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INTEL CORP  
Form 13F-HR/A  
October 23, 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, 2000

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:

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 October 3, 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: -2-

Form 13F Information Table Entry Total: 611

Form 13F Information Table Value Total: \$9, 048,548

\*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. MORGAN STANLEY DEAN WITTER & CO., File No: 28-3432
2. HEWLETT PACKARD & CO. INC., File No: 28-2187

FORM 13F INFORMATION TABLE  
REPORTING MANAGER: INTEL CORPORATION

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: MARKET FAIR VALUE (000)	ITEM 5: SHARES OR PRINCIPAL SH/ AMOUNT	ITEM 6: INVESTMENT PRN DISCRETION	ITEM 7: MANAG
3COM CORP	COM	885535104	4,294	77,200	SH	SOLE
3DLABS INC LTD	ORD	G8846W103	1,473	218,163	SH	SOLE
ABBOTT LABS	COM	002824100	12,127	344,634	SH	SOLE
ACTIVE SOFTWARE INC	COM	00504E100	46,772	735,294	SH	SOLE
ADAPTEC INC	COM	00651F108	889	23,000	SH	SOLE
ADC TELECOMMUNICATIONS INC	COM	000886101	3,621	67,200	SH	SOLE
ADOBE SYS INC	COM	00724F101	2,995	26,900	SH	SOLE
ADVANCED MICRO DEVICES INC	COM	007903107	1,882	32,979	SH	SOLE
AES CORP	COM	00130H105	3,639	46,200	SH	SOLE

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AETNA INC	COM	008117103	1,856	33,345	SH	SOLE
AFLAC INC	COM	001055102	2,720	59,700	SH	SOLE
AGENCY.COM LTD	COM	008447104	4,003	150,000	SH	SOLE
AIR PRODS & CHEMS INC	COM	009158106	1,462	51,400	SH	SOLE
ALBERTO CULVER CO	CL B CONV	013068101	298	12,500	SH	SOLE
ALBERTSONS INC	COM	013104104	2,942	94,941	SH	SOLE
ALCAN ALUMINUM LTD NEW	COM	013716105	1,667	49,149	SH	SOLE
ALCOA INC	COM	013817101	5,775	82,200	SH	SOLE
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	422	20,964	SH	SOLE
ALLERGAN INC	COM	018490102	1,475	29,500	SH	SOLE
ALLIED WASTE INDS INC	COM PAR	019589308	278	42,300	SH	SOLE
		\$.01 NEW				
ALLSTATE CORP	COM	020002101	4,300	180,560	SH	SOLE
ALLTEL CORP	COM	020039103	4,442	70,400	SH	SOLE
ALZA CORP	COM	022615108	861	22,900	SH	SOLE
AMERADA HESS CORP	COM	023551104	1,312	20,300	SH	SOLE
AMEREN CORP	COM	023608102	952	30,750	SH	SOLE
AMERICA ONLINE INC	COM	02364J104	34,701	515,748	SH	SOLE
AMERICAN ELEC PWR INC	COM	025537101	1,298	43,500	SH	SOLE
AMERICAN EXPRESS CO	COM	025816109	14,958	100,428	SH	SOLE
AMERICAN GEN CORP	COM	026351106	3,112	55,438	SH	SOLE
AMERICAN GREETINGS CORP	CL A	026375105	264	14,445	SH	SOLE
AMERICAN HOME PRODS CORP	COM	026609107	15,704	292,736	SH	SOLE
AMERICAN INTL GROUP INC	COM	026874107	38,009	347,113	SH	SOLE
AMGEN INC	COM	031162100	14,056	229,000	SH	SOLE
AMR CORP	COM	001765106	1,059	33,200	SH	SOLE
AMSOUTH BANCORPORATION	COM	032165102	1,309	87,600	SH	SOLE
ANADARKO PETE CORP	COM	032511107	1,103	28,500	SH	SOLE
ANALOG DEVICES INC	COM	032654105	6,300	78,200	SH	SOLE
ANCOR COMMUNICATIONS INC	COM	03332K108	11,515	280,000	SH	SOLE
ANDREW CORP	COM	034425108	420	18,325	SH	SOLE
		FAIR MARKET VALUE (page):	256,265			
ANHEUSER BUSCH COS INC	COM	035229103	6,493	104,300	SH	SOLE
AON CORP	COM	037389103	1,854	57,490	SH	SOLE
APACHE CORP	COM	037411105	1,274	25,600	SH	SOLE
APPLE COMPUTER INC	COM	037833100	4,904	36,100	SH	SOLE
APPLIED MATERIALS INC	COM	038222105	18,855	200,044	SH	SOLE
ARCH COAL INC	COM	039380100	24	3,397	SH	SOLE
ARCHER DANIELS MIDLAND CO	COM	039483102	1,414	136,340	SH	SOLE
ARIBA TECHNOLOGIES INC	COM	04033V104	254,726	1,215,152	SH	SOLE
ARMSTRONG WORLD INDS INC	COM	042476101	161	9,000	SH	SOLE
ASHLAND INC	COM	044204105	538	16,100	SH	SOLE
ASIAINFO HOLDINGS INC	COM	04518A104	159,141	2,630,425	SH	DEFINED
ASSOCIATES FIRST CAP CORP	CL A	046008108	3,499	163,246	SH	SOLE
AT HOME CORP	COM SER A	045919107	9,223	280,000	SH	SOLE
AT&T CORP	COM	001957109	40,297	716,267	SH	SOLE
ATLANTIC RICHFIELD CO	COM	048825103	6,146	72,300	SH	SOLE

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AUDIBLE INC	COM 05069A104	9,188	918,750	SH	SOLE
AUTODESK INC	COM 052769106	10,309	226,550	SH	SOLE
AUTOMATIC DATA PROCESSING INC	COM 053015103	6,770	140,302	SH	SOLE
AUTOZONE INC	COM 053332102	894	32,200	SH	SOLE
AVERY DENNISON CORP	COM 053611109	1,545	25,300	SH	SOLE
AVID TECHNOLOGY INC	COM 05367P100	14,347	802,632	SH	SOLE
AVON PRODS INC	COM 054303102	1,580	54,314	SH	SOLE
BACKWEB TECHNOLOGIES LTD	COM M15633106	17,437	507,247	SH	SOLE
BAKER HUGHES INC	COM 057224107	2,230	73,730	SH	SOLE
BALL CORP	COM 058498106	236	6,800	SH	SOLE
BANK NEW YORK INC	COM 064057102	6,863	165,104	SH	SOLE
BANK OF AMERICA CORP	COM 060505104	20,072	382,763	SH	SOLE
BANK ONE CORP	COM 06423A103	8,844	257,138	SH	SOLE
BARD C R INC	COM 067383109	446	11,500	SH	SOLE
BARRICK GOLD CORP	COM 067901108	1,387	88,400	SH	SOLE
BAUSCH & LOMB INC	COM 071707103	679	13,000	SH	SOLE
BAXTER INTL INC	COM 071813109	4,092	65,270	SH	SOLE
BB&T CORP	COM 054937107	2,186	77,900	SH	SOLE
BE INC	COM 073309106	23,173	1,538,462	SH	SOLE
BEAR STEARNS COS INC	COM 073902108	1,213	26,561	SH	SOLE
BECTON DICKINSON & CO	COM 075887109	1,479	56,200	SH	SOLE
BED BATH & BEYOND INC	COM 075896100	1,237	31,400	SH	SOLE
BELL ATLANTIC CORP	COM 077853109	21,279	348,108	SH	SOLE
BELLSOUTH CORP	COM 079860102	19,824	421,944	SH	SOLE
BEMIS INC	COM 081437105	432	11,700	SH	SOLE
FAIR MARKET VALUE (page):		686,291			
BEST BUY INC	COM 086516101	3,948	45,900	SH	SOLE
BESTFOODS	COM 08658U101	2,931	62,600	SH	SOLE
BETHLEHEM STL CORP	COM 087509105	176	29,343	SH	SOLE
BIOGEN INC	COM 090597105	2,355	33,700	SH	SOLE
BIOMET INC	COM 090613100	921	25,300	SH	SOLE
BLACK & DECKER CORP	COM 091797100	729	19,400	SH	SOLE
BLOCK H & R INC	COM 093671105	985	22,000	SH	SOLE
BMC SOFTWARE INC	COM 055921100	2,681	54,300	SH	SOLE
BOEING CO	COM 097023105	7,860	207,261	SH	SOLE
BOISE CASCADE CORP	COM 097383103	447	12,855	SH	SOLE
BOSTON SCIENTIFIC CORP	COM 101137107	1,983	93,004	SH	SOLE
BREAKAWAY SOLUTIONS INC	COM 106372105	56,021	1,231,222	SH	SOLE
BRIGGS & STRATTON CORP	COM 109043109	210	5,100	SH	SOLE
BRISTOL MYERS SQUIBB CO	COM 110122108	25,697	444,684	SH	SOLE
BROADBASE SOFTWARE	COM 11130R100	28,791	361,011	SH	SOLE
BROWN FORMAN CORP	CL B 115637209	834	15,300	SH	SOLE
BRUNSWICK CORP	COM 117043109	391	20,600	SH	SOLE
BURLINGTON NORTHN SANTA FE	COM 12189T104	2,277	102,473	SH	SOLE
BURLINGTON RES INC	COM 122014103	1,806	48,780	SH	SOLE
CABLETRON SYS INC	COM 126920107	1,188	40,500	SH	SOLE
CAMPBELL SOUP CO	COM 134429109	2,949	95,900	SH	SOLE

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CAPITAL ONE FINL CORP	COM 14040H105	2,120	44,200	SH	SOLE
CARDINAL HEALTH INC	COM 14149Y108	2,886	62,900	SH	SOLE
CARNIVAL CORP	COM 143658102	3,432	138,300	SH	SOLE
CAROLINA PWR & LT CO	COM 144141108	1,161	35,776	SH	SOLE
CATERPILLAR INC DEL	COM 149123101	3,145	79,744	SH	SOLE
CBS CORP	COM 12490K107	9,681	170,962	SH	SOLE
CENDANT CORP	COM 151313103	2,946	159,236	SH	SOLE
CENTEX CORP	COM 152312104	317	13,300	SH	SOLE
CENTRAL & SOUTH WEST CORP	COM 152357109	814	47,621	SH	SOLE
CENTURYTEL INC	COM 156700106	1,163	31,300	SH	SOLE
CERIDIAN CORP	COM 15677T106	623	32,452	SH	SOLE
CHAMPION INTL CORP	COM 158525105	1,145	21,500	SH	SOLE
CHASE MANHATTAN CORP NEW	COM 16161A108	16,124	184,928	SH	SOLE
CHEVRON CORP	COM 166751107	13,598	147,100	SH	SOLE
CHUBB CORP	COM 171232101	2,661	39,377	SH	SOLE
CIGNA CORP	COM 125509109	3,114	41,100	SH	SOLE
CINCINNATI FINL CORP	COM 172062101	1,381	36,700	SH	SOLE
CINERGY CORP	COM 172474108	768	35,700	SH	SOLE
CIRCUIT CITY GROUP	COM 172737108	2,777	45,600	SH	SOLE

FAIR MARKET VALUE (page): 215,036

CISCO SYS INC	COM 17275R102	133,033	1,720,709	SH	SOLE
CISCO SYS INC	COM 17275R102	4,527	58,552	SH	OTHER**
CISCO SYS INC	COM 17275R102	15,374	198,860	SH	OTHER**
CITIGROUP INC	COM 172967101	44,890	755,790	SH	SOLE
CITRIX SYS INC	COM 177376100	2,663	40,200	SH	SOLE
CLARENT CORP	COM 180461105	137,063	1,519,756	SH	SOLE
CLEAR CHANNEL COMMUNICATIONS	COM 184502102	5,243	75,900	SH	SOLE
CLOROX CO	COM 189054109	1,727	53,000	SH	SOLE
CMGI INC	COM 125750109	456,603	4,029,588	SH	SOLE
CMS ENERGY CORP	COM 125896100	472	26,000	SH	SOLE
CNET INC	COM 12613R104	20,473	403,910	SH	SOLE
COASTAL CORP	COM 190441105	2,199	47,800	SH	SOLE
COCA COLA CO	COM 191216100	25,985	553,604	SH	SOLE
COCA COLA ENTERPRISES INC	COM 191219104	2,056	95,300	SH	SOLE
COLGATE PALMOLIVE CO	COM 194162103	7,363	130,600	SH	SOLE
COLUMBIA ENERGY GROUP	COM 197648108	1,075	18,124	SH	SOLE
COLUMBIA/HCA HEALTHCARE CORP	COM 197677107	3,196	126,250	SH	SOLE
COMCAST CORP	CL A SPL 200300200	8,520	196,400	SH	SOLE
COMERICA INC	COM 200340107	1,469	35,067	SH	SOLE
COMPAQ COMPUTER CORP	COM 204493100	10,162	380,900	SH	SOLE
COMPUTER ASSOC INTL INC	COM 204912109	7,158	120,925	SH	SOLE
COMPUTER SCIENCES CORP	COM 205363104	2,952	37,300	SH	SOLE
COMPUWARE CORP	COM 205638109	1,691	80,300	SH	SOLE
COMVERSE TECHNOLOGY INC	COM PAR 205862402	3,233	17,100	SH	SOLE
	\$0.01				
CONAGRA INC	COM 205887102	2,000	110,314	SH	SOLE
CONEXANT SYSTEMS INC	COM 207142100	56,659	798,008	SH	DEFINED
CONEXANT SYSTEMS INC	COM 207142100	3,167	44,600	SH	SOLE
CONOCO INC	CL B 208251405	3,598	140,400	SH	SOLE

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CONSECO INC	COM 208464107	839	73,345	SH	SOLE
CONSOLIDATED EDISON INC	COM 209115104	1,440	49,600	SH	SOLE
CONSOLIDATED STORES CORP	COM 210149100	283	24,800	SH	SOLE
CONSTELLATION ENGY GRP INC	COM 210371100	1,071	33,600	SH	SOLE
COOPER INDS INC	COM 216669101	739	21,100	SH	SOLE
COOPER TIRE & RUBR CO	COM 216831107	214	17,000	SH	SOLE
COORS ADOLPH CO	CL B 217016104	398	8,300	SH	SOLE
COPPER MOUNTAIN NETWORKS INC	COM 217510106	46,597	568,690	SH	SOLE
CORNING INC	COM 219350105	11,873	61,200	SH	SOLE
COSTCO WHSL CORP NEW	COM 22160K105	5,230	99,500	SH	SOLE
COUNTRYWIDE CR INDS INC	COM 222372104	693	25,400	SH	SOLE

FAIR MARKET VALUE (page) : 1,033,928

COVAD COMMUNICATIONS GROUP INC	COM 222814204	268,920	5,563,863	SH	SOLE
CRANE CO	COM 224399105	349	14,800	SH	SOLE
CRITICAL PATH INC	COM 22674V100	15,004	176,512	SH	SOLE
CROSSROADS SYSTEMS INC	COM 22765D100	152,412	1,476,147	SH	SOLE
CROWN CORK & SEAL INC	COM 228255105	441	27,553	SH	SOLE
CSX CORP	COM 126408103	1,150	48,900	SH	SOLE
CUMMINS ENGINE INC	COM 231021106	346	9,200	SH	SOLE
CVS CORP	COM 126650100	3,298	87,800	SH	SOLE
CYBERGOLD INC	COM 23246N105	4,393	408,666	SH	SOLE
DANA CORP	COM 235811106	1,038	36,810	SH	SOLE
DANAHER CORP	COM 235851102	1,628	31,900	SH	SOLE
DARDEN RESTAURANTS INC	COM 237194105	524	29,400	SH	SOLE
DEERE & CO	COM 244199105	1,992	52,400	SH	SOLE
DELL COMPUTER CORP	COM 247025109	30,767	570,400	SH	SOLE
DELPHI AUTOMOTIVE SYS CORP	COM 247126105	2,028	126,675	SH	SOLE
DELTA AIR LINES INC DEL	COM 247361108	1,582	29,700	SH	SOLE
DELUXE CORP	COM 248019101	438	16,500	SH	SOLE
DIGITALTHINK INC	COM 25388M100	52,521	1,333,334	SH	SOLE
DILLARDS INC	CL A 254067101	395	24,000	SH	SOLE
DISNEY WALT CO	COM 254687106	19,130	462,542	SH	SOLE
DOLLAR GEN CORP	COM 256669102	1,600	59,550	SH	SOLE
DOMINION RES INC VA NEW	COM 25746U109	2,098	54,584	SH	SOLE
DONNELLEY R R & SONS CO	COM 257867101	593	28,300	SH	SOLE
DOVER CORP	COM 260003108	2,184	45,600	SH	SOLE
DOW CHEM CO	COM 260543103	5,602	49,143	SH	SOLE
DOW JONES & CO INC	COM 260561105	1,436	20,000	SH	SOLE
DTE ENERGY CO	COM 233331107	944	32,500	SH	SOLE
DU PONT E I DE NEMOURS & CO	COM 263534109	12,386	234,194	SH	SOLE
DUKE ENERGY CORP	COM 264399106	4,305	81,997	SH	SOLE
DUN & BRADSTREET CORP DEL	COM 26483B106	1,031	36,000	SH	SOLE
EASTERN ENTERPRISES	COM 27637F100	363	6,050	SH	SOLE
EASTMAN CHEM CO	COM 277432100	799	17,546	SH	SOLE
EASTMAN KODAK CO	COM 277461109	3,842	70,731	SH	SOLE
EATON CORP	COM 278058102	1,287	16,500	SH	SOLE
ECHOSTAR COMMUNICATIONS CORP	CL A 278762109	6,159	77,968	SH	SOLE

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ECOLAB INC	COM 278865100	1,064	29,000	SH	SOLE
EDISON INTL	COM 281020107	1,289	77,800	SH	SOLE
EL PASO ENERGY CORP DEL	COM 283905107	2,068	51,200	SH	SOLE
ELECTRONIC DATA SYS NEW	COM 285661104	6,772	105,500	SH	SOLE
EMC CORP MASS	COM 268648102	28,546	228,103	SH	SOLE

FAIR MARKET VALUE (page) : 642,724

EMERSON ELEC CO	COM 291011104	5,149	97,300	SH	SOLE
ENGAGE TECHNOLOGIES INC	COM 292827102	1,192	15,616	SH	SOLE
ENGELHARD CORP	COM 292845104	427	28,200	SH	SOLE
ENRON CORP	COM 293561106	12,016	160,472	SH	SOLE
ENTERGY CORP NEW	COM 29364G103	1,117	55,300	SH	SOLE
EQUIFAX INC	COM 294429105	801	31,700	SH	SOLE
ESOFT INC	COM 296904105	12,167	666,666	SH	SOLE
ETOYS INC	COM 297862104	66,932	7,568,300	SH	SOLE
EVANS & SUTHERLAND COMPUTER CP	COM 299096107	25	2,258	SH	SOLE
EXCELON CORP	COM 300691102	1,607	142,857	SH	SOLE

EXXON MOBIL CORP	COM 30231G102	60,254	774,159	SH	SOLE
FEDERAL HOME LN MTG CORP	COM 313400301	6,886	155,832	SH	SOLE
FEDERAL NATL MTG ASSN	COM 313586109	12,969	229,700	SH	SOLE
FEDERATED DEPT STORES INC DEL	COM 31410H101	1,971	47,102	SH	SOLE
FEDEX CORP	COM 31428X106	2,598	66,640	SH	SOLE
FIFTH THIRD BANCORP	COM 316773100	4,359	69,177	SH	SOLE
FIRST DATA CORP	COM 319963104	4,158	93,900	SH	SOLE
FIRST UN CORP	COM 337358105	8,247	221,406	SH	SOLE
FIRSTAR CORP	COM 33763V109	5,040	219,721	SH	SOLE
FIRSTENERGY CORP	COM 337932107	1,079	52,300	SH	SOLE
FLEET BOSTON FINL CORP	COM 339030108	7,493	205,275	SH	SOLE
FLORIDA PROGRESS CORP	COM 341109106	1,010	22,000	SH	SOLE
FLUOR CORP	COM 343861100	531	17,100	SH	SOLE
FMC CORP	COM NEW 302491303	391	6,900	SH	SOLE
FOGDOG INC	COM 344167101	5,343	971,440	SH	SOLE
FORD MTR CO DEL	COM 345370100	12,438	270,743	SH	SOLE
FORT JAMES CORP	COM 347471104	1,067	48,500	SH	SOLE
FORTUNE BRANDS INC	COM 349631101	923	36,876	SH	SOLE
FPL GROUP INC	COM 302571104	1,849	40,135	SH	SOLE
FRANKLIN RES INC	COM 354613101	1,887	56,400	SH	SOLE
FREEMPORT-MCMORAN COPPER & GOLD	CL B 35671D857	443	36,680	SH	SOLE
GANNETT INC	COM 364730101	4,399	62,500	SH	SOLE
GAP INC	COM 364760108	9,554	191,774	SH	SOLE
GATEWAY INC	COM 367626108	3,764	71,000	SH	SOLE
GENERAL DYNAMICS CORP	COM 369550108	2,239	45,000	SH	SOLE
GENERAL ELEC CO	COM 369604103	114,182	735,460	SH	SOLE
GENERAL MLS INC	COM 370334104	2,462	68,000	SH	SOLE
GENERAL MTRS CORP	COM 370442105	11,890	143,570	SH	SOLE
GENUINE PARTS CO	COM 372460105	952	39,850	SH	SOLE

FAIR MARKET VALUE (page) : 391,811

GEORGIA PAC CORP	COM 373298108	1,520	38,400	SH	SOLE
GILAT COMMUNICATIONS LTD	COM M50876107	4,345	163,179	SH	SOLE
GILLETTE CO	COM 375766102	9,064	240,500	SH	SOLE
GLOBAL CROSSING LTD	COM G3921A100	6,992	170,795	SH	SOLE

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GLOBESPAN INC	COM 379571102	260,710	2,557,545	SH	SOLE
GOLDEN WEST FINL CORP DEL	COM 381317106	1,132	36,300	SH	SOLE
GOODRICH B F CO	COM 382388106	709	24,700	SH	SOLE
GOODYEAR TIRE & RUBR CO	COM 382550101	819	35,100	SH	SOLE
GPU INC	COM 36225X100	759	27,700	SH	SOLE
GRACE W R & CO DEL NEW	COM 38388F108	206	16,100	SH	SOLE
GRAINGER W W INC	COM 384802104	1,135	20,900	SH	SOLE
GREAT ATLANTIC & PAC TEA INC	COM 390064103	168	8,600	SH	SOLE
GREAT LAKES CHEM CORP	COM 390568103	439	12,900	SH	SOLE
GTE CORP	COM 362320103	15,467	217,834	SH	SOLE
GUIDANT CORP	COM 401698105	4,054	68,900	SH	SOLE
HALLIBURTON CO	COM 406216101	4,063	99,050	SH	SOLE
HARCOURT GEN INC	COM 41163G101	593	15,900	SH	SOLE
HARLEY DAVIDSON INC	COM 412822108	2,691	33,900	SH	SOLE
HARRAHS ENTMT INC	COM 413619107	536	28,850	SH	SOLE
HARTFORD FINL SVCS GROUP INC	COM 416515104	2,619	49,636	SH	SOLE
HASBRO INC	COM 418056107	708	42,850	SH	SOLE
HEALTHON WEBMD CORP	COM 422209106	11,057	480,753	SH	SOLE
HEALTHSOUTH CORP	COM 421924101	484	86,600	SH	SOLE
HEINZ H J CO	COM 423074103	2,797	80,200	SH	SOLE
HERCULES INC	COM 427056106	386	23,904	SH	SOLE
HERSHEY FOODS CORP	COM 427866108	1,518	31,000	SH	SOLE
HEWLETT PACKARD CO	COM 428236103	30,233	227,988	SH	SOLE
HILTON HOTELS CORP	COM 432848109	641	82,700	SH	SOLE
HOLLYWOOD ENTERTAINMENT CORP	COM 436141105	3,739	463,774	SH	SOLE
HOME DEPOT INC	COM 437076102	33,292	516,150	SH	SOLE
HOMESTAKE MNG CO	COM 437614100	351	58,404	SH	SOLE
HONEYWELL INTL INC	COM 438516106	9,350	177,444	SH	SOLE
HOUSEHOLD INTL INC	COM 441815107	3,931	105,348	SH	SOLE
HUMANA INC	COM 444859102	274	37,500	SH	SOLE
HUNTINGTON BANCSHARES INC	COM 446150104	1,152	51,493	SH	SOLE
IBM CORP	COM 459200101	47,684	404,096	SH	SOLE
IKON OFFICE SOLUTIONS INC	COM 451713101	207	33,508	SH	SOLE
ILLINOIS TOOL WKS INC	COM 452308109	3,724	67,400	SH	SOLE
IMMERSION HUMAN INTERFACE CORP	COM 452521107	41,903	698,387	SH	SOLE
IMPSTAT FIBER NETWORKS INC	COM 45321T103	16,470	588,200	SH	SOLE
	FAIR MARKET VALUE (page) :	527,922			
IMS HEALTH INC	COM 449934108	1,169	69,000	SH	SOLE
INCO LTD	COM 453258402	789	43,042	SH	SOLE
INFORMIX CORP	COM 456779107	62	3,648	SH	SOLE
INGERSOLL RAND CO	COM 456866102	1,623	36,650	SH	SOLE
INKTOMI CORP	COM 457277101	310,029	1,589,890	SH	SOLE
INTEL CORP	COM 458140100	53,790	407,686	SH	SOLE
INTERACTIVE INTELLIGENCE INC	COM 45839M103	25,800	600,000	SH	DEFINED
INTERNATIONAL PAPER CO	COM 460146103	3,968	92,801	SH	SOLE
INTERNET PICTURES CORP	COM 05942K105	40,910	1,205,440	SH	SOLE

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INTERPUBLIC GROUP COS INC	COM 460690100	2,973	62,900	SH	SOLE
INTERVU INC	COM 46114R106	10,335	114,829	SH	SOLE
INTL FLAVORS & FRAGRANCES INC	COM 459506101	826	23,543	SH	SOLE
IONA TECHNOLOGIES PLC	COM 46206P109	3,367	45,494	SH	OTHER**
IONA TECHNOLOGIES PLC	COM 46206P109	1,270	17,167	SH	OTHER**
IONA TECHNOLOGIES PLC	COM 46206P109	10,163	137,339	SH	OTHER**
IPRINT INC	COM 462628108	14,896	773,810	SH	SOLE
ITT INDS INC IND	COM 450911102	615	19,785	SH	SOLE
ITXC CORP	COM 45069F109	156,014	3,315,034	SH	SOLE
IXOS SOFTWARE AG	SP ADR 46600V108 BEARER	5,896	134,000	SH	SOLE
JEFFERSON PILOT CORP	COM 475070108	1,563	23,475	SH	SOLE
JOHNSON & JOHNSON	COM 478160104	21,846	311,688	SH	SOLE
JOHNSON CTLS INC	COM 478366107	1,071	19,200	SH	SOLE
JOSTENS INC	COM 481088102	183	7,500	SH	SOLE
JUNO ONLINE SERVICES INC	COM 482048105	12,283	779,899	SH	SOLE
K MART CORP	COM 482584109	1,071	110,473	SH	SOLE
KANSAS CITY SOUTHN INDS INC	COM 485170104	2,131	24,800	SH	SOLE
KAUFMAN & BROAD HOME CORP	COM 486168107	231	10,774	SH	SOLE
KELLOGG CO	COM 487836108	2,331	90,878	SH	SOLE
KERR MCGEE CORP	COM 492386107	1,223	21,167	SH	SOLE
KEYCORP NEW	COM 493267108	1,906	100,282	SH	SOLE
KIMBERLY CLARK CORP COM	COM 494368103	6,856	122,400	SH	SOLE
KLA TENCOR CORP	COM 482480100	3,413	40,500	SH	SOLE
KNIGHT RIDDER INC	COM 499040103	959	18,800	SH	SOLE
KOHL'S CORP	COM 500255104	3,741	36,500	SH	SOLE
KROGER CO	COM 501044101	3,276	186,500	SH	SOLE
LASTMINUTE.COM PLC	ORD 518129101	106,865	5,587,710	SH	SOLE
LAUNCH MEDIA INC	COM 518567102	13,941	892,225	SH	SOLE
LEGGETT & PLATT INC	COM 524660107	947	44,000	SH	SOLE
LEHMAN BROS HLDGS INC	COM 524908100	2,609	26,900	SH	SOLE
FAIR MARKET VALUE (page) :		832,941			
LEXMARK INTL GROUP INC	CL A 529771107	3,035	28,700	SH	SOLE
LIBERATE TECHNOLOGIES INC	COM 530129105	52,953	843,880	SH	SOLE
LILLY ELI & CO	COM 532457108	15,389	244,470	SH	SOLE
LIMITED INC	COM 532716107	2,028	48,133	SH	SOLE
LINCOLN NATL CORP IND	COM 534187109	1,471	43,900	SH	SOLE
LIQUID AUDIO INC	COM 53631T102	33,333	2,515,708	SH	SOLE
LIZ CLAIBORNE INC	COM 539320101	605	13,200	SH	SOLE
LOCKHEED MARTIN CORP	COM 539830109	1,814	88,744	SH	SOLE
LOEWS CORP	COM 540424108	1,185	23,700	SH	SOLE
LONGS DRUG STORES CORP	COM 543162101	201	8,800	SH	SOLE
LOUDEYE TECHNOLOGIES INC	COM 545754103	27,374	784,929	SH	SOLE

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LOUISIANA PAC CORP	COM 546347105	333	23,900	SH	SOLE
LOWES COS INC	COM 548661107	4,998	85,600	SH	SOLE
LSI LOGIC CORP	COM 502161102	16,537	227,700	SH	DEFINED
LSI LOGIC CORP	COM 502161102	4,850	66,780	SH	SOLE
LUCENT TECHNOLOGIES INC	COM 549463107	42,823	704,046	SH	SOLE
MADGE NETWORKS INC	COM N5424G106	327	38,448	SH	SOLE
MALLINCKRODT INC NEW	COM 561232109	446	15,500	SH	SOLE
MANOR CARE INC NEW	COM 564055101	312	23,100	SH	SOLE
MARRIOTT INTL INC NEW	CL A 571903202	1,756	55,734	SH	SOLE
MARSH & MCLENNAN COS INC	COM 571748102	6,594	59,779	SH	SOLE
MASCO CORP	COM 574599106	2,054	100,200	SH	SOLE
MATTEL INC	COM 577081102	986	94,316	SH	SOLE
MAXTOR CORP	COM 577729205	8,835	682,914	SH	SOLE
MAY DEPT STORES CO	COM 577778103	2,132	74,800	SH	SOLE
MAYTAG CORP	COM 578592107	625	18,873	SH	SOLE
MBIA INC	COM 55262C100	1,162	22,300	SH	SOLE
MBNA CORP	COM 55262L100	4,583	179,730	SH	SOLE
MCDERMOTT INTL INC	COM 580037109	122	13,300	SH	SOLE
MCDONALDS CORP	COM 580135101	11,394	303,528	SH	SOLE
MCGRAW HILL COS INC	COM 580645109	2,003	44,016	SH	SOLE
MCI WORLDCOM INC	COM 55268B106	28,831	636,268	SH	SOLE
MCKESSON HBOC INC	COM 58155Q103	1,326	63,138	SH	SOLE
MEAD CORP	COM 582834107	804	23,000	SH	SOLE
MEDIAONE GROUP INC	COM 58440J104	11,114	137,200	SH	SOLE
MEDTRONIC INC	COM 585055106	13,781	267,912	SH	SOLE
MELLON FINL CORP	COM 58551A108	3,367	113,960	SH	SOLE
MERCK & CO INC	COM 589331107	32,552	523,958	SH	SOLE
MEREDITH CORP	COM 589433101	322	11,600	SH	SOLE
FAIR MARKET VALUE (page):		344,357			
MERRILL LYNCH & CO INC	COM 590188108	8,731	83,144	SH	SOLE
MGIC INVT CORP WIS	COM 552848103	1,034	23,700	SH	SOLE
MICRON TECHNOLOGY INC	COM 595112103	7,624	60,500	SH	SOLE
MICROSOFT CORP	COM 594918104	124,186	1,168,812	SH	SOLE
MICROTEST INC	COM 594941106	650	44,074	SH	SOLE
MILACRON INC	COM 598709103	120	8,300	SH	SOLE
MILLIPORE CORP	COM 601073109	577	10,200	SH	SOLE
MINNESOTA MNG & MFG CO	COM 604059105	7,962	89,900	SH	SOLE
MIRAGE RESORTS INC	COM 60462E104	839	43,300	SH	SOLE
MOLEX INC	COM 608554101	2,580	43,900	SH	SOLE
MONSANTO CO	COM 611662107	7,318	142,096	SH	SOLE
MORGAN J P & CO INC	COM 616880100	5,119	38,850	SH	SOLE
MORGAN STANLEY DEAN WITTER & CO	COM NEW 617446448	20,485	250,558	SH	SOLE
MOTOROLA INC	COM 620076109	22,713	158,936	SH	SOLE
MPATH INTERACTIVE INC	COM 62473C101	11,475	454,461	SH	SOLE
NABISCO GROUP HLDG CORP	COM 62952P102	878	73,100	SH	SOLE
NACCO INDS INC	CL A 629579103	89	1,849	SH	SOLE
NATIONAL CITY CORP	COM 635405103	2,852	138,226	SH	SOLE
NATIONAL SEMICONDUCTOR CORP	COM 637640103	2,335	38,500	SH	SOLE
NATIONAL SVC INDS INC	COM 637657107	192	9,100	SH	SOLE

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NAVISTAR INTL CORP NEW	COM 63934E108	572	14,260	SH	SOLE
NBC INTERNET INC	CL A 62873D105	24,593	571,110	SH	SOLE
NCR CORP NEW	COM 62886E108	867	21,600	SH	SOLE
NETWORK APPLIANCE INC	COM 64120L104	5,553	67,100	SH	SOLE
NETWORK COMPUTING DEVICES INC	COM 64120N100	3,938	750,000	SH	SOLE
NEW CENTURY ENERGIES INC	COM 64352U103	779	25,900	SH	SOLE
NEW YORK TIMES CO	CL A 650111107	1,649	38,400	SH	SOLE
NEWELL RUBBERMAID INC	COM 651229106	1,571	63,306	SH	SOLE
NEWMONT MNG CORP	COM 651639106	845	37,614	SH	SOLE
NEXTEL COMMUNICATIONS INC	CL A 65332V103	12,083	81,500	SH	SOLE
NIAGARA MOHAWK HLDGS INC	COM 653520106	567	42,000	SH	SOLE
NICOR INC	COM 654086107	346	10,500	SH	SOLE
NIKE INC	CL B 654106103	2,485	62,700	SH	SOLE
NORDSTROM INC WASH	COM 655664100	915	31,000	SH	SOLE
NORFOLK SOUTHN CORP	COM 655844108	1,226	85,324	SH	SOLE
NORTEL NETWORKS CORP	COM 656569100	38,180	302,968	SH	SOLE
NORTHERN STS PWR CO MINN	COM 665772109	690	34,700	SH	SOLE
NORTHERN TR CORP	COM 665859104	3,371	49,900	SH	SOLE
NORTHPOINT COMMUNICATIONS HLDG	COM 666610100	20,766	900,423	SH	SOLE
NORTHROP GRUMMAN CORP	COM 666807102	827	15,609	SH	SOLE
FAIR MARKET VALUE (page) :		349,582			
NOVELL INC	COM 670006105	2,133	74,495	SH	SOLE
NUCOR CORP	COM 670346105	975	19,500	SH	SOLE
OCCIDENTAL PETE CORP	COM 674599105	1,710	82,400	SH	SOLE
OFFICE DEPOT INC	COM 676220106	854	73,800	SH	SOLE
OLD KENT FINL CORP	COM 679833103	859	26,600	SH	SOLE
OMNICOM GROUP INC	COM 681919106	3,720	39,800	SH	SOLE
ONEOK INC NEW	COM 682680103	178	7,100	SH	SOLE
ORACLE CORPORATION	COM 68389X105	49,765	637,492	SH	SOLE
OWENS CORNING	COM 69073F103	239	12,300	SH	SOLE
OWENS ILL INC	COM NEW 690768403	569	33,700	SH	SOLE
PACCAR INC	COM 693718108	875	17,500	SH	SOLE
PACTIV CORP	COM 695257105	335	38,330	SH	SOLE
PAINE WEBBER GROUP INC	COM 695629105	1,404	31,900	SH	SOLE
PALL CORP	COM 696429307	625	27,800	SH	SOLE
PANJA INC	COM 698493103	9,734	423,212	SH	SOLE
PARAMETRIC TECHNOLOGY CORP	COM 699173100	1,274	60,500	SH	SOLE
PARKER HANNIFIN CORP	COM 701094104	1,040	25,150	SH	SOLE
PAYCHEX INC	COM 704326107	2,900	55,350	SH	SOLE
PE CORP	COM PE 69332S102	4,469	46,300	SH	SOLE
	BIO GRP				
PECO ENERGY CO	COM 693304107	1,534	41,600	SH	SOLE
PENNEY J C INC	COM 708160106	867	58,278	SH	SOLE
PEOPLES ENERGY CORP ILL	COM 711030106	219	7,949	SH	SOLE
PEOPLESOFT INC	COM 712713106	1,202	60,100	SH	SOLE
PEP BOYS MANNY MOE & JACK	COM 713278109	60	10,100	SH	SOLE
PEPSICO INC	COM 713448108	11,294	326,322	SH	SOLE
PERKLINELMER INC	COM 714046109	689	10,348	SH	SOLE
PERSISTENCE SOFTWARE INC	COM 715329108	12,940	651,048	SH	SOLE

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PFIZER INC	COM 717081103	31,729	867,800	SH	SOLE
PG&E CORP	COM 69331C108	1,806	85,998	SH	SOLE
PHARMACIA & UPJOHN INC	COM 716941109	6,898	116,331	SH	SOLE
PHELPS DODGE CORP	COM 717265102	861	18,118	SH	SOLE
PHILIP MORRIS COS INC	COM 718154107	11,206	530,409	SH	SOLE
PHILLIPS PETE CO	COM 718507106	2,623	56,700	SH	SOLE
PHOENIX TECHNOLOGIES LTD	COM 719153108	18,906	894,971	SH	SOLE
PHONE.COM INC	COM 71920Q100	429,673	263,401	SH	SOLE
PHONE.COM INC	COM 71920Q100	134,346	82,358	SH	DEFINED
PINNACLE WEST CAP CORP	COM 723484101	536	19,000	SH	SOLE
PITNEY BOWES INC	COM 724479100	2,655	59,400	SH	SOLE
PLACER DOME INC	COM 725906101	593	73,000	SH	SOLE
PNC BK CORP	COM 693475105	2,971	65,900	SH	SOLE
FAIR MARKET VALUE (page) :		757,266			
POLAROID CORP	COM 731095105	235	9,900	SH	SOLE
POTLATCH CORP	COM 737628107	276	6,400	SH	SOLE
PPG INDS INC	COM 693506107	2,040	38,972	SH	SOLE
PPL CORP	COM 69351T106	674	32,200	SH	SOLE
PRAXAIR INC	COM 74005P104	1,482	35,578	SH	SOLE
PREVIEW SYSTEMS INC	COM 741379101	13,323	281,599	SH	SOLE
PRICE T ROWE & ASSOC INC	COM 741477103	1,059	26,800	SH	SOLE
PROCTER & GAMBLE CO	COM 742718109	16,587	294,690	SH	SOLE
PROGRESSIVE CORP OHIO	COM 743315103	1,248	16,400	SH	SOLE
PROVIDIAN FINL CORP	COM 74406A102	2,764	31,900	SH	SOLE
PROXICOM INC	COM 744282104	8,863	200,000	SH	SOLE
PROXIM INC	COM 744284100	38,300	320,000	SH	SOLE
PUBLIC SVC ENTERPRISE GROUP	COM 744573106	1,459	49,044	SH	SOLE
PULTTE CORP	COM 745867101	203	9,700	SH	SOLE
QUAKER OATS CO	COM 747402105	1,819	30,000	SH	SOLE
QUALCOMM INC	COM 747525103	22,458	150,400	SH	SOLE
QUINTILES TRANSNATIONAL CORP	COM 748767100	439	25,700	SH	SOLE
QUOKKA SPORTS INC	COM 749077103	44,456	4,184,093	SH	SOLE
RADISYS CORP	COM 750459109	106,977	1,779,251	SH	SOLE
RADVISION LTD	ORD M81869105	35,154	671,191	SH	SOLE
RALSTON PURINA CO	COM RAL- 751277302 PUR GP	1,872	68,300	SH	SOLE
RAVISENT TECHNOLOGIES INC	COM 754440105	7,626	549,650	SH	SOLE
RAYTHEON CO	CL B 755111408	1,347	75,856	SH	SOLE
RED HAT SOFTWARE INC	COM 756577102	264,171	6,234,115	SH	SOLE
REEBOK INTL LTD	COM 758110100	117	12,600	SH	SOLE
REGIONS FINL CORP	COM 758940100	1,118	49,000	SH	SOLE
RELIANT ENERGY INC	COM 75952J108	1,555	66,245	SH	SOLE
RESEARCH IN MOTION LIMITED	COM 760975102	98,690	926,667	SH	SOLE
REYNOLDS METALS CO	COM 761763101	950	14,200	SH	SOLE
RITE AID CORP	COM 767754104	320	58,000	SH	SOLE

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ROCKWELL INTL CORP NEW	COM 773903109	1,786	42,700	SH	SOLE
ROHM & HAAS CO	COM 775371107	2,187	49,005	SH	SOLE
ROQUE WAVE SOFTWARE INC	COM 775369101	937	122,841	SH	OTHER**
ROWAN COS INC	COM 779382100	559	19,000	SH	SOLE
ROYAL DUTCH PETE CO	NY REG 780257804	27,689	480,720	SH	SOLE
	GLD1.25				
RUSSELL CORP	COM 782352108	107	7,400	SH	SOLE
RYDER SYS INC	COM 783549108	328	14,400	SH	SOLE
S3 INC	COM 784849101	9,019	429,477	SH	SOLE
SABRE HLDGS CORP	CL A 785905100	914	24,764	SH	SOLE
FAIR MARKET VALUE (page):		721,108			
SAFECO CORP	COM 786429100	774	29,100	SH	SOLE
SAFeway INC	COM NEW 786514208	5,163	114,100	SH	SOLE
SARA LEE CORP	COM 803111103	3,667	203,700	SH	SOLE
SBC COMMUNICATIONS INC	COM 78387G103	32,135	764,756	SH	SOLE
SCHERING PLOUGH CORP	COM 806605101	12,122	329,340	SH	SOLE
SCHLUMBERGER LTD	COM 806857108	9,433	123,300	SH	SOLE
SCHWAB CHARLES CORP NEW	COM 808513105	10,443	183,800	SH	SOLE
SCIENTIFIC ATLANTA INC	COM 808655104	2,239	35,300	SH	SOLE
SCM MICROSYSTEMS INC	COM 784018103	669	48,650	SH	SOLE
SEAGATE TECHNOLOGY	COM 811804103	2,836	46,900	SH	SOLE
SEAGRAM LTD	COM 811850106	5,784	97,200	SH	SOLE
SEALED AIR CORP NEW	COM 81211K100	1,014	18,662	SH	SOLE
SEARS ROEBUCK & CO	COM 812387108	2,613	84,700	SH	SOLE
SELECTICA INC	COM 816288104	5,030	57,000	SH	SOLE
SELECTICA INC	COM 816288104	22,905	259,548	SH	OTHER**
SELECTICA INC	COM 816288104	8,643	97,942	SH	OTHER**
SELECTICA INC	COM 816288104	69,147	783,540	SH	OTHER**
SEMPRA ENERGY	COM 816851109	883	52,672	SH	SOLE
SERVICE CORP INTL	COM 817565104	157	52,100	SH	SOLE
SHARED MED SYS CORP	COM 819486101	317	6,100	SH	SOLE
SHERWIN WILLIAMS CO	COM 824348106	817	37,200	SH	SOLE
SIGMA ALDRICH CORP	COM 826552101	608	22,600	SH	SOLE
SILICON GRAPHICS INC	COM 827056102	435	41,154	SH	SOLE
SILICON IMAGE INC	COM 82705T102	61,393	857,143	SH	SOLE
SILICON VALLEY GROUP INC	COM 827066101	13,698	498,100	SH	SOLE
SILKNET SOFTWARE INC	COM 827094103	59,461	571,736	SH	SOLE
SILVERSTREAM SOFTWARE INC	COM 827907106	22,240	301,054	SH	SOLE
SILVERSTREAM SOFTWARE INC	COM 827907106	1,769	23,944	SH	OTHER**
SILVERSTREAM SOFTWARE INC	COM 827907106	667	9,035	SH	OTHER**
SILVERSTREAM SOFTWARE INC	COM 827907106	7,776	105,263	SH	OTHER**
SLM HLDG CORP	COM 78442A109	1,190	35,700	SH	SOLE
SMARTERKIDS.COM INC	COM 83169C106	4,711	1,196,363	SH	SOLE
SNAP ON INC	COM 833034101	344	13,100	SH	SOLE
SOLETRON CORP	COM 834182107	5,270	131,500	SH	SOLE

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SOUTHERN CO	COM 842587107	3,282	150,900	SH	SOLE
SOUTHTRUST CORP	COM 844730101	960	37,700	SH	SOLE
SOUTHWEST AIRLS CO	COM 844741108	2,355	113,143	SH	SOLE
SPRINGS INDS INC	CL A 851783100	155	4,050	SH	SOLE
SPRINT CORP	COM FON 852061100	12,311	195,296	SH	SOLE
	GROUP				
SPRINT CORP	PCS COM 852061506	12,627	193,248	SH	SOLE
	SER 1				

FAIR MARKET VALUE (page): 408,043

ST JUDE MED INC	COM 790849103	488	18,888	SH	SOLE
ST PAUL COS INC	COM 792860108	1,739	50,946	SH	SOLE
STAMPS.COM INC	COM 852857101	25,414	1,315,947	SH	SOLE
STANDARD MICROSYSTEMS CORP	COM 853626109	22,463	1,542,506	SH	SOLE
STANLEY WKS	COM 854616109	529	20,040	SH	SOLE
STAPLES INC	COM 855030102	2,087	104,350	SH	SOLE
STARMEDIA NETWORK INC	COM 855546107	58,872	1,958,333	SH	SOLE
STATE STREET CORP	COM 857477103	3,479	35,900	SH	SOLE
STREAMLINE.COM INC	COM 863239109	1,643	285,714	SH	SOLE
STYLECLICK.COM INC	COM 864221106	5,007	455,218	SH	SOLE
SUMMIT BANCORP	COM 866005101	1,030	39,200	SH	SOLE
SUN MICROSYSTEMS INC	COM 866810104	33,641	359,018	SH	SOLE
SUNOCO INC	COM 86764P109	552	20,145	SH	SOLE
SUNTRUST BKS INC	COM 867914103	4,144	71,750	SH	SOLE
SUPERVALU INC	COM 868536103	593	31,300	SH	SOLE
SYMBOL TECHNOLOGIES INC	COM 871508107	174,456	1,412,956	SH	SOLE
SYNOVUS FINL CORP	COM 87161C105	1,186	62,800	SH	SOLE
SYSCO CORP	COM 871829107	2,639	73,800	SH	SOLE
TALK CITY INC	COM 874263106	4,547	750,000	SH	SOLE
TANDY CORP	COM 875382103	2,198	43,300	SH	SOLE
TARGET CORP	COM 87612E106	7,378	98,700	SH	SOLE
TEKTRONIX INC	COM 879131100	595	10,617	SH	SOLE
TELLABS INC	COM 879664100	5,682	90,200	SH	SOLE
TEMPLE INLAND INC	COM 879868107	623	12,500	SH	SOLE
TENET HEALTHCARE CORP	COM 88033G100	1,610	69,857	SH	SOLE
TERADYNE INC	COM 880770102	3,157	38,400	SH	SOLE
TEXACO INC	COM 881694103	6,653	124,000	SH	SOLE
TEXAS INSTRS INC	COM 882508104	28,816	180,100	SH	SOLE
TEXAS UTILS CO	COM 882848104	1,839	61,917	SH	SOLE
TEXTRON INC	COM 883203101	2,027	33,300	SH	SOLE
THERMO ELECTRON CORP	COM 883556102	722	35,400	SH	SOLE
THOMAS & BETTS CORP	COM 884315102	368	13,000	SH	SOLE
TICKETS.COM INC	COM 88633M101	7,571	796,956	SH	SOLE
TIME WARNER INC	COM 887315109	28,837	288,364	SH	SOLE
TIMES MIRROR CO NEW	COM SER A 887364107	1,248	13,415	SH	SOLE
TIMKEN CO	COM 887389104	227	13,900	SH	SOLE
TJX COS INC NEW	COM 872540109	1,542	69,500	SH	SOLE
TORCHMARK CORP	COM 891027104	682	29,500	SH	SOLE

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TOSCO CORP	COM NEW 891490302	985	32,300	SH	SOLE
TOYS R US INC	COM 892335100	811	54,700	SH	SOLE

FAIR MARKET VALUE (page) : 448,080

TRANSOCEAN SEDCO FOREX INC	COM G90078109	2,386	46,486	SH	SOLE
TRIBUNE CO NEW	COM 896047107	1,946	53,200	SH	SOLE
TRICON GLOBAL RESTAURANTS INC	COM 895953107	1,067	34,332	SH	SOLE
TRW INC	COM 872649108	1,598	27,300	SH	SOLE
TUPPERWARE CORP	COM 899896104	205	12,950	SH	SOLE

TUT SYSTEMS INC	COM 901103101	6,845	114,919	SH	SOLE
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TYCO INTL LTD NEW	COM 902124106	18,899	378,632	SH	SOLE
U S BANCORP DEL	COM 902973106	3,587	163,970	SH	SOLE
U S WEST INC NEW	COM 91273H101	8,228	113,276	SH	SOLE

U.S. INTERACTIVE INC	COM 90334M109	8,938	250,000	SH	SOLE
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UNICOM CORP	COM 904911104	1,782	48,800	SH	SOLE
UNILEVER N V	N Y SHS 904784709 NEW+B365	6,167	128,139	SH	SOLE

UNION CARBIDE CORP	COM 905581104	1,753	30,056	SH	SOLE
UNION PAC CORP	COM 907818108	2,180	55,700	SH	SOLE
UNION PAC RES GROUP INC	COM 907834105	820	56,496	SH	SOLE
UNION PLANTERS CORP TENN	COM 908068109	974	31,600	SH	SOLE
UNISYS CORP	COM 909214108	1,774	69,500	SH	SOLE
UNITED HEALTHCARE CORP	COM 910581107	2,269	38,048	SH	SOLE
UNITED TECHNOLOGIES CORP	COM 913017109	6,774	107,200	SH	SOLE
UNOCAL CORP	COM 915289102	1,619	54,400	SH	SOLE
UNUMPROVIDENT CORP	COM 91529Y106	914	53,776	SH	SOLE
US AIRWAYS GROUP INC	COM 911905107	446	16,000	SH	SOLE
UST INC	COM 902911106	600	38,393	SH	SOLE
USX MARATHON GROUP	COM NEW 902905827	1,814	69,600	SH	SOLE
USX U S STL GROUP	COM 90337T101	496	19,800	SH	SOLE

UTSTARCOM INC	COM 918076100	384,199	4,921,684	SH	SOLE
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V F CORP	COM 918204108	635	26,400	SH	SOLE
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VA LINUX SYSTEMS INC	COM 91819B105	213,953	3,543,741	SH	SOLE
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VIACOM INC	CL B 925524308	8,247	156,322	SH	SOLE
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VOXWARE INC	COM 92906L105	5,156	500,000	SH	SOLE
VTEL CORP	COM 918333105	12,965	1,672,846	SH	SOLE

VULCAN MATLS CO	COM 929160109	1,031	22,500	SH	SOLE
WACHOVIA CORP	COM 929771103	3,075	45,500	SH	SOLE
WAL MART STORES INC	COM 931142103	55,516	997,666	SH	SOLE
WALGREEN CO	COM 931422109	5,794	225,000	SH	SOLE
WARNER LAMBERT CO	COM 934488107	18,772	192,480	SH	SOLE
WASHINGTON MUTUAL INC	COM 939322103	3,429	129,390	SH	SOLE
WASTE MGMT INC DEL	COM 94106L109	1,901	138,871	SH	SOLE
WATSON PHARMACEUTICALS INC	COM 942683103	854	21,500	SH	SOLE

FAIR MARKET VALUE (page) : 799,608

WAVO CORP	COM 944027101	2,234	500,000	SH	SOLE
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WELLPOINT HEALTH NETWORK NEW	COM 94973H108	1,000	14,300	SH	SOLE
WELLS FARGO & CO NEW	COM 949746101	15,075	368,474	SH	SOLE
WENDYS INTL INC	COM 950590109	541	26,785	SH	SOLE
WESTVACO CORP	COM 961548104	753	22,550	SH	SOLE
WEYERHAEUSER CO	COM 962166104	3,003	52,670	SH	SOLE
WHIRLPOOL CORP	COM 963320106	980	16,700	SH	SOLE
WILLAMETTE INDS INC	COM 969133107	1,003	25,000	SH	SOLE
WILLIAMS COMMUNICATIONS GROUP INC	CL A 969455104	477,975	9,225,093	SH	SOLE
WILLIAMS COS INC	COM 969457100	4,280	97,392	SH	SOLE
WINN DIXIE STORES INC	COM 974280109	647	33,300	SH	SOLE
WORTHINGTON INDS INC	COM 981811102	248	20,000	SH	SOLE
WRIGLEY WM JR CO	COM 982526105	1,998	26,000	SH	SOLE
XEROX CORP	COM 984121103	3,872	148,900	SH	SOLE
XILINX INC	COM 983919101	5,930	71,600	SH	SOLE
XIRCOM INC	COM 983922105	93,107	2,516,405	SH	SOLE
YAHOO INC	COM 984332106	20,206	117,900	SH	SOLE
YOUNG & RUBICAM INC	COM 987425105	734	15,600	SH	SOLE

FAIR MARKET VALUE (page only): 633,586

FAIR MARKET VALUE REPORT TOTAL: 9,048,548

\*Confidential Treatment Requested