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INTEL CORP  
Form 13F-HR/A  
December 21, 2001

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2001

Check here if Amendment [ ]; Amendment Number: 1

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

Institutional Investment Manager Filing this Report:

Intel Corporation  
2200 Mission College Boulevard  
Santa Clara, CA 95052-8119

Form 13F File Number: 28-5160

Person Signing this Report on Behalf of Reporting Manager:

Arvind Sodhani, Vice President and Treasurer (408) 765-1240

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ATTENTION--Intentional misstatements or omissions of facts  
constitute Federal Criminal Violations. See 18 U.S.C. 1001 and  
15 U.S.C. 78ff(a)  
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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.

Signature, Place and Date of Signing:

/S/Arvind Sodhani Santa Clara, California November 19, 2001  
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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 manager(s).)

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Form 13F SUMMARY PAGE

REPORTING MANAGER: INTEL CORPORATION

Report Summary:

Number of Other Included Managers: -3-  
 Form 13F Information Table Entry Total: 594  
 Form 13F Information Table Value Total: \$3,460,392

\*Confidential Treatment Requested: Confidential information has been omitted from this Form 13F and filed separately with the Commission.

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.

1. HEWLETT PACKARD & CO. INC., File No: 28-2187
2. MORGAN STANLEY DEAN WITTER & CO., File No: 28-3432
3. INTEL PACIFIC, INC., File No: 28-6331

Note: items marked with "\*" on Information Table reflect shares held in the Intel 64 Fund LLC, with Manager 1's and Manager 2's indirect pro rata interest reported separately. All fund investors participating in this investment (including Manager 1, Manager 2 and the Reporting Person) share investment discretion and voting authority over the combined shares shown as Shared-Other. Manager 1 and Manager 2 have informed the Reporting Person that they are required to file Forms 13F for fund holdings. The remaining fund investors have informed the reporting person that they are not separately required to file reports on Form 13F.

3/31/01

FORM 13F INFORMATION TABLE  
 REPORTING MANAGER: INTEL CORPORATION

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE (000)	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: SH/ PRN	ITEM 7: INVESTMENT DISCRETION MANAGER
3DLABS INC., LTD.	ORD	68846W103	262	218,163	SH	SOLE
@COMM CORPORATION	COM	00208K105	5,281	1,005,989	SH	SOLE
ABBOTT LABS	COM	002824100	18,840	399,234	SH	SOLE
ADAPTEC INC	COM	00651F108	221	25,500	SH	SOLE
ADC TELECOMMUNICATIONS INC	COM	000886101	1,706	200,700	SH	SOLE
ADOBE SYS INC	COM	00724F101	2,172	62,100	SH	SOLE
ADVANCED MICRO DEVICES INC	COM	007903107	2,146	80,858	SH	SOLE

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AES CORP	COM	00130H105	6,325	126,600	SH	SOLE
AETNA INC	COM	00817Y108	1,334	37,145	SH	SOLE
AFLAC INC	COM	001055102	3,770	136,900	SH	SOLE
AGENCY.COM LTD.	COM	008447104	206	150,000	SH	SOLE
AGILENT TECHNOLOGIES INC	COM	00846U101	3,621	117,823	SH	SOLE
AIR PRODS & CHEMS INC	COM	009158106	2,269	59,100	SH	SOLE
ALBERTO CULVER CO	CL B CONV	013068101	579	14,600	SH	SOLE
ALBERTSONS INC	COM	013104104	3,361	105,641	SH	SOLE
ALCAN INC	COM	013716105	2,954	82,049	SH	SOLE
ALCOA INC	COM	013817101	8,027	223,292	SH	SOLE
ALLEGHENY ENERGY INC	COM	017361106	1,318	28,500	SH	SOLE
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	362	20,764	SH	SOLE
ALLERGAN INC	COM	018490102	2,521	34,000	SH	SOLE
ALLIED WASTE INDS INC	PAR\$.01	019589308	797	50,800	SH	SOLE
	NEW					
ALLSTATE CORP	COM	020002101	7,917	188,760	SH	SOLE
ALLTEL CORP	COM	020039103	4,239	80,800	SH	SOLE
ALTERA CORP	COM	021441100	2,193	102,300	SH	SOLE
ALZA CORP	COM	022615108	2,475	61,100	SH	SOLE
AMBAC FINANCIAL GROUP INC	COM	023139108	1,725	27,200	SH	SOLE
AMERADA HESS CORP	COM	023551104	1,789	22,900	SH	SOLE
AMEREN CORP	COM	023608102	1,452	35,450	SH	SOLE
AMERICAN ELEC PWR INC	COM	025537101	3,907	83,132	SH	SOLE
AMERICAN TOWER CORP	CL A	029912201	301	16,276	SH	SOLE
AMERICAN EXPRESS CO	COM	025816109	14,178	343,284	SH	SOLE
AMERICAN GEN CORP	COM	026351106	4,964	129,776	SH	SOLE
AMERICAN HOME PRODS CORP	COM	026609107	19,871	338,236	SH	SOLE

FAIR MARKET VALUE

132,821

AMERICAN INTL GROUP INC	COM	026874107	48,374	600,919	SH	SOLE
AMERICAN PWR CONVERSION CORP	COM	029066107	648	50,300	SH	SOLE
AMGEN INC	COM	031162100	16,184	268,900	SH	SOLE
AMR CORP	COM	001765106	1,366	38,900	SH	SOLE
AMSOUTH BANCORPORATION	COM	032165102	1,629	96,900	SH	SOLE
ANADARKO PETE CORP	COM	032511107	4,029	64,176	SH	SOLE
ANALOG DEVICES INC	COM	032654105	3,367	92,900	SH	SOLE
ANDREW CORP	COM	034425108	302	21,025	SH	SOLE
ANHEUSER BUSCH COS INC	COM	035229103	10,693	232,800	SH	SOLE
AOL TIME WARNER INC	COM	00184A105	44,849	1,117,046	SH	SOLE
AON CORP	COM	037389103	2,346	66,090	SH	SOLE
APACHE CORP	COM	037411105	1,832	31,800	SH	SOLE
APPLE COMPUTER INC	COM	037833100	1,973	89,400	SH	SOLE
APPLERA CORP-APPLIED BIOSYSTEM	COM AP	038020103	1,512	54,500	SH	SOLE
	BIO GRP					
APPLIED MATLS INC	COM	038222105	10,394	238,944	SH	SOLE
APPLIED MICRO CIRCUITS CORP CD	COM	03822W109	1,272	77,100	SH	SOLE
ARCHER DANIELS MIDLAND CO	COM	039483102	2,150	163,521	SH	SOLE
ASHLAND INC	COM	044204105	691	18,000	SH	SOLE
ASIACONTENT.COM, LTD.	COM	G05354108	5,787	2,805,674	SH	DEFINED 3
ASIAINFO HOLDINGS, INC.	COM	04518A104	31,894	2,630,425	SH	DEFINED 3
AT&T CORP	COM	001957109	20,673	970,572	SH	SOLE
AT ROAD, INC.	COM	04648K105	256	576,922	SH	SOLE
AUDIBLE, INC.	COM	05069A104	890	918,750	SH	SOLE
AUTODESK INC	COM	052769106	6,951	227,450	SH	SOLE
AUTOMATIC DATA PROCESSING INC	COM	053015103	8,918	164,002	SH	SOLE
AUTOZONE INC	COM	053332102	821	29,300	SH	SOLE
AVAYA INC	COM	053499109	949	73,036	SH	SOLE
AVERY DENNISON CORP	COM	053611109	1,483	28,500	SH	SOLE
AVON PRODS INC	COM	054303102	2,456	61,414	SH	SOLE

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BACKWEB TECHNOLOGIES, LTD.	ORD	M15633106	793	507,247 SH	SOLE
BAKER HUGHES INC	COM	057224107	3,113	85,730 SH	SOLE

FAIR MARKET VALUE 238,595

BANK NEW YORK INC	COM	064057102	9,415	191,204 SH	SOLE
BANK OF AMERICA CORP	COM	060505104	23,004	420,163 SH	SOLE
BANK ONE CORP	COM	06423A103	10,797	298,438 SH	SOLE
BARD C R INC	COM	067383109	595	13,100 SH	SOLE
BARRICK GOLD CORP	COM	067901108	1,460	102,200 SH	SOLE
BAUSCH & LOMB INC	COM	071707103	630	13,800 SH	SOLE
BAXTER INTL INC	COM	071813109	7,152	75,970 SH	SOLE
BB&T CORP	COM	054937107	3,647	103,700 SH	SOLE
BE, INC.	COM	073309106	1,779	1,538,462 SH	SOLE
BEAR STEARNS COS INC	COM	073902108	1,261	27,561 SH	SOLE
BECTON DICKINSON & CO	COM	075887109	2,338	66,200 SH	SOLE
BED BATH & BEYOND INC	COM	075896100	1,813	73,800 SH	SOLE
BELLSOUTH CORP	COM	079860102	19,783	483,444 SH	SOLE
BEMIS INC	COM	081437105	457	13,800 SH	SOLE
BEST BUY INC	COM	086516101	1,931	53,700 SH	SOLE
BIOGEN INC	COM	090597105	2,419	38,200 SH	SOLE
BIOMET INC	COM	090613100	1,820	46,200 SH	SOLE
BLACK & DECKER CORP	COM	091797100	764	20,800 SH	SOLE
BLOCK H & R INC	COM	093671105	1,176	23,500 SH	SOLE
BMC SOFTWARE INC	COM	055921100	1,352	62,900 SH	SOLE
BOEING CO	COM	097023105	11,998	215,361 SH	SOLE
BOISE CASCADE CORP	COM	097383103	466	14,855 SH	SOLE
BOSTON SCIENTIFIC CORP	COM	101137107	2,111	104,604 SH	SOLE
BREAKAWAY SOLUTIONS, INC.	COM	106372105	423	1,231,222 SH	SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	29,984	504,784 SH	SOLE
BROADBASE SOFTWARE, INC.	COM	11130R100	969	462,166 SH	SOLE
BROADVISION INC	COM	111412102	371	69,500 SH	SOLE
BROWN FORMAN CORP	CL B CONV	115637209	1,090	17,600 SH	SOLE
BRUNSWICK CORP	COM	117043109	442	22,500 SH	SOLE
BURLINGTON NORTH SANTA FE CORP	COM	12189T104	3,077	101,273 SH	SOLE

FAIR MARKET VALUE 144,524

BURLINGTON RES INC	COM	122014103	2,492	55,680 SH	SOLE
CABLETRON SYS INC	COM	126920107	614	47,600 SH	SOLE
CADENCE DESIGN SYSTEMS INC	COM	127387108	460	24,901 SH	SOLE
CALPINE CORP	COM	131347106	4,009	72,800 SH	SOLE
CAMPBELL SOUP CO	COM	134429109	3,241	108,500 SH	SOLE
CAPITAL ONE FINL CORP	COM	14040H105	2,819	50,800 SH	SOLE
CARDINAL HEALTH INC	COM	14149Y108	7,005	72,400 SH	SOLE
CARNIVAL CORP	COM	143658102	4,178	151,000 SH	SOLE
CATERPILLAR INC	COM	149123101	3,938	88,744 SH	SOLE
CENDANT CORP	COM	151313103	2,897	198,536 SH	SOLE
CENTEX CORP	COM	152312104	637	15,300 SH	SOLE
CENTURYTEL INC	COM	156700106	1,044	36,300 SH	SOLE
CERIDIAN CORP	COM	15677T106	697	37,652 SH	SOLE
CHARTER ONE FINL INC	COM	160903100	1,519	53,660 SH	SOLE
CHEVRON CORP	COM	166751107	14,540	165,600 SH	SOLE
CHIPPAC, INC.	CL A	169657103	13,652	2,800,438 SH	SOLE
CHIRON CORP	COM	170040109	2,172	49,500 SH	SOLE
CHUBB CORP	COM	171232101	3,265	45,077 SH	SOLE
CIGNA CORP	COM	125509109	4,262	39,700 SH	SOLE
CINCINNATI FINL CORP	COM	172062101	1,574	41,500 SH	SOLE

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CINERGY CORP	COM	172474108	1,376	41,000	SH	SOLE
CINTAS CORP	COM	172908105	1,715	43,500	SH	SOLE
CIRCUIT CITY GROUP	COM	172737108	563	53,100	SH	SOLE
CISCO SYSTEMS INC	COM	17275R102	31,895	2,017,106	SH	SOLE
CISCO SYSTEMS INC	COM	17275R102	175	11,048	SH	DEFINED
CIT GROUP INC	COM	125577106	1,952	67,600	SH	SOLE
CITIGROUP INC	COM	172967101	58,313	1,296,410	SH	SOLE
CITIZENS COMMUNICATIONS CO	COM	17453B101	864	68,300	SH	SOLE
CITRIX SYS INC	COM	177376100	1,012	47,900	SH	SOLE
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	8,222	151,000	SH	SOLE
CLOROX CO	COM	189054109	1,915	60,900	SH	SOLE
CMS ENERGY CORP	COM	125896100	1,000	33,800	SH	SOLE
COCA COLA CO	COM	191216100	28,993	642,004	SH	SOLE

FAIR MARKET VALUE 213,010

COCA COLA ENTERPRISES INC	COM	191219104	1,918	107,900	SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	8,162	147,700	SH	SOLE
COMCAST CORP	CL A SPL	200300200	10,170	242,500	SH	SOLE
COMERICA INC	COM	200340107	2,815	45,767	SH	SOLE
COMPAQ COMPUTER CORP	COM	204493100	7,935	436,000	SH	SOLE
COMPUTER ASSOC INTL INC	COM	204912109	4,048	148,825	SH	SOLE
COMPUTER SCIENCES CORP	COM	205363104	1,407	43,500	SH	SOLE
COMPUWARE CORP	COM	205638109	925	94,900	SH	SOLE
COMVERSE TECHNOLOGY INC	COM PAR	205862402	2,526	42,900	SH	SOLE

\$0.10

CONAGRA FOODS INC	COM	205887102	2,528	138,614	SH	SOLE
CONEXANT SYSTEMS INC	COM	207142100	1,681	188,054	SH	SOLE
CONEXANT SYSTEMS, INC.	COM	207142100	7,132	798,008	SH	DEFINED
CONVERA CORP	COM	211919105	134,000	14,949,384	SH	SOLE
CONOCO INC	COM	208251405	4,545	160,900	SH	SOLE
CONSECO INC	COM	208464107	1,352	83,945	SH	SOLE
CONSOLIDATED EDISON INC	COM	209115104	2,029	54,700	SH	SOLE
CONSOLIDATED STORES CORP	COM	210149100	290	28,900	SH	SOLE
CONSTELLATION ENGY GRP INC	COM	210371100	1,715	38,900	SH	SOLE
CONVERGYS CORP	COM	212485106	1,436	39,800	SH	SOLE
COOPER INDS INC	COM	216669101	806	24,100	SH	SOLE
COOPER TIRE & RUBR CO	COM	216831107	213	18,800	SH	SOLE
COPPER MOUNTAIN NETWORKS, INC.	COM	217510106	3,130	923,419	SH	SOLE
CORNING INC	COM	219350105	4,912	237,400	SH	SOLE
COSTCO WHSL CORP	COM	22160K105	4,537	115,600	SH	SOLE
COUNTRYWIDE CR INDS INC	COM	222372104	1,481	30,000	SH	SOLE

COVAD COMMUNICATIONS GROUP, INC.	COM	222814204	111	82,529	SH	SOLE
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CRANE CO	COM	224399105	406	15,600	SH	SOLE
CROSSROADS SYS, INC.	COM	22765D100	8,303	1,476,147	SH	SOLE
CROSSWORLDS SOFTWARE INC	COM	22769P109	1,146	333,333	SH	SOLE
CSX CORP	COM	126408103	1,854	55,000	SH	SOLE
CUMMINS ENGINE INC	COM	231021106	402	10,700	SH	SOLE
CVS CORP	COM	126650100	5,919	101,200	SH	SOLE
DANA CORP	COM	235811106	656	38,210	SH	SOLE

FAIR MARKET VALUE 230,490

DANAHER CORP	COM	235851102	1,997	36,600	SH	SOLE
DARDEN RESTAURANTS INC	COM	237194105	736	31,000	SH	SOLE
DEERE & CO	COM	244199105	2,202	60,600	SH	SOLE

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DELL COMPUTER CORP	COM	247025109	17,154	667,800	SH	SOLE
DELPHI AUTOMOTIVE SYS CORP	COM	247126105	2,047	144,475	SH	SOLE
DELTA AIR LINES INC	COM	247361108	1,252	31,700	SH	SOLE
DELUXE CORP	COM	248019101	445	18,800	SH	SOLE
DEVON ENERGY CORP	COM	25179M103	1,926	33,100	SH	SOLE
DIGITAL ISLAND INC DEL	COM	25385NAA9	1,121	618,556	SH	SOLE
DILLARDS INC	CL A	254067101	498	22,700	SH	SOLE
DISNEY WALT CO	COM	254687106	15,359	537,042	SH	SOLE
DOLLAR GEN CORP	COM	256669102	1,746	85,411	SH	SOLE
DOMINION RES INC VA	COM	25746U109	3,977	61,684	SH	SOLE
DONNELLEY R R & SONS CO	COM	257867101	826	31,500	SH	SOLE
DOVER CORP	COM	260003108	1,878	52,400	SH	SOLE
DOW CHEM CO	COM	260543103	7,304	231,359	SH	SOLE
DOW JONES & CO INC	COM	260561105	1,183	22,600	SH	SOLE
DTE ENERGY CO	COM	233331107	1,465	36,800	SH	SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	10,956	269,194	SH	SOLE
DUKE ENERGY CORP	COM	264399106	8,458	197,894	SH	SOLE
DYNEGY INC	CL A	26816Q101	4,244	83,200	SH	SOLE
EASTMAN CHEM CO	COM	277432100	977	19,846	SH	SOLE
EASTMAN KODAK CO	COM	277461109	3,089	77,431	SH	SOLE
EATON CORP	COM	278058102	1,206	17,600	SH	SOLE
ECOLAB INC	COM	278865100	1,387	32,700	SH	SOLE
EDISON INTL	COM	281020107	1,063	84,100	SH	SOLE
EL SITIO INC	ORD	630177102	309	260,000	SH	DEFINED
EL PASO CORP	COM	28336L109	8,377	128,280	SH	SOLE
ELECTRONIC DATA SYS CORP	COM	285661104	6,742	120,700	SH	SOLE
EMC CORP MASS	COM	268648102	16,605	564,806	SH	SOLE
EMERSON ELEC CO	COM	291011104	6,860	110,700	SH	SOLE
EMULEX CORP	COM NEW	292475209	12,374	657,733	SH	SOLE
ENGAGE, INC.	COM	292827102	22	31,242	SH	SOLE
ENGELHARD CORP	COM	292845104	853	33,000	SH	SOLE

FAIR MARKET VALUE

146,638

ENRON CORP	COM	293561106	11,194	192,672	SH	SOLE
ENTERGY CORP	COM	29364G103	2,185	57,500	SH	SOLE
EOG RES INC	COM	26875P101	1,241	30,100	SH	SOLE
EQUIFAX INC	COM	294429105	1,144	36,600	SH	SOLE
ESOFT, INC.	COM	296904105	667	666,666	SH	SOLE
ETOYS, INC.	COM	297862104	335	3,568,300	SH	SOLE
EVOKE COMMUNICATIONS INC	COM NEW	30048Q202	3,476	2,444,445	SH	SOLE
EXELON CORP	COM	30161N101	5,391	82,187	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	72,678	897,259	SH	SOLE
FANNIE MAE	COM	313586109	20,696	260,000	SH	SOLE
FEDERATED DEPT STORES INC	COM	31410H101	2,132	51,302	SH	SOLE
FEDEX CORP	COM	31428X106	3,190	76,540	SH	SOLE
FIFTH THIRD BANCORP	COM	316773100	6,424	120,215	SH	SOLE
FIRST DATA CORP	COM	319963104	6,090	102,000	SH	SOLE
FIRST UN CORP	COM	337358105	8,343	252,806	SH	SOLE
FIRSTENERGY CORP	COM	337932107	1,625	58,200	SH	SOLE
FLEET BOSTON FINL CORP	COM	339030108	10,552	279,521	SH	SOLE
FLUOR CORP	COM	343412102	850	19,100	SH	SOLE
FORD MTR CO	COM PAR	345370860	13,457	478,543	SH	SOLE
		\$0.01				
FOREST LABS INC	CL A	345838106	2,695	45,500	SH	SOLE
FORTUNE BRANDS INC	COM	349631101	1,372	39,876	SH	SOLE
FPL GROUP INC	COM	302571104	2,797	45,635	SH	SOLE
FRANKLIN RES INC	COM	354613101	2,464	63,000	SH	SOLE
FREDDIE MAC CORP	COM	313400301	11,633	179,432	SH	SOLE
FREEMPORT MCMORAN COPPER & GOLD	CL A	35671D857	501	38,380	SH	SOLE

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GANNETT INC	COM	364730101	4,067	68,100	SH	SOLE
GAP INC	COM	364760108	5,201	219,274	SH	SOLE
GATEWAY INC	COM	367626108	1,400	83,300	SH	SOLE
GENERAL DYNAMICS CORP	COM	369550108	3,225	51,400	SH	SOLE
GENERAL ELEC CO	COM	369604103	107,069	2,557,780	SH	SOLE
GENERAL MLS INC	COM	370334104	3,153	73,300	SH	SOLE
GENERAL MTRS CORP	COM	370442105	7,340	141,570	SH	SOLE

FAIR MARKET VALUE 324,587

GENUINE PARTS CO	COM	372460105	1,157	44,650	SH	SOLE
GEORGIA PAC CORP	COM	373298108	1,714	58,306	SH	SOLE
GILAT COMMUNICATIONS LTD	ORD	M50876107	223	148,817	SH	SOLE
GILLETTE CO	COM	375766102	8,475	271,900	SH	SOLE
GLOBAL CROSSING LTD	COM	G3921A100	3,084	228,595	SH	SOLE
GLOBAL SPORTS INC	COM	37937A107	410	131,144	SH	SOLE
GLOBESPAN, INC.	COM	379571102	295	13,466	SH	DEFINED
GOLDEN WEST FINL CORP	COM	381317106	2,648	40,800	SH	SOLE
GOODRICH B F CO	COM	382388106	1,017	26,500	SH	SOLE
GOODYEAR TIRE & RUBR CO	COM	382550101	975	40,900	SH	SOLE
GPU INC	COM	36225X100	1,020	31,400	SH	SOLE
GRAINGER W W INC	COM	384802104	819	24,200	SH	SOLE
GREAT LAKES CHEM CORP	COM	390568103	400	13,000	SH	SOLE
GUIDANT CORP	COM	401698105	3,577	79,500	SH	SOLE
HALLIBURTON CO	COM	406216101	4,195	114,150	SH	SOLE
HARCOURT GEN INC	COM	41163G101	1,052	18,900	SH	SOLE
HARLEY DAVIDSON INC	COM	412822108	2,968	78,200	SH	SOLE
HARRAHS ENTMT INC	COM	413619107	887	30,150	SH	SOLE
HARTFORD FINL SVCS GROUP INC	COM	416515104	3,595	60,936	SH	SOLE
HASBRO INC	COM	418056107	575	44,550	SH	SOLE
HCA HEALTHCARE CO	COM	404119109	5,745	142,650	SH	SOLE
HEALTHSOUTH CORP	COM	421924101	1,285	99,700	SH	SOLE
HEARME	COM	421903105	227	454,461	SH	SOLE
HEINZ H J CO	COM	423074103	3,610	89,800	SH	SOLE
HERCULES INC	COM	427056106	360	27,704	SH	SOLE
HERSHEY FOODS CORP	COM	427866108	2,433	35,100	SH	SOLE
HEWLETT PACKARD CO	COM	428236103	15,600	498,876	SH	SOLE
HILTON HOTELS CORP	COM	432848109	995	95,200	SH	SOLE
HOME DEPOT INC	COM	437076102	25,767	597,850	SH	SOLE
HOMESTAKE MNG CO	COM	437614100	358	68,004	SH	SOLE
HONEYWELL INTL INC	COM	438516106	8,398	205,844	SH	SOLE

FAIR MARKET VALUE 103,864

HOUSEHOLD INTL INC	COM	441815107	7,201	121,548	SH	SOLE
HUMANA INC	COM	444859102	458	43,700	SH	SOLE
HUNTINGTON BANCSHARES INC	COM	446150104	922	64,722	SH	SOLE
I3 MOBILE, INC.	COM	465713105	304	324,500	SH	SOLE
IBEAM BROADCASTING CORP.	COM	45073P101	10,072	10,396,810	SH	SOLE
IBM CORP	COM	459200101	43,550	452,796	SH	SOLE
ILLINOIS TOOL WKS INC	COM	452308109	4,434	78,000	SH	SOLE
IMPSAT FIBER NETWORKS, INC.	COM	45321T103	551	588,200	SH	SOLE
IMS HEALTH INC	COM	449934108	1,887	75,800	SH	SOLE
INCO LTD	COM	453258402	696	46,942	SH	SOLE
INFOINTERACTIVE	ORD	456918101	2,061	1,803,922	SH	SOLE
INFOSPACE, INC.	COM	45678T102	469	211,201	SH	SOLE
INGERSOLL RAND CO	COM	456866102	1,646	41,450	SH	SOLE
INTEGRATED CIRCUIT SYSTEMS, INC.	COM	45811K208	88,120	5,507,473	SH	SOLE

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INTEL CORP	COM	458140100	40,360	1,533,872	SH	SOLE
INTEGRATED TELECOM EXPRESS INC	COM	45817U101	3,125	1,428,571	SH	SOLE
INTERACTIVE INTELLIGENCE, INC.	COM	45839M103	8,625	600,000	SH	DEFINED
INTERNATIONAL PAPER CO	COM	460146103	4,483	124,265	SH	SOLE
INTERNET PICTURES CORP.	COM	46059S101	188	1,205,440	SH	SOLE
INTERPUBLIC GROUP COS INC	COM	460690100	2,731	79,500	SH	SOLE
INTERTRUST TECHNOLOGIES CORP	COM	46113Q109	3,936	874,718	SH	DEFIN
INTL FLAVORS & FRAGRANCES INC	COM	459506101	557	25,243	SH	SOLE
INTUIT	COM	461202103	1,482	53,400	SH	SOLE
IONA TECHNOLOGIES, PLC	SPONSORED	46206P109	2,833	85,838	SH	DEFIN
	ADR					
ITT INDS INC IND	COM	450911102	879	22,685	SH	SOLE
ITXC CORP.	COM	45069F109	17,156	3,000,000	SH	SOLE
J P MORGAN CHASE & CO	COM	46625H100	22,049	491,077	SH	SOLE
JABIL CIRCUIT INC	COM	466313103	1,064	49,200	SH	SOLE
JDS UNIPHASE CORP	COM	46612J101	16,230	880,245	SH	SOLE
JEFFERSON PILOT CORP	COM	475070108	1,811	26,675	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	31,392	358,888	SH	SOLE
JOHNSON CTLS INC	COM	478366107	1,387	22,200	SH	SOLE
FAIR MARKET VALUE			322,659			

JUNO ONLINE SERVICES	COM	482048105	877	779,900	SH	SOLE
K MART CORP	COM	482584109	1,173	124,773	SH	SOLE
KB HOME	COM	48666K109	371	11,374	SH	SOLE
KELLOGG CO	COM	487836108	2,829	104,678	SH	SOLE
KERR MCGEE CORP	COM	492386107	1,581	24,367	SH	SOLE
KEYCORP	COM	493267108	2,835	109,882	SH	SOLE
KEYSPAN CORP	COM	49337W100	1,327	34,800	SH	SOLE
KIMBERLY CLARK CORP	COM	494368103	9,347	137,800	SH	SOLE
KINDER MORGAN INC KANS	COM	49455P101	1,575	29,600	SH	SOLE
KING PHARMACEUTICALS INC	COM	495582108	1,773	43,500	SH	SOLE
KLA TENCOR CORP	COM	482480100	1,874	47,600	SH	SOLE
KNIGHT RIDDER INC	COM	499040103	1,020	19,000	SH	SOLE
KOHL'S CORP	COM	500255104	5,281	85,600	SH	SOLE
KROGER CO	COM	501044101	5,449	211,300	SH	SOLE
LASTMINUTE.COM PLC	SPONSORED	518129101	3,556	1,103,542	SH	SOLE
	ADR					
LAUNCH MEDIA, INC.	COM	518567102	1,617	892,225	SH	SOLE
LEGGETT & PLATT INC	COM	524660107	973	50,600	SH	SOLE
LEHMAN BROS HLDGS INC	COM	524908100	4,050	64,600	SH	SOLE
LEXMARK INTERNATIONAL INC	COM	529771107	1,498	32,900	SH	SOLE
LILLY ELI & CO	COM	532457108	22,306	290,970	SH	SOLE
LIMITED INC	COM	532716107	1,727	109,866	SH	SOLE
LINCOLN NATL CORP IND	COM	534187109	2,102	49,500	SH	SOLE
LINEAR TECHNOLOGY CORP	COM	535678106	3,355	81,700	SH	SOLE
LIQUID AUDIO, INC.	COM	53631T102	6,132	2,515,708	SH	SOLE
LIZ CLAIBORNE INC	COM	539320101	630	13,400	SH	SOLE
LOCKHEED MARTIN CORP	COM	539830109	3,962	111,144	SH	SOLE
LOEWS CORP	COM	540424108	3,024	50,900	SH	SOLE
LOUDEYE TECHNOLOGIES INC	COM	545754103	589	784,929	SH	SOLE
LOUISIANA PAC CORP	COM	546347105	259	26,900	SH	SOLE
LOWES COS INC	COM	548661107	5,775	98,800	SH	SOLE
LSI LOGIC CORP	COM	502161102	1,296	82,380	SH	SOLE
LUCENT TECHNOLOGIES INC	COM	549463107	8,760	878,646	SH	SOLE

FAIR MARKET VALUE 108,923

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MADGE NETWORKS, INC.	COM	N5424G106	44	38,448	SH	SOLE
MANOR CARE INC	COM	564055101	541	26,500	SH	SOLE
MARRIOTT INTL INC	CL A	571903202	2,555	62,034	SH	SOLE
MARSH & MCLENNAN COS INC	COM	571748102	6,755	71,079	SH	SOLE
MARVELL TECHNOLOGY GROUP LTD	ORD	05876H105	11,135	923,076	SH	SOLE
MASCO CORP	COM	574599106	2,781	115,200	SH	SOLE
MATTEL INC	COM	577081102	1,955	110,216	SH	SOLE
MAXIM INTEGRATED PRODS INC	COM	57772K101	3,040	73,100	SH	SOLE
MAY DEPT STORES CO	COM	577778103	2,728	76,900	SH	SOLE
MAYTAG CORP	COM	578592107	641	19,873	SH	SOLE
MBIA INC	COM	55262C100	2,049	25,400	SH	SOLE
MBNA CORP	COM	55262L100	7,280	219,930	SH	SOLE
MCDERMOTT INTL INC	COM	580037109	197	15,600	SH	SOLE
MCDONALDS CORP	COM	580135101	8,985	338,428	SH	SOLE
MCGRAW HILL COS INC	COM	580645109	3,013	50,516	SH	SOLE
MCKESSON HBOC INC	COM	58155Q103	1,967	73,538	SH	SOLE
MEAD CORP	COM	582834107	642	25,600	SH	SOLE
MEDIMMUNE INC	COM	584699102	1,962	54,700	SH	SOLE
MEDTRONIC INC	COM	585055106	14,185	310,112	SH	SOLE
MELLON FINL CORP	COM	58551A108	5,104	125,960	SH	SOLE
MERCK & CO INC	COM	589331107	45,188	595,358	SH	SOLE
MERCURY INTERACTIVE CORP	COM	589405109	875	20,900	SH	SOLE
MEREDITH CORP	COM	589433101	450	12,900	SH	SOLE
MERRILL LYNCH & CO INC	COM	590188108	11,550	208,488	SH	SOLE
METLIFE INC	COM	59156R108	5,923	197,100	SH	SOLE
MGIC INVT CORP WIS	COM	552848103	1,882	27,500	SH	SOLE
MICRON TECHNOLOGY INC	COM	595112103	6,358	153,100	SH	SOLE
MICROSOFT CORP	COM	594918104	75,321	1,377,300	SH	SOLE
MICROTEST INC	COM	594971106	116	44,074	SH	SOLE
MILLIPORE CORP	COM	601073109	550	11,900	SH	SOLE
MINNESOTA MNG & MFG CO	COM	604059105	10,619	102,200	SH	SOLE
MOLEX INC	COM	608554101	1,782	50,500	SH	SOLE
MOODYS CORP	COM	615369105	1,155	41,900	SH	SOLE

FAIR MARKET VALUE

239,328

MORGAN STANLEY DEAN WITTER & CO	COM	617446448	15,427	288,358	SH	SOLE
MOTOROLA INC	COM	620076109	8,041	563,905	SH	SOLE
MYPOINTS.COM, INC.	COM	62855T102	171	273,933	SH	SOLE
NABORS INDS INC	COM	629568106	1,970	38,000	SH	SOLE
NATIONAL CITY CORP	COM	635405103	4,206	157,226	SH	SOLE
NATIONAL SEMICONDUCTOR CORP	COM	637640103	1,204	45,000	SH	SOLE
NATIONAL SVC INDS INC	COM	637657107	249	10,600	SH	SOLE
NATURAL MICROSYSTEMS CORP.	COM	638882100	1,274	143,508	SH	DEFINED
NAVISTAR INTL CORP	COM	63934E108	348	15,260	SH	SOLE
NBC INTERNET, INC.	CL A	62873D105	821	571,108	SH	SOLE
NCR CORP	COM	62886E108	968	24,800	SH	SOLE
NETWORK APPLIANCE INC	COM	64120L104	1,394	82,900	SH	SOLE
NEW YORK TIMES CO	CL A	650111107	1,713	41,800	SH	SOLE
NEWELL RUBBERMAID INC	COM	651229106	1,823	68,806	SH	SOLE
NEWMONT MINING CORP	COM	651639106	800	49,614	SH	SOLE
NEXTEL COMMUNICATIONS INC	CL A	65332V103	2,828	196,700	SH	SOLE
NIAGARA MOHAWK HLDGS INC	COM	653520106	700	41,400	SH	SOLE
NICOR INC	COM	654086107	440	11,800	SH	SOLE
NIKE INC	COM	654106103	2,822	69,600	SH	SOLE
NISOURCE INC	COM	65473P105	1,637	52,600	SH	SOLE
NOBLE DRILLING CORP	COM	655042109	1,602	34,700	SH	SOLE
NORDSTROM INC WASH	COM	655664100	563	34,600	SH	SOLE
NORFOLK SOUTHN CORP	COM	655844108	1,661	99,224	SH	SOLE
NORTEL NETWORKS CORP	COM	656568102	11,540	821,336	SH	SOLE

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NORTHERN TR CORP	COM	665859104	3,581	57,300	SH	SOLE
NORTHROP GRUMMAN CORP	COM	666807102	1,628	18,709	SH	SOLE
NOVA MEASURING INSTRUMENTS, LTD.	COM	M7516K103	7,150	1,299,948	SH	SOLE
NOVATEL WIRELESS, INC.	COM	66987M109	897	434,782	SH	SOLE
NOVELL INC	COM	670006105	410	81,995	SH	SOLE
NOVELLUS SYS INC	COM	670008101	1,472	36,300	SH	SOLE
NUANCE COMMUNICATIONS CORP.	COM	669967101	2,586	257,589	SH	SOLE

FAIR MARKET VALUE 81,926

NUCOR CORP	COM	670346105	805	20,100	SH	SOLE
NUMERICAL TECHNOLOGIES, INC.	COM	67053T101	5,284	535,100	SH	SOLE
OCCIDENTAL PETE CORP	COM	674599105	2,361	95,400	SH	SOLE
OFFICE DEPOT INC	COM	676220106	674	77,000	SH	SOLE
OLD KENT FINL CORP	COM	679833103	1,359	35,755	SH	SOLE
OMNICOM GROUP INC	COM	681919106	3,788	45,700	SH	SOLE
OPENWAVE SYSTEMS INC.	COM	71920Q100	4,502	226,924	SH	SOLE
OPENWAVE SYSTEMS INC.	COM	71920Q100	202	10,181	SH	DEFINED
ORACLE CORPORATION	COM	68389X105	21,601	1,441,984	SH	SOLE
PACCAR INC	COM	693718108	887	19,800	SH	SOLE
PACTIV CORP	COM	695257105	496	40,830	SH	SOLE
PALL CORP	COM	696429307	693	31,600	SH	SOLE
PALM INC	COM	696642107	1,230	146,267	SH	SOLE
PANJA, INC.	COM	698493103	1,217	423,212	SH	SOLE
PARAMETRIC TECHNOLOGY CORP	COM	699173100	623	68,700	SH	SOLE
PARKER HANNIFIN CORP	COM	701094104	1,198	30,150	SH	SOLE
PAYCHEX INC	COM	704326107	3,568	96,275	SH	SOLE
PENNEY J C INC	COM	708160106	1,082	67,678	SH	SOLE
PEOPLESOFT INC	COM	712713106	1,727	73,700	SH	SOLE
PEPSICO INC	COM	713448108	16,377	372,622	SH	SOLE
PERKINELMER INC	COM	714046109	674	12,848	SH	SOLE
PERSISTENCE SOFTWARE, INC.	COM	715329108	651	651,048	SH	SOLE
PFIZER INC COM STK USD0.05	COM	717081103	66,690	1,628,570	SH	SOLE
PG&E CORP	COM	69331C108	1,237	99,898	SH	SOLE
PHARMACIA CORP	COM	71713U102	16,770	332,929	SH	SOLE
PHELPS DODGE CORP	COM	717265102	816	20,318	SH	SOLE
PHILIP MORRIS COS INC	COM	718154107	27,237	574,009	SH	SOLE
PHILLIPS PETE CO	COM	718507106	3,628	65,900	SH	SOLE
PICTURETEL CORPORATION	COM	720035302	10,450	3,800,000	SH	SOLE
PINNACLE SYSTEMS	COM	723481107	875	103,742	SH	SOLE
PINNACLE WEST CAP CORP	COM	723484101	1,000	21,800	SH	SOLE

FAIR MARKET VALUE 199,702

PITNEY BOWES INC	COM	724479100	2,262	65,100	SH	SOLE
PIXELWORKS INC.	COM	72581M107	2,942	294,236	SH	SOLE
PLACER DOME INC	COM	725906101	732	84,600	SH	SOLE
PNC FINANCIAL SERVICES GROUP	COM	693475105	5,068	74,800	SH	SOLE
POWER-ONE INC	COM	739308104	293	20,200	SH	SOLE
PPG INDS INC	COM	693506107	2,004	43,472	SH	SOLE
PPL CORP	COM	69351T106	1,649	37,500	SH	SOLE
PRAXAIR INC	COM	74005P104	1,830	40,978	SH	SOLE
PREVIEW SYSTEMS, INC.	COM	741379101	766	281,599	SH	SOLE
PRICE T ROWE GROUP INC	COM	74144T108	980	31,300	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	21,008	335,590	SH	SOLE
PROGRESS ENERGY INC	COM	743263105	2,286	53,076	SH	SOLE
PROGRESSIVE CORP OHIO	COM	743315103	1,844	19,000	SH	SOLE
PROVIDIAN FINL CORP	COM	74406A102	3,620	73,800	SH	SOLE

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PROXICOM, INC.	COM	744282104	73	25,000	SH	SOLE
PROXIM, INC.	COM	744284100	6,440	640,000	SH	SOLE
PUBLIC SVC ENTERPRISE GROUP	INC COM	744573106	2,389	55,344	SH	SOLE
PULTTE CORP	COM	745867101	424	10,500	SH	SOLE
QLOGIC CORP	COM	747277101	3,859	171,500	SH	SOLE
QUAKER OATS CO	COM	747402105	3,338	34,100	SH	SOLE
QUALCOMM INC	COM	747525103	11,014	194,500	SH	SOLE
QUINTILES TRANSNATIONAL CORP	COM	748767100	562	29,800	SH	SOLE
QUOKKA SPORTS, INC.	COM	749077103	262	4,184,638	SH	SOLE
QWEST COMMUNICATIONS INTL INC	COM	749121109	14,983	427,487	SH	SOLE
RADIO SHACK CORP	COM	750438103	1,761	48,000	SH	SOLE
RADISYS CORP.	COM	750459109	24,493	1,440,779	SH	SOLE
RALSTON PURINA CO-RALSTON	COM RAL- PUR GP	751277302	2,489	79,900	SH	SOLE
RAVISENT TECHNOLOGIES, INC.	COM	754440105	1,099	549,650	SH	SOLE
RAYTHEON CO	CL B	755111408	2,587	88,056	SH	SOLE
RED HAT SOFTWARE, INC.	COM	756577102	38,452	6,313,995	SH	SOLE

FAIR MARKET VALUE 161,509

REEBOK INTL LTD	COM	758110100	368	14,800	SH	SOLE
REGIONS FINL CORP	COM	758940100	1,627	57,200	SH	SOLE
RELIANT ENERGY INC	COM	75952J108	3,441	76,045	SH	SOLE
RESEARCH IN MOTION LIMITED	COM	760975102	15,292	696,058	SH	SOLE
ROBERT HALF INTL INC	COM	770323103	1,024	45,800	SH	SOLE
ROCKWELL INTL CORP	COM	773903109	1,712	47,100	SH	SOLE
ROGUE WAVE SOFTWARE, INC.	COM	775369101	500	122,841	SH	OTHER*
ROHM & HAAS CO	COM	775371107	1,747	56,705	SH	SOLE
ROWAN COS INC	COM	779382100	668	24,300	SH	SOLE
ROYAL DUTCH PETE CO N Y	REGISTRY SH PAR N GLDR 1.25	780257804	30,560	551,220	SH	SOLE
RYDER SYS INC	COM	783549108	279	15,500	SH	SOLE
SABRE GROUP HLDGS INC	CL A	785905100	1,573	34,063	SH	SOLE
SAFECO CORP	COM	786429100	930	33,000	SH	SOLE
SAFEWAY INC	COM	786514208	7,136	129,400	SH	SOLE
SANMINA CORP	COM	800907107	1,547	79,100	SH	SOLE
SAPIENT CORP	COM	803062108	225	31,300	SH	SOLE
SARA LEE CORP	COM	803111103	4,607	213,500	SH	SOLE
SBC COMMUNICATIONS INC	COM	78387G103	38,996	873,756	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	13,784	377,340	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	8,515	147,800	SH	SOLE
SCHWAB CHARLES CORP	COM	808513105	5,507	357,150	SH	SOLE
SCIENTIFIC ATLANTA INC	COM	808655104	1,734	41,700	SH	SOLE
SEALED AIR CORP	COM	81211K100	719	21,562	SH	SOLE
SEARS ROEBUCK & CO	COM	812387108	3,044	86,300	SH	SOLE
SELECTICA, INC.	COM	816288104	296	57,000	SH	SOLE
SELECTICA, INC.	COM	816288104	1,304	250,860	SH	DEFINED
SELECTICA, INC.	COM	816288104	248	47,770	SH	OTHER*
SELECTICA, INC.	COM	816288104	658	126,592	SH	OTHER*
SELECTICA, INC.	COM	816288104	1,987	382,164	SH	OTHER*
SEMPRA ENERGY	COM	816851109	1,229	52,772	SH	SOLE
SHERWIN WILLIAMS CO	COM	824348106	1,057	41,500	SH	SOLE

FAIR MARKET VALUE 152,314

SIEBEL SYS INC	COM	826170102	3,014	110,800	SH	SOLE
SIGMA ALDRICH CORP	COM	826552101	953	19,900	SH	SOLE

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SIGNALSOFT CORP	COM	82668M102	3,991	506,757	SH	SOLE
SILICON IMAGE INC	COM	82705T102	6,321	1,714,286	SH	SOLE
SILICON VALLEY GROUP, INC.	COM	827066101	13,697	498,100	SH	SOLE
SILVERSTREAM SOFTWARE, INC.	COM	827907106	2,851	301,054	SH	SOLE
SILVERSTREAM SOFTWARE, INC.	COM	827907106	428	45,179	SH	DEFIN
SMARTERKIDS.COM, INC.	COM	83169C106	1,009	1,196,362	SH	SOLE
SNAP ON INC	COM	833034101	437	15,000	SH	SOLE
SOHU.COM INC	COM	83408W103	3,512	3,073,750	SH	SOLE
SOLECTRON CORP	COM	834182107	3,169	166,700	SH	SOLE
SOUTHERN CO	COM	842587107	6,123	174,500	SH	SOLE
SOUTHTRUST CORP	COM	844730101	1,999	43,700	SH	SOLE
SOUTHWEST AIRLS CO	COM	844741108	3,472	195,614	SH	SOLE
SPEECHWORKS INTERNATIONAL, INC.	COM	84764M101	174	26,587	SH	OTHER*
SPEECHWORKS INTERNATIONAL, INC.	COM	84764M101	462	70,455	SH	OTHER*
SPEECHWORKS INTERNATIONAL, INC.	COM	84764M101	1,850	281,882	SH	SOLE
SPEECHWORKS INTERNATIONAL, INC.	COM	84764M101	1,570	239,280	SH	OTHER*
SPRINT CORP (FON GROUP)	COM	FON 852061100	5,020	228,296	SH	SOLE
	GROUP					
SPRINT CORP PCS COM SER 1	PCS	COM 852061506	4,572	240,648	SH	SOLE
	SER 1					
ST JUDE MED INC	COM	790849103	1,184	21,988	SH	SOLE
ST PAUL COS INC	COM	792860108	2,478	56,246	SH	SOLE
STANDARD MICROSYSTEMS CORP.	COM	853626109	23,234	1,542,506	SH	SOLE
STAMPS.COM INC	COM	852857101	1,489	496,274	SH	SOLE
STANLEY WKS	COM	854616109	733	22,240	SH	SOLE
STAPLES INC	COM	855030102	1,740	116,950	SH	SOLE
STARBUCKS CORP	COM	855244109	2,075	48,900	SH	SOLE
STARWOOD HOTELS & RESORTS	COM	85590A203	1,694	49,800	SH	SOLE
STATE STREET CORP	COM	857477103	3,895	41,700	SH	SOLE
STILWELL FINL INC	COM	860831106	1,539	57,400	SH	SOLE
STRYKER CORP	COM	863667101	2,639	50,500	SH	SOLE
STYLECLICK.COM, INC.	COM	864221106	400	376,218	SH	SOLE
SUN MICROSYSTEMS INC	COM	866810104	12,933	841,464	SH	SOLE
SUNOCO INC	COM	86764P109	708	21,845	SH	SOLE
SUNTRUST BKS INC	COM	867914103	4,954	76,450	SH	SOLE
SUPERVALU INC	COM	868536103	456	34,200	SH	SOLE

FAIR MARKET VALUE

126,775

SYMBOL TECHNOLOGIES INC	COM	871508107	75,284	2,157,134	SH	SOLE
SYNOVUS FINL CORP	COM	87161C105	2,003	74,200	SH	SOLE
SYSCO CORP	COM	871829107	4,626	174,500	SH	SOLE
TARGET CORP	COM	87612E106	8,342	231,200	SH	SOLE
TEKTRONIX INC	COM	879131100	664	24,334	SH	SOLE
TELLABS INC	COM	879664100	4,313	106,000	SH	SOLE
TEMPLE INLAND INC	COM	879868107	562	12,700	SH	SOLE
TENET HEALTHCARE CORP	COM	88033G100	3,646	82,857	SH	SOLE
TERADYNE INC	COM	880770102	1,485	45,000	SH	SOLE
TERAYON COMMUNICATION SYSTEMS	COM	880775101	403	88,428	SH	DEFINED
TEXACO INC	COM	881694103	9,429	142,000	SH	SOLE
TEXAS INSTRS INC	COM	882508104	13,870	447,700	SH	SOLE
TEXTRON INC	COM	883203101	2,086	36,700	SH	SOLE
THERMO ELECTRON CORP	COM	883556102	1,045	46,500	SH	SOLE
THESTREET.COM	COM	88368Q103	460	147,059	SH	SOLE
THOMAS & BETTS CORP	COM	884315102	260	15,000	SH	SOLE
TIFFANY & CO	COM	886547108	1,025	37,600	SH	SOLE
TIMKEN CO	COM	887389104	243	15,500	SH	SOLE
TJX COS INC	COM	872540109	2,310	72,200	SH	SOLE
TORCHMARK CORP	COM	891027104	1,266	32,600	SH	SOLE
TOSCO CORP	COM	891490302	1,599	37,400	SH	SOLE

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TOYS R US INC	COM	892335100	1,278	50,900 SH	SOLE
TRANSOCEAN SEDCO FOREX INC	COM	G90078109	3,541	81,686 SH	SOLE
TRIBUNE CO	COM	896047107	3,181	78,073 SH	SOLE
TRICON GLOBAL RESTAURANTS INC	COM	895953107	1,445	37,832 SH	SOLE
TRW INC	COM	872649108	1,091	32,100 SH	SOLE
TUPPERWARE CORP	COM	899896104	354	14,850 SH	SOLE
TUT SYSTEMS INC	COM	901103101	97	31,085 SH	SOLE
TXU CORP	COM	873168108	2,753	66,617 SH	SOLE
TYCO INTL LTD	COM	902124106	19,555	452,344 SH	SOLE
UNILEVER N V NEW YORK	N Y SHS	904784709	7,766	147,539 SH	SOLE
	NEW				
UNION PAC CORP	COM	907818108	3,600	64,000 SH	SOLE
UNION PLANTERS CORP TENN	COM	908068109	1,382	35,900 SH	SOLE

FAIR MARKET VALUE 180,964

UNISYS CORP	COM	909214108	1,140	81,400 SH	SOLE
UNITED HEALTH GROUP INC	COM	91324P102	4,895	82,596 SH	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	8,906	121,500 SH	SOLE
UNIVISION COMMUNICATIONS INC	COM	914906102	2,034	53,300 SH	SOLE
UNOCAL CORP	COM	915289102	2,168	62,700 SH	SOLE
UNUMPROVIDENT CORP	COM	91529Y106	1,817	62,176 SH	SOLE
US AIRWAYS GROUP INC	COM	911905107	613	17,300 SH	SOLE
US BANCORP	COM	902973304	11,542	497,479 SH	SOLE
USA ED INC	COM	90390U102	3,080	42,400 SH	SOLE
UST INC	COM	902911106	1,265	42,093 SH	SOLE
U.S. INTERACTIVE, INC.	COM	90334M109	141	250,000 SH	SOLE
USX MARATHON GROUP	COM	902905827	2,159	80,100 SH	SOLE
USX U S STL GROUP	COM	90337T101	338	23,000 SH	SOLE
UTSTARCOM, INC.	COM	918076100	10,228	615,210 SH	DEFINED
V F CORP	COM	918204108	1,026	29,300 SH	SOLE
VALICERT, INC.	COM	91915Q105	1,672	694,937 SH	SOLE
VERITAS SOFTWARE CO	COM	923436109	4,877	105,480 SH	SOLE
VERIZON COMMUNICATIONS	COM	92343V104	34,387	697,503 SH	SOLE
VIACOM INC	COM	925524308	19,798	450,270 SH	SOLE
VISTEON CORP	COM	92839U107	508	33,808 SH	SOLE
VITESSE SEMICONDUCTOR CORP	COM	928497106	1,167	49,000 SH	SOLE
VTEL CORP.	COM	918333105	1,429	1,632,846 SH	SOLE
VULCAN MATLS CO	COM	929160109	1,218	26,000 SH	SOLE
WACHOVIA CORP	COM	929771103	3,260	54,100 SH	SOLE
WAL MART STORES INC	COM	931142103	58,225	1,152,966 SH	SOLE
WALGREEN CO	COM	931422109	10,698	262,200 SH	SOLE
WASHINGTON MUTUAL INC	COM	939322103	8,223	150,190 SH	SOLE
WASTE MGMT INC	COM	94106L109	3,964	160,471 SH	SOLE
WATSON PHARMACEUTICALS INC	COM	942683103	1,394	26,500 SH	SOLE
WEBMD CORP	COM	94769M105	2,674	480,753 SH	SOLE
WELLPOINT HEALTH NETWORK INC	COM	94973H108	1,534	16,100 SH	SOLE
WELLS FARGO & CO	COM	949746101	21,825	441,174 SH	SOLE

FAIR MARKET VALUE 228,205

WENDYS INTL INC	COM	950590109	654	29,285 SH	SOLE
WESTVACO CORP	COM	961548104	629	25,950 SH	SOLE
WEYERHAEUSER CO	COM	962166104	2,843	55,970 SH	SOLE
WHIRLPOOL CORP	COM	963320106	860	17,200 SH	SOLE
WILLAMETTE INDS INC	COM	969133107	1,297	28,200 SH	SOLE
WILLIAMS COMMUNICATIONS GROUP, CL A INC.	COM	969455104	83,026	9,225,093 SH	SOLE
WILLIAMS COS INC	COM	969457100	5,343	124,692 SH	SOLE

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WINDRIVER SYSTEMS INC	COM	973149107	299	12,843 SH	SOLE
WINN DIXIE STORES INC	COM	974280109	1,030	36,300 SH	SOLE
WORLDCOM INC GA	COM	98157D106	13,888	743,168 SH	SOLE
WORTHINGTON INDS INC	COM	981811102	206	22,100 SH	SOLE
WRIGLEY WM JR CO	COM	982526105	2,813	58,300 SH	SOLE
XCEL ENERGY INC	COM	98389B100	2,647	87,905 SH	SOLE
XEROX CORP	COM	984121103	1,032	172,300 SH	SOLE
XILINX INC	COM	983919101	4,720	134,388 SH	SOLE
YAHOO INC	COM	984332106	2,271	144,200 SH	SOLE

FAIR MARKET VALUE 123,558

FAIR MARKET VALUE GRAND TOTAL: 3,460,392