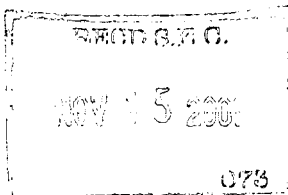


NON-PUBLIC

13FCON P

11/14/02



OMB	01 03 9587
OMB Num	
Expires:	
Estimated average	
burden hours	
per response	24.7

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 13F COVER PAGE

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

Check here if Amendment []; Amendment Number:

This Amendment (Check only one):

[] is a restatement.

[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Kenneth Lipper
Address: 101 Park Avenue, 6th Floor
New York, New York 10178

Form 13F File Number: 28-6106

CONFIDENTIAL TREATMENT EXPIRED
RECEIVED
OFFICE OF THE SECRETARY
2001 NOV 15 PM 3:43

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

Person Signing this Report on behalf of Reporting Manager:

Name: Kenneth Lipper
Phone: (212) 883-6333

PROCESSED

JAN 02 2002

THOMSON
FINANCIAL

Signature, Place and Date of Signing:

New York, New York November 14, 2001

Report Type (Check only one).

- [X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [] 13F NOTICE (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

FORM 13F SUMMARY PAGE

Report Summary

Number of Other Included Mangers: 5

Form 13F Information Table Entry Total: 232

Form 13F Information Table Value Total: \$1,358,788 (thousands)

List of Other Included Mangers:

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	28-6547	Jerome Services Corp. LDC
2	28-6112	Lipper & Company, Inc.
3	28-6114	Lipper & Company, L.P.
4	28-6108	Lipper Convertibles, L.P.
5	28-6802	Lipper Holdings, LLC

ATTACHMENT

Kenneth Lipper ("K. Lipper") owns a majority of the shares of Lipper & Company, Inc. ("Lipper Inc."), a Delaware corporation, and a majority of the member interests of Lipper Holdings, LLC ("Lipper Holdings"), a Delaware limited liability company. Lipper Inc. is the general partner of Lipper & Company, L.P. ("Lipper L.P."), a Delaware limited partnership, and the manager of Lipper Holdings. Lipper L.P. is the investment manager of a number of limited partnerships. Lipper Holdings is the general partner of a number of limited partnerships, some of which are or may be deemed to be "institutional investment managers" for the purposes of the reporting requirements under Section 13(f) of the Act, including Lipper Convertibles, L.P. ("Lipper Convertibles"). K. Lipper is the majority shareholder of Jerome Service Corp. LDC ("Jerome Services"), a Cayman Islands limited duration company, which is the general partner of a number of limited partnerships. K. Lipper, by virtue of his relationship to the aforementioned entities, may be deemed to exercise investment discretion with respect to the Section 13(f) securities held directly and indirectly by such entities, but K. Lipper disclaims investment discretion with respect to such Section 13(f) securities for all other purposes. To the extent that K. Lipper's interest in the aforementioned entities may nevertheless give rise to a Form 13F filing obligation for K. Lipper, the information required by Form 13F is reported herein on behalf of certain entities which are themselves institutional investment managers subject to Section 13(f) of the Act. In that regard, the Section 13(f) securities positions of Jerome Services, Lipper Inc., Lipper L.P., Lipper Convertibles, and Lipper Holdings are included in this Form 13F-HR report by K. Lipper on behalf of himself and each such entity.

FORM 13F INFORMATION TABLE

Col. 1	Col. 2	Col. 3	Col. 4	Col. 5	Col. 6	Col. 7	Col. 8		
Name of Issuer	Title of Class	CUSIP No.	Fair Market	Shares or	Investment	Other	Voting Authority		
			Val (x\$1000)	Prn Amt	Discretion	Managers	Sole	Shared	None
AES Corp	4.5 % Conv '05	00130H AN 5	10,418	11,202,000	Shared-Def	2,4,5			
AES Corp	4.5 % Conv '05	00130H AN 5	930	1,000,000	Shared-Def	1,2,3			
AES Corp	4.5 % Conv '05	00130H AN 5	295	317,000	Shared-Def	2,4,5			
AES Corp	4.5 % Conv '05	00130H AN 5	390	419,000	Shared-Def	1,2,3			
AES TR III	6.75% Conv Pfd	00808N 20 2	48,960	900,000	Shared-Def	2,4,5			900,000
AES TR III	6.75% Conv Pfd	00808N 20 2	4,586	84,300	Shared-Def	1,2,3			84,300
AES TR III	6.75% Conv Pfd	00808N 20 2	430	7,900	Shared-Def	2,4,5			7,900
A T & T	Com	001957 10 9	246	12,729	Shared-Def	2,3,5	12,729		
A T & T	Com	001957 10 9	29	1,495	Shared-Def	2,3	1,495		
A T & T	Com	001957 10 9	54	2,797	Shared-Def	1,2,3	2,797		
Affiliated Computer Services	4% Conv '05	008190 AC 4	23,446	11,782,000	Shared-Def	2,4,5			
Affiliated Computer Services	4% Conv '05	008190 AC 4	5,174	2,600,000	Shared-Def	1,2,3			
Affiliated Computer Services	4% Conv '05	008190 AC 4	1,260	633,000	Shared-Def	2,4,5			
Alpharma Inc	5.75% Conv '05	020813 AB 7	11,400	10,000,000	Shared-Def	2,4,5			
Alpharma Inc	5.75% Conv '05	020813 AB 7	2,280	2,000,000	Shared-Def	1,2,3			
Aviron	5.25% Conv '08	053762 AD 2	4,014	5,500,000	Shared-Def	2,4,5			
Aviron	5.25% Conv '08	053762 AD 2	1,460	2,000,000	Shared-Def	1,2,3			
Bisys Group Inc	4% Conv '06	055472 AA 2	17,591	16,250,000	Shared-Def	2,4,5			
Bisys Group Inc	4% Conv '06	055472 AA 2	3,248	3,000,000	Shared-Def	1,2,3			
Bisys Group Inc	4% Conv '06	055472 AA 2	2,165	2,000,000	Shared-Def	2,4,5			
Barnes & Noble Inc	5.25% Conv '09	067774 AC 3	29,256	21,162,000	Shared-Def	2,4,5			
Barnes & Noble Inc	5.25% Conv '09	067774 AC 3	5,530	4,000,000	Shared-Def	1,2,3			
Barnes & Noble Inc	5.25% Conv '09	067774 AC 3	2,765	2,000,000	Shared-Def	2,4,5			
Barnes & Noble Inc	5.25% Conv '09	067774 AC 3	1,159	838,000	Shared-Def	1,2,3			
Biovail Corp	6.75% Conv Pfd	09067J 20 8	51,184	530,400	Shared-Def	2,4,5			530,400
Canadian Natl Ry Co	5.25% Conv Pfd	136375 40 9	29,327	465,500	Shared-Def	2,4,5			465,500
Canadian Natl Ry Co	5.25% Conv Pfd	136375 40 9	599	9,500	Shared-Def	2,4,5			9,500
Cell Therapeutics	5.75% Conv '08	150934 AA 5	3,533	3,500,000	Shared-Def	2,4,5			
Cell Therapeutics	5.75% Conv '08	150934 AA 5	1,010	1,000,000	Shared-Def	1,2,3			
Cell Therapeutics	5.75% Conv '08	150934 AA 5	505	500,000	Shared-Def	2,4,5			
Centurytel Inc	Com	156700 10 6	2,395	71,500	Shared-Def	2,3,5	71,500		
Centurytel Inc	Com	156700 10 6	77	2,300	Shared-Def	2,3	2,300		
Centurytel Inc	Com	156700 10 6	673	20,100	Shared-Def	1,2,3	20,100		
Centurytel Inc	Com	156700 10 6	204	6,100	Shared-Def	2,3,5	6,100		
Centurytel Inc	Com	156700 10 6	20	600	Shared-Def		600		
Cephalon Inc	5.25% Conv '06	156708 AC 3	1,847	2,000,000	Shared-Def	2,4,5			
Cephalon Inc	5.25% Conv '06	156708 AC 3	924	1,000,000	Shared-Def	1,2,3			

Charter Communications Inc Del	5.75% Conv '05	16117M AB 3	31,716	34,662,000		Shared-Def	2,4,5			
Charter Communications Inc Del	5.75% Conv '05	16117M AB 3	6,405	7,000,000		Shared-Def	1,2,3			
Charter Communications Inc Del	5.75% Conv '05	16117M AB 3	4,427	4,838,000		Shared-Def	2,4,5			
Charter Communications Inc Del	4.75% Conv '06	16117M AC 1	13,296	16,000,000		Shared-Def	2,4,5			
Charter Communications Inc Del	4.75% Conv '06	16117M AC 1	7,749	9,325,000		Shared-Def	1,2,3			
Charter Communications Inc Del	4.75% Conv '06	16117M AC 1	3,324	4,000,000		Shared-Def	2,4,5			
Citizens Utils Tr	5% Conv Pfd	177351 20 2	18,237	334,800		Shared-Def	2,4,5			334,800
Cooper Inds Inc	Com	216669 10 1	4,446	107,200		Shared-Def	2,3,5	107,200		
Cooper Inds Inc	Com	216669 10 1	203	4,900		Shared-Def	2,3	4,900		
Cooper Inds Inc	Com	216669 10 1	1,244	30,000		Shared-Def	1,2,3	30,000		
Cooper Inds Inc	Com	216669 10 1	319	7,700		Shared-Def	2,3,5	7,700		
Cooper Inds Inc	Com	216669 10 1	21	500		Shared-Def		500		
Cor Therapeutics Inc	4.5% Conv '06	217753 AE 2	4,038	4,750,000		Shared-Def	2,4,5			
Cor Therapeutics Inc	4.5% Conv '06	217753 AE 2	999	1,175,000		Shared-Def	2,4,5			
Cor Therapeutics Inc	5% Conv '07	217753 AC 6	15,246	15,400,000		Shared-Def	2,4,5			
Cor Therapeutics Inc	5% Conv '07	217753 AC 6	2,475	2,500,000		Shared-Def	1,2,3			
Cor Therapeutics Inc	5% Conv '07	217753 AC 6	990	1,000,000		Shared-Def	2,4,5			
Cor Therapeutics Inc	5% Conv '07	217753 AC 6	990	1,000,000		Shared-Def	1,2,3			
CV Therapeutics Inc	4.75% Conv '07	126667 AA 2	9,790	11,000,000		Shared-Def	2,4,5			
Dean Foods Co	Com	242361 10 3	4,972	107,500		Shared-Def	2,3,5	107,500		
Dean Foods Co	Com	242361 10 3	227	4,900		Shared-Def	2,3	4,900		
Dean Foods Co	Com	242361 10 3	1,383	29,900		Shared-Def	1,2,3	29,900		
Dean Foods Co	Com	242361 10 3	356	7,700		Shared-Def	2,3,5	7,700		
Deutsche Telekom AG	ADR	251566 10 5	87	5,587		Shared-Def	2,3,5	5,587		
Deutsche Telekom AG	ADR	251566 10 5	4	276		Shared-Def	2,3	276		
Deutsche Telekom AG	ADR	251566 10 5	25	1,613		Shared-Def	1,2,3	1,613		
Deutsche Telekom AG	ADR	251566 10 5	6	409		Shared-Def	2,3,5	409		
Echostar Communications New	4.875% Conv '07	278762 AB 5	7,040	8,000,000		Shared-Def	2,4,5			
Echostar Communications New	4.875% Conv '07	278762 AB 5	1,760	2,000,000		Shared-Def	1,2,3			
Echostar Communications New	5.75% Conv '08	278762 AE 9	2,800	3,000,000		Shared-Def	2,4,5			
Echostar Communications New	5.75% Conv '08	278762 AE 9	1,867	2,000,000		Shared-Def	1,2,3			
Echostar Communications New	5.75% Conv '08	278762 AE 9	933	1,000,000		Shared-Def	2,4,5			
Echostar Communications New	5.75% Conv '08	278762 AE 9	933	1,000,000		Shared-Def	1,2,3			
El Paso Enrgy Cap Tr I	4.75% Conv Pfd	283678 20 9	36,586	560,700		Shared-Def	2,4,5			560,700
El Paso Enrgy Cap Tr I	4.75% Conv Pfd	283678 20 9	1,031	15,800		Shared-Def	2,4,5			15,800
Emcore Corp	5% Conv '06	290846 AA 2	3,961	5,000,000		Shared-Def	2,4,5			
Emcore Corp	5% Conv '06	290846 AA 2	792	1,000,000		Shared-Def	1,2,3			
Emcore Corp	5% Conv '06	290846 AA 2	792	1,000,000		Shared-Def	2,4,5			
Emcore Corp	5% Conv '06	290846 AA 2	396	500,000		Shared-Def	1,2,3			
Emmis Communications Corp	6.25% Conv Pfd A	291525 20 2	12,074	273,300		Shared-Def	2,4,5			273,300
Enzon Inc	4.5% Conv '08	293904 AA 6	17,730	18,000,000		Shared-Def	2,4,5			
Enzon Inc	4.5% Conv '08	293904 AA 6	5,171	5,250,000		Shared-Def	1,2,3			
Enzon Inc	4.5% Conv '08	293904 AA 6	1,724	1,750,000		Shared-Def	2,4,5			

FEI Co	5.5% Conv '08	30241L AA 7	1,600	2,000,000		Shared-Def	2,4,5			
FEI Co	5.5% Conv '08	30241L AA 7	1,600	2,000,000		Shared-Def	1,2,3			
First Data Corp	2% Conv '08	319963 AD 6	18,072	17,162,000		Shared-Def	2,4,5			
First Data Corp	2% Conv '08	319963 AD 6	4,212	4,000,000		Shared-Def	1,2,3			
First Data Corp	2% Conv '08	319963 AD 6	2,106	2,000,000		Shared-Def	2,4,5			
First Data Corp	2% Conv '08	319963 AD 6	882	838,000		Shared-Def	1,2,3			
Genzyme Corp	3% Conv '21	372917 AJ 3	4,818	5,000,000		Shared-Def	2,4,5			
Genzyme Corp	Com-Molecular	372917 50 0	418	53,885		Shared-Def	2,4,5	53,885		
Genzyme Corp	Com-Molecular	372917 50 0	223	28,714		Shared-Def	1,2,3	28,714		
Genzyme Corp	Com-Molecular	372917 50 0	46	5,926		Shared-Def	2,4,5	5,926		
Genzyme Corp	Com-Molecular	372917 50 0	12	1,514		Shared-Def	1,2,3	1,514		
Genzyme Corp	Com-Biosurgery	372917 70 8	66	16,937		Shared-Def	2,4,5	16,937		
Genzyme Corp	Com-Biosurgery	372917 70 8	40	10,202		Shared-Def	1,2,3	10,202		
Gilead Sciences Inc	5% Conv '07	375558 AA 1	22,172	15,725,000		Shared-Def	2,4,5			
Gilead Sciences Inc	5% Conv '07	375558 AA 1	10,399	7,375,000		Shared-Def	1,2,3			
Gilead Sciences Inc	5% Conv '07	375558 AA 1	2,820	2,000,000		Shared-Def	2,4,5			
Global Crossing Ltd	6.75% Conv Pld	G3921A 13 4	9,032	66,400		Shared-Def	2,4,5			66,400
Gucci Group N V	Com	401566 10 4	1,456	17,800		Shared-Def	2,3,5	17,800		
Gucci Group N V	Com	401566 10 4	65	800		Shared-Def	2,3	800		
Gucci Group N V	Com	401566 10 4	409	5,000		Shared-Def	1,2,3	5,000		
Gucci Group N V	Com	401566 10 4	106	1,300		Shared-Def	2,3,5	1,300		
Gucci Group N V	Com	401566 10 4	8	100		Shared-Def		100		
HNC Software Inc	5.25% Conv '08	40425P AB 3	4,750	5,000,000		Shared-Def	2,4,5			
HNC Software Inc	5.25% Conv '08	40425P AB 3	2,375	2,500,000		Shared-Def	1,2,3			
Heller Financial Inc	Com	423328 10 3	5,646	107,000		Shared-Def	2,3,5	107,000		
Heller Financial Inc	Com	423328 10 3	259	4,900		Shared-Def	2,3	4,900		
Heller Financial Inc	Com	423328 10 3	1,588	30,100		Shared-Def	1,2,3	30,100		
Heller Financial Inc	Com	423328 10 3	412	7,800		Shared-Def	2,3,5	7,800		
Heller Financial Inc	Com	423328 10 3	32	600		Shared-Def		600		
Honeywell Intl Inc	Com	438516 10 6	2,616	99,100	P	Shared-Def	2,3,5	99,100		
Honeywell Intl Inc	Com	438516 10 6	121	4,600	P	Shared-Def	2,3	4,600		
Honeywell Intl Inc	Com	438516 10 6	755	28,600	P	Shared-Def	1,2,3	28,600		
Honeywell Intl Inc	Com	438516 10 6	203	7,700	P	Shared-Def	2,3,5	7,700		
Human Genome Sciences Inc	5% Conv '07	444903 AF 5	9,738	10,000,000		Shared-Def	2,4,5			
Imclone Sys Inc	5.5% Conv '05	45245W AA 7	18,794	14,683,000		Shared-Def	2,4,5			
Imclone Sys Inc	5.5% Conv '05	45245W AA 7	1,280	1,000,000		Shared-Def	1,2,3			
Imclone Sys Inc	5.5% Conv '05	45245W AA 7	406	317,000		Shared-Def	2,4,5			
Intermune Inc	5.75% Conv '06	45884X AA 1	3,660	3,000,000		Shared-Def	2,4,5			
Intermune Inc	5.75% Conv '06	45884X AA 1	2,440	2,000,000		Shared-Def	1,2,3			
Ivax Corp	5.5% Conv '07	465823 AB 8	17,441	15,525,000		Shared-Def	2,4,5			
Ivax Corp	5.5% Conv '07	465823 AB 8	1,685	1,500,000		Shared-Def	1,2,3			
Ivax Corp	5.5% Conv '07	465823 AB 8	534	475,000		Shared-Def	2,4,5			
Ivax Corp	4.5% Conv '08	465823 AE 2	4,650	5,000,000		Shared-Def	2,4,5			

KMart Fing I	7.75% Conv Pfd	498778 20 8	27,821	604,800		Shared-Def	2,4,5			604,800
KMart Fing I	7.75% Conv Pfd	498778 20 8	5,750	125,000		Shared-Def	1,2,3			125,000
KMart Fing I	7.75% Conv Pfd	498778 20 8	2,300	50,000		Shared-Def	2,4,5			50,000
Kerr McGee Corp	5.25% Conv '10	492386 AP 2	32,561	28,815,000		Shared-Def	2,4,5			
Kerr McGee Corp	5.25% Conv '10	492386 AP 2	10,735	9,500,000		Shared-Def	1,2,3			
Kerr McGee Corp	5.25% Conv '10	492386 AP 2	1,431	1,266,000		Shared-Def	2,4,5			
Kerr McGee Corp	5.25% Conv '10	492386 AP 2	473	419,000		Shared-Def	1,2,3			
Kulicke & Soffa Inds Inc	4.75% Conv '06	501242 AE 1	14,580	17,339,000		Shared-Def	2,4,5			
Kulicke & Soffa Inds Inc	4.75% Conv '06	501242 AE 1	841	1,000,000		Shared-Def	1,2,3			
Kulicke & Soffa Inds Inc	4.75% Conv '06	501242 AE 1	619	736,000		Shared-Def	2,4,5			
Kulicke & Soffa Inds Inc	5.25% Conv '06	501242 AH 4	1,010	1,000,000		Shared-Def	2,4,5			
Lamar Advertising Co	5.25% Conv '06	512815 AF 8	10,772	10,992,000		Shared-Def	2,4,5			
Lamar Advertising Co	5.25% Conv '06	512815 AF 8	2,514	2,565,000		Shared-Def	1,2,3			
LSI Logic Corp	4.25% Conv '04	502161 AB 8	33,473	31,879,000		Shared-Def	2,4,5			
LSI Logic Corp	4.25% Conv '04	502161 AB 8	11,550	11,000,000		Shared-Def	1,2,3			
LSI Logic Corp	4.25% Conv '04	502161 AB 8	1,912	1,821,000		Shared-Def	2,4,5			
L-3 Communications Hldgs Inc	5.25% Conv '09	502424 AA 2	16,315	12,130,000		Shared-Def	2,4,5			
L-3 Communications Hldgs Inc	5.25% Conv '09	502424 AA 2	4,708	3,500,000		Shared-Def	1,2,3			
L-3 Communications Hldgs Inc	5.25% Conv '09	502424 AA 2	1,009	750,000		Shared-Def	2,4,5			
Lattice Semiconductor Corp	4.75% Conv '06	518415 AC 8	18,013	16,750,000		Shared-Def	2,4,5			
Loral Space & Communications	6% Conv Pfd C	G56462 14 9	15,622	600,850		Shared-Def	2,4,5			600,850
Lucent Technologies Inc	8% Conv Pfd	549463 20 6	58,472	48,500		Shared-Def	2,4,5			48,500
Lucent Technologies Inc	8% Conv Pfd	549463 20 6	10,971	9,100		Shared-Def	1,2,3			9,100
Lucent Technologies Inc	8% Conv Pfd	549463 20 6	6,028	5,000		Shared-Def	2,4,5			5,000
McLeodUSA Inc	6.75% Conv Pfd	582266 20 1	10,525	37,040		Shared-Def	2,4,5			37,040
Mirant Tr I	6.25% Conv Pfd	60467Q 10 2	33,953	526,400		Shared-Def	2,4,5			526,400
NCO Group Inc	4.75% Conv '06	628858 AC 6	1,558	2,000,000		Shared-Def	2,4,5			
Nasdaq 100 Tr	Unit Ser 1	631100 10 4	1,159	40,000		Shared-Def	2,4,5	40,000		
Nasdaq 100 Tr	Unit Ser 1	631100 10 4	290	10,000		Shared-Def	1,2,3	10,000		
Newfield Finl Tr I	6.5% Conv Pfd	651291 20 5	10,160	184,800		Shared-Def	2,4,5			184,800
Newport News Shipbuilding Inc	Com	652228 10 7	4,644	69,100		Shared-Def	2,3,5	69,100		
Newport News Shipbuilding Inc	Com	652228 10 7	215	3,200		Shared-Def	2,3	3,200		
Newport News Shipbuilding Inc	Com	652228 10 7	1,304	19,400		Shared-Def	1,2,3	19,400		
Newport News Shipbuilding Inc	Com	652228 10 7	558	8,300		Shared-Def	2,3,5	8,300		
Newport News Shipbuilding Inc	Com	652228 10 7	17	250		Shared-Def		250		
Nortel Networks Corp New	4.25% Conv '08	656568 AA 0	8,240	8,000,000		Shared-Def	2,4,5			
Nortel Networks Corp New	4.25% Conv '08	656568 AA 0	3,090	3,000,000		Shared-Def	1,2,3			
Nortel Networks Corp New	4.25% Conv '08	656568 AA 0	1,030	1,000,000		Shared-Def	2,4,5			
Nvidia Corp	4.75% Conv '07	67066G AA 2	25,197	25,711,000		Shared-Def	2,4,5			
Nvidia Corp	4.75% Conv '07	67066G AA 2	6,188	6,314,000		Shared-Def	1,2,3			
Nvidia Corp	4.75% Conv '07	67066G AA 2	1,446	1,475,000		Shared-Def	2,4,5			
Orion Pwr Hldgs Inc	Com	686286 10 5	1,818	71,300		Shared-Def	2,3,5	71,300		
Orion Pwr Hldgs Inc	Com	686286 10 5	87	3,400		Shared-Def	2,3	3,400		

Orion Pwr Hldgs Inc	Com	686286 10 5	507	19,900	Shared-Def	1,2,3	19,900		
Orion Pwr Hldgs Inc	Com	686286 10 5	130	5,100	Shared-Def	2,3,5	5,100		
Orion Pwr Hldgs Inc	Com	686286 10 5	8	300	Shared-Def		300		
Peregrine Systems Inc	5.5% Conv '07	71366Q AA 9	7,565	8,500,000	Shared-Def	2,4,5			
Peregrine Systems Inc	5.5% Conv '07	71366Q AA 9	1,335	1,500,000	Shared-Def	1,2,3			
Pogo Tr I	6.5% Conv Pfd	73044P 20 8	16,741	262,200	Shared-Def	2,4,5			262,200
Pogo Tr I	6.5% Conv Pfd	73044P 20 8	919	14,400	Shared-Def	2,4,5			14,400
Protein Design Labs Inc	5.5% Conv '07	74369L AA 1	5,535	5,494,000	Shared-Def	2,4,5			
Protein Design Labs Inc	5.5% Conv '07	74369L AA 1	1,511	1,500,000	Shared-Def	1,2,3			
Protein Design Labs Inc	5.5% Conv '07	74369L AA 1	383	380,000	Shared-Def	2,4,5			
Protein Design Labs Inc	5.5% Conv '07	74369L AA 1	127	126,000	Shared-Def	1,2,3			
Ralston Purina Co	Com	751277 30 2	4,677	142,600	Shared-Def	2,3,5	142,600		
Ralston Purina Co	Com	751277 30 2	213	6,500	Shared-Def	2,3	6,500		
Ralston Purina Co	Com	751277 30 2	1,312	40,000	Shared-Def	1,2,3	40,000		
Ralston Purina Co	Com	751277 30 2	338	10,300	Shared-Def	2,3,5	10,300		
Ralston Purina Co	Com	751277 30 2	20	600	Shared-Def		600		
Rouse Co	\$3 Conv Pfd B	779273 30 9	8,932	185,000	Shared-Def	2,4,5			185,000
S&P 500 Protected Equity Fd	Com	78379P 10 3	8,355	80,000	Shared-Def	2,4,5	80,000		
S&P 500 Protected Equity Fd	Com	78379P 10 3	1,671	16,000	Shared-Def	1,2,3	16,000		
S&P 500 Protected Equity Fd	Com	78379P 10 3	418	4,000	Shared-Def	2,4,5	4,000		
Sanmina Corp	4.25% Conv '04	800907 AB 3	13,834	14,581,000	Shared-Def	2,4,5			
Sanmina Corp	4.25% Conv '04	800907 AB 3	1,898	2,000,000	Shared-Def	1,2,3			
Sanmina Corp	4.25% Conv '04	800907 AB 3	949	1,000,000	Shared-Def	2,4,5			
Sanmina Corp	4.25% Conv '04	800907 AB 3	398	419,000	Shared-Def	1,2,3			
School Specialty Inc	6% Conv '08	807863 AB 1	2,369	2,000,000	Shared-Def	2,4,5			
School Specialty Inc	6% Conv '08	807863 AB 1	1,185	1,000,000	Shared-Def	1,2,3			
Seacor Smit Inc	5.375% Conv '06	811904 AE 1	2,887	3,230,000	Shared-Def	2,4,5			
Seacor Smit Inc	5.375% Conv '06	811904 AE 1	1,542	1,725,000	Shared-Def	1,2,3			
Sealed Air Corp New	4% Conv Pfd A	81211K 20 9	82,281	1,679,200	Shared-Def	2,4,5	1,679,200		
Sealed Air Corp New	4% Conv Pfd A	81211K 20 9	774	15,800	Shared-Def	2,4,5	15,800		
Sensormatic Electrs Corp	6.5% Conv Pfd	817265 80 4	19,410	500,002	Shared-Def	2,4,5			500,002
Sepracor Inc	7% Conv '05	817315 AF 1	4,617	4,400,000	Shared-Def	2,4,5			
Sepracor Inc	7% Conv '05	817315 AF 1	1,679	1,600,000	Shared-Def	1,2,3			
Sepracor Inc	7% Conv '05	817315 AF 1	525	500,000	Shared-Def	2,4,5			
Sepracor Inc	5% Conv '07	817315 AL 8	13,697	13,712,000	Shared-Def	2,4,5			
Sepracor Inc	5% Conv '07	817315 AL 8	2,997	3,000,000	Shared-Def	1,2,3			
Sepracor Inc	5% Conv '07	817315 AL 8	949	950,000	Shared-Def	2,4,5			
Sepracor Inc	5% Conv '07	817315 AL 8	837	838,000	Shared-Def	1,2,3			
Siebel Sys Inc	5.5% Conv '06	826170 AC 6	16,335	16,500,000	Shared-Def	2,4,5			
Texaco Inc	Com	881694 10 3	917	14,100	Shared-Def	2,3,5	14,100		
Texaco Inc	Com	881694 10 3	52	800	Shared-Def	2,3	800		
Texaco Inc	Com	881694 10 3	273	4,200	Shared-Def	1,2,3	4,200		
Texaco Inc	Com	881694 10 3	59	900	Shared-Def	2,3,5	900		

Titan Corp	Conv Pfd	888266 20 2	5,165	80,000		Shared-Def	2,4,5			80,000
Titan Corp	Conv Pfd	888266 20 2	1,291	20,000		Shared-Def	1,2,3			20,000
Ultramar Diamond Shamrock Corp	Com	904000 10 6	2,737	57,100		Shared-Def	2,3,5	57,100		
Ultramar Diamond Shamrock Corp	Com	904000 10 6	129	2,700		Shared-Def	2,3	2,700		
Ultramar Diamond Shamrock Corp	Com	904000 10 6	762	15,900		Shared-Def	1,2,3	15,900		
Ultramar Diamond Shamrock Corp	Com	904000 10 6	206	4,300		Shared-Def	2,3,5	4,300		
Unitedglobalcom	7% Conv PFD A	913247 10 2	2,654	212,300		Shared-Def	2,4,5			212,300
Unitedglobalcom	7% Conv PFD A	913247 10 2	159	12,700		Shared-Def	2,4,5			12,700
Unitedglobalcom	7% Conv PFD D	913247 20 1	9,258	251,100		Shared-Def	2,4,5			251,100
United States Cellular Corp	0% Conv '15	911684 AA 6	2,412	4,106,000		Shared-Def	2,4,5			
United States Cellular Corp	0% Conv '15	911684 AA 6	279	475,000		Shared-Def	2,4,5			
United States Cellular Corp	0% Conv '15	911684 AA 6	246	419,000		Shared-Def	1,2,3			
Venator Group Inc	5.5% Conv '08	922944 AA 1	7,139	6,250,000		Shared-Def	2,4,5			
Venator Group Inc	5.5% Conv '08	922944 AA 1	2,285	2,000,000		Shared-Def	1,2,3			
Waste Connections Inc	5.5% Conv '06	941053 AA 8	5,764	6,000,000		Shared-Def	2,4,5			
Wendys Fing I	\$2.50 Conv PFD T	950588 20 2	17,682	275,200		Shared-Def	2,4,5			275,200
Wendys Fing I	\$2.50 Conv PFD T	950588 20 2	1,696	26,400		Shared-Def	2,4,5			26,400
Willamette Inds Inc	Com	969133 10 7	4,823	107,200		Shared-Def	2,3,5	107,200		
Willamette Inds Inc	Com	969133 10 7	220	4,900		Shared-Def	2,3	4,900		
Willamette Inds Inc	Com	969133 10 7	1,350	30,000		Shared-Def	1,2,3	30,000		
Willamette Inds Inc	Com	969133 10 7	346	7,700		Shared-Def	2,3,5	7,700		
Willamette Inds Inc	Com	969133 10 7	22	500		Shared-Def		500		
XM Satellite Radio Hldgs Inc	8.25% Conv PFD B	983759 20 0	2,147	55,000		Shared-Def	2,4,5			55,000
			1,358,788							