	1	a( 95,100 shares)
ICOS CORP	COM	449295 10 4	717,000	13,800	b	1	a( 13,800 shares)
ICOS CORP	COM	449295 10 4	2,337,000	45,000 C	b	1	a( 45,000 shares)
IDX SYS CORP	COM	449491 10 9	955,000	38,200	b	1	a( 38,200 shares)
IGEN INC	COM	449536 10 1	131,000	10,600	b	1	a( 10,600 shares)
IMS HEALTH INC	COM	449934 10 8	270,000	10,000 C	b	1	a( 10,000 shares)
ITXC CORP	COM	45069F 10 9	146,000	21,000	b	1	a( 21,000 shares)
IBIS TECHNOLOGY CORP	COM	450909 10 6	193,000	10,000 C	b	1	a( 10,000 shares)
IDACORP INC	COM	451107 10 6	937,000	19,100	b	1	a( 19,100 shares)
IDENTIX INC	COM	451906 10 1	474,000	60,400	b	1	a( 60,400 shares)
ILLINOIS TOOL WKS INC	COM	452308 10 9	1,567,000	26,300	b	1	a( 26,300 shares)
IMATION CORP	COM	45245A 10 7	494,000	31,900	b	1	a( 31,900 shares)
IMCLONE SYS INC	COM	45245W 10 9	1,791,000	40,700	b	1	a( 40,700 shares)
IMCLONE SYS INC	COM	45245W 10 9	440,000	10,000 P	b	1	a( 10,000 shares)
IMMUNEX CORP NEW	COM	452528 10 2	3,035,000	74,700	b	1	a( 74,700 shares)
IMPERIAL BANCORP	COM	452556 10 3	3,105,000	118,300	b	1	a( 118,300 shares)
IMPERIAL BANCORP	COM	452556 10 3	525,000	20,000 P	b	1	a( 20,000 shares)
IMPATH INC	COM	45255G 10 1	845,000	12,700	b	1	a( 12,700 shares)
IMMUNOMEDICS INC	COM	452907 10 8	219,000	10,200	b	1	a( 10,200 shares)
INCYTE GENOMICS INC	COM	45337C 10 2	512,000	20,600	b	1	a( 20,600 shares)
INFINEON TECHNOLOGIES AG	SPONSORED ADR	45662N 10 3	1,336,000	37,100	b	1	a( 37,100 shares)
INFINITY BROADCASTING CP NEW	CL A	45662S 10 2	7,473,000	267,500	b	1	a( 267,500 shares)
INET TECHNOLOGIES INC	COM	45662V 10 5	1,195,000	29,500	b	1	a( 29,500 shares)
INFOCURE CORP	COM	45665A 10 8	44,000	11,700	b	1	a( 11,700 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)
INFORMATICA CORP	COM	45666Q 10 2	2,999,000	75,800	b	1	a( 75,800 shares)
INFORMATICA CORP	COM	45666Q 10 2	2,374,000	60,000 c	b	1	a( 60,000 shares)
INFORMATICA CORP	COM	45666Q 10 2	791,000	20,000 P	b	1	a( 20,000 shares)
INFORMIX CORP	COM	456779 10 7	186,000	62,800	b	1	a( 62,800 shares)
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788 10 8	1,093,000	11,900	b	1	a( 11,900 shares)
INFOSPACE INC	COM	45678T 10 2	660,000	74,576	b	1	a( 74,576 shares)
INGRAM MICRO INC	CL A	457153 10 4	480,000	42,700	b	1	a( 42,700 shares)
INHALE THERAPEUTIC SYS INC	COM	457191 10 4	455,000	9,000	b	1	a( 9,000 shares)
INHALE THERAPEUTIC SYS INC	COM	457191 10 4	1,010,000	20,000 c	b	1	a( 20,000 shares)
INPUT/OUTPUT INC	COM	457652 10 5	251,000	24,600	b	1	a( 24,600 shares)
INSIGHT ENTERPRISES INC	COM	45765U 10 3	379,000	21,150	b	1	a( 21,150 shares)
INSITUFORM TECHNOLOGIES INC	CL A	457667 10 3	331,000	8,300	b	1	a( 8,300 shares)
INTEGRATED DEVICE TECHNOLOGY	COM	458118 10 6	2,958,000	89,300	b	1	a( 89,300 shares)
INTEGRATED SILICON SOLUTION	COM	45812P 10 7	362,000	25,200	b	1	a( 25,200 shares)
INTEL CORP	COM	458140 10 0	65,536,000	2,180,000 c	b	1	a( 2,180,000 shares)
INTEL CORP	COM	458140 10 0	9,470,000	315,000 P	b	1	a( 315,000 shares)
INTER TEL INC	COM	458372 10 9	115,000	15,000	b	1	a( 15,000 shares)
INTERFACE INC	CL A	458665 10 6	222,000	25,600	b	1	a( 25,600 shares)
INTERLINK ELECTRS	COM	458751 10 4	133,000	10,500	b	1	a( 10,500 shares)
INTERMEDIA COMMUNICATIONS INC	COM	458801 10 7	717,000	99,700	b	1	a( 99,700 shares)
INTERMUNE PHARMACEUTICALS INC	COM	45885B 10 0	611,000	13,700	b	1	a( 13,700 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	215,900,000	2,540,000 c	b	1	a( 2,540,000 shares)
INTERNATIONAL BUSINESS MACHS	COM	459200 10 1	16,150,000	190,000 P	b	1	a( 190,000 shares)
INTL PAPER CO	COM	460146 10 3	877,000	21,500	b	1	a( 21,500 shares)
INTERNATIONAL RECTIFIER CORP	COM	460254 10 5	1,875,000	62,500	b	1	a( 62,500 shares)
INTERNET CAP GROUP INC	COM	46059C 10 6	189,000	57,500	b	1	a( 57,500 shares)
INTERNET SEC SYS INC	COM	46060X 10 7	784,000	10,000	b	1	a( 10,000 shares)
INTERPUBLIC GROUP COS INC	COM	460690 10 0	2,324,000	54,600	b	1	a( 54,600 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)
INTERWOVEN INC	COM	46114T 10 2	2,189,000	33,200	b	1	a( 33,200 shares)
INTIMATE BRANDS INC	CL A	461156 10 1	1,043,000	69,500	b	1	a( 69,500 shares)
INTRAWARE INC	COM	46118M 10 3	21,000	14,600	b	1	a( 14,600 shares)
INTUIT	COM	461202 10 3	1,183,000	30,000 C	b	1	a( 30,000 shares)
INVITROGEN CORP	COM	46185R 10 0	6,737,000	78,000 C	b	1	a( 78,000 shares)
INVITROGEN CORP	SB NT CV 5.5%	46185R AB 6	2,428,000	2,000,000	b	1	a( 2,000,000 shares)
IPALCO ENTERPRISES INC	COM	462613 10 0	4,255,000	175,900	b	1	a( 175,900 shares)
ISIS PHARMACEUTICALS INC	COM	464330 10 9	268,000	25,200	b	1	a( 25,200 shares)
IT GROUP INC	COM	465266 10 4	76,000	15,200	b	1	a( 15,200 shares)
I2 TECHNOLOGIES INC	COM	465754 10 9	1,702,000	31,300	b	1	a( 31,300 shares)
IVAX CORP	COM	465823 10 2	2,558,000	66,800	b	1	a( 66,800 shares)
IVAX CORP	COM	465823 10 2	383,000	10,000 C	b	1	a( 10,000 shares)
JDS UNIPHASE CORP	COM	46612J 10 1	263,000	6,300	b	1	a( 6,300 shares)
JLG INDS INC	COM	466210 10 1	315,000	29,600	b	1	a( 29,600 shares)
JNI CORP	COM	46622G 10 5	340,000	15,000 C	b	1	a( 15,000 shares)
JACOR COMMUNICATIONS INC	WT EXP 091801	469858 13 8	16,884,000	2,597,549	b	1	a( 2,597,549 shares)
JEFFERSON PILOT CORP	COM	475070 10 8	800,000	10,700	b	1	a( 10,700 shares)
JEFFERSON PILOT CORP	COM	475070 10 8	374,000	5,000 C	b	1	a( 5,000 shares)
JEFFERSON PILOT CORP	COM	475070 10 8	748,000	10,000 P	b	1	a( 10,000 shares)
JOHNS MANVILLE CORP NEW	COM	478129 10 9	1,631,000	126,100	b	1	a( 126,100 shares)
JOHNSON & JOHNSON	COM	478160 10 4	10,506,000	100,000 C	b	1	a( 100,000 shares)
JUNIPER NETWORKS INC	COM	48203R 10 4	2,710,000	21,500	b	1	a( 21,500 shares)
JUNIPER NETWORKS INC	COM	48203R 10 4	3,152,000	25,000 C	b	1	a( 25,000 shares)
KLA-TENCOR CORP	COM	482480 10 0	1,007,000	29,900	b	1	a( 29,900 shares)
K MART CORP	COM	482584 10 9	557,000	104,900	b	1	a( 104,900 shares)
KANA COMMUNICATIONS	COM	483600 10 2	791,000	68,800	b	1	a( 68,800 shares)
KANSAS CITY PWR & LT CO	COM	485134 10 0	1,435,000	52,300	b	1	a( 52,300 shares)
KANSAS CITY SOUTHN INDS INC	COM NEW	485170 30 2	428,000	42,300	b	1	a( 42,300 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)
KEANE INC	COM	486665 10 2	427,000	43,800	b	1	a( 43,800 shares)
KEEBLER FOODS CO	COM	487256 10 9	9,829,000	237,200	b	1	a( 237,200 shares)
KEITHLEY INSTRS INC	COM	487584 10 4	861,000	20,000 C	b	1	a( 20,000 shares)
KEITHLEY INSTRS INC	COM	487584 10 4	431,000	10,000 P	b	1	a( 10,000 shares)
KELLOGG CO	COM	487836 10 8	1,961,000	74,700	b	1	a( 74,700 shares)
KEMET CORP	COM	488360 10 8	920,000	60,800	b	1	a( 60,800 shares)
KENAMETAL INC	COM	489170 10 0	641,000	22,000	b	1	a( 22,000 shares)
KENT ELECTRS CORP	COM	490553 10 4	361,000	21,900	b	1	a( 21,900 shares)
KERR MCGEE CORP	COM	492386 10 7	1,774,000	26,500	b	1	a( 26,500 shares)
KEY ENERGY SVCS INC	COM	492914 10 6	473,000	45,300	b	1	a( 45,300 shares)
KEYCORP NEW	COM	493267 10 8	997,000	35,600	b	1	a( 35,600 shares)
KING PHARMACEUTICALS INC	COM	495582 10 8	1,990,000	38,500	b	1	a( 38,500 shares)
KING PHARMACEUTICALS INC	COM	495582 10 8	517,000	10,000 C	b	1	a( 10,000 shares)
KING PHARMACEUTICALS INC	COM	495582 10 8	517,000	10,000 P	b	1	a( 10,000 shares)
KMART FING I	PFD TRCV 7.75%	498778 20 8	10,144,000	380,100	b	1	a( 380,100 shares)
KNIGHT TRADING GROUP INC	COM	499063 10 5	176,000	12,600	b	1	a( 12,600 shares)
KOHL'S CORP	COM	500255 10 4	3,050,000	50,000	b	1	a( 50,000 shares)
KONINKLIJKE PHILIPS ELECTRS NV SP ADR NEW2000	COM	500472 30 3	1,649,000	45,500	b	1	a( 45,500 shares)
KOPIN CORP	COM	500600 10 1	118,000	10,700	b	1	a( 10,700 shares)
KOREA ELECTRIC PWR	SPONSORED ADR	500631 10 6	868,000	84,700	b	1	a( 84,700 shares)
KOREA TELECOM	SPONSORED ADR	50063P 10 3	849,000	27,400	b	1	a( 27,400 shares)
KORN FERRY INTL	COM NEW	500643 20 0	580,000	27,300	b	1	a( 27,300 shares)
KOS PHARMACEUTICALS INC	COM	500648 10 0	201,000	11,400	b	1	a( 11,400 shares)
KRISPY KREME DOUGHNUTS INC	COM	501014 10 4	1,303,000	15,700	b	1	a( 15,700 shares)
KROGER CO	COM	501044 10 1	1,881,000	69,500	b	1	a( 69,500 shares)
KROLL O GARA CO	COM	501050 10 8	92,000	15,400	b	1	a( 15,400 shares)
KULICKE & SOFFA INDS INC	COM	501242 10 1	457,000	40,600	b	1	a( 40,600 shares)
KYOCERA CORP	ADR	501556 20 3	956,000	9,000	b	1	a( 9,000 shares)

CONFIDENTIAL TREATMENT HAS BEEN REQUESTED

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44,023,000

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)
LSI LOGIC CORP	COM	502161 10 2	499,000	29,200	b	1	a( 29,200 shares)
LABOR READY INC	COM NEW	505401 20 8	109,000	32,900	b	1	a( 32,900 shares)
LABRANCHE & CO INC	COM	505447 10 2	462,000	15,100	b	1	a( 15,100 shares)
LAM RESEARCH CORP	COM	512807 10 8	2,175,000	150,000 C	b	1	a( 150,000 shares)
LAMAR ADVERTISING CO	CL A	512815 10 1	942,000	24,400	b	1	a( 24,400 shares)
LASER VISION CTRS INC	COM	51807H 10 0	48,000	29,800	b	1	a( 29,800 shares)
LATTICE SEMICONDUCTOR CORP	COM	518415 10 4	2,444,000	133,000	b	1	a( 133,000 shares)
LEAPNET INC	COM	521864 10 8	18,000	20,258	b	1	a( 20,258 shares)
LEAR CORP	COM	521865 10 5	1,372,000	55,300	b	1	a( 55,300 shares)
LEARNING TREE INTL INC	COM	522015 10 6	1,099,000	22,200	b	1	a( 22,200 shares)
LEGATO SYS INC	COM	524651 10 6	186,000	25,000	b	1	a( 25,000 shares)
LEGG MASON INC	COM	524901 10 5	1,809,000	33,200	b	1	a( 33,200 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	1,183,000	17,500	b	1	a( 17,500 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	5,410,000	80,000 C	b	1	a( 80,000 shares)
LEHMAN BROS HLDGS INC	COM	524908 10 0	5,410,000	80,000 P	b	1	a( 80,000 shares)
LENNAR CORP	COM	526057 10 4	5,858,000	161,600	b	1	a( 161,600 shares)
LEVEL 3 COMMUNICATIONS INC	COM	52729N 10 0	2,953,000	90,000 C	b	1	a( 90,000 shares)
LEXICON GENETICS INC	COM	528872 10 4	416,000	25,000 C	b	1	a( 25,000 shares)
LEXMARK INTL NEW	CL A	529771 10 7	1,773,000	40,000 C	b	1	a( 40,000 shares)
LIBERATE TECHNOLOGIES	COM	530129 10 5	571,000	41,900	b	1	a( 41,900 shares)
LIFECORE BIOMEDICAL INC	COM	532187 10 1	74,000	15,900	b	1	a( 15,900 shares)
LIFEMINDERS INC	COM	53220Q 10 5	70,000	20,000 C	b	1	a( 20,000 shares)
LILLY ELI & CO	COM	532457 10 8	949,000	10,200	b	1	a( 10,200 shares)
LILLY ELI & CO	COM	532457 10 8	15,821,000	170,000 C	b	1	a( 170,000 shares)
LILLY ELI & CO	COM	532457 10 8	1,861,000	20,000 P	b	1	a( 20,000 shares)
LIMITED INC	COM	532716 10 7	2,524,000	147,900	b	1	a( 147,900 shares)
LINCARE HLDGS INC	COM	532791 10 0	2,283,000	40,000 C	b	1	a( 40,000 shares)
LINCARE HLDGS INC	COM	532791 10 0	285,000	5,000 P	b	1	a( 5,000 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)
LINEAR TECHNOLOGY CORP	COM	535678 10 6	2,706,000	58,500	b	1	a( 58,500 shares)
LINENS N THINGS INC	COM	535679 10 4	704,000	25,500	b	1	a( 25,500 shares)
LIQUID AUDIO INC	COM	536311 10 2	63,000	24,700	b	1	a( 24,700 shares)
LITTELFUSE INC	COM	537008 10 4	218,000	7,600	b	1	a( 7,600 shares)
LOCKHEED MARTIN CORP	COM	539830 10 9	2,872,000	84,600	b	1	a( 84,600 shares)
LOEWS CORP	COM	540424 10 8	963,000	9,300	b	1	a( 9,300 shares)
LONDON PAC GROUP LTD	SPONSORED ADR	542073 10 1	331,000	43,700	b	1	a( 43,700 shares)
LONE STAR STEAKHOUSE SALOON	COM	542307 10 3	102,000	10,600	b	1	a( 10,600 shares)
LONE STAR TECHNOLOGIES INC	COM	542312 10 3	362,000	9,400	b	1	a( 9,400 shares)
LOUISIANA PAC CORP	COM	546347 10 5	114,000	11,300	b	1	a( 11,300 shares)
LUBRIZOL CORP	COM	549271 10 4	904,000	35,100	b	1	a( 35,100 shares)
LUCENT TECHNOLOGIES INC	COM	549463 10 7	3,460,000	256,300	b	1	a( 256,300 shares)
LUCENT TECHNOLOGIES INC	COM	549463 10 7	1,350,000	100,000 c	b	1	a( 100,000 shares)
LUMINANT WORLDWIDE CORP	COM	550260 10 3	9,000	11,200	b	1	a( 11,200 shares)
LUXOTTICA GROUP S P A	SPONSORED ADR	550688 20 2	208,000	15,100	b	1	a( 15,100 shares)
M & T BK CORP	COM	55261F 10 4	517,000	7,600	b	1	a( 7,600 shares)
M & T BK CORP	COM	55261F 10 4	1,360,000	20,000 P	b	1	a( 20,000 shares)
MCN ENERGY GROUP INC	COM	55267J 10 0	7,105,000	256,600	b	1	a( 256,600 shares)
MGIC INVT CORP WIS	COM	552848 10 3	4,174,000	61,900	b	1	a( 61,900 shares)
MGIC INVT CORP WIS	COM	552848 10 3	1,349,000	20,000 c	b	1	a( 20,000 shares)
MGM MIRAGE	COM	552953 10 1	5,440,000	193,000	b	1	a( 193,000 shares)
MKS INSTRUMENT INC	COM	55306N 10 4	271,000	17,500	b	1	a( 17,500 shares)
MRV COMMUNICATIONS INC	COM	553477 10 0	1,196,000	89,400	b	1	a( 89,400 shares)
MACROMEDIA INC	COM	556100 10 5	3,056,000	50,300	b	1	a( 50,300 shares)
MACROMEDIA INC	COM	556100 10 5	608,000	10,000 c	b	1	a( 10,000 shares)
MAGNA INTL INC	CL A	559222 40 1	432,000	10,300	b	1	a( 10,300 shares)
MANUGISTICS GROUP INC	COM	565011 10 3	713,000	12,500	b	1	a( 12,500 shares)
MANUGISTICS GROUP INC	COM	565011 10 3	2,280,000	40,000 c	b	1	a( 40,000 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)
MARKETING SVCS GROUP INC	COM	570907 10 5	13,000	10,600	b	1	a( 10,600 shares)
MARSH & MCLENNAN COS INC	COM	571748 10 2	9,676,000	82,700	b	1	a( 82,700 shares)
MARSH & MCLENNAN COS INC	COM	571748 10 2	878,000	7,500 c	b	1	a( 7,500 shares)
MARRIOTT INTL INC NEW	CL A	571903 20 2	1,551,000	36,700	b	1	a( 36,700 shares)
MARTHA STEWART LIVING OMNIMED	CL A	573083 10 2	971,000	48,400	b	1	a( 48,400 shares)
MASTEC INC	COM	576323 10 9	2,432,000	121,600	b	1	a( 121,600 shares)
MATSUSHITA ELEC INDL	ADR	576879 20 9	374,000	16,000	b	1	a( 16,000 shares)
MAXIM INTEGRATED PRODS INC	COM	57772K 10 1	1,635,000	34,200	b	1	a( 34,200 shares)
MAXIM PHARMACEUTICALS INC	COM	57772M 10 7	157,000	24,700	b	1	a( 24,700 shares)
MAXYGEN INC	COM	577776 10 7	735,000	30,000 c	b	1	a( 30,000 shares)
MAY DEPT STORES CO	COM	577778 10 3	2,525,000	77,100	b	1	a( 77,100 shares)
MAXIMUS INC	COM	577933 10 4	286,000	8,200	b	1	a( 8,200 shares)
MCCORMICK & CO INC	COM NON VTG	579780 20 6	332,000	9,200	b	1	a( 9,200 shares)
MCDATA CORP	CL B	580031 10 2	1,095,000	20,000 c	b	1	a( 20,000 shares)
MCDERMOTT INTL INC	COM	580037 10 9	858,000	79,800	b	1	a( 79,800 shares)
MCGRAW HILL COS INC	COM	580645 10 9	6,888,000	117,500	b	1	a( 117,500 shares)
MCKESSON HBOC INC	COM	58155Q 10 3	2,329,000	64,900	b	1	a( 64,900 shares)
MCKESSON HBOC INC	COM	58155Q 10 3	1,436,000	40,000 c	b	1	a( 40,000 shares)
MEDAREX INC	COM	583916 10 1	3,260,000	80,000 c	b	1	a( 80,000 shares)
MEDIAPLEX INC	COM	584468 10 5	8,000	10,000 c	b	1	a( 10,000 shares)
MELLON FINL CORP	COM	58551A 10 8	3,443,000	70,000	b	1	a( 70,000 shares)
MENTOR GRAPHICS CORP	COM	587200 10 6	373,000	13,600	b	1	a( 13,600 shares)
MERCK & CO INC	COM	589331 10 7	11,235,000	120,000 c	b	1	a( 120,000 shares)
MERCURY INTERACTIVE CORP	COM	589405 10 9	1,056,000	11,700	b	1	a( 11,700 shares)
MEREDITH CORP	COM	589433 10 1	377,000	11,700	b	1	a( 11,700 shares)
MERRILL LYNCH & CO INC	COM	590188 10 8	4,091,000	60,000 c	b	1	a( 60,000 shares)
METHODE ELECTRS INC	CL A	591520 20 0	1,172,000	51,100	b	1	a( 51,100 shares)
METRICOM INC	COM	591596 10 1	721,000	71,700	b	1	a( 71,700 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)
METRIS COS INC	COM	591598 10 7	747,000	28,400	b	1	a( 28,400 shares)
METRO GOLDWYN MAYER INC	COM	591610 10 0	299,000	18,300	b	1	a( 18,300 shares)
METROMEDIA FIBER NETWORK INC	CL A	591689 10 4	894,000	88,300	b	1	a( 88,300 shares)
METTLER TOLEDO INTERNATIONAL	COM	592688 10 5	522,000	9,600	b	1	a( 9,600 shares)
MICREL INC	COM	594793 10 1	967,000	28,700	b	1	a( 28,700 shares)
MICROSOFT CORP	COM	594918 10 4	11,664,000	268,900	b	1	a( 268,900 shares)
MICROSOFT CORP	COM	594918 10 4	46,845,000	1,080,000 C	b	1	a( 1,080,000 shares)
MICROSOFT CORP	COM	594918 10 4	6,073,000	140,000 P	b	1	a( 140,000 shares)
MICROSTRATEGY INC	CL A	594972 10 1	140,000	14,700	b	1	a( 14,700 shares)
MICROMUSE INC	COM	595094 10 3	519,000	8,600	b	1	a( 8,600 shares)
MICRON TECHNOLOGY INC	COM	595112 10 3	238,000	6,700	b	1	a( 6,700 shares)
MICRON TECHNOLOGY INC	COM	595112 10 3	5,325,000	150,000 C	b	1	a( 150,000 shares)
MID ATLANTIC MED SVCS INC	COM	59523C 10 7	1,950,000	98,400	b	1	a( 98,400 shares)
MILLENNIUM PHARMACEUTICALS INC COM	COM	599902 10 3	427,000	6,900	b	1	a( 6,900 shares)
MILLENNIUM CHEMICALS INC	COM	599903 10 1	649,000	35,800	b	1	a( 35,800 shares)
MILLER HERMAN INC	COM	600544 10 0	822,000	28,600	b	1	a( 28,600 shares)
MILLIPORE CORP	COM	601073 10 9	2,822,000	44,800	b	1	a( 44,800 shares)
MILLIPORE CORP	COM	601073 10 9	315,000	5,000 P	b	1	a( 5,000 shares)
MINIMED INC	COM	60365K 10 8	891,000	21,200	b	1	a( 21,200 shares)
MIPS TECHNOLOGIES INC	CL A	604567 10 7	243,000	9,100	b	1	a( 9,100 shares)
MIRAVANT MED TECHNOLOGIES	COM	604690 10 7	138,000	14,900	b	1	a( 14,900 shares)
MITCHELL ENERGY & DEV CORP	CL A	606592 20 2	3,032,000	49,500	b	1	a( 49,500 shares)
MOLECULAR DEVICES CORP	COM	60851C 10 7	376,000	5,500	b	1	a( 5,500 shares)
MOLEX INC	COM	608554 10 1	1,099,000	30,950	b	1	a( 30,950 shares)
MONTANA POWER CO	COM	612085 10 0	4,129,000	199,000	b	1	a( 199,000 shares)
MONY GROUP INC	COM	615337 10 2	1,112,000	22,500	b	1	a( 22,500 shares)
MOODYS CORP	COM	615369 10 5	1,066,000	41,500	b	1	a( 41,500 shares)
MORGAN J P & CO INC	COM	616880 10 0	4,849,000	29,300	b	1	a( 29,300 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)
MOTIENT CORP	COM	619908 10 6	56,000	14,100	b	1	a( 14,100 shares)
MOTOROLA INC	COM	620076 10 9	543,000	26,800	b	1	a( 26,800 shares)
MPOWER COMMUNICATIONS CORP	PFED CV D 7.25%	62473J 20 5	1,467,000	195,600	b	1	a( 195,600 shares)
MP3 COM INC	COM	62473M 10 9	306,000	85,200	b	1	a( 85,200 shares)
MUTUAL RISK MGMT LTD	COM	628351 10 8	796,000	52,400	b	1	a( 52,400 shares)
NBTY INC	COM	628782 10 4	136,000	28,600	b	1	a( 28,600 shares)
NCR CORP NEW	COM	62886E 10 8	4,667,000	95,000 c	b	1	a( 95,000 shares)
NRG ENERGY INC	COM	629377 10 2	339,000	12,200	b	1	a( 12,200 shares)
NTL INC	COM	629407 10 7	1,685,000	70,400	b	1	a( 70,400 shares)
NATIONAL AUSTRALIA BK LTD	CAP UTS EXCHBL	632525 30 9	23,444,000	819,000	b	1	a( 819,000 shares)
NATIONAL CITY CORP	COM	635405 10 3	575,000	20,000	b	1	a( 20,000 shares)
NATIONAL DATA CORP	COM	635621 10 5	2,150,000	58,700	b	1	a( 58,700 shares)
NATIONAL-OILWELL INC	COM	637071 10 1	774,000	20,000 c	b	1	a( 20,000 shares)
NATIONAL SEMICONDUCTOR CORP	COM	637640 10 3	2,745,000	136,400	b	1	a( 136,400 shares)
NATIONWIDE FINL SVCS INC	CL A	638612 10 1	1,349,000	28,400	b	1	a( 28,400 shares)
NATIONWIDE FINL SVCS INC	CL A	638612 10 1	1,188,000	25,000 c	b	1	a( 25,000 shares)
NEOFORMA COM INC	COM	640475 10 9	35,000	42,900	b	1	a( 42,900 shares)
NEORX CORP	COM PAR \$0.02	640520 30 0	108,000	20,600	b	1	a( 20,600 shares)
NETCENTIVES INC	COM	64108P 10 1	77,000	20,200	b	1	a( 20,200 shares)
NETEGRITY INC	COM	64110P 10 7	1,756,000	32,300	b	1	a( 32,300 shares)
NETEGRITY INC	COM	64110P 10 7	272,000	5,000 c	b	1	a( 5,000 shares)
NETERGY NETWORKS INC	COM	64111F 10 8	35,000	18,800	b	1	a( 18,800 shares)
NETRO CORP	COM	64114R 10 9	208,000	30,000 c	b	1	a( 30,000 shares)
NETIQ CORP	COM	64115P 10 2	518,000	5,925	b	1	a( 5,925 shares)
NETWORK APPLIANCE INC	COM	64120L 10 4	3,967,000	61,800	b	1	a( 61,800 shares)
NETZERO INC	COM	64122R 10 9	36,000	41,500	b	1	a( 41,500 shares)
NEWFIELD FINL TR I	QUIPS SER A	651291 20 5	6,907,000	96,600	b	1	a( 96,600 shares)
NEWMONT MINING CORP	COM	651639 10 6	609,000	35,700	b	1	a( 35,700 shares)

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 (note #3)
NEWPARK RES INC	COM PAR \$.01NEW	651718 50 4	119,000	12,400	b	1	a( 12,400 shares)
NEWPORT NEWS SHIPBUILDING INC	COM	652228 10 7	3,084,000	59,300	b	1	a( 59,300 shares)
NEXTEL COMMUNICATIONS INC	CL A	65332V 10 3	1,733,000	70,000 c	b	1	a( 70,000 shares)
NIAGARA MOHAWK HLDGS INC	COM	653520 10 6	4,100,000	245,700	b	1	a( 245,700 shares)
NIKU CORP	COM	654113 10 9	329,000	45,000 c	b	1	a( 45,000 shares)
NIPPON TELEG & TEL CORP	SPONSORED ADR	654624 10 5	821,000	23,000	b	1	a( 23,000 shares)
NOBLE AFFILIATES INC	COM	654894 10 4	1,444,000	31,400	b	1	a( 31,400 shares)
NOBLE DRILLING CORP	COM	655042 10 9	6,889,000	158,600	b	1	a( 158,600 shares)
NORDSTROM INC	COM	655664 10 0	1,561,000	85,800	b	1	a( 85,800 shares)
NORFOLK SOUTHERN CORP	COM	655844 10 8	3,343,000	251,100	b	1	a( 251,100 shares)
NORTEL NETWORKS CORP NEW	COM	656568 10 2	10,321,000	321,900	b	1	a( 321,900 shares)
NORTHEAST UTILS	COM	664397 10 6	3,776,000	155,700	b	1	a( 155,700 shares)
NORTHERN TR CORP	COM	665859 10 4	2,741,000	33,600	b	1	a( 33,600 shares)
NORTHERN TR CORP	COM	665859 10 4	3,263,000	40,000 c	b	1	a( 40,000 shares)
NORTHERN TR CORP	COM	665859 10 4	408,000	5,000 P	b	1	a( 5,000 shares)
NORTHPOINT COMMUNICATIONS HLDG COM	COM	666610 10 0	6,000	18,400	b	1	a( 18,400 shares)
NORTHROP GRUMMAN CORP	COM	666807 10 2	830,000	10,000 c	b	1	a( 10,000 shares)
NORTHWEST AIRLRS CORP	CL A	667280 10 1	1,699,000	56,400	b	1	a( 56,400 shares)
NOVEN PHARMACEUTICALS INC	COM	670009 10 9	1,121,000	30,000 c	b	1	a( 30,000 shares)
NOVOSTE CORP	COM	67010C 10 0	305,000	11,100	b	1	a( 11,100 shares)
NUEVO ENERGY CO	COM	670509 10 8	466,000	26,900	b	1	a( 26,900 shares)
NVIDIA CORP	COM	67066G 10 4	2,353,000	71,800	b	1	a( 71,800 shares)
OGE ENERGY CORP	COM	670837 10 3	286,000	11,700	b	1	a( 11,700 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	1,867,000	23,300	b	1	a( 23,300 shares)
OSI PHARMACEUTICALS INC	COM	671040 10 3	5,208,000	65,000 c	b	1	a( 65,000 shares)
OAK TECHNOLOGY INC	COM	671802 10 6	108,000	12,400	b	1	a( 12,400 shares)
OAKLEY INC	COM	673662 10 2	1,291,000	95,600	b	1	a( 95,600 shares)
OCEAN ENERGY INC TEX	COM	67481E 10 6	876,000	50,400	b	1	a( 50,400 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)
OFFICE DEPOT INC	LYON SUB ZERO 0	676220 AA 4	15,189,000	24,900,000	b	1	a( 24,900,000 shares)
OFFICEMAX INC	COM	67622M 10 8	121,000	42,200	b	1	a( 42,200 shares)
OGDEN CORP	COM	676346 10 9	180,000	11,700	b	1	a( 11,700 shares)
OHIO CAS CORP	COM	677240 10 3	220,000	22,000	b	1	a( 22,000 shares)
OLD KENT FINL CORP	COM	679833 10 3	565,000	12,920	b	1	a( 12,920 shares)
OMNICOM GROUP INC	COM	681919 10 6	8,909,000	107,500	b	1	a( 107,500 shares)
ONEOK INC NEW	COM	682680 10 3	299,000	6,200	b	1	a( 6,200 shares)
ONI SYSTEMS CORP	COM	68273F 10 3	791,000	20,000 c	b	1	a( 20,000 shares)
ONVIA COM INC	COM	68338T 10 6	14,000	16,900	b	1	a( 16,900 shares)
ONYX SOFTWARE CORP	COM	683402 10 1	179,000	16,300	b	1	a( 16,300 shares)
OPENWAVE SYS INC	COM	683718 10 0	479,000	10,000	b	1	a( 10,000 shares)
OPENWAVE SYS INC	COM	683718 10 0	2,157,000	45,000 c	b	1	a( 45,000 shares)
ORACLE CORP	COM	68389X 10 5	2,828,000	97,300	b	1	a( 97,300 shares)
ORTHODONTIC CTRS AMER INC	COM	68750P 10 3	325,000	10,400	b	1	a( 10,400 shares)
OSICOM TECHNOLOGIES INC	COM PAR \$0.30	688271 50 1	712,000	44,300	b	1	a( 44,300 shares)
OVERSEAS SHIPHOLDING GROUP INC	COM	690368 10 5	225,000	9,800	b	1	a( 9,800 shares)
OWENS ILL INC	PFD CONV \$.01	690768 50 2	1,399,000	107,600	b	1	a( 107,600 shares)
OXFORD HEALTH PLANS INC	COM	691471 10 6	4,230,000	107,100	b	1	a( 107,100 shares)
PC-TEL INC	COM	69325Q 10 5	108,000	10,000 c	b	1	a( 10,000 shares)
PG&E CORP	COM	69331C 10 8	8,638,000	431,900	b	1	a( 431,900 shares)
P F CHANGS CHINA BISTRO INC	COM	69333Y 10 8	990,000	31,500	b	1	a( 31,500 shares)
PMC-SIERRA INC	COM	69344F 10 6	928,000	11,800	b	1	a( 11,800 shares)
PMI GROUP INC	COM	69344M 10 1	4,840,000	71,500	b	1	a( 71,500 shares)
PMI GROUP INC	COM	69344M 10 1	677,000	10,000 P	b	1	a( 10,000 shares)
PNC FINL SVCS GROUP INC	COM	693475 10 5	709,000	9,700	b	1	a( 9,700 shares)
PPL CORP	COM	69351T 10 6	1,333,000	29,500	b	1	a( 29,500 shares)
PSS WORLD MED INC	COM	69366A 10 0	791,000	158,100	b	1	a( 158,100 shares)
PACIFICARE HEALTH SYS DEL	COM	695112 10 2	300,000	20,000 c	b	1	a( 20,000 shares)

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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)
PACKAGING CORP AMER	COM	695156 10 9	345,000	21,400	b	1	a( 21,400 shares)
PALL CORP	COM	696429 30 7	776,000	36,400	b	1	a( 36,400 shares)
PALM INC	COM	696642 10 7	17,271,000	610,000 c	b	1	a( 610,000 shares)
PARK ELECTROCHEMICAL CORP	COM	700416 20 9	356,000	11,600	b	1	a( 11,600 shares)
PARK PL ENTMT CORP	COM	700690 10 0	3,418,000	286,300	b	1	a( 286,300 shares)
PARKER DRILLING CO	COM	701081 10 1	259,000	51,100	b	1	a( 51,100 shares)
PARKER HANNIFIN CORP	COM	701094 10 4	1,130,000	25,600	b	1	a( 25,600 shares)
PARKERVISON INC	COM	701354 10 2	326,000	8,900	b	1	a( 8,900 shares)
PATTERSON ENERGY INC	COM	703414 10 2	883,000	23,700	b	1	a( 23,700 shares)
PAXSON COMMUNICATIONS CORP	COM	704231 10 9	258,000	21,600	b	1	a( 21,600 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	4,599,000	65,000 c	b	1	a( 65,000 shares)
PAYLESS SHOESOURCE INC	COM	704379 10 6	1,769,000	25,000 P	b	1	a( 25,000 shares)
PENN TREATY AMERN CORP	SB NT CV 6.25%	707874 AC 7	1,896,000	2,400,000	b	1	a( 2,400,000 shares)
PENNEY J C INC	COM	708160 10 6	2,212,000	203,400	b	1	a( 203,400 shares)
PENNZOIL-QUAKER STATE COMPANY	COM	709323 10 9	384,000	29,800	b	1	a( 29,800 shares)
PENTON MEDIA INC	COM	709668 10 7	855,000	31,800	b	1	a( 31,800 shares)
PEOPLES ENERGY CORP	COM	711030 10 6	331,000	7,400	b	1	a( 7,400 shares)
PEOPLESOFT INC	COM	712713 10 6	4,262,000	114,600	b	1	a( 114,600 shares)
PEOPLESOFT INC	COM	712713 10 6	5,206,000	140,000 c	b	1	a( 140,000 shares)
PEPSI BOTTLING GROUP INC	COM	713409 10 0	563,000	14,100	b	1	a( 14,100 shares)
PEPSICO INC	COM	713448 10 8	1,983,000	40,000 c	b	1	a( 40,000 shares)
PERKINELMER INC	COM	714046 10 9	7,781,000	74,100	b	1	a( 74,100 shares)
PERKINELMER INC	COM	714046 10 9	1,050,000	10,000 c	b	1	a( 10,000 shares)
PEROT SYS CORP	CL A	714265 10 5	253,000	27,500	b	1	a( 27,500 shares)
P T TELEKOMUNIKASI INDONESIA	SPONSORED ADR	715684 10 6	62,000	15,100	b	1	a( 15,100 shares)
PETROCHINA CO LTD	SPONSORED ADR	71646E 10 0	437,000	26,400	b	1	a( 26,400 shares)
PETROLEO BRASILEIRO SA PETROBR	SPONSORED ADR	71654V 40 8	1,785,000	70,700	b	1	a( 70,700 shares)
PETROLEUM GEO-SVCS A/S	SPONSORED ADR	716597 10 9	475,000	35,700	b	1	a( 35,700 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)
PHARMACYCLICS INC	COM	716933 10 6	558,000	16,300	b	1	a( 16,300 shares)
PFIZER INC	COM	717081 10 3	2,999,000	65,200	b	1	a( 65,200 shares)
PHARMACEUTICAL PROD DEV INC	COM	717124 10 1	328,000	6,600	b	1	a( 6,600 shares)
PHARMACOPEIA INC	COM	717138 10 4	218,000	10,000 c	b	1	a( 10,000 shares)
PHARMACIA CORP	ADJ CONVR RATE	717130 20 1	2,653,000	51,200	b	1	a( 51,200 shares)
PHILIP MORRIS COS INC	COM	718154 10 7	45,808,000	1,041,100	b	1	a( 1,041,100 shares)
PHILIPPINE LONG DISTANCE TEL	SPONSORED GDR	718252 70 3	27,895,000	791,340	b	1	a( 791,340 shares)
PHOTON DYNAMICS INC	COM	719364 10 1	225,000	10,000 c	b	1	a( 10,000 shares)
PIER 1 IMPORTS INC	COM	720279 10 8	590,000	57,200	b	1	a( 57,200 shares)
PINNACLE ENTMT INC	COM	723456 10 9	495,000	36,700	b	1	a( 36,700 shares)
PIONEER NAT RES CO	COM	723787 10 7	1,146,000	58,200	b	1	a( 58,200 shares)
PITNEY BOWES INC	COM	724479 10 0	229,000	6,900	b	1	a( 6,900 shares)
PIXELWORKS INC	COM	72581M 10 7	533,000	23,800	b	1	a( 23,800 shares)
PLACER DOME INC	COM	725906 10 1	774,000	80,400	b	1	a( 80,400 shares)
POGO PRODUCING CO	COM	730448 10 7	1,043,000	33,500	b	1	a( 33,500 shares)
POGO TR I	QUIPS SER A	73044P 20 8	12,929,000	176,800	b	1	a( 176,800 shares)
POHANG IRON & STL LTD	SPONSORED ADR	730450 10 3	840,000	54,000	b	1	a( 54,000 shares)
POLAROID CORP	COM	731095 10 5	248,000	42,600	b	1	a( 42,600 shares)
POLYCOM INC	COM	73172K 10 4	2,166,000	67,300	b	1	a( 67,300 shares)
POLYCOM INC	COM	73172K 10 4	966,000	30,000 c	b	1	a( 30,000 shares)
POLYONE CORP	COM	73179P 10 6	202,000	34,400	b	1	a( 34,400 shares)
POTASH CORP SASK INC	COM	73755L 10 7	666,000	8,500	b	1	a( 8,500 shares)
POTLATCH CORP	COM	737628 10 7	248,000	7,400	b	1	a( 7,400 shares)
POWER INTEGRATIONS INC	COM	739276 10 3	297,000	25,800	b	1	a( 25,800 shares)
POWER-ONE INC	COM	739308 10 4	904,000	23,000	b	1	a( 23,000 shares)
POWERWAVE TECHNOLOGIES INC	COM	739363 10 9	2,673,000	45,700	b	1	a( 45,700 shares)
POWERTEL INC	COM	73936C 10 9	3,853,000	62,200	b	1	a( 62,200 shares)
PRE PAID LEGAL SVCS INC	COM	740065 10 7	2,213,000	86,800	b	1	a( 86,800 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 (note #3)
PRECISION CASTPARTS CORP	COM	740189 10 5	2,608,000	62,000	b	1	a( 62,000 shares)
PRECISION CASTPARTS CORP	COM	740189 10 5	841,000	20,000 C	b	1	a( 20,000 shares)
PRECISION CASTPARTS CORP	COM	740189 10 5	841,000	20,000 P	b	1	a( 20,000 shares)
PRESSTEK INC	COM	741113 10 4	214,000	20,400	b	1	a( 20,400 shares)
PRICE COMMUNICATIONS CORP	COM NEW	741437 30 5	1,007,000	59,900	b	1	a( 59,900 shares)
PRICELINE COM INC	COM	741503 10 6	164,000	125,000 C	b	1	a( 125,000 shares)
PRIMEDIA INC	COM	74157K 10 1	159,000	13,300	b	1	a( 13,300 shares)
PRIDE INTL INC	COM	741932 10 7	670,000	27,200	b	1	a( 27,200 shares)
PRIORITY HEALTHCARE CORP	CL B	74264T 10 2	657,000	16,100	b	1	a( 16,100 shares)
PRIORITY HEALTHCARE CORP	CL B	74264T 10 2	408,000	10,000 P	b	1	a( 10,000 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	3,138,000	40,000 C	b	1	a( 40,000 shares)
PROCTER & GAMBLE CO	COM	742718 10 9	32,160,000	410,000 P	b	1	a( 410,000 shares)
PRODIGY COMMUNICATIONS CORP	CL A	74283P 20 6	24,000	16,115	b	1	a( 16,115 shares)
PROTECTIVE LIFE CORP	INCOME PRIDES	743674 20 2	21,254,000	412,700	b	1	a( 412,700 shares)
PROVIDIAN FINL CORP	COM	74406A 10 2	5,986,000	104,100	b	1	a( 104,100 shares)
PROXIM INC	COM	744284 10 0	864,000	20,100	b	1	a( 20,100 shares)
PSINET INC	COM	74437C 10 1	20,000	27,300	b	1	a( 27,300 shares)
PUBLIC SVC CO N MEX	COM	744499 10 4	273,000	10,200	b	1	a( 10,200 shares)
PUGET SOUND ENERGY INC	COM	745332 10 6	668,000	24,000	b	1	a( 24,000 shares)
PULTE CORP	COM	745867 10 1	1,747,000	41,400	b	1	a( 41,400 shares)
PURCHASEPRO COM	COM	746144 10 4	1,743,000	99,600	b	1	a( 99,600 shares)
PURCHASEPRO COM	COM	746144 10 4	2,100,000	120,000 C	b	1	a( 120,000 shares)
QLOGIC CORP	COM	747277 10 1	1,016,000	13,200	b	1	a( 13,200 shares)
QUAKER OATS CO	COM	747402 10 5	6,982,000	71,700	b	1	a( 71,700 shares)
QUAKER OATS CO	COM	747402 10 5	974,000	10,000 C	b	1	a( 10,000 shares)
QUAKER OATS CO	COM	747402 10 5	974,000	10,000 P	b	1	a( 10,000 shares)
QUALCOMM INC	COM	747525 10 3	2,745,000	33,400	b	1	a( 33,400 shares)
QUANTA SVCS INC	COM	74762E 10 2	937,000	29,100	b	1	a( 29,100 shares)

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91,174,000

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)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	2,158,000	15,200	b	1	a( 15,200 shares)
QUEST DIAGNOSTICS INC	COM	74834L 10 0	4,260,000	30,000 c	b	1	a( 30,000 shares)
QUEST SOFTWARE INC	COM	74834T 10 3	471,000	16,800	b	1	a( 16,800 shares)
QUESTAR CORP	COM	748356 10 2	2,898,000	96,400	b	1	a( 96,400 shares)
QUINTILES TRANSNATIONAL CORP	COM	748767 10 0	854,000	40,800	b	1	a( 40,800 shares)
QWEST COMMUNICATIONS INTL INC	COM	749121 10 9	8,099,000	197,542	b	1	a( 197,542 shares)
QWEST COMMUNICATIONS INTL INC	COM	749121 10 9	11,480,000	280,000 c	b	1	a( 280,000 shares)
R & B FALCON CORP	COM	74912E 10 1	12,811,000	558,500	b	1	a( 558,500 shares)
RPM INC OHIO	COM	749685 10 3	195,000	22,800	b	1	a( 22,800 shares)
RSA SEC INC	COM	749719 10 0	1,116,000	21,100	b	1	a( 21,100 shares)
RF MICRODEVICES INC	COM	749941 10 0	1,608,000	58,600	b	1	a( 58,600 shares)
RADIAN GROUP INC	COM	750236 10 1	1,689,000	22,500	b	1	a( 22,500 shares)
RADIOSHACK CORP	COM	750438 10 3	6,199,000	144,800	b	1	a( 144,800 shares)
RAINBOW TECHNOLOGIES INC	COM	750862 10 4	196,000	12,400	b	1	a( 12,400 shares)
RAMBUS INC DEL	COM	750917 10 6	6,560,000	181,600	b	1	a( 181,600 shares)
RALSTON PURINA CO	COM RAL-PUR GP	751277 30 2	690,000	26,400	b	1	a( 26,400 shares)
RAMTRON INTL CORP	COM NEW	751907 30 4	56,000	12,800	b	1	a( 12,800 shares)
RARE MEDIUM GROUP INC	COM	75382N 10 9	178,000	93,600	b	1	a( 93,600 shares)
READ-RITE CORP	COM	755246 10 5	140,000	34,700	b	1	a( 34,700 shares)
READERS DIGEST ASSN INC	CL A NON VTG	755267 10 1	329,000	8,400	b	1	a( 8,400 shares)
RED HAT INC	COM	756577 10 2	114,000	18,200	b	1	a( 18,200 shares)
REEBOK INTL LTD	COM	758110 10 0	667,000	24,400	b	1	a( 24,400 shares)
REEBOK INTL LTD	COM	758110 10 0	1,230,000	45,000 c	b	1	a( 45,000 shares)
REGENERON PHARMACEUTICALS	COM	75886F 10 7	264,000	7,500	b	1	a( 7,500 shares)
REGIONS FINL CORP	COM	758940 10 0	661,000	24,200	b	1	a( 24,200 shares)
REGISTER COM INC	COM	75914G 10 1	83,000	11,900	b	1	a( 11,900 shares)
RENAL CARE GROUP INC	COM	759930 10 0	351,000	12,800	b	1	a( 12,800 shares)
REPUBLIC SECURITY FINL CORP	COM	760758 10 2	375,000	51,900	b	1	a( 51,900 shares)

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65,732,000

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)
RESEARCH IN MOTION LTD	COM	760975 10 2	4,208,000	52,400	b	1	a( 52,400 shares)
REUTERS GROUP PLC	SPONSORED ADR	76132M 10 2	389,000	3,900	b	1	a( 3,900 shares)
REVLON INC	CL A	761525 50 0	111,000	22,300	b	1	a( 22,300 shares)
REYNOLDS R J TOB HLDGS INC	COM	76182K 10 5	2,403,000	49,300	b	1	a( 49,300 shares)
RICHARDSON ELECTRS LTD	SRSBDBCV 8.25%	763165 AC 1	2,252,000	2,642,000	b	1	a( 2,642,000 shares)
ROBBINS & MYERS INC	SUB NT CV 6.5%	770196 AA 1	963,000	1,000,000	b	1	a( 1,000,000 shares)
ROGERS COMMUNICATIONS INC	DB CONV 2.00%	775109 AE 1	3,719,000	5,000,000	b	1	a( 5,000,000 shares)
ROHM & HAAS CO	COM	775371 10 7	1,754,000	48,300	b	1	a( 48,300 shares)
ROSTELCOM OPEN JT STK LNG DST SPONSORED ADR	COM	778529 10 7	142,000	27,400	b	1	a( 27,400 shares)
ROWAN COS INC	COM	779382 10 0	748,000	27,700	b	1	a( 27,700 shares)
ROYAL PTT NEDERLAND N V	SPONSORED ADR	780641 20 5	223,000	20,000	b	1	a( 20,000 shares)
RUBY TUESDAY INC	COM	781182 10 0	271,000	17,800	b	1	a( 17,800 shares)
SBC COMMUNICATIONS INC	COM	78387G 10 3	3,949,000	82,700	b	1	a( 82,700 shares)
SBC COMMUNICATIONS INC	COM	78387G 10 3	5,969,000	125,000 c	b	1	a( 125,000 shares)
SBA COMMUNICATIONS CORP	COM	78388J 10 6	1,076,000	26,200	b	1	a( 26,200 shares)
SBA COMMUNICATIONS CORP	COM	78388J 10 6	205,000	5,000 c	b	1	a( 5,000 shares)
SCI SYS INC	SUB NT CONV 3%	783890 AF 3	8,704,000	11,000,000	b	1	a( 11,000,000 shares)
SDL INC	COM	784076 10 1	5,290,000	35,700	b	1	a( 35,700 shares)
SEI INVESTMENTS CO	COM	784117 10 3	526,000	4,700	b	1	a( 4,700 shares)
SEI INVESTMENTS CO	COM	784117 10 3	560,000	5,000 c	b	1	a( 5,000 shares)
SLI INC	COM	78442T 10 8	153,000	23,700	b	1	a( 23,700 shares)
SPX CORP	COM	784635 10 4	346,000	3,200	b	1	a( 3,200 shares)
SABRE HLDGS CORP	CL A	785905 10 0	1,708,000	39,600	b	1	a( 39,600 shares)
SAFECO CORP	COM	786429 10 0	1,105,000	33,600	b	1	a( 33,600 shares)
SAGE INC	COM	786632 10 9	239,000	16,200	b	1	a( 16,200 shares)
SAGENT TECHNOLOGY INC	COM	786693 10 1	54,000	39,400	b	1	a( 39,400 shares)
ST JOE CO	COM	790148 10 0	431,000	19,600	b	1	a( 19,600 shares)
ST JUDE MED INC	COM	790849 10 3	2,458,000	40,000 c	b	1	a( 40,000 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)
SAKS INC	COM	79377W 10 8	214,000	21,400	b	1	a( 21,400 shares)
SALTON INC	COM	795757 10 3	292,000	14,100	b	1	a( 14,100 shares)
SANDISK CORP	COM	80004C 10 1	278,000	10,000 P	b	1	a( 10,000 shares)
SANWINA CORP	COM	800907 10 7	4,383,000	57,200	b	1	a( 57,200 shares)
SANGSTAT MED CORP	COM	801003 10 4	121,000	10,200	b	1	a( 10,200 shares)
SANTA CRUZ OPERATION INC	COM	801833 10 4	26,000	20,000	b	1	a( 20,000 shares)
SARA LEE CORP	COM	803111 10 3	737,000	30,000	b	1	a( 30,000 shares)
SATYAM INFOWAY LTD	SPONSORED ADR	804099 10 9	57,000	15,700	b	1	a( 15,700 shares)
SAWTEK INC	COM	805468 10 5	721,000	15,600	b	1	a( 15,600 shares)
SAWTEK INC	COM	805468 10 5	1,617,000	35,000 C	b	1	a( 35,000 shares)
SCHEIN HENRY INC	COM	806407 10 2	502,000	14,500	b	1	a( 14,500 shares)
SCHERING PLOUGH CORP	COM	806605 10 1	5,159,000	90,900	b	1	a( 90,900 shares)
SCHERING PLOUGH CORP	COM	806605 10 1	2,270,000	40,000 C	b	1	a( 40,000 shares)
SCHLUMBERGER LTD	COM	806857 10 8	3,198,000	40,000 C	b	1	a( 40,000 shares)
SCHOLASTIC CORP	COM	807066 10 5	1,258,000	14,200	b	1	a( 14,200 shares)
SCHWAB CHARLES CORP NEW	COM	808513 10 5	579,000	20,400	b	1	a( 20,400 shares)
SCIENTIFIC ATLANTA INC	COM	808655 10 4	765,000	23,500	b	1	a( 23,500 shares)
SCOTTISH PWR PLC	SPON ADR FINAL	81013T 70 5	1,297,000	42,800	b	1	a( 42,800 shares)
SCOTTS CO	CL A	810186 10 6	912,000	24,700	b	1	a( 24,700 shares)
SCRIPPS E W CO OHIO	CL A	811054 20 4	484,000	7,700	b	1	a( 7,700 shares)
SEALED AIR CORP NEW	COM	81211K 10 0	6,548,000	214,700	b	1	a( 214,700 shares)
SEALED AIR CORP NEW	PFD CV A \$2	81211K 20 9	23,052,000	714,800	b	1	a( 714,800 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	921,000	26,500	b	1	a( 26,500 shares)
SEARS ROEBUCK & CO	COM	812387 10 8	695,000	20,000 C	b	1	a( 20,000 shares)
SECURE COMPUTING CORP	COM	813705 10 0	109,000	11,000	b	1	a( 11,000 shares)
SELECTICA INC	COM	816288 10 4	484,000	20,000 C	b	1	a( 20,000 shares)
SEMTECH CORP	COM	816850 10 1	1,119,000	50,700	b	1	a( 50,700 shares)
SEMPRA ENERGY	COM	816851 10 9	272,000	11,700	b	1	a( 11,700 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)
SENSIENT TECHNOLOGIES CORP	COM	81725T 10 0	268,000	11,800	b	1	a( 11,800 shares)
SENSORMATIC ELECTRS CORP	PFD CV DEP 1/10	81726S 80 4	4,747,000	175,000	b	1	a( 175,000 shares)
SEPRACOR INC	SB DEB CONV 5%	81731S AL 8	5,194,000	5,000,000	b	1	a( 5,000,000 shares)
SEQUENOM INC	COM	817337 10 8	143,000	10,200	b	1	a( 10,200 shares)
SERVICE CORP INTL	COM	81756S 10 4	40,000	22,700	b	1	a( 22,700 shares)
SHAW GROUP INC	COM	820280 10 5	8,095,000	161,900	b	1	a( 161,900 shares)
SIEBEL SYS INC	COM	826170 10 2	6,215,000	91,900	b	1	a( 91,900 shares)
SIGMA ALDRICH CORP	COM	826552 10 1	393,000	10,000 c	b	1	a( 10,000 shares)
STLICON STORAGE TECHNOLOGY INC COM		827057 10 0	1,226,000	103,800	b	1	a( 103,800 shares)
SILICON VY BANCSHARES	COM	827064 10 6	346,000	10,000 c	b	1	a( 10,000 shares)
SILICON VY GROUP INC	COM	827066 10 1	937,000	32,600	b	1	a( 32,600 shares)
SIRIUS SATELLITE RADIO INC	COM	82966U 10 3	422,000	14,100	b	1	a( 14,100 shares)
SIX FLAGS INC	PINES	83001P 20 8	8,255,000	233,350	b	1	a( 233,350 shares)
SKYWEST INC	COM	830879 10 2	779,000	27,100	b	1	a( 27,100 shares)
SKYWEST INC	COM	830879 10 2	863,000	30,000 c	b	1	a( 30,000 shares)
SMITH INTL INC	COM	832110 10 0	6,144,000	82,400	b	1	a( 82,400 shares)
SMITHKLINE BEECHAM PLC	ADR REP ORD	832378 30 1	5,777,000	92,900	b	1	a( 92,900 shares)
SMURFIT-STONE CONTAINER CORP	PFD CV EX A 7%	832727 20 0	3,156,000	191,300	b	1	a( 191,300 shares)
SOLETRON CORP	COM	834182 10 7	1,865,000	55,000 c	b	1	a( 55,000 shares)
SOLETRON CORP	LYON ZERO CPN 2	834182 AL 1	19,941,000	39,100,000	b	1	a( 39,100,000 shares)
SONERA GROUP PLC	SPONSORED ADR	835433 20 2	177,000	10,200	b	1	a( 10,200 shares)
SONIC AUTOMOTIVE INC	CL A	83545G 10 2	153,000	22,300	b	1	a( 22,300 shares)
SONIC FDRY INC	COM	83545R 10 8	35,000	27,000	b	1	a( 27,000 shares)
SONICBLUE INC	COM	83546Q 10 9	189,000	45,700	b	1	a( 45,700 shares)
SONICWALL INC	COM	835470 10 5	206,000	12,700	b	1	a( 12,700 shares)
SONY CORP	ADR NEW	835699 30 7	6,591,000	94,500	b	1	a( 94,500 shares)
SONUS NETWORKS INC	COM	835916 10 7	384,000	15,200	b	1	a( 15,200 shares)
SOUTHERN CO	COM	842587 10 7	2,547,000	76,600	b	1	a( 76,600 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)
SOUTHRUST CORP	COM	844730 10 1	529,000	13,000	b	1	a( 13,000 shares)
SOUTHWEST AIRLS CO	COM	844741 10 8	6,763,000	201,700	b	1	a( 201,700 shares)
SOUTHWEST BANCORPORATION TEX	COM	84476R 10 9	429,000	10,000 c	b	1	a( 10,000 shares)
SOVEREIGN BANCORP INC	UNIT EX 111229	845905 30 6	5,335,000	110,000	b	1	a( 110,000 shares)
SPEEDWAY MOTORSPORTS INC	COM	847788 10 6	343,000	14,300	b	1	a( 14,300 shares)
SPHERION CORP	COM	848420 10 5	130,000	11,500	b	1	a( 11,500 shares)
SPRINT CORP	COM FON GROUP	852061 10 0	1,446,000	71,200	b	1	a( 71,200 shares)
STAAR SURGICAL CO	COM PAR \$0.01	852312 30 5	136,000	10,800	b	1	a( 10,800 shares)
STAMPS COM INC	COM	852857 10 1	51,000	18,300	b	1	a( 18,300 shares)
STAR TELECOMMUNICATIONS INC	COM	854923 10 9	148,000	148,300	b	1	a( 148,300 shares)
STAPLES INC	COM	855030 10 2	797,000	67,500	b	1	a( 67,500 shares)
STARTEK INC	COM	85569C 10 7	204,000	13,300	b	1	a( 13,300 shares)
STATE STR CORP	COM	857477 10 3	1,242,000	10,000	b	1	a( 10,000 shares)
STATION CASINOS INC	COM	857689 10 3	538,000	36,000	b	1	a( 36,000 shares)
STILLWELL FINL INC	COM	860831 10 6	509,000	12,900	b	1	a( 12,900 shares)
STMICROELECTRONICS N V	COM	861012 10 2	1,468,000	34,300	b	1	a( 34,300 shares)
STONE ENERGY CORP	COM	861642 10 6	768,000	11,900	b	1	a( 11,900 shares)
STORAGE TECHNOLOGY CORP	COM PAR \$0.10	862111 20 0	117,000	13,000	b	1	a( 13,000 shares)
STRYKER CORP	COM	863667 10 1	1,518,000	30,000 c	b	1	a( 30,000 shares)
SUMMIT BANCORP	COM	866005 10 1	852,000	22,300	b	1	a( 22,300 shares)
SUN MICROSYSTEMS INC	COM	866810 10 4	20,563,000	737,700	b	1	a( 737,700 shares)
SUNGARD DATA SYS INC	COM	867363 10 3	1,715,000	36,400	b	1	a( 36,400 shares)
SUNGARD DATA SYS INC	COM	867363 10 3	943,000	20,000 c	b	1	a( 20,000 shares)
SUNGLASS HUT INTL INC	COM	86736F 10 6	56,000	11,000	b	1	a( 11,000 shares)
SUNRISE ASSISTED LIVING INC	COM	86768K 10 6	625,000	25,000 c	b	1	a( 25,000 shares)
SUNRISE TECHNOLOGIES INTL INC	COM	86769L 10 3	34,000	19,000	b	1	a( 19,000 shares)
SUPERCONDUCTOR TECHNOLOGIES	COM	867931 10 7	124,000	34,100	b	1	a( 34,100 shares)
SUPERGEN INC	COM	868059 10 6	253,000	18,200	b	1	a( 18,200 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)
SUPERIOR TELECOM INC	COM	868365 10 7	21,000	10,700	b	1	a( 10,700 shares)
SWIFT ENERGY CO	COM	870738 10 1	850,000	22,600	b	1	a( 22,600 shares)
SYBASE INC	COM	871130 10 0	874,000	44,100	b	1	a( 44,100 shares)
SYCAMORE NETWORKS INC	COM	871206 10 8	1,118,000	30,000 c	b	1	a( 30,000 shares)
SYLVAN LEARNING SYS INC	COM	871399 10 1	341,000	23,000	b	1	a( 23,000 shares)
SYMANTEC CORP	COM	871503 10 8	2,910,000	87,200	b	1	a( 87,200 shares)
SYMYX TECHNOLOGIES	COM	871555 10 8	360,000	10,000 c	b	1	a( 10,000 shares)
SYNAVANT INC	COM	87157A 10 5	77,000	16,495	b	1	a( 16,495 shares)
SYNOPSYS INC	COM	871607 10 7	2,400,000	50,600	b	1	a( 50,600 shares)
SYSCO CORP	COM	871829 10 7	7,089,000	236,300	b	1	a( 236,300 shares)
SYSCO CORP	COM	871829 10 7	3,600,000	120,000 c	b	1	a( 120,000 shares)
TCF FINL CORP	COM	872275 10 2	521,000	11,700	b	1	a( 11,700 shares)
TNPC INC	COM	87260K 10 7	259,000	26,400	b	1	a( 26,400 shares)
TRW INC	COM	872649 10 8	4,511,000	116,400	b	1	a( 116,400 shares)
TMP WORLDWIDE INC	COM	872941 10 9	1,040,000	18,900	b	1	a( 18,900 shares)
TMP WORLDWIDE INC	COM	872941 10 9	550,000	10,000 c	b	1	a( 10,000 shares)
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039 10 0	3,826,000	221,800	b	1	a( 221,800 shares)
TANOX INC	COM	87588Q 10 9	760,000	19,400	b	1	a( 19,400 shares)
TARGET CORP	COM	87612E 10 6	258,000	8,000	b	1	a( 8,000 shares)
TECH DATA CORP	COM	878237 10 6	722,000	26,700	b	1	a( 26,700 shares)
TECHNE CORP	COM	878377 10 0	1,803,000	50,000 c	b	1	a( 50,000 shares)
TECHNITROL INC	COM	878555 10 1	1,201,000	29,200	b	1	a( 29,200 shares)
TEKELEC	COM	879101 10 3	996,000	33,200	b	1	a( 33,200 shares)
TEKTRONIX INC	COM	879131 10 0	3,409,000	101,200	b	1	a( 101,200 shares)
TELCOM SEMICONDUCTOR INC	COM	87921P 10 7	804,000	70,700	b	1	a( 70,700 shares)
TELECOM ITALIA SPA	SPON ADR ORD	87927W 10 6	463,000	4,200	b	1	a( 4,200 shares)
TELEDYNE TECHNOLOGIES INC	COM	879360 10 5	907,000	38,400	b	1	a( 38,400 shares)
TELEFONICA S A	SPONSORED ADR	879382 20 8	3,835,000	76,700	b	1	a( 76,700 shares)

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45,505,000

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)
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403 78 0	2,351,000	52,100	b	1	a( 52,100 shares)
TELEFONOS DE MEXICO S A	SR DB CV 4.25%	879403 AD 5	6,563,000	6,000,000	b	1	a( 6,000,000 shares)
TELLABS INC	COM	879664 10 0	927,000	16,400	b	1	a( 16,400 shares)
TELULAR CORP	COM NEW	879701 20 8	140,000	27,700	b	1	a( 27,700 shares)
TEMPLE INLAND INC	COM	879868 10 7	1,255,000	23,400	b	1	a( 23,400 shares)
TENET HEALTHCARE CORP	COM	88033G 10 0	9,128,000	205,400	b	1	a( 205,400 shares)
TERADYNE INC	COM	880770 10 2	287,000	7,700	b	1	a( 7,700 shares)
TESORO PETE CORP	PTES CV 1/100S	881609 40 8	1,808,000	150,700	b	1	a( 150,700 shares)
TEVA PHARMACEUTICAL INDS LTD	ADR	881624 20 9	1,705,000	23,300	b	1	a( 23,300 shares)
TETRA TECH INC NEW	COM	88162G 10 3	332,000	10,400	b	1	a( 10,400 shares)
TEXAS BIOTECHNOLOGY CORP	COM	882211 10 4	161,000	18,800	b	1	a( 18,800 shares)
TEXTRON INC	COM	883203 10 1	5,780,000	124,300	b	1	a( 124,300 shares)
THERAGENICS CORP	COM	883375 10 7	101,000	20,200	b	1	a( 20,200 shares)
THERMO ELECTRON CORP	COM	883556 10 2	1,502,000	50,500	b	1	a( 50,500 shares)
THERMO ELECTRON CORP	COM	883556 10 2	446,000	15,000 c	b	1	a( 15,000 shares)
THOMAS & BETTS CORP	COM	884315 10 2	363,000	22,400	b	1	a( 22,400 shares)
THREE FIVE SYS INC	COM	88554L 10 8	1,433,000	79,600	b	1	a( 79,600 shares)
THREE FIVE SYS INC	COM	88554L 10 8	180,000	10,000 c	b	1	a( 10,000 shares)
TIBCO SOFTWARE INC	COM	88632Q 10 3	1,630,000	34,000	b	1	a( 34,000 shares)
TIDEWATER INC	COM	886423 10 2	1,402,000	31,600	b	1	a( 31,600 shares)
TIFFANY & CO NEW	COM	886547 10 8	7,900,000	249,800	b	1	a( 249,800 shares)
TITAN CORP	COM	888266 10 3	1,745,000	107,400	b	1	a( 107,400 shares)
TITAN PHARMACEUTICALS INC DEL	COM	888314 10 1	354,000	10,000 c	b	1	a( 10,000 shares)
TOLL BROTHERS INC	COM	889478 10 3	3,217,000	78,700	b	1	a( 78,700 shares)
TOLLGRADE COMMUNICATIONS INC	COM	889542 10 6	1,460,000	40,000 c	b	1	a( 40,000 shares)
TOOTSIE ROLL INDS INC	COM	890516 10 7	1,437,000	31,200	b	1	a( 31,200 shares)
TOWER AUTOMOTIVE INC	COM	891707 10 1	225,000	25,000	b	1	a( 25,000 shares)
TRACK DATA CORP	COM	891918 10 4	40,000	55,800	b	1	a( 55,800 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)
TOYOTA MOTOR CORP	SP ADR REP2COM	892331 30 7	567,000	9,000	b	1	a( 9,000 shares)
TOYS R US INC	COM	892335 10 0	295,000	17,700	b	1	a( 17,700 shares)
TRANSKARYOTIC THERAPIES INC	COM	893735 10 0	641,000	17,600	b	1	a( 17,600 shares)
TRANSWITCH CORP	COM	894065 10 1	2,316,000	59,200	b	1	a( 59,200 shares)
TRIARC COS INC	SB DB CV ZRO 1	895927 AB 7	6,377,000	19,250,000	b	1	a( 19,250,000 shares)
TRICON GLOBAL RESTAURANTS	COM	895953 10 7	683,000	20,700	b	1	a( 20,700 shares)
TRIGON HEALTHCARE INC	COM	89618L 10 0	249,000	3,200	b	1	a( 3,200 shares)
TRIMERIS INC	COM	896263 10 0	230,000	4,200	b	1	a( 4,200 shares)
TRITON PCS HLDGS INC	CL A	89677M 10 6	818,000	24,100	b	1	a( 24,100 shares)
TRIZETTO GROUP INC	COM	896882 10 7	951,000	57,000	b	1	a( 57,000 shares)
TUBOS DE ACERO DE MEXICO S A	ADR NEW	898592 50 6	583,000	40,800	b	1	a( 40,800 shares)
TULARIK INC	COM	899165 10 4	736,000	25,000 c	b	1	a( 25,000 shares)
TUMBLEWEED COMMUNICATIONS CORP	COM	899690 10 1	342,000	20,000 c	b	1	a( 20,000 shares)
TUPPERWARE CORP	COM	899896 10 4	282,000	13,800	b	1	a( 13,800 shares)
TUT SYSTEMS	COM	901103 10 1	92,000	11,200	b	1	a( 11,200 shares)
TV AZTECA S A DE C V	SPONSORED ADR	901145 10 2	588,000	59,200	b	1	a( 59,200 shares)
II VI INC	COM	902104 10 8	437,000	28,800	b	1	a( 28,800 shares)
TYCO INTL LTD NEW	COM	902124 10 6	18,038,000	325,000 c	b	1	a( 325,000 shares)
TYCO INTL LTD NEW	LYON ZRO 144A 2	902124 AA 4	20,438,000	26,500,000	b	1	a( 26,500,000 shares)
UAL CORP	COM PAR \$0.01	902549 50 0	1,250,000	32,100	b	1	a( 32,100 shares)
USX MARATHON GROUP	COM NEW	902905 82 7	527,000	19,000	b	1	a( 19,000 shares)
UST INC	COM	902911 10 6	373,000	13,300	b	1	a( 13,300 shares)
US BANCORP DEL	COM	902973 10 6	3,205,000	109,800	b	1	a( 109,800 shares)
USA NETWORKS INC	COM	902984 10 3	1,330,000	68,400	b	1	a( 68,400 shares)
U S G CORP	COM NEW	903293 40 5	1,910,000	84,900	b	1	a( 84,900 shares)
USEC INC	COM	90333E 10 8	331,000	76,800	b	1	a( 76,800 shares)
U S INTERACTIVE INC	COM	90334M 10 9	3,000	10,000 c	b	1	a( 10,000 shares)
USX-U S STL	COM	90337T 10 1	565,000	31,400	b	1	a( 31,400 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)
UTI ENERGY CORP	COM	903387 10 8	1,949,000	59,300	b	1	a( 59,300 shares)
ULTICOM INC	COM	903844 10 8	1,703,000	50,000 C	b	1	a( 50,000 shares)
ULTICOM INC	COM	903844 10 8	1,022,000	30,000 P	b	1	a( 30,000 shares)
USA ED INC	COM	90390U 10 2	6,399,000	94,100	b	1	a( 94,100 shares)
ULTRAMAR DIAMOND SHAMROCK CORP COM	COM	904000 10 6	2,760,000	89,400	b	1	a( 89,400 shares)
ULTRATECH STEPPER INC	COM	904034 10 5	316,000	12,200	b	1	a( 12,200 shares)
UNION CARBIDE CORP	COM	905581 10 4	20,783,000	386,200	b	1	a( 386,200 shares)
UNION PLANTERS CORP	COM	908068 10 9	2,145,000	60,000	b	1	a( 60,000 shares)
UNIONBANCAL CORP	COM	908906 10 0	546,000	22,700	b	1	a( 22,700 shares)
UNITED DOMINION INDS LTD	COM	909914 10 3	658,000	54,000	b	1	a( 54,000 shares)
UNITED MICROELECTRONICS CORP	SPONSORED ADR	910873 20 7	1,434,000	173,800	b	1	a( 173,800 shares)
UNITED PAN-EUROPE COMMUNCTN NV SPON ADR A SHS		911300 20 0	185,000	17,600	b	1	a( 17,600 shares)
UNITED PARCEL SERVICE INC	CL B	911312 10 6	5,293,000	90,000 C	b	1	a( 90,000 shares)
UNITED STATES CELLULAR CORP	LYON ZERO	911684 AA 6	41,264,000	72,872,000	b	1	a( 72,872,000 shares)
U S INDS INC NEW	COM	912080 10 8	487,000	60,900	b	1	a( 60,900 shares)
UNITED TECHNOLOGIES CORP	COM	913017 10 9	5,189,000	66,000 C	b	1	a( 66,000 shares)
UNITEDGLOBALCOM	PFD CV 1/20DSR	913247 20 1	670,000	32,700	b	1	a( 32,700 shares)
UNITEDHEALTH GROUP INC	COM	91324P 10 2	9,163,000	149,300	b	1	a( 149,300 shares)
UNITEDHEALTH GROUP INC	COM	91324P 10 2	9,206,000	150,000 C	b	1	a( 150,000 shares)
UNIVERSAL COMPRESSION HLDS	COM	913431 10 2	1,304,000	34,600	b	1	a( 34,600 shares)
UNIVERSAL HLTH SVCS INC	CL B	913903 10 0	905,000	8,100	b	1	a( 8,100 shares)
UNIVISION COMMUNICATIONS INC	CL A	914906 10 2	1,638,000	40,000 C	b	1	a( 40,000 shares)
UTILICORP UTD INC	COM	918005 10 9	310,000	10,000 C	b	1	a( 10,000 shares)
UTSTARCOM INC	COM	918076 10 0	245,000	15,800	b	1	a( 15,800 shares)
VA LINUX SYSTEMS INC	COM	918198 10 5	102,000	12,549	b	1	a( 12,549 shares)
VA LINUX SYSTEMS INC	COM	918198 10 5	163,000	20,000 C	b	1	a( 20,000 shares)
VALHI INC NEW	LYON ZERO CPN 0	918905 AC 4	57,997,000	99,141,000	b	1	a( 99,141,000 shares)
VALENCE TECHNOLOGY INC	COM	918914 10 2	194,000	20,800	b	1	a( 20,800 shares)

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Page Total

174,030,000

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)
VALERO ENERGY CORP NEW	COM	91913Y 10 0	2,213,000	59,500	b	1	a( 59,500 shares)
VALSPAR CORP	COM	92035S 10 4	689,000	20,500	b	1	a( 20,500 shares)
VALUEVISION INTL INC	CL A	92047K 10 7	254,000	20,100	b	1	a( 20,100 shares)
VARCO INTL INC DEL	COM	92212Z 10 6	1,301,000	59,834	b	1	a( 59,834 shares)
VARIAN MED SYS INC	COM	92220P 10 5	1,291,000	19,000	b	1	a( 19,000 shares)
VECTOR GROUP LTD	COM	92240M 10 8	541,000	34,240	b	1	a( 34,240 shares)
VEECO INSTRS INC DEL	COM	922417 10 0	803,000	20,000 C	b	1	a( 20,000 shares)
VENATOR GROUP INC	COM	922944 10 3	2,795,000	180,300	b	1	a( 180,300 shares)
VERITY INC	COM	92343C 10 6	1,299,000	54,000	b	1	a( 54,000 shares)
VERISTGN INC	COM	92343E 10 2	4,815,000	64,900	b	1	a( 64,900 shares)
VERITAS DGC INC	COM	92343P 10 7	2,694,000	83,400	b	1	a( 83,400 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	2,441,000	48,700	b	1	a( 48,700 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	2,005,000	40,000 C	b	1	a( 40,000 shares)
VERIZON COMMUNICATIONS	COM	92343V 10 4	501,000	10,000 P	b	1	a( 10,000 shares)
VERTEL CORP	COM	924907 10 8	107,000	45,800	b	1	a( 45,800 shares)
VERTEX PHARMACEUTICALS INC	SB NT CV 144A 0	92532F AC 4	1,940,000	2,000,000	b	1	a( 2,000,000 shares)
VIACOM INC	CL B	925524 30 8	2,267,000	48,500	b	1	a( 48,500 shares)
VIAANT CORP	COM	92553N 10 7	162,000	40,800	b	1	a( 40,800 shares)
VICAL INC	COM	925602 10 4	278,000	15,000 C	b	1	a( 15,000 shares)
VICOR CORP	COM	925815 10 2	723,000	23,800	b	1	a( 23,800 shares)
VIGNETTE CORP	COM	926734 10 4	664,000	36,900	b	1	a( 36,900 shares)
VINTAGE PETE INC	COM	927460 10 5	1,109,000	51,600	b	1	a( 51,600 shares)
VIRATA CORP	COM	927646 10 9	653,000	60,000 C	b	1	a( 60,000 shares)
VISHAY INTERTECHNOLOGY INC	COM	928298 10 8	1,727,000	114,150	b	1	a( 114,150 shares)
VISX INC DEL	COM	92844S 10 5	1,378,000	132,000	b	1	a( 132,000 shares)
VITESSE SEMICONDUCTOR CORP	COM	928497 10 6	2,766,000	50,000 C	b	1	a( 50,000 shares)
VITESSE SEMICONDUCTOR CORP	SB DEB CV 4%	928497 AB 2	2,393,000	3,000,000	b	1	a( 3,000,000 shares)
VITRIA TECHNOLOGY	COM	92849Q 10 4	79,000	10,200	b	1	a( 10,200 shares)



Name of Issuer	Title of Class	CUSIP Number	Fair Market Value (Rounded to nearest \$1000	Shares of Principal Amount	Investment Discretion (note #2)	Managers	Voting Authority (Shares) (note #3)
VIXEL CORP DEL	COM	928552 10 8	49,000	26,100	b	1	a( 26,100 shares)
VOICESTREAM WIRELESS CORP	COM	928615 10 3	18,384,000	182,700	b	1	a( 182,700 shares)
WPP GROUP PLC	SPON ADR NEW	929309 30 0	265,000	4,259	b	1	a( 4,259 shares)
WACHOVIA CORP	COM	929771 10 3	424,000	7,300	b	1	a( 7,300 shares)
WADDELL & REED FINL INC	CL A	930059 10 0	1,027,000	27,300	b	1	a( 27,300 shares)
WAL MART STORES INC	COM	931142 10 3	27,280,000	513,500	b	1	a( 513,500 shares)
WAL MART STORES INC	COM	931142 10 3	6,906,000	130,000 c	b	1	a( 130,000 shares)
WAL MART STORES INC	COM	931142 10 3	7,438,000	140,000 P	b	1	a( 140,000 shares)
WALGREEN CO	COM	931422 10 9	1,627,000	38,900	b	1	a( 38,900 shares)
WALLACE COMPUTER SERVICES INC	COM	932270 10 1	240,000	14,100	b	1	a( 14,100 shares)
WASHINGTON GROUP INTL INC	COM	938862 10 9	144,000	17,600	b	1	a( 17,600 shares)
WASHINGTON MUT INC	COM	939322 10 3	3,460,000	65,200	b	1	a( 65,200 shares)
WASTE MGMT INC DEL	COM	94106L 10 9	3,200,000	115,300	b	1	a( 115,300 shares)
WATCHGUARD TECHNOLOGIES INC	COM	941105 10 8	256,000	8,100	b	1	a( 8,100 shares)
WATERS CORP	COM	941848 10 3	4,175,000	50,000 c	b	1	a( 50,000 shares)
WATERS CORP	COM	941848 10 3	4,175,000	50,000 P	b	1	a( 50,000 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	1,592,000	31,100	b	1	a( 31,100 shares)
WATSON PHARMACEUTICALS INC	COM	942683 10 3	512,000	10,000 c	b	1	a( 10,000 shares)
WAVE SYSTEMS CORP	CL A	943526 10 3	227,000	50,400	b	1	a( 50,400 shares)
WAVERIDER COMMUNICATIONS INC	COM	943570 10 1	22,000	15,200	b	1	a( 15,200 shares)
WEBB DEL CORP	COM	947423 10 9	673,000	23,000	b	1	a( 23,000 shares)
WEBMETHODS INC	COM	94768C 10 8	20,456,000	230,000 c	b	1	a( 230,000 shares)
WEBVAN GROUP INC	COM	94845V 10 3	26,000	55,484	b	1	a( 55,484 shares)
WEIRTON STL CORP	COM	948774 10 4	38,000	31,600	b	1	a( 31,600 shares)
WELLPOINT HEALTH NETWORK NEW	COM	94973H 10 8	6,903,000	59,900	b	1	a( 59,900 shares)
WELLS FARGO & CO NEW	COM	949746 10 1	3,898,000	70,000 c	b	1	a( 70,000 shares)
WESTERN DIGITAL CORP	COM	958102 10 5	86,000	35,300	b	1	a( 35,300 shares)
WESTERN GAS RES INC	COM	958259 10 3	1,678,000	49,800	b	1	a( 49,800 shares)

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Page Total 115,161,000

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)
WESTERN RES INC	COM	959425 10 9	2,189,000	88,200	b	1	a( 88,200 shares)
WESTERN WIRELESS CORP	CL A	95988E 20 4	745,000	19,000	b	1	a( 19,000 shares)
WESTVACO CORP	COM	961548 10 4	2,945,000	100,900	b	1	a( 100,900 shares)
WESTWOOD ONE INC	COM	961815 10 7	346,000	17,900	b	1	a( 17,900 shares)
WEYERHAEUSER CO	COM	962166 10 4	1,802,000	35,500	b	1	a( 35,500 shares)
WILD OATS MARKETS INC	COM	968088 10 7	49,000	11,600	b	1	a( 11,600 shares)
WILLAMETTE INDS INC	COM	969133 10 7	469,000	10,000	b	1	a( 10,000 shares)
WILLIAMS COS INC DEL	COM	969457 10 0	5,452,000	136,500	b	1	a( 136,500 shares)
WIND RIVER SYSTEMS INC	COM	973149 10 7	246,000	7,200	b	1	a( 7,200 shares)
WINK COMMUNICATIONS	COM	974168 10 6	136,000	22,600	b	1	a( 22,600 shares)
WINN DIXIE STORES INC	COM	974280 10 9	364,000	18,800	b	1	a( 18,800 shares)
WINSTAR COMMUNICATIONS INC	COM	975515 10 7	486,000	41,600	b	1	a( 41,600 shares)
WINSTAR COMMUNICATIONS INC	COM	975515 10 7	351,000	30,000 C	b	1	a( 30,000 shares)
WIRELESS FACILITIES INC	COM	97653A 10 3	921,000	25,400	b	1	a( 25,400 shares)
WORKFLOW MGMT INC	COM	98137N 10 9	69,000	10,100	b	1	a( 10,100 shares)
WORLDCOM INC GA NEW	COM	98157D 10 6	4,385,000	311,800	b	1	a( 311,800 shares)
WORLDCOM INC GA NEW	COM	98157D 10 6	703,000	50,000 C	b	1	a( 50,000 shares)
WORLDCOM INC GA NEW	COM	98157D 10 6	984,000	70,000 P	b	1	a( 70,000 shares)
WORLDPAGES COM INC	COM	981922 10 7	60,000	22,400	b	1	a( 22,400 shares)
WRIGLEY WM JR CO	COM	982526 10 5	1,916,000	20,000 C	b	1	a( 20,000 shares)
WRIGLEY WM JR CO	COM	982526 10 5	958,000	10,000 P	b	1	a( 10,000 shares)
XILINX INC	COM	983919 10 1	1,481,000	32,100	b	1	a( 32,100 shares)
XEROX CORP	COM	984121 10 3	3,084,000	666,800	b	1	a( 666,800 shares)
YAHOO INC	COM	984332 10 6	2,537,000	84,400	b	1	a( 84,400 shares)
YORK INTL CORP NEW	COM	986670 10 7	2,676,000	87,200	b	1	a( 87,200 shares)
ZALE CORP NEW	COM	988858 10 6	1,532,000	52,700	b	1	a( 52,700 shares)
ZAMBA CORP	COM	988881 10 8	52,000	19,100	b	1	a( 19,100 shares)
ZIONS BANCORPORATION	COM	989701 10 7	556,000	8,900	b	1	a( 8,900 shares)

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Page Total

37,494,000

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)
ZIONS BANCORPORATION	COM	989701 10 7	1,873,000	30,000 c	b	1	a( 30,000 shares)
ZYGO CORP	COM	989855 10 1	424,000	15,000 c	b	1	a( 15,000 shares)
ACE LTD	ORD	G0070K 10 3	3,709,000	87,400	b	1	a( 87,400 shares)
AMDOCS LTD	ORD	G02602 10 3	1,212,000	18,300	b	1	a( 18,300 shares)
APW LTD	COM	G04397 10 8	908,000	26,900	b	1	a( 26,900 shares)
CHINADOTCOM CORP	CL A	G2108N 10 9	54,000	12,100	b	1	a( 12,100 shares)
XCELERA INC	COM	G31611 10 9	52,000	14,100	b	1	a( 14,100 shares)
XCELERA INC	COM	G31611 10 9	369,000	100,000 c	b	1	a( 100,000 shares)
GLOBAL CROSSING LTD	COM	G3921A 10 0	3,604,000	251,800	b	1	a( 251,800 shares)
GLOBAL CROSSING LTD	PFD CV 6.75%	G3921A 13 4	21,260,000	146,365	b	1	a( 146,365 shares)
GLOBALSTAR TELECOMMUNICTNS LTD COM	COM	G3930H 10 4	16,000	17,900	b	1	a( 17,900 shares)
LORAL SPACE & COMMUNICATIONS	COM	G56462 10 7	927,000	290,800	b	1	a( 290,800 shares)
LORAL SPACE & COMMUNICATIONS	PFD CONV C 6%	G56462 14 9	8,388,000	698,985	b	1	a( 698,985 shares)
OPENTV CORP	CL A	G67543 10 1	215,000	20,978	b	1	a( 20,978 shares)
QIAO XING UNIVERSAL TELEPHONE	ORD	G7303A 10 9	143,000	31,700	b	1	a( 31,700 shares)
SANTA FE INTL CORP	ORD	G7805C 10 8	1,988,000	62,000	b	1	a( 62,000 shares)
HILFINGER TOMMY CORP	ORD	G8915Z 10 2	1,810,000	184,400	b	1	a( 184,400 shares)
TRANSOCEAN SEDCO FOREX INC	ORD	G90078 10 9	3,611,000	78,500	b	1	a( 78,500 shares)
TRITON ENERGY LTD	ORD	G90751 10 1	2,082,000	69,400	b	1	a( 69,400 shares)
XOMA LTD	ORD	G9825R 10 7	254,000	26,000	b	1	a( 26,000 shares)
ACCORD NETWORKS LTD	COM	M01690 10 2	228,000	23,100	b	1	a( 23,100 shares)
AUDIOCODES LTD	ORD	M15342 10 4	191,000	14,100	b	1	a( 14,100 shares)
BREEZECOM LTD	ORD	M20385 10 6	175,000	12,200	b	1	a( 12,200 shares)
CHECK POINT SOFTWARE TECH LTD	ORD	M22465 10 4	5,343,000	40,000 c	b	1	a( 40,000 shares)
PRECISE SOFTWARE SOLUTIONS LTD	ORD	M41450 10 3	272,000	11,000	b	1	a( 11,000 shares)
GALILEO TECHNOLOGY LTD	ORD	M47298 10 0	376,000	28,000	b	1	a( 28,000 shares)
GILAT SATELLITE NETWORKS LTD	ORD	M51474 10 0	813,000	31,900	b	1	a( 31,900 shares)
METALINK LTD	ORD	M69897 10 2	114,000	11,800	b	1	a( 11,800 shares)

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Page Total

60,411,000

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)
ORBOTECH LTD	ORD	M75253 10 0	662,000	17,750	b	1	a( 17,750 shares)
ORCKIT COMMUNICATIONS LTD	COM	M75315 10 7	48,000	22,700	b	1	a( 22,700 shares)
RADWARE LTD	ORD	M81873 10 7	388,000	23,000	b	1	a( 23,000 shares)
ASM INTL N V	COM	N07045 10 2	142,000	15,200	b	1	a( 15,200 shares)
QIAGEN N V	ORD	N72482 10 7	426,000	12,300	b	1	a( 12,300 shares)
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T 10 3	1,116,000	42,200	b	1	a( 42,200 shares)
OMI CORP NEW	COM	Y6476W 10 4	471,000	73,200	b	1	a( 73,200 shares)
TEEKAY SHIPPING MARSHALL ISLAND COM		Y8564W 10 3	787,000	20,700	b	1	a( 20,700 shares)

Grand Total Table Value(FMV) 3,350,098,000  
Grand Total Table Entry 1,324

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