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GENERAL ELECTRIC CO  
Form 13F-HR/A  
April 16, 2007

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2006

Check here if Amendment [X]; Amendment Number: 1

This Amendment (Check only one.): [X] is a restatement.  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

General Electric Company  
3135 Easton Turnpike  
Fairfield, CT 06828

13F File Number: 028-01502

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Robert R. DeGennaro  
Title: Manager - Accounting Projects  
Phone: (203) 373-2535

Signature, Place, and Date of Signing:

|                     |               |       |                |
|---------------------|---------------|-------|----------------|
| Robert R. DeGennaro | Fairfield, CT | 06828 | April 16, 2007 |
| -----               | -----         | ----- | -----          |
| (Signature)         | (City, State) | (Zip) | (Date)         |

Report Type (Check only one.):

- 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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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 470

Form 13F Information Table Value Total: \$36,740,313  
(thousands)

List of Other Included Managers:

| No. | Form 13F File Number | Name                |
|-----|----------------------|---------------------|
| 01  | 028-05827            | GE Asset Management |

FORM 13F INFORMATION TABLE

| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE (x\$1000) | SHRS OR PRN AMT | SH/ PRN | PUT/ CALL | INVESTMENT DISCRET |
|------------------------------|----------------|-----------|-----------------|-----------------|---------|-----------|--------------------|
| ACE LTD                      | ORD            | G0070K103 | 164,328         | 2,713,029       | SH      |           | DEFIN              |
| ALLIED WRLD ASSUR COM HLDG L | SHS            | G0219G203 | 12,402          | 284,256         | SH      |           | DEFIN              |
| ARCH CAP GROUP LTD           | ORD            | G0450A105 | 82,822          | 1,225,000       | SH      |           | DEFIN              |
| AXIS CAPITAL HOLDINGS        | SHS            | G0692U109 | 67,241          | 2,015,000       | SH      |           | DEFIN              |
| ACCENTURE LTD BERMUDA        | CL A           | G1150G111 | 3,971           | 107,535         | SH      |           | DEFIN              |
| COOPER INDS LTD              | CL A           | G24182100 | 77,241          | 854,151         | SH      |           | DEFIN              |
| ENDURANCE SPECIALTY HLDGS LT | SHS            | G30397106 | 2,267           | 61,965          | SH      |           | DEFIN              |
| EVEREST RE GROUP LTD         | COM            | G3223R108 | 68,444          | 697,625         | SH      |           | DEFIN              |
| GLOBALSANTAFE CORP           | SHS            | G3930E101 | 27,861          | 473,992         | SH      |           | DEFIN              |
| INGERSOLL-RAND COMPANY LTD   | CL A           | G4776G101 | 1,091           | 27,885          | SH      |           | DEFIN              |
| MARVELL TECHNOLOGY GROUP LTD | ORD            | G5876H105 | 24,156          | 1,258,773       | SH      |           | DEFIN              |
| TRANSOCEAN INC               | ORD            | G90078109 | 293,804         | 3,632,139       | SH      |           | DEFIN              |
| WEATHERFORD INTERNATIONAL LT | COM            | G95089101 | 13,510          | 323,281         | SH      |           | DEFIN              |
| ALCON INC                    | COM SHS        | H01301102 | 16,483          | 147,470         | SH      |           | DEFIN              |
| BACKWEB TECHNOLOGIES LTD     | ORD            | M15633106 | 303             | 1,316,304       | SH      |           | DEFIN              |
| ORBOTECH LTD                 | ORD            | M75253100 | 208             | 8,192           | SH      |           | DEFIN              |
| ABB LTD                      | SPONSORED ADR  | 000375204 | 72,869          | 4,052,806       | SH      |           | DEFIN              |
| AFLAC INC                    | COM            | 001055102 | 224,694         | 4,884,654       | SH      |           | DEFIN              |
| AES CORP                     | COM            | 00130H105 | 2,766           | 125,521         | SH      |           | DEFIN              |
| AT&T INC                     | COM            | 00206R102 | 42,752          | 1,195,856       | SH      |           | DEFIN              |
| ABBOTT LABS                  | COM            | 002824100 | 217,925         | 4,473,926       | SH      |           | DEFIN              |
| ACHILLION PHARMACEUTICALS IN | COM            | 00448Q201 | 993             | 61,669          | SH      |           | SOLE               |
| ACORDA THERAPEUTICS INC      | COM            | 00484M106 | 913             | 57,634          | SH      |           | SOLE               |
| ACTIVISION INC NEW           | COM NEW        | 004930202 | 55,342          | 3,210,107       | SH      |           | DEFIN              |
| ADAMS RESPIRATORY THERAPEUTI | COM            | 00635P107 | 217             | 5,311           | SH      |           | SOLE               |
| ADOBE SYS INC                | COM            | 00724F101 | 875             | 21,290          | SH      |           | DEFIN              |
| ADVANCE AUTO PARTS INC       | COM            | 00751Y106 | 1,747           | 49,119          | SH      |           | DEFIN              |
| ADVANCED MEDICAL OPTICS INC  | COM            | 00763M108 | 21,609          | 613,882         | SH      |           | DEFIN              |
| AETNA INC NEW                | COM            | 00817Y108 | 284,078         | 6,578,932       | SH      |           | DEFIN              |
| AFFILIATED COMPUTER SERVICES | CL A           | 008190100 | 15,225          | 311,727         | SH      |           | DEFIN              |
| AFFILIATED MANAGERS GROUP    | COM            | 008252108 | 16,004          | 152,229         | SH      |           | DEFIN              |
| AIR PRODS & CHEMS INC        | COM            | 009158106 | 37,918          | 539,522         | SH      |           | DEFIN              |
| ALBERTO CULVER CO NEW        | COM            | 013078100 | 57,263          | 2,669,617       | SH      |           | DEFIN              |
| ALCOA INC                    | COM            | 013817101 | 4,375           | 145,793         | SH      |           | DEFIN              |
| ALLEGHANY CORP DEL           | COM            | 017175100 | 19,606          | 53,922          | SH      |           | DEFIN              |

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|                              |                |           |         |            |    |       |
|------------------------------|----------------|-----------|---------|------------|----|-------|
| ALLEGHENY ENERGY INC         | COM            | 017361106 | 2,094   | 45,621     | SH | DEFIN |
| ALLERGAN INC                 | COM            | 018490102 | 203     | 1,694      | SH | DEFIN |
| ALLSTATE CORP                | COM            | 020002101 | 160,169 | 2,459,974  | SH | DEFIN |
| ALLTEL CORP                  | COM            | 020039103 | 172,342 | 2,849,566  | SH | DEFIN |
| ALTRIA GROUP INC             | COM            | 02209S103 | 24,089  | 280,693    | SH | DEFIN |
| ALTUS PHARMACEUTICALS INC    | COM            | 02216N105 | 772     | 40,957     | SH | SOLE  |
| AMBASSADORS GROUP INC        | COM            | 023177108 | 12,140  | 400,000    | SH | DEFIN |
| AMBASSADORS INTL INC         | COM            | 023178106 | 9,124   | 200,000    | SH | DEFIN |
| AMEREN CORP                  | COM            | 023608102 | 9,060   | 168,624    | SH | DEFIN |
| AMERICA MOVIL S A DE C V     | SPON ADR L SHS | 02364W105 | 123,255 | 2,725,671  | SH | DEFIN |
| AMERICAN ELEC PWR INC        | COM            | 025537101 | 26,930  | 632,457    | SH | DEFIN |
| AMERICAN EXPRESS CO          | COM            | 025816109 | 10,694  | 176,271    | SH | DEFIN |
| AMERICAN INTL GROUP INC      | COM            | 026874107 | 725,876 | 10,129,440 | SH | DEFIN |
| AMERICAN TOWER CORP          | CL A           | 029912201 | 23,920  | 641,636    | SH | DEFIN |
| AMERIPRISE FINL INC          | COM            | 03076C106 | 7,783   | 142,806    | SH | DEFIN |
| AMGEN INC                    | COM            | 031162100 | 754,645 | 11,047,360 | SH | DEFIN |
| AMYLIN PHARMACEUTICALS INC   | COM            | 032346108 | 13,727  | 380,569    | SH | DEFIN |
| ANALOG DEVICES INC           | COM            | 032654105 | 258,655 | 7,869,038  | SH | DEFIN |
| ANGLO AMERN PLC              | ADR            | 03485P102 | 7,050   | 288,800    | SH | DEFIN |
| ANGIOTECH PHARMACEUTICALS IN | COM            | 034918102 | 8,376   | 1,022,676  | SH | DEFIN |
| ANGLOGOLD ASHANTI LTD        | SPONSORED ADR  | 035128206 | 4,709   | 100,000    | SH | DEFIN |
| ANHEUSER BUSCH COS INC       | COM            | 035229103 | 9,371   | 190,462    | SH | DEFIN |
| AON CORP                     | COM            | 037389103 | 22,716  | 642,783    | SH | DEFIN |
| APPLE COMPUTER INC           | COM            | 037833100 | 15,557  | 183,363    | SH | DEFIN |
| AQUANTIVE INC                | COM            | 03839G105 | 4,334   | 175,764    | SH | DEFIN |
| ARACRUZ CELULOSE S A         | SPON ADR PFD B | 038496204 | 337     | 5,500      | SH | DEFIN |
| ARCH COAL INC                | COM            | 039380100 | 1,502   | 50,000     | SH | DEFIN |
| AUTODESK INC                 | COM            | 052769106 | 2,100   | 51,905     | SH | DEFIN |
| AUTOMATIC DATA PROCESSING IN | COM            | 053015103 | 126,978 | 2,578,230  | SH | DEFIN |
| AUTOZONE INC                 | COM            | 053332102 | 30,207  | 261,398    | SH | DEFIN |
| AVON PRODS INC               | COM            | 054303102 | 4,446   | 134,560    | SH | DEFIN |
| BJ SVCS CO                   | COM            | 055482103 | 573     | 19,555     | SH | DEFIN |
| BAKER HUGHES INC             | COM            | 057224107 | 31,434  | 421,035    | SH | DEFIN |
| BANK OF AMERICA CORPORATION  | COM            | 060505104 | 692,537 | 12,971,291 | SH | DEFIN |
| BANK NEW YORK INC            | COM            | 064057102 | 28,023  | 711,785    | SH | DEFIN |
| BARRICK GOLD CORP            | COM            | 067901108 | 163,375 | 5,321,651  | SH | DEFIN |
| BARR PHARMACEUTICALS INC     | COM            | 068306109 | 24,154  | 481,928    | SH | DEFIN |
| BAXTER INTL INC              | COM            | 071813109 | 198,957 | 4,288,800  | SH | DEFIN |
| BEAR STEARNS COS INC         | COM            | 073902108 | 1,586   | 9,744      | SH | DEFIN |
| BED BATH & BEYOND INC        | COM            | 075896100 | 400,213 | 10,504,288 | SH | DEFIN |
| BELLSOUTH CORP               | COM            | 079860102 | 12,725  | 270,114    | SH | DEFIN |
| BERKSHIRE HATHAWAY INC DEL   | CL B           | 084670207 | 57,978  | 15,815     | SH | DEFIN |
| BEST BUY INC                 | COM            | 086516101 | 6,141   | 124,844    | SH | DEFIN |
| BIOMET INC                   | COM            | 090613100 | 234     | 5,675      | SH | DEFIN |
| BIOGEN IDEC INC              | COM            | 09062X103 | 2,299   | 46,734     | SH | DEFIN |
| BLACK & DECKER CORP          | COM            | 091797100 | 1,334   | 16,678     | SH | DEFIN |
| BLACKROCK INC                | COM            | 09247X101 | 32,295  | 212,607    | SH | DEFIN |
| BOEING CO                    | COM            | 097023105 | 5,514   | 62,069     | SH | DEFIN |
| BOSTON PROPERTIES INC        | COM            | 101121101 | 1,698   | 15,175     | SH | DEFIN |
| BOSTON SCIENTIFIC CORP       | COM            | 101137107 | 37,705  | 2,194,692  | SH | DEFIN |
| BOYD GAMING CORP             | COM            | 103304101 | 6,637   | 146,471    | SH | DEFIN |
| BRISTOL MYERS SQUIBB CO      | COM            | 110122108 | 16,704  | 634,651    | SH | DEFIN |
| BURLINGTON NORTHN SANTA FE C | COM            | 12189T104 | 30,414  | 412,060    | SH | DEFIN |
| CBS CORP NEW                 | CL B           | 124857202 | 4,174   | 133,877    | SH | DEFIN |
| CB RICHARD ELLIS GROUP INC   | CL A           | 12497T101 | 166,407 | 5,012,258  | SH | DEFIN |
| C D W CORP                   | COM            | 12512N105 | 5,271   | 74,961     | SH | DEFIN |
| CIT GROUP INC                | COM            | 125581108 | 4,344   | 77,891     | SH | DEFIN |
| CSX CORP                     | COM            | 126408103 | 48,765  | 1,416,342  | SH | DEFIN |
| CVB FINL CORP                | COM            | 126600105 | 11,259  | 778,648    | SH | DEFIN |
| CABLEVISION SYS CORP         | CL A NY CABLVS | 12686C109 | 47,137  | 1,655,108  | SH | DEFIN |
| CABOT CORP                   | COM            | 127055101 | 8,160   | 187,284    | SH | DEFIN |
| CADENCE DESIGN SYSTEM INC    | COM            | 127387108 | 223     | 12,463     | SH | SOLE  |

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|                              |                 |           |         |            |    |       |
|------------------------------|-----------------|-----------|---------|------------|----|-------|
| CALAMOS ASSET MGMT INC       | CL A            | 12811R104 | 14,162  | 527,848    | SH | DEFIN |
| CANADIAN NAT RES LTD         | COM             | 136385101 | 1,065   | 20,000     | SH | DEFIN |
| CAPITAL ONE FINL CORP        | COM             | 14040H105 | 9,080   | 118,193    | SH | DEFIN |
| CARDINAL HEALTH INC          | COM             | 14149Y108 | 5,736   | 89,032     | SH | DEFIN |
| CAREMARK RX INC              | COM             | 141705103 | 18,848  | 330,036    | SH | DEFIN |
| CARNIVAL CORP                | PAIRED CTF      | 143658300 | 347,150 | 7,077,473  | SH | DEFIN |
| CARTER INC                   | COM             | 146229109 | 601     | 23,562     | SH | SOLE  |
| CATALYTICA ENERGY SYS INC    | COM             | 148884109 | 379     | 183,120    | SH | DEFIN |
| CATERPILLAR INC DEL          | COM             | 149123101 | 5,568   | 90,783     | SH | DEFIN |
| CENTERPLATE INC              | UNIT 99/99/9999 | 15200E204 | 15,649  | 823,641    | SH | SOLE  |
| CENTEX CORP                  | COM             | 152312104 | 1,231   | 21,880     | SH | DEFIN |
| CENTRAL EUROPEAN DIST CORP   | COM             | 153435102 | 3,105   | 104,536    | SH | DEFIN |
| CHECKFREE CORP NEW           | COM             | 162813109 | 42,496  | 1,058,178  | SH | DEFIN |
| CHEESECAKE FACTORY INC       | COM             | 163072101 | 20,114  | 817,648    | SH | DEFIN |
| CHEVRON CORP NEW             | COM             | 166764100 | 59,088  | 803,590    | SH | DEFIN |
| CHOICEPOINT INC              | COM             | 170388102 | 10,406  | 264,256    | SH | DEFIN |
| CHUBB CORP                   | COM             | 171232101 | 94,023  | 1,777,036  | SH | DEFIN |
| CIENA CORP                   | COM NEW         | 171779309 | 461     | 16,630     | SH | SOLE  |
| CISCO SYS INC                | COM             | 17275R102 | 721,350 | 26,394,072 | SH | DEFIN |
| CITIGROUP INC                | COM             | 172967101 | 474,922 | 8,526,430  | SH | DEFIN |
| CITRIX SYS INC               | COM             | 177376100 | 4,644   | 171,700    | SH | DEFIN |
| CLEAR CHANNEL COMMUNICATIONS | COM             | 184502102 | 2,918   | 82,100     | SH | DEFIN |
| CLOROX CO DEL                | COM             | 189054109 | 229,599 | 3,579,098  | SH | DEFIN |
| COCA COLA CO                 | COM             | 191216100 | 368,531 | 7,637,943  | SH | DEFIN |
| COGENT INC                   | COM             | 19239Y108 | 18,744  | 1,702,429  | SH | DEFIN |
| COLEY PHARMACEUTICAL GROUP I | COM             | 19388P106 | 1,348   | 139,084    | SH | SOLE  |
| COLGATE PALMOLIVE CO         | COM             | 194162103 | 300,008 | 4,598,531  | SH | DEFIN |
| COMCAST CORP NEW             | CL A            | 20030N101 | 21,877  | 516,824    | SH | DEFIN |
| COMCAST CORP NEW             | CL A SPL        | 20030N200 | 582,158 | 13,900,623 | SH | DEFIN |
| COMMUNITY HEALTH SYS INC NEW | COM             | 203668108 | 436     | 11,943     | SH | DEFIN |
| COMPANHIA VALE DO RIO DOCE   | SPON ADR PFD    | 204412100 | 310,301 | 11,820,973 | SH | DEFIN |
| COMPANHIA DE BEBIDAS DAS AME | SPON ADR PFD    | 20441W203 | 533     | 10,922     | SH | DEFIN |
| COMVERSE TECHNOLOGY INC      | COM PAR \$0.10  | 205862402 | 16,911  | 801,099    | SH | DEFIN |
| CONEXANT SYSTEMS INC         | COM             | 207142100 | 54      | 26,566     | SH | SOLE  |
| CONOCOPHILLIPS               | COM             | 20825C104 | 20,102  | 279,394    | SH | DEFIN |
| CONSOLIDATED EDISON INC      | COM             | 209115104 | 2,160   | 44,932     | SH | DEFIN |
| CONSTELLATION ENERGY GROUP I | COM             | 210371100 | 140,988 | 2,047,165  | SH | DEFIN |
| CORINTHIAN COLLEGES INC      | COM             | 218868107 | 22,585  | 1,657,012  | SH | DEFIN |
| CORNING INC                  | COM             | 219350105 | 10,961  | 585,849    | SH | DEFIN |
| CORPORATE EXECUTIVE BRD CO   | COM             | 21988R102 | 14,489  | 165,211    | SH | DEFIN |
| COSTAR GROUP INC             | COM             | 22160N109 | 11,704  | 218,520    | SH | DEFIN |
| CUMULUS MEDIA INC            | CL A            | 231082108 | 2,765   | 266,109    | SH | SOLE  |
| DG FASTCHANNEL INC           | COM             | 23326R109 | 1,258   | 93,352     | SH | SOLE  |
| DPL INC                      | COM             | 233293109 | 828     | 29,794     | SH | DEFIN |
| D R HORTON INC               | COM             | 23331A109 | 1,470   | 55,502     | SH | DEFIN |
| DST SYS INC DEL              | COM             | 233326107 | 12,900  | 205,972    | SH | DEFIN |
| DTE ENERGY CO                | COM             | 233331107 | 15,238  | 314,768    | SH | DEFIN |
| DANAHER CORP DEL             | COM             | 235851102 | 24,526  | 338,576    | SH | DEFIN |
| DAVITA INC                   | COM             | 23918K108 | 35,090  | 616,918    | SH | DEFIN |
| DEERE & CO                   | COM             | 244199105 | 128,507 | 1,351,709  | SH | DEFIN |
| DELL INC                     | COM             | 24702R101 | 47,642  | 1,898,841  | SH | DEFIN |
| DENTSPLY INTL INC NEW        | COM             | 249030107 | 16,606  | 556,329    | SH | DEFIN |
| DEVON ENERGY CORP NEW        | COM             | 25179M103 | 10,243  | 152,692    | SH | DEFIN |
| DIAGEO P L C                 | SPON ADR NEW    | 25243Q205 | 43,643  | 550,281    | SH | DEFIN |
| DICKS SPORTING GOODS INC     | COM             | 253393102 | 258     | 5,269      | SH | DEFIN |
| DISNEY WALT CO               | COM DISNEY      | 254687106 | 15,057  | 439,361    | SH | DEFIN |
| DR REDDYS LABS LTD           | ADR             | 256135203 | 4,245   | 233,267    | SH | DEFIN |
| DOMINION RES INC VA NEW      | COM             | 25746U109 | 175,658 | 2,095,157  | SH | DEFIN |
| DOUGLAS EMMETT INC           | COM             | 25960P109 | 8,605   | 323,603    | SH | DEFIN |
| DOVER CORP                   | COM             | 260003108 | 602,305 | 12,286,931 | SH | DEFIN |
| DOW CHEM CO                  | COM             | 260543103 | 9,991   | 250,411    | SH | DEFIN |
| DRESSER-RAND GROUP INC       | COM             | 261608103 | 12,630  | 516,142    | SH | DEFIN |

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|                               |                |           |           |            |    |       |
|-------------------------------|----------------|-----------|-----------|------------|----|-------|
| DU PONT E I DE NEMOURS & CO   | COM            | 263534109 | 8,182     | 167,968    | SH | DEFIN |
| DUKE ENERGY CORP NEW          | COM            | 26441C105 | 113,621   | 3,421,302  | SH | DEFIN |
| E M C CORP MASS               | COM            | 268648102 | 92,579    | 7,013,556  | SH | DEFIN |
| EOG RES INC                   | COM            | 26875P101 | 96,850    | 1,550,834  | SH | DEFIN |
| EATON CORP                    | COM            | 278058102 | 176,575   | 2,349,953  | SH | DEFIN |
| EBAY INC                      | COM            | 278642103 | 176,427   | 5,867,217  | SH | DEFIN |
| ECOLAB INC                    | COM            | 278865100 | 2,007     | 44,409     | SH | DEFIN |
| EDISON INTL                   | COM            | 281020107 | 81,338    | 1,788,432  | SH | DEFIN |
| EMBRAER-EMPRESA BRASILEIRA D  | SP ADR COM SHS | 29081M102 | 1,082     | 26,119     | SH | DEFIN |
| EMCORE CORP                   | COM            | 290846104 | 1,272     | 230,020    | SH | SOLE  |
| EMERSON ELEC CO               | COM            | 291011104 | 107,451   | 2,437,091  | SH | DEFIN |
| EMPRESA NACIONAL DE ELCTRCID  | SPONSORED ADR  | 29244T101 | 371       | 10,100     | SH | DEFIN |
| ENCANA CORP                   | COM            | 292505104 | 2,757     | 60,000     | SH | DEFIN |
| ENTERGY CORP NEW              | COM            | 29364G103 | 30,956    | 335,309    | SH | DEFIN |
| EQUITY RESIDENTIAL            | SH BEN INT     | 29476L107 | 923       | 18,178     | SH | DEFIN |
| EXELON CORP                   | COM            | 30161N101 | 14,253    | 230,298    | SH | DEFIN |
| EXXON MOBIL CORP              | COM            | 30231G102 | 1,196,916 | 15,619,412 | SH | DEFIN |
| FPL GROUP INC                 | COM            | 302571104 | 54,081    | 993,773    | SH | DEFIN |
| FAMILY DLR STORES INC         | COM            | 307000109 | 1,323     | 45,097     | SH | DEFIN |
| FEDERAL HOME LN MTG CORP      | COM            | 313400301 | 205,842   | 3,031,552  | SH | DEFIN |
| FEDERAL NATL MTG ASSN         | COM            | 313586109 | 341,832   | 5,755,720  | SH | DEFIN |
| FEDERATED DEPT STORES INC DE  | COM            | 31410H101 | 3,712     | 97,357     | SH | DEFIN |
| FEDEX CORP                    | COM            | 31428X106 | 885       | 8,152      | SH | DEFIN |
| FIDELITY NATL INFORMATION SV  | COM            | 31620M106 | 69,212    | 1,726,424  | SH | DEFIN |
| FIFTH THIRD BANCORP           | COM            | 316773100 | 1,930     | 47,155     | SH | DEFIN |
| FIRST DATA CORP               | COM            | 319963104 | 218,592   | 8,565,527  | SH | DEFIN |
| FISERV INC                    | COM            | 337738108 | 8,369     | 159,662    | SH | DEFIN |
| FIRSTENERGY CORP              | COM            | 337932107 | 47,548    | 788,517    | SH | DEFIN |
| FOMENTO ECONOMICO MEXICANO S  | SPON ADR UNITS | 344419106 | 11,017    | 95,172     | SH | DEFIN |
| FORTUNE BRANDS INC            | COM            | 349631101 | 2,518     | 29,486     | SH | DEFIN |
| FRANKLIN RES INC              | COM            | 354613101 | 9,633     | 87,439     | SH | DEFIN |
| FREEMPORT-MCMORAN COPPER & GO | CL B           | 35671D857 | 90,192    | 1,618,379  | SH | DEFIN |
| GANNETT INC                   | COM            | 364730101 | 3,150     | 52,096     | SH | DEFIN |
| GEN-PROBE INC NEW             | COM            | 36866T103 | 265       | 5,058      | SH | DEFIN |
| GENENTECH INC                 | COM NEW        | 368710406 | 253       | 3,116      | SH | DEFIN |
| GENERAL DYNAMICS CORP         | COM            | 369550108 | 70,769    | 951,833    | SH | DEFIN |
| GENERAL ELECTRIC CO           | COM            | 369604103 | 3,530,865 | 94,890,227 | SH | DEFIN |
| GENERAL MLS INC               | COM            | 370334104 | 161,468   | 2,803,263  | SH | DEFIN |
| GENESIS LEASE LTD             | ADR            | 37183T107 | 81,075    | 3,450,000  | SH | SOLE  |
| GILEAD SCIENCES INC           | COM            | 375558103 | 85,154    | 1,311,471  | SH | DEFIN |
| GLAXOSMITHKLINE PLC           | SPONSORED ADR  | 37733W105 | 61,915    | 1,173,517  | SH | DEFIN |
| GLOBAL CASH ACCESS HLDGS INC  | COM            | 378967103 | 12,916    | 795,793    | SH | DEFIN |
| GOLDCORP INC NEW              | COM            | 380956409 | 2,492     | 87,624     | SH | DEFIN |
| GOLDMAN SACHS GROUP INC       | COM            | 38141G104 | 840       | 4,213      | SH | DEFIN |
| GOOGLE INC                    | CL A           | 38259P508 | 14,780    | 32,097     | SH | DEFIN |
| GREENHILL & CO INC            | COM            | 395259104 | 18,180    | 246,347    | SH | DEFIN |
| GRUPO TELEVISIA SA DE CV      | SP ADR REP ORD | 40049J206 | 802       | 29,692     | SH | DEFIN |
| HCC INS HLDGS INC             | COM            | 404132102 | 45,060    | 1,404,166  | SH | DEFIN |
| HALLIBURTON CO                | COM            | 406216101 | 100,859   | 3,248,277  | SH | DEFIN |
| HARMAN INTL INDS INC          | COM            | 413086109 | 832       | 8,326      | SH | DEFIN |
| HARMONY GOLD MNG LTD          | SPONSORED ADR  | 413216300 | 13,789    | 875,495    | SH | DEFIN |
| HARRIS CORP DEL               | COM            | 413875105 | 25,573    | 557,624    | SH | DEFIN |
| HARSCO CORP                   | COM            | 415864107 | 18,479    | 242,829    | SH | DEFIN |
| HARTFORD FINL SVCS GROUP INC  | COM            | 416515104 | 30,811    | 330,199    | SH | DEFIN |
| HAYES LEMMERZ INTL INC        | COM NEW        | 420781304 | 3,033     | 775,576    | SH | SOLE  |
| HESS CORP                     | COM            | 42809H107 | 135,965   | 2,742,889  | SH | DEFIN |
| HEWLETT PACKARD CO            | COM            | 428236103 | 100,502   | 2,439,968  | SH | DEFIN |
| HEXCEL CORP NEW               | COM            | 428291108 | 24,242    | 1,392,446  | SH | DEFIN |
| HILTON HOTELS CORP            | COM            | 432848109 | 110,987   | 3,180,133  | SH | DEFIN |
| HOME DEPOT INC                | COM            | 437076102 | 384,139   | 9,565,223  | SH | DEFIN |
| HUGOTON RTY TR TEX            | UNIT BEN INT   | 444717102 | 12,020    | 488,600    | SH | DEFIN |
| HUNTSMAN CORP                 | COM            | 447011107 | 13,179    | 694,735    | SH | DEFIN |

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|                              |                |           |         |            |    |       |
|------------------------------|----------------|-----------|---------|------------|----|-------|
| ITT CORP NEW                 | COM            | 450911102 | 39,777  | 700,056    | SH | DEFIN |
| ICICI BK LTD                 | ADR            | 45104G104 | 26,225  | 628,290    | SH | DEFIN |
| IDEARC INC                   | COM            | 451663108 | 346     | 12,088     | SH | DEFIN |
| IKANOS COMMUNICATIONS        | COM            | 45173E105 | 307     | 35,285     | SH | SOLE  |
| ILLINOIS TOOL WKS INC        | COM            | 452308109 | 1,126   | 24,372     | SH | SOLE  |
| ILLINOIS TOOL WKS INC        | COM            | 452308109 | 2,139   | 46,312     | SH | DEFIN |
| INTEL CORP                   | COM            | 458140100 | 144,603 | 7,140,886  | SH | DEFIN |
| INTERNAP NETWORK SVCS CORP   | COM PAR \$.001 | 45885A300 | 321     | 16,167     | SH | SOLE  |
| INTERNATIONAL BUSINESS MACHS | COM            | 459200101 | 217,259 | 2,236,324  | SH | DEFIN |
| INTERNATIONAL GAME TECHNOLOG | COM            | 459902102 | 6,589   | 142,628    | SH | DEFIN |
| INTL PAPER CO                | COM            | 460146103 | 1,085   | 31,827     | SH | DEFIN |
| INTUIT                       | COM            | 461202103 | 265,415 | 8,699,285  | SH | DEFIN |
| IRON MTN INC                 | COM            | 462846106 | 11,077  | 267,948    | SH | DEFIN |
| ISHARES INC                  | MSCI TAIWAN    | 464286731 | 518     | 35,690     | SH | DEFIN |
| ISHARES TR                   | MSCI EMERG MKT | 464287234 | 489     | 4,283      | SH | DEFIN |
| ISHARES TR                   | MSCI EAFE IDX  | 464287465 | 435     | 5,946      | SH | DEFIN |
| ISHARES SILVER TRUST         | ISHARES        | 46428Q109 | 3,153   | 24,514     | SH | DEFIN |
| ITC HLDGS CORP               | COM            | 465685105 | 7,130   | 178,685    | SH | DEFIN |
| JP MORGAN CHASE & CO         | COM            | 46625H100 | 33,569  | 695,009    | SH | DEFIN |
| JOHNSON & JOHNSON            | COM            | 478160104 | 270,658 | 4,099,641  | SH | DEFIN |
| JOY GLOBAL INC               | COM            | 481165108 | 12,199  | 252,350    | SH | DEFIN |
| JUNIPER NETWORKS INC         | COM            | 48203R104 | 17,883  | 944,174    | SH | DEFIN |
| K & F INDS HLDGS INC         | COM            | 482241106 | 50,642  | 2,229,922  | SH | DEFIN |
| KLA-TENCOR CORP              | COM            | 482480100 | 2,051   | 41,230     | SH | DEFIN |
| KB HOME                      | COM            | 48666K109 | 944     | 18,412     | SH | DEFIN |
| KELLOGG CO                   | COM            | 487836108 | 175,514 | 3,506,067  | SH | DEFIN |
| KIMBERLY CLARK CORP          | COM            | 494368103 | 175,805 | 2,587,263  | SH | DEFIN |
| KINDER MORGAN INC KANS       | COM            | 49455P101 | 3,384   | 32,003     | SH | DEFIN |
| KITTY HAWK INC               | COM NEW        | 498326206 | 18      | 32,246     | SH | SOLE  |
| KOHL'S CORP                  | COM            | 500255104 | 9,300   | 135,900    | SH | DEFIN |
| KONINKLIJKE PHILIPS ELECTRS  | NY REG SH NEW  | 500472303 | 78,733  | 2,095,086  | SH | DEFIN |
| KOOKMIN BK NEW               | SPONSORED ADR  | 50049M109 | 16,930  | 209,950    | SH | DEFIN |
| KROGER CO                    | COM            | 501044101 | 9,560   | 414,400    | SH | DEFIN |
| L-3 COMMUNICATIONS HLDGS INC | COM            | 502424104 | 1,377   | 16,832     | SH | DEFIN |
| LAM RESEARCH CORP            | COM            | 512807108 | 4,035   | 79,720     | SH | DEFIN |
| LEAP WIRELESS INTL INC       | COM NEW        | 521863308 | 2,697   | 45,352     | SH | DEFIN |
| LEGGETT & PLATT INC          | COM            | 524660107 | 912     | 38,158     | SH | DEFIN |
| LEGG MASON INC               | COM            | 524901105 | 21,213  | 223,181    | SH | DEFIN |
| LENNAR CORP                  | CL A           | 526057104 | 1,477   | 28,152     | SH | DEFIN |
| LIBERTY GLOBAL INC           | COM SER A      | 530555101 | 239     | 8,210      | SH | DEFIN |
| LIBERTY GLOBAL INC           | COM SER C      | 530555309 | 32      | 1,128      | SH | SOLE  |
| LIBERTY GLOBAL INC           | COM SER C      | 530555309 | 279,763 | 9,991,519  | SH | DEFIN |
| LIBERTY MEDIA HLDG CORP      | INT COM SER A  | 53071M104 | 258,409 | 11,980,027 | SH | DEFIN |
| LIBERTY MEDIA HLDG CORP      | CAP COM SER A  | 53071M302 | 228,533 | 2,332,444  | SH | DEFIN |
| LIFE TIME FITNESS INC        | COM            | 53217R207 | 9,793   | 201,866    | SH | DEFIN |
| LILLY ELI & CO               | COM            | 532457108 | 44,889  | 861,600    | SH | DEFIN |
| LINCARE HLDGS INC            | COM            | 532791100 | 245,615 | 6,165,042  | SH | DEFIN |
| LINCOLN NATL CORP IND        | COM            | 534187109 | 1,296   | 19,520     | SH | DEFIN |
| LINEAR TECHNOLOGY CORP       | COM            | 535678106 | 141,177 | 4,656,236  | SH | DEFIN |
| LOCKHEED MARTIN CORP         | COM            | 539830109 | 2,762   | 30,000     | SH | DEFIN |
| LOWES COS INC                | COM            | 548661107 | 54,355  | 1,744,952  | SH | DEFIN |
| M & T BK CORP                | COM            | 55261F104 | 9,910   | 81,120     | SH | DEFIN |
| MACERICH CO                  | COM            | 554382101 | 1,574   | 18,184     | SH | DEFIN |
| MACROVISION CORP             | COM            | 555904101 | 11,291  | 399,528    | SH | DEFIN |
| MAGUIRE PTYS INC             | COM            | 559775101 | 9,327   | 233,166    | SH | DEFIN |
| MANOR CARE INC NEW           | COM            | 564055101 | 17,762  | 378,558    | SH | DEFIN |
| MARRIOTT INTL INC NEW        | CL A           | 571903202 | 5,820   | 121,954    | SH | DEFIN |
| MARTEK BIOSCIENCES CORP      | COM            | 572901106 | 10,404  | 445,774    | SH | DEFIN |
| MARTIN MARIETTA MATLS INC    | COM            | 573284106 | 18,483  | 177,873    | SH | DEFIN |
| MAXIM INTEGRATED PRODS INC   | COM            | 57772K101 | 137,655 | 4,495,605  | SH | DEFIN |
| MCDONALDS CORP               | COM            | 580135101 | 11,772  | 265,558    | SH | DEFIN |
| MCGRAW HILL COS INC          | COM            | 580645109 | 4,319   | 63,494     | SH | DEFIN |

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|                              |               |           |           |            |    |       |
|------------------------------|---------------|-----------|-----------|------------|----|-------|
| MCKESSON CORP                | COM           | 58155Q103 | 281       | 5,543      | SH | DEFIN |
| MEADWESTVACO CORP            | COM           | 583334107 | 2,405     | 80,000     | SH | DEFIN |
| MEDCO HEALTH SOLUTIONS INC   | COM           | 58405U102 | 78,575    | 1,470,348  | SH | DEFIN |
| MEDICAL STAFFING NETWK HLDGS | COM           | 58463F104 | 6,432     | 1,095,794  | SH | DEFIN |
| MEDTRONIC INC                | COM           | 585055106 | 351,964   | 6,577,528  | SH | DEFIN |
| MELLON FINL CORP             | COM           | 58551A108 | 254,978   | 6,049,300  | SH | DEFIN |
| MERCK & CO INC               | COM           | 589331107 | 7,013     | 160,840    | SH | DEFIN |
| MERRILL LYNCH & CO INC       | COM           | 590188108 | 221,805   | 2,382,443  | SH | DEFIN |
| METLIFE INC                  | COM           | 59156R108 | 343,973   | 5,829,068  | SH | DEFIN |
| METTLER TOLEDO INTERNATIONAL | COM           | 592688105 | 13,856    | 175,726    | SH | DEFIN |
| MICROSOFT CORP               | COM           | 594918104 | 1,016,413 | 34,039,283 | SH | DEFIN |
| MICROCHIP TECHNOLOGY INC     | COM           | 595017104 | 112,350   | 3,435,789  | SH | DEFIN |
| MOBILE TELESYSTEMS OJSC      | SPONSORED ADR | 607409109 | 18,452    | 367,647    | SH | DEFIN |
| MOLEX INC                    | CL A          | 608554200 | 364,980   | 13,176,180 | SH | DEFIN |
| MONEYGRAM INTL INC           | COM           | 60935Y109 | 19,314    | 615,881    | SH | DEFIN |
| MONSANTO CO NEW              | COM           | 61166W101 | 506,713   | 9,646,161  | SH | DEFIN |
| MORGAN STANLEY               | COM NEW       | 617446448 | 71,835    | 882,167    | SH | DEFIN |
| MOTOROLA INC                 | COM           | 620076109 | 11,096    | 539,674    | SH | DEFIN |
| MURPHY OIL CORP              | COM           | 626717102 | 1,526     | 30,000     | SH | DEFIN |
| NII HLDGS INC                | CL B NEW      | 62913F201 | 16,857    | 261,596    | SH | DEFIN |
| NATIONAL FINL PARTNERS CORP  | COM           | 63607P208 | 2,370     | 53,903     | SH | DEFIN |
| NATIONAL LAMPOON INC NEW     | COM           | 636637100 | 89        | 40,296     | SH | SOLE  |
| NATIONAL OILWELL VARCO INC   | COM           | 637071101 | 3,416     | 55,830     | SH | DEFIN |
| NATIONAL SEMICONDUCTOR CORP  | COM           | 637640103 | 64,031    | 2,820,754  | SH | DEFIN |
| NAVTEQ CORP                  | COM           | 63936L100 | 27,829    | 795,799    | SH | DEFIN |
| NEKTAR THERAPEUTICS          | COM           | 640268108 | 869       | 57,120     | SH | DEFIN |
| NEUSTAR INC                  | CL A          | 64126X201 | 11,827    | 364,596    | SH | DEFIN |
| NEW YORK TIMES CO            | CL A          | 650111107 | 482       | 19,784     | SH | DEFIN |
| NEWCASTLE INVT CORP          | COM           | 65105M108 | 23,490    | 750,000    | SH | DEFIN |
| NEWELL RUBBERMAID INC        | COM           | 651229106 | 1,495     | 51,633     | SH | DEFIN |
| NEWMONT MINING CORP          | COM           | 651639106 | 8,309     | 184,033    | SH | DEFIN |
| NEWTEK BUSINESS SVCS INC     | COM           | 652526104 | 29        | 14,609     | SH | DEFIN |
| NEXEN INC                    | COM           | 65334H102 | 48,346    | 879,015    | SH | DEFIN |
| NIKE INC                     | CL B          | 654106103 | 1,841     | 18,590     | SH | DEFIN |
| NORTEL NETWORKS CORP NEW     | COM NEW       | 656568508 | 45        | 1,687      | SH | SOLE  |
| NORTEL NETWORKS CORP NEW     | COM NEW       | 656568508 | 4,874     | 182,332    | SH | DEFIN |
| NORTHEAST UTILS              | COM           | 664397106 | 350       | 12,437     | SH | DEFIN |
| NORTHROP GRUMMAN CORP        | COM           | 666807102 | 105,524   | 1,558,697  | SH | DEFIN |
| NOVARTIS A G                 | SPONSORED ADR | 66987V109 | 55,722    | 970,082    | SH | DEFIN |
| NOVELLUS SYS INC             | COM           | 670008101 | 2,263     | 65,740     | SH | DEFIN |
| NUCOR CORP                   | COM           | 670346105 | 3,330     | 60,924     | SH | DEFIN |
| NVIDIA CORP                  | COM           | 67066G104 | 1,198     | 32,370     | SH | DEFIN |
| NUVEEN INVTS INC             | CL A          | 67090F106 | 4,296     | 82,807     | SH | DEFIN |
| OCCIDENTAL PETE CORP DEL     | COM           | 674599105 | 158,017   | 3,236,071  | SH | DEFIN |
| OMNICARE INC                 | COM           | 681904108 | 301       | 7,789      | SH | DEFIN |
| OMNICOM GROUP INC            | COM           | 681919106 | 270,553   | 2,588,038  | SH | DEFIN |
| OPEN JT STK CO-VIMPEL COMMUN | SPONSORED ADR | 68370R109 | 1,714     | 21,714     | SH | DEFIN |
| ORACLE CORP                  | COM           | 68389X105 | 484,510   | 28,267,775 | SH | DEFIN |
| O REILLY AUTOMOTIVE INC      | COM           | 686091109 | 14,736    | 459,641    | SH | DEFIN |
| PG&E CORP                    | COM           | 69331C108 | 44,002    | 929,688    | SH | DEFIN |
| POSCO                        | SPONSORED ADR | 693483109 | 2,536     | 30,676     | SH | DEFIN |
| PPL CORP                     | COM           | 69351T106 | 32,005    | 893,006    | SH | DEFIN |
| PAN AMERICAN SILVER CORP     | COM           | 697900108 | 6,238     | 247,841    | SH | DEFIN |
| PAYCHEX INC                  | COM           | 704326107 | 287,447   | 7,269,783  | SH | DEFIN |
| PEABODY ENERGY CORP          | COM           | 704549104 | 19,003    | 470,266    | SH | DEFIN |
| PEPSICO INC                  | COM           | 713448108 | 649,939   | 10,390,712 | SH | DEFIN |
| PETROLEO BRASILEIRO SA PETRO | SPONSORED ADR | 71654V101 | 251,579   | 2,712,150  | SH | DEFIN |
| PETROLEO BRASILEIRO SA PETRO | SPONSORED ADR | 71654V408 | 13,829    | 134,273    | SH | DEFIN |
| PFIZER INC                   | COM           | 717081103 | 574,374   | 22,176,585 | SH | DEFIN |
| PHARMION CORP                | COM           | 71715B409 | 21,394    | 831,172    | SH | DEFIN |
| PHELPS DODGE CORP            | COM           | 717265102 | 7,292     | 60,907     | SH | DEFIN |
| PINNACLE WEST CAP CORP       | COM           | 723484101 | 324       | 6,387      | SH | DEFIN |

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|                              |              |           |         |           |    |       |
|------------------------------|--------------|-----------|---------|-----------|----|-------|
| PITNEY BOWES INC             | COM          | 724479100 | 3,233   | 70,000    | SH | DEFIN |
| POTASH CORP SASK INC         | COM          | 73755L107 | 14,884  | 103,733   | SH | DEFIN |
| PRAXAIR INC                  | COM          | 74005P104 | 106,999 | 1,803,461 | SH | DEFIN |
| PRICE T ROWE GROUP INC       | COM          | 74144T108 | 6,541   | 149,446   | SH | DEFIN |
| PRINCIPAL FINANCIAL GROUP IN | COM          | 74251V102 | 4,030   | 68,647    | SH | DEFIN |
| PROCTER & GAMBLE CO          | COM          | 742718109 | 161,192 | 2,508,051 | SH | DEFIN |
| PROGRESS ENERGY INC          | COM          | 743263105 | 10,942  | 222,947   | SH | DEFIN |
| PROLOGIS                     | SH BEN INT   | 743410102 | 1,953   | 32,142    | SH | DEFIN |
| PRUDENTIAL FINL INC          | COM          | 744320102 | 73,399  | 854,863   | SH | DEFIN |
| PSYCHIATRIC SOLUTIONS INC    | COM          | 74439H108 | 25,078  | 668,387   | SH | DEFIN |
| PUBLIC SVC ENTERPRISE GROUP  | COM          | 744573106 | 1,622   | 24,430    | SH | DEFIN |
| PUBLIC STORAGE INC           | COM          | 74460D109 | 1,541   | 15,807    | SH | DEFIN |
| PULTE HOMES INC              | COM          | 745867101 | 11,288  | 340,815   | SH | DEFIN |
| QUALCOMM INC                 | COM          | 747525103 | 138,507 | 3,665,172 | SH | DEFIN |
| QUEST DIAGNOSTICS INC        | COM          | 74834L100 | 49,341  | 930,955   | SH | DEFIN |
| RAYONIER INC                 | COM          | 754907103 | 12,007  | 292,500   | SH | DEFIN |
| RECKSON ASSOCS RLTY CORP     | COM          | 75621K106 | 947     | 20,761    | SH | DEFIN |
| REGAL ENTMT GROUP            | CL A         | 758766109 | 15,118  | 709,122   | SH | DEFIN |
| REGENT COMMUNICATIONS INC DE | COM          | 758865109 | 3,113   | 1,099,998 | SH | SOLE  |
| REGIONS FINANCIAL CORP NEW   | COM          | 7591EP100 | 14,856  | 397,227   | SH | DEFIN |
| RESMED INC                   | COM          | 761152107 | 28,371  | 576,410   | SH | DEFIN |
| RESTORE MEDICAL INC          | COM          | 76128C100 | 3,671   | 872,069   | SH | DEFIN |
| ROCKWELL AUTOMATION INC      | COM          | 773903109 | 5,774   | 94,531    | SH | DEFIN |
| ROCKWELL COLLINS INC         | COM          | 774341101 | 43,370  | 685,261   | SH | DEFIN |
| ROHM & HAAS CO               | COM          | 775371107 | 4,820   | 94,286    | SH | DEFIN |
| ROSS STORES INC              | COM          | 778296103 | 1,929   | 65,822    | SH | DEFIN |
| ROTECH HEALTHCARE INC        | COM          | 778669101 | 5,715   | 2,551,156 | SH | SOLE  |
| ROYAL DUTCH SHELL PLC        | SPONS ADR A  | 780259206 | 3,186   | 45,000    | SH | DEFIN |
| SAIC INC                     | COM          | 78390X101 | 11,697  | 657,495   | SH | DEFIN |
| SL GREEN RLTY CORP           | COM          | 78440X101 | 13,916  | 104,805   | SH | DEFIN |
| SLM CORP                     | COM          | 78442P106 | 231,361 | 4,743,927 | SH | DEFIN |
| SPDR TR                      | UNIT SER 1   | 78462F103 | 1,771   | 12,504    | SH | DEFIN |
| SAFECO CORP                  | COM          | 786429100 | 5,546   | 88,665    | SH | DEFIN |
| ST JUDE MED INC              | COM          | 790849103 | 2,832   | 77,459    | SH | DEFIN |
| SALLY BEAUTY HLDGS INC       | COM          | 79546E104 | 22,894  | 2,935,128 | SH | DEFIN |
| SARA LEE CORP                | COM          | 803111103 | 18,668  | 1,096,163 | SH | DEFIN |
| SCANA CORP NEW               | COM          | 80589M102 | 19,515  | 480,433   | SH | DEFIN |
| SCHEIN HENRY INC             | COM          | 806407102 | 15,533  | 317,134   | SH | DEFIN |
| SCHLUMBERGER LTD             | COM          | 806857108 | 557,681 | 8,829,648 | SH | DEFIN |
| SCRIPPS E W CO OHIO          | CL A         | 811054204 | 18,795  | 376,344   | SH | DEFIN |
| SEALED AIR CORP NEW          | COM          | 81211K100 | 11,166  | 172,002   | SH | DEFIN |
| SEARS HLDGS CORP             | COM          | 812350106 | 222     | 1,322     | SH | SOLE  |
| SELECT SECTOR SPDR TR        | SBI INT-FINL | 81369Y605 | 9,591   | 261,042   | SH | DEFIN |
| SELECT SECTOR SPDR TR        | SBI INT-INDS | 81369Y704 | 38,162  | 1,090,025 | SH | DEFIN |
| SEMPRA ENERGY                | COM          | 816851109 | 1,558   | 27,807    | SH | DEFIN |
| SIGMA ALDRICH CORP           | COM          | 826552101 | 452     | 5,817     | SH | DEFIN |
| SIMON PPTY GROUP INC NEW     | COM          | 828806109 | 5,212   | 51,455    | SH | DEFIN |
| SMITH & NEPHEW PLC           | SPDN ADR NEW | 83175M205 | 45,366  | 866,912   | SH | DEFIN |
| SMTC CORP                    | COM NEW      | 832682207 | 1,074   | 443,706   | SH | SOLE  |
| SNAP ON INC                  | COM          | 833034101 | 558     | 11,720    | SH | DEFIN |
| SOHU COM INC                 | COM          | 83408W103 | 463     | 19,300    | SH | DEFIN |
| SOUTHERN CO                  | COM          | 842587107 | 12,233  | 331,865   | SH | DEFIN |
| SOUTHWEST AIRLS CO           | COM          | 844741108 | 77,576  | 5,063,740 | SH | DEFIN |
| SPIRIT AEROSYSTEMS HLDGS INC | COM CL A     | 848574109 | 872     | 26,062    | SH | DEFIN |
| SPRINT NEXTEL CORP           | COM FON      | 852061100 | 67,379  | 3,566,896 | SH | DEFIN |
| STANLEY WKS                  | COM          | 854616109 | 857     | 17,047    | SH | DEFIN |
| STAPLES INC                  | COM          | 855030102 | 126,995 | 4,756,360 | SH | DEFIN |
| STARWOOD HOTELS&RESORTS WRLD | COM          | 85590A401 | 45,556  | 728,896   | SH | DEFIN |
| STATE STR CORP               | COM          | 857477103 | 511,291 | 7,581,418 | SH | DEFIN |
| STERICYCLE INC               | COM          | 858912108 | 132     | 1,745     | SH | SOLE  |
| STERICYCLE INC               | COM          | 858912108 | 19,769  | 261,841   | SH | DEFIN |
| STREETTRACKS GOLD TR         | GOLD SHS     | 863307104 | 3,836   | 60,685    | SH | DEFIN |

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| SUN MICROSYSTEMS INC         | COM           | 866810104 | 21,786  | 4,019,618  | SH | DEFIN |
| SUNCOR ENERGY INC            | COM           | 867229106 | 4,735   | 60,000     | SH | DEFIN |
| SUNPOWER CORP                | COM CL A      | 867652109 | 13,837  | 372,262    | SH | DEFIN |
| SUNTRUST BKS INC             | COM           | 867914103 | 271,645 | 3,216,640  | SH | DEFIN |
| SYMANTEC CORP                | COM           | 871503108 | 681     | 32,641     | SH | DEFIN |
| TXU CORP                     | COM           | 873168108 | 4,743   | 87,494     | SH | DEFIN |
| TAIWAN SEMICONDUCTOR MFG LTD | SPONSORED ADR | 874039100 | 31,250  | 2,859,121  | SH | DEFIN |
| TARGET CORP                  | COM           | 87612E106 | 218,874 | 3,836,523  | SH | DEFIN |
| TATA MTRS LTD                | SPONSORED ADR | 876568502 | 2,395   | 117,244    | SH | DEFIN |
| TELLABS INC                  | COM           | 879664100 | 638     | 62,180     | SH | DEFIN |
| TEMPUR PEDIC INTL INC        | COM           | 88023U101 | 275     | 13,428     | SH | SOLE  |
| TEVA PHARMACEUTICAL INDS LTD | ADR           | 881624209 | 7,124   | 229,226    | SH | DEFIN |
| TEXAS INSTRS INC             | COM           | 882508104 | 170,802 | 5,930,628  | SH | DEFIN |
| TEXTRON INC                  | COM           | 883203101 | 137,955 | 1,471,203  | SH | DEFIN |
| THERMO FISHER SCIENTIFIC INC | COM           | 883556102 | 72,032  | 1,590,469  | SH | DEFIN |
| THIRD WAVE TECHNOLOGIES INC  | COM           | 88428W108 | 134     | 27,922     | SH | SOLE  |
| 3M CO                        | COM           | 88579Y101 | 76,596  | 982,884    | SH | DEFIN |
| THRESHOLD PHARMACEUTICAL INC | COM           | 885807107 | 19      | 5,230      | SH | SOLE  |
| THRESHOLD PHARMACEUTICAL INC | COM           | 885807107 | 295     | 79,824     | SH | DEFIN |
| TIME WARNER INC              | COM           | 887317105 | 186,176 | 8,548,003  | SH | DEFIN |
| TIVO INC                     | COM           | 888706108 | 6,076   | 1,186,814  | SH | SOLE  |
| TRIBUNE CO NEW               | COM           | 896047107 | 671     | 21,809     | SH | DEFIN |
| TURKCELL ILETISIM HIZMETLERI | SPON ADR NEW  | 900111204 | 4,212   | 314,800    | SH | DEFIN |
| TYCO INTL LTD NEW            | COM           | 902124106 | 184,101 | 6,055,966  | SH | DEFIN |
| US BANCORP DEL               | COM NEW       | 902973304 | 124,020 | 3,426,924  | SH | DEFIN |
| UNITED PARCEL SERVICE INC    | CL B          | 911312106 | 12,348  | 164,679    | SH | DEFIN |
| UNITED STATES STL CORP NEW   | COM           | 912909108 | 1,210   | 16,547     | SH | DEFIN |
| UNITED TECHNOLOGIES CORP     | COM           | 913017109 | 310,611 | 4,968,184  | SH | DEFIN |
| UNITEDHEALTH GROUP INC       | COM           | 91324P102 | 352,075 | 6,552,677  | SH | DEFIN |
| UNIVISION COMMUNICATIONS INC | CL A          | 914906102 | 9,726   | 274,585    | SH | DEFIN |
| VALERO ENERGY CORP NEW       | COM           | 91913Y100 | 11,170  | 218,344    | SH | DEFIN |
| VALUEVISION MEDIA INC        | CL A          | 92047K107 | 84,782  | 6,452,194  | SH | SOLE  |
| VASOGEN INC                  | COM           | 92232F103 | 200     | 555,556    | SH | DEFIN |
| VERIZON COMMUNICATIONS       | COM           | 92343V104 | 150,353 | 4,037,414  | SH | DEFIN |
| VERTEX PHARMACEUTICALS INC   | COM           | 92532F100 | 9,835   | 262,836    | SH | DEFIN |
| VIACOM INC NEW               | CL B          | 92553P201 | 79,655  | 1,941,393  | SH | DEFIN |
| VIACELL INC                  | COM           | 92554J105 | 343     | 72,751     | SH | SOLE  |
| VODAFONE GROUP PLC NEW       | SPONS ADR NEW | 92857W209 | 85,358  | 3,072,632  | SH | DEFIN |
| VORNADO RLTY TR              | SH BEN INT    | 929042109 | 4,078   | 33,560     | SH | DEFIN |
| VULCAN MATLS CO              | COM           | 929160109 | 12,113  | 134,785    | SH | DEFIN |
| WACHOVIA CORP 2ND NEW        | COM           | 929903102 | 37,388  | 656,504    | SH | DEFIN |
| WAL MART STORES INC          | COM           | 931142103 | 35,526  | 769,301    | SH | DEFIN |
| WASHINGTON MUT INC           | COM           | 939322103 | 1,750   | 38,464     | SH | DEFIN |
| WASTE MGMT INC DEL           | COM           | 94106L109 | 7,333   | 199,426    | SH | DEFIN |
| WEIGHT WATCHERS INTL INC NEW | COM           | 948626106 | 19,626  | 373,613    | SH | DEFIN |
| WELLS FARGO & CO NEW         | COM           | 949746101 | 35,346  | 993,993    | SH | DEFIN |
| WESCO INTL INC               | COM           | 95082P105 | 19,813  | 336,904    | SH | DEFIN |
| WESTERN UN CO                | COM           | 959802109 | 461,862 | 20,600,452 | SH | DEFIN |
| WEYERHAEUSER CO              | COM           | 962166104 | 8,345   | 118,118    | SH | DEFIN |
| WHIRLPOOL CORP               | COM           | 963320106 | 1,165   | 14,030     | SH | DEFIN |
| WILLIAMS SONOMA INC          | COM           | 969904101 | 12,950  | 411,891    | SH | DEFIN |
| WIND RIVER SYSTEMS INC       | COM           | 973149107 | 10,836  | 1,057,142  | SH | DEFIN |
| WINDSTREAM CORP              | COM           | 97381W104 | 5,685   | 399,821    | SH | DEFIN |
| WISCONSIN ENERGY CORP        | COM           | 976657106 | 1,460   | 30,766     | SH | DEFIN |
| WRIGLEY WM JR CO             | COM           | 982526105 | 1,034   | 20,000     | SH | DEFIN |
| WYETH                        | COM           | 983024100 | 540,836 | 10,621,295 | SH | DEFIN |
| XCEL ENERGY INC              | COM           | 98389B100 | 1,140   | 49,435     | SH | DEFIN |
| XILINX INC                   | COM           | 983919101 | 2,096   | 88,016     | SH | DEFIN |
| XEROX CORP                   | COM           | 984121103 | 8,522   | 502,781    | SH | DEFIN |
| YAHOO INC                    | COM           | 984332106 | 353,968 | 13,859,356 | SH | DEFIN |
| ZARLINK SEMICONDUCTOR INC    | COM           | 989139100 | 31      | 14,509     | SH | SOLE  |
| ZIMMER HLDGS INC             | COM           | 98956P102 | 198,529 | 2,532,905  | SH | DEFIN |

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