

Edgar Filing: FIFTH THIRD BANCORP - Form 13F-HR

FIFTH THIRD BANCORP
Form 13F-HR
November 15, 2002

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: September 30, 2002

Check here if Amendment [] ; Amendment Number: []
This Amendment (Check only one): [] is a restatement.
[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Fifth Third Bancorp
Address: 38 Fountain Square Plaza
Cincinnati, Ohio 45263

13F File Number - #28-03158
Name and Management numbers of All Institutional Investment Managers with
respect to which this schedule is filed (other than the one filing this report).

Name: -----	Manager # -----	Name: -----
Fifth Third Bank Ohio	1	Fifth Third Bank Indiana
Fifth Third Bank of Northern Kentucky	5	Fifth Third Bank Florida
Fifth Third Bank Kentucky	2	Fifth Third Bank Michigan
Fifth Third Asset Management	85	

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: Neal Arnold
Title: Executive Vice President, CFO
Phone: 513-534-8577
Signature, Place, and Date of Signing:

/s/ Neal Arnold

[Signature]

Cincinnati, O

[City, State]

Report Type (Check only one):

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- [] 13F HOLDINGS REPORT
- [] 13F NOTICE
- [x] 13F COMBINATION REPORT

List of Other Managers Reporting for this Manager:
 Fifth Third Bank Ohio - 28-539
 Heartland Capital Management - 28-01397

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 7

Form 13F Information Table Entry Total: 3,497

Form 13F Information Table Value Total (x\$1000): 11,460,395

List of Other Included Managers:

Name:	13F File No.:	Name:
----	-----	----
Fifth Third Bank	28-539	Fifth Third Bank Florida
Fifth Third Bank of Northern Kentucky	28-10121	Fifth Third Bank Kentucky
Fifth Third Bank Asset Management	28-10115	Fifth Third Bank a Michig
Fifth Third Bank Indiana	28-10118	

FORM 13F										
NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP										
PAGE	1 OF	151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA

			DAIMLERCHRYSLER AG	ORD	D1668R123	20	598	SH	DEFINED	1
						80	2401	SH	DEFINED	15
						127	3787	SH	DEFINED	19
						-----	-----			
						227	6786			
			ACE LTD	ORD	G0070K103	24	800	SH	DEFINED	1
						30	1000	SH	DEFINED	15
						299	10110	SH	DEFINED	19
						1984	67000	SH	DEFINED	85
						-----	-----			
						2337	78910			
			AMDOCS LTD	ORD	G02602103	191	29913	SH	DEFINED	1
						14	2120	SH	DEFINED	5
						80	12485	SH	DEFINED	19
						-----	-----			

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			285	44518		
COOPER INDS LTD	CL A	G24182100	858	28262 SH	DEFINED	1
			82	2700 SH	DEFINED	15
			487	16060 SH	DEFINED	2
			14	445 SH	DEFINED	10
			544	17909 SH	DEFINED	19
			828	27275 SH	DEFINED	85
			-----	-----		
			2812	92651		
GLOBALSANTAFE CORP	SHS	G3930E101	632	28273 SH	DEFINED	1
			945	42297 SH	DEFINED	15
			61	2750 SH	DEFINED	10
			190	8483 SH	DEFINED	19
			-----	-----		
			1828	81803		
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	78	2251 SH	DEFINED	1
			2	48 SH	DEFINED	5
			75	2175 SH	DEFINED	19
			418	12150 SH	DEFINED	85
			-----	-----		
			573	16624		

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
NABORS INDUSTRIES LTD	SHS	G6359F103	16	500 SH	DEFINED	1				
			29	900 SH	DEFINED	19				
			341	10400 SH	DEFINED	85				
			-----	-----						
			386	11800						
NOBLE CORPORATION	SHS	G65422100	31	995 SH	DEFINED	1				
			40	1300 SH	DEFINED	19				
			301	9700 SH	DEFINED	85				
			-----	-----						
			372	11995						
TRANSOCEAN INC	ORD	G90078109	3392	163057 SH	DEFINED	1				
			919	44172 SH	DEFINED	15				
			1259	60512 SH	DEFINED	2				
			9	424 SH	DEFINED	5				
			24	1152 SH	DEFINED	10				
			1069	51394 SH	DEFINED	19				
			3350	161065 SH	DEFINED	85				
			-----	-----						
			10021	481776						
XL CAP LTD	CL A	G98255105	44	600 SH	DEFINED	15				
			4	51 SH	DEFINED	19				
			713	9700 SH	DEFINED	85				
			-----	-----						

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	761	10351		
			14	1055	SH	DEFINED 1
			5	400	SH	DEFINED 2
			14	1000	SH	DEFINED 19
			550	40000	SH	DEFINED 85
			-----	-----		
			583	42455		
FLEXTRONICS INTL LTD	ORD	Y2573F102	7190	1031239	SH	DEFINED 1
			638	91522	SH	DEFINED 15
			56	8015	SH	DEFINED 2
			66	9415	SH	DEFINED 5
			11	1600	SH	DEFINED 10
			843	120884	SH	DEFINED 19
			10054	1442000	SH	DEFINED 85

			18857	2704675		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION	O MA
A D C TELECOMMUNICATIONS	COM	000886101	278	241365	SH	DEFINED 1	
			2	2000	SH	DEFINED 15	
			4	3500	SH	DEFINED 2	
			16	14230	SH	DEFINED 19	
			556	483275	SH	DEFINED 85	
			-----	-----			
			856	744370			
ACM INCOME FUND INC	COM	000912105	38	4600	SH	DEFINED 1	
			11	1311	SH	DEFINED 15	
			6	694	SH	DEFINED 5	
			119	14325	SH	DEFINED 10	
			7	800	SH	DEFINED 19	
			-----	-----			
			180	21730			
ABM INDS INC	COM	000957100	2115	150000	SH	DEFINED 85	
						-----	-----
			2115	150000			
AFLAC INC	COM	001055102	19285	628376	SH	DEFINED 1	
			3249	105880	SH	DEFINED 15	
			230	7485	SH	DEFINED 2	
			131	4275	SH	DEFINED 5	
			911	29700	SH	DEFINED 10	
			4499	146589	SH	DEFINED 19	
			9057	295110	SH	DEFINED 85	
			-----	-----			
			37363	1217415			
AES CORP	COM	00130H105	49	19519	SH	DEFINED 1	

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3 1212 SH DEFINED 15
 0 45 SH DEFINED 5
 6 2469 SH DEFINED 19
 107 42600 SH DEFINED 85

 165 65845

AK STL HLDG CORP COM 001547108 10 1328 SH DEFINED 1
 2 300 SH DEFINED 19
 731 100000 SH DEFINED 85

 743 101628

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DCRETN	O MA	

AMR CORP	COM	001765106	23	5600	SH	DEFINED	1	
			1	224	SH	DEFINED	15	
			40	9678	SH	DEFINED	19	
			88	21100	SH	DEFINED	85	
			-----	153	36602			
AOL TIME WARNER INC	COM	00184A105	2771	236859	SH	DEFINED	1	
			100	8525	SH	DEFINED	15	
			36	3080	SH	DEFINED	2	
			14	1194	SH	DEFINED	5	
			18	1550	SH	DEFINED	10	
			1772	151457	SH	DEFINED	19	
			7612	650580	SH	DEFINED	85	
-----	12323	1053245						
AT&T CORP	COM	001957109	2857	237880	SH	DEFINED	1	
			530	44130	SH	DEFINED	15	
			648	53987	SH	DEFINED	2	
			10	874	SH	DEFINED	5	
			17	1455	SH	DEFINED	10	
			3322	276609	SH	DEFINED	19	
			10993	915353	SH	DEFINED	85	
			-----	18379	1530288			
ATMI INC	COM	00207R101	1058	75000	SH	DEFINED	85	
			-----	1058	75000			
AT&T WIRELESS SVCS INC	COM	00209A106	260	63080	SH	DEFINED	1	
			9	2139	SH	DEFINED	15	
			2	481	SH	DEFINED	2	
			15	3634	SH	DEFINED	5	
			234	56702	SH	DEFINED	19	
			801	194495	SH	DEFINED	85	
-----	-----							

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			1321	320531		
AXT INC	COM	00246W103	90	43105	SH	DEFINED 1
			7	3400	SH	DEFINED 19
			245	118000	SH	DEFINED 85
			-----	-----		
			342	164505		

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			FORM 13F				
PAGE	5 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
			-----	-----	-----	-----	-----
ABBOTT LABS	COM	002824100	75070	1858177	SH	DEFINED 1	
			2909	72009	SH	DEFINED 15	
			357	8830	SH	DEFINED 2	
			309	7650	SH	DEFINED 10	
			15463	382757	SH	DEFINED 19	
			9932	245850	SH	DEFINED 85	
			-----	-----			
			104041	2575273			
ACCREDO HEALTH INC	COM	00437V104	29	600	SH	DEFINED 2	
			5	100	SH	DEFINED 19	
			1192	25000	SH	DEFINED 85	
			-----	-----			
			1225	25700			
ACTERNA CORP	COM	00503U105	48	119031	SH	DEFINED 1	
			-----	-----			
			48	119031			
ACTIVCARD S A	SPONSORED ADR	00505N109	1797	276000	SH	DEFINED 85	
			-----	-----			
			1797	276000			
ACXIOM CORP	COM	005125109	1	80	SH	DEFINED 19	
			1418	100000	SH	DEFINED 85	
			-----	-----			
			1419	100080			
ADAMS EXPRESS CO	COM	006212104	39	3809	SH	DEFINED 1	
			78	7574	SH	DEFINED 19	
			-----	-----			
			117	11383			
ADOBE SYS INC	COM	00724F101	307	16095	SH	DEFINED 1	
			29	1518	SH	DEFINED 15	
			395	20690	SH	DEFINED 19	
			919	48100	SH	DEFINED 85	
			-----	-----			
			1650	86403			
ADVANCED DIGITAL INFORMATION	COM	007525108	17	3600	SH	DEFINED 2	
			4	800	SH	DEFINED 19	

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720 150000 SH DEFINED 85

 741 154400

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NAME OF ISSUER			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DCRETN				
ADVO INC	COM	007585102	2381	75000	SH	DEFINED	85			
			-----	-----						
			2381	75000						
AEROFLEX INC	COM	007768104	1260	250000	SH	DEFINED	85			
			-----	-----						
			1260	250000						
ADVANCEPCS	COM	00790K109	1	60	SH	DEFINED	1			
			2253	100000	SH	DEFINED	85			
			-----	-----						
			2254	100060						
ADVANCED MICRO DEVICES INC	COM	007903107	5	950	SH	DEFINED	1			
			2	400	SH	DEFINED	19			
			131	24500	SH	DEFINED	85			
			-----	-----						
			138	25850						
AEGON N V	ORD AMER REG	007924103	90	9543	SH	DEFINED	1			
			227	24111	SH	DEFINED	15			
			38	4000	SH	DEFINED	2			
			141	14928	SH	DEFINED	19			
			-----	-----						
			496	52582						
AETNA INC NEW	COM	00817Y108	98	2750	SH	DEFINED	1			
			218	6091	SH	DEFINED	19			
			671	18745	SH	DEFINED	85			
			-----	-----						
			988	27586						
AFFILIATED COMPUTER SERVICES	CL A	008190100	692	16253	SH	DEFINED	1			
			34	800	SH	DEFINED	15			
			54	1267	SH	DEFINED	19			
			1983	46600	SH	DEFINED	85			
			-----	-----						
			2762	64920						

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
AGERE SYS INC	CL A	00845V100	2	1862	SH		DEFINED	1
			0	9	SH		DEFINED	15
			1	1066	SH		DEFINED	5
			0	20	SH		DEFINED	10
			1	1253	SH		DEFINED	19
			578	525323	SH		DEFINED	85
			582	529533				
AGERE SYS INC	CL B	00845V209	23	23521	SH		DEFINED	1
			0	351	SH		DEFINED	15
			0	32	SH		DEFINED	2
			4	3693	SH		DEFINED	5
			1	528	SH		DEFINED	10
			26	25898	SH		DEFINED	19
			280	282936	SH		DEFINED	85
			334	336959				
AGILENT TECHNOLOGIES INC	COM	00846U101	4562	349291	SH		DEFINED	1
			339	25984	SH		DEFINED	15
			111	8467	SH		DEFINED	2
			47	3613	SH		DEFINED	5
			48	3683	SH		DEFINED	10
			460	35247	SH		DEFINED	19
			4975	380957	SH		DEFINED	85
			10543	807242				
AIR PRODS & CHEMS INC	COM	009158106	5062	120489	SH		DEFINED	1
			524	12479	SH		DEFINED	15
			2	46	SH		DEFINED	2
			52	1241	SH		DEFINED	5
			425	10121	SH		DEFINED	19
			1332	31700	SH		DEFINED	85
			7397	176076				
AIRTRAN HLDGS INC	COM	00949P108	160	51500	SH		DEFINED	19
			160	51500				
ALBANY INTL CORP	CL A	012348108	949	50000	SH		DEFINED	85
			949	50000				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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ALBERTO CULVER CO	CL B CONV	013068101	64	1300	SH	DEFINED	1
			147	2990	SH	DEFINED	19
			715	14575	SH	DEFINED	85
			-----		925	18865	
ALBERTSONS INC	COM	013104104	485	20058	SH	DEFINED	1
			37	1512	SH	DEFINED	15
			59	2422	SH	DEFINED	19
			705	29197	SH	DEFINED	85
-----		1285	53189				
ALCOA INC	COM	013817101	2597	134537	SH	DEFINED	1
			189	9785	SH	DEFINED	15
			6	300	SH	DEFINED	10
			670	34704	SH	DEFINED	19
2619	135676	SH	DEFINED	85			
-----		6080	315002				
ALFA CORP	COM	015385107	251	20528	SH	DEFINED	10
			-----		251	20528	
ALLEGHENY ENERGY INC	COM	017361106	82	6248	SH	DEFINED	1
			24	1800	SH	DEFINED	15
			119	9103	SH	DEFINED	19
			372	28400	SH	DEFINED	85
-----		597	45551				
ALLERGAN INC	COM	018490102	71	1308	SH	DEFINED	1
			77	1414	SH	DEFINED	19
			549	10100	SH	DEFINED	85
			-----		698	12822	
ALLIANT TECHSYSTEMS INC	COM	018804104	18	261	SH	DEFINED	1
			2	28	SH	DEFINED	19
			2770	40000	SH	DEFINED	85
			-----		2790	40289	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	PRN CALL	DSCRETN		MA
-----		-----		-----		-----		-----	
ALLIED CAP CORP NEW	COM	01903Q108	123	5600	SH		DEFINED	1	
			1095	50000	SH		DEFINED	85	
			-----		1217	55600			

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ALLIED WASTE INDS INC	COM PAR\$.01NEW	019589308	2	261	SH	DEFINED	1
			104	14200	SH	DEFINED	85
			-----	-----			
			106	14461			
ALLSTATE CORP	COM	020002101	3933	110640	SH	DEFINED	1
			1128	31738	SH	DEFINED	15
			999	28090	SH	DEFINED	2
			84	2359	SH	DEFINED	5
			60	1675	SH	DEFINED	10
			17838	501778	SH	DEFINED	19
			5686	159948	SH	DEFINED	85
-----	-----						
			29728	836228			
ALLTEL CORP	COM	020039103	17851	444834	SH	DEFINED	1
			1803	44920	SH	DEFINED	15
			767	19114	SH	DEFINED	2
			337	8407	SH	DEFINED	5
			274	6820	SH	DEFINED	10
			810	20193	SH	DEFINED	19
			2809	70000	SH	DEFINED	85
-----	-----						
			24651	614288			
ALTERA CORP	COM	021441100	445	51324	SH	DEFINED	1
			3	400	SH	DEFINED	15
			1	60	SH	DEFINED	5
			179	20642	SH	DEFINED	19
			1613	186100	SH	DEFINED	85
-----	-----						
			2241	258526			
AMBAC FINL GROUP INC	COM	023139108	218	4045	SH	DEFINED	1
			36	665	SH	DEFINED	15
			1	25	SH	DEFINED	5
			412	7650	SH	DEFINED	85
-----	-----						
			667	12385			

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NAME OF ISSUER			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP			VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER			TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	
AMERADA HESS CORP	COM	023551104	34	500	SH	DEFINED	1				
			195	2870	SH	DEFINED	19				
			434	6400	SH	DEFINED	85				
-----	-----										
			663	9770							
AMEREN CORP	COM	023608102	115	2752	SH	DEFINED	1				
			134	3224	SH	DEFINED	15				
			440	10553	SH	DEFINED	19				
			433	10400	SH	DEFINED	85				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION
AMCORE FINL INC	COM	023912108	433	19728	SH	DEFINED 19
			433	19728		
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	8283	331600	SH	DEFINED 19
			8283	331600		
AMERICAN CAPITAL STRATEGIES	COM	024937104	28	1500	SH	DEFINED 2
			19	1000	SH	DEFINED 19
			2355	125000	SH	DEFINED 85
			2402	127500		
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	1375	113980	SH	DEFINED 1
			101	8400	SH	DEFINED 19
			3461	287000	SH	DEFINED 85
			4937	409380		
AMERICAN ELEC PWR INC	COM	025537101	1442	50591	SH	DEFINED 1
			364	12759	SH	DEFINED 15
			7	254	SH	DEFINED 2
			19	680	SH	DEFINED 10
			613	21499	SH	DEFINED 19
			6180	216760	SH	DEFINED 85
			8626	302543		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP					
AMERICAN EXPRESS CO	COM	025816109		4124	132262	SH	DEFINED 1
				220	7063	SH	DEFINED 15
				459	14715	SH	DEFINED 2
				12	373	SH	DEFINED 5
				12	400	SH	DEFINED 10
				1885	60470	SH	DEFINED 19
				7927	254237	SH	DEFINED 85
				14640	469520		
AMERICAN FINL GROUP INC OHIO	COM	025932104		268	11644	SH	DEFINED 1
				2	100	SH	DEFINED 5
				270	11744		
AMERICAN INCOME FD INC	COM	02672T109		9	1000	SH	DEFINED 1
				1166	135400	SH	DEFINED 85

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		1174		136400			
AMERICAN INTL GROUP INC	COM	026874107	73432	1342451	SH	DEFINED	1
			5357	97937	SH	DEFINED	15
			4761	87040	SH	DEFINED	2
			1865	34094	SH	DEFINED	5
			1445	26423	SH	DEFINED	10
			14846	271416	SH	DEFINED	19
			49105	897706	SH	DEFINED	85
			-----	-----			
			150812	2757067			
AMERICAN ITALIAN PASTA CO	CL A	027070101	41	1150	SH	DEFINED	2
			2677	75000	SH	DEFINED	85

			2718	76150			
AMERICAN PWR CONVERSION CORP	COM	029066107	367	38435	SH	DEFINED	1
			88	9220	SH	DEFINED	15
			153	16000	SH	DEFINED	2
			4	445	SH	DEFINED	10
			95	9950	SH	DEFINED	19
			2202	230300	SH	DEFINED	85
			-----	-----			
			2910	304350			

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NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----			-----	-----	-----	-----	-----	-----	-----
AMERICAN STD COS INC DEL	COM	029712106	13	200	SH	DEFINED	5		
			331	5200	SH	DEFINED	85		

			344	5400					
AMERIPATH INC	COM	03071D109	685	46000	SH	DEFINED	1		
			22	1500	SH	DEFINED	2		
			1863	125000	SH	DEFINED	85		

			2570	172500					
AMERON INTL INC	COM	030710107	679	13800	SH	DEFINED	85		

			679	13800					
AMERUS GROUP CO	COM	03072M108	37	1289	SH	DEFINED	1		
			1	20	SH	DEFINED	15		
			1418	50000	SH	DEFINED	85		

			1455	51309					
AMERISOURCEBERGEN CORP	COM	03073E105	250	3505	SH	DEFINED	1		
			7	98	SH	DEFINED	19		
			536	7500	SH	DEFINED	85		

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		793	11103			
AMERITRADE HLDG CORP NEW	COM	03074K100	4	1200	SH	DEFINED 19
			1664	446000	SH	DEFINED 85
		1668	447200			
AMETEK INC NEW	COM	031100100	15	500	SH	DEFINED 15
			131	4500	SH	DEFINED 19
			3931	135000	SH	DEFINED 85
		4077	140000			

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		FORM 13F						
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PAGE	13 OF 151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA
		AMGEN INC	COM	031162100	58768	1409297	SH	DEFINED 1
					3991	95704	SH	DEFINED 15
					3675	88126	SH	DEFINED 2
					769	18438	SH	DEFINED 5
					764	18313	SH	DEFINED 10
					4707	112885	SH	DEFINED 19
					41539	996140	SH	DEFINED 85
					114212	2738903		
		AMKOR TECHNOLOGY INC	COM	031652100	223	93765	SH	DEFINED 1
					18	7407	SH	DEFINED 5
					18	7500	SH	DEFINED 19
					590	248000	SH	DEFINED 85
					849	356672		
		AMSOUTH BANCORPORATION	COM	032165102	55	2663	SH	DEFINED 1
					23	1100	SH	DEFINED 2
					14	675	SH	DEFINED 19
					538	25950	SH	DEFINED 85
					630	30388		
		AMSURG CORP	COM	03232P405	54	1800	SH	DEFINED 1
					2263	75000	SH	DEFINED 85
					2317	76800		
		ANADARKO PETE CORP	COM	032511107	328	7354	SH	DEFINED 1
					50	1117	SH	DEFINED 15
					4	100	SH	DEFINED 10
					128	2881	SH	DEFINED 19
					793	17809	SH	DEFINED 85

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				1303	29261		
ANALOG DEVICES INC	NOTE	4.750%10	032654AD7	2925	30000 SH	DEFINED	19
				-----	-----		1
				2925	30000		

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		FORM 13F						
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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA
	ANALOG DEVICES INC	COM	032654105	25139	1276103	SH	DEFINED	1
				1623	82365	SH	DEFINED	15
				2580	130969	SH	DEFINED	2
				219	11120	SH	DEFINED	5
				209	10600	SH	DEFINED	10
				1839	93353	SH	DEFINED	19
				25799	1309600	SH	DEFINED	85
				-----	-----			
				57408	2914110			
	ANDREW CORP	COM	034425108	2	300	SH	DEFINED	1
				192	29350	SH	DEFINED	19
				501	76555	SH	DEFINED	85
				-----	-----			
				696	106205			
	ANHEUSER BUSCH COS INC	COM	035229103	17905	353860	SH	DEFINED	1
				2303	45516	SH	DEFINED	15
				467	9220	SH	DEFINED	2
				2428	47980	SH	DEFINED	19
				4956	97940	SH	DEFINED	85
				-----	-----			
				28059	554516			
	ANNTAYLOR STORES CORP	COM	036115103	1	24	SH	DEFINED	1
				40	1725	SH	DEFINED	2
				3455	150000	SH	DEFINED	85
				-----	-----			
				3495	151749			
	ANTHEM INC	COM	03674B104	184	2837	SH	DEFINED	1
				601	9239	SH	DEFINED	15
				3	39	SH	DEFINED	2
				16	246	SH	DEFINED	5
				5	84	SH	DEFINED	19
				663	10200	SH	DEFINED	85
				-----	-----			
				1472	22645			
	ANTHRACITE CAP INC	COM	037023108	283	25000	SH	DEFINED	19
				-----	-----			
				283	25000			

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			FORM 13F						
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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN		
	AON CORP	COM	037389103	58	2848	SH	DEFINED	1	
				664	32387	SH	DEFINED	19	
				400	19500	SH	DEFINED	85	
				-----	-----				
				1122	54735				
	APACHE CORP	COM	037411105	59	999	SH	DEFINED	1	
				24	400	SH	DEFINED	2	
				266	4468	SH	DEFINED	19	
				2578	43370	SH	DEFINED	85	
				-----	-----				
				2927	49237				
	APEX MORTGAGE CAPITAL	COM	037564101	204	18200	SH	DEFINED	1	
				-----	-----				
				204	18200				
	APHTON CORP	COM	03759P101	31	14050	SH	DEFINED	19	
				-----	-----				
				31	14050				
	APOLLO GROUP INC	CL A	037604105	95	2180	SH	DEFINED	1	
				4	100	SH	DEFINED	19	
				539	12400	SH	DEFINED	85	
				-----	-----				
				638	14680				
	APPLE COMPUTER INC	COM	037833100	23	1580	SH	DEFINED	1	
				7	500	SH	DEFINED	2	
				22	1526	SH	DEFINED	5	
				71	4889	SH	DEFINED	19	
				2619	180600	SH	DEFINED	85	
				-----	-----				
				2742	189095				
	APPLEBEES INTL INC	COM	037899101	41	1875	SH	DEFINED	2	
				25	1140	SH	DEFINED	19	
				3288	150000	SH	DEFINED	85	
				-----	-----				
				3354	153015				
	APRIA HEALTHCARE GROUP INC	COM	037933108	4	155	SH	DEFINED	1	
				2945	125000	SH	DEFINED	85	
				-----	-----				
				2949	125155				

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
APPLERA CORP	COM AP BIO GRP	038020103	89	4842	SH		DEFINED	1	
			280	15300	SH		DEFINED	85	
			369	20142					
APPLERA CORP	COM CE GEN GRP	038020202	29	3600	SH		DEFINED	1	
			0	50	SH		DEFINED	19	
			954	120000	SH		DEFINED	85	
			983	123650					
APPLIED MICRO CIRCUITS CORP	COM	03822W109	0	47	SH		DEFINED	1	
			0	35	SH		DEFINED	5	
			2	600	SH		DEFINED	19	
			68	23900	SH		DEFINED	85	
			70	24582					
APPLIED MATLS INC	COM	038222105	12011	1039937	SH		DEFINED	1	
			561	48565	SH		DEFINED	15	
			118	10225	SH		DEFINED	2	
			119	10260	SH		DEFINED	5	
			108	9360	SH		DEFINED	10	
			2156	186648	SH		DEFINED	19	
			10207	883700	SH		DEFINED	85	
			25280	2188695					
ARCHER DANIELS MIDLAND CO	COM	039483102	47	3728	SH		DEFINED	1	
			12	979	SH		DEFINED	15	
			333	26629	SH		DEFINED	19	
			3013	240871	SH		DEFINED	85	
			3405	272207					
ARCHSTONE SMITH TR	COM	039583109	379	15887	SH		DEFINED	1	
			379	15887					
ARTESYN TECHNOLOGIES INC	COM	043127109	15	9950	SH		DEFINED	1	
			0	200	SH		DEFINED	15	
			15	10150					

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

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ARTHROCARE CORP	COM	043136100	606	50000	SH	DEFINED	85
			606	50000			
ARVINMERITOR INC	COM	043353101	46	2476	SH	DEFINED	1
			146	7786	SH	DEFINED	19
			192	10262			
ASHLAND INC	COM	044204105	578	21589	SH	DEFINED	1
			16	598	SH	DEFINED	15
			25	932	SH	DEFINED	2
			20	738	SH	DEFINED	5
			20	729	SH	DEFINED	19
			139	5200	SH	DEFINED	85
			798	29786			
ASSOCIATED ESTATES RLTY CORP	COM	045604105	20	2500	SH	DEFINED	1
			838	103500	SH	DEFINED	85
			859	106000			
ASTROPOWER INC	COM	04644A101	888	125000	SH	DEFINED	85
			888	125000			
ASYST TECHNOLOGY CORP	COM	04648X107	604	100000	SH	DEFINED	85
			604	100000			
ATALANTA SOSNOFF CAP CORP	COM	046499109	256	29300	SH	DEFINED	85
			256	29300			
ATLAS AIR WORLDWIDE HLDGS IN	COM	049164106	172	71173	SH	DEFINED	1
			172	71173			
ATMOS ENERGY CORP	COM	049560105	4	173	SH	DEFINED	5
			3	150	SH	DEFINED	19
			3225	150000	SH	DEFINED	85
			3232	150323			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
ATWOOD OCEANICS INC		COM	050095108	2633	90000	SH	DEFINED	85		
				2633	90000					

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AULT INC	COM	051503100	629	278100	SH	DEFINED	85
			-----	-----			
			629	278100			
AUTODESK INC	COM	052769106	15	1200	SH	DEFINED	1
			179	14100	SH	DEFINED	19
			365	28800	SH	DEFINED	85
			-----	-----			
			559	44100			
AUTOMATIC DATA PROCESSING IN	COM	053015103	34259	985298	SH	DEFINED	1
			938	26982	SH	DEFINED	15
			542	15602	SH	DEFINED	2
			190	5467	SH	DEFINED	5
			75	2155	SH	DEFINED	10
			4164	119753	SH	DEFINED	19
			3348	96300	SH	DEFINED	85
			-----	-----			
			43517	1251557			
AUTOZONE INC	COM	053332102	268	3399	SH	DEFINED	19
			1648	20900	SH	DEFINED	85
			-----	-----			
			1916	24299			
AVAYA INC	COM	053499109	40	27690	SH	DEFINED	1
			0	79	SH	DEFINED	15
			0	122	SH	DEFINED	2
			0	57	SH	DEFINED	5
			7	5095	SH	DEFINED	19
			41	28794	SH	DEFINED	85
			-----	-----			
			88	61837			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ PRN	CALL	INVSTMT DSCRETN	O MA		
			-----	-----	-----	-----	-----	-----		
AVERY DENNISON CORP	COM	053611109	58744	1030956	SH	DEFINED	1			
			1621	28450	SH	DEFINED	15			
			205	3595	SH	DEFINED	2			
			197	3455	SH	DEFINED	5			
			46	800	SH	DEFINED	10			
			2447	42945	SH	DEFINED	19			
			12938	227065	SH	DEFINED	85			
			-----	-----						
			76197	1337266						

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AVIALL INC NEW	COM	05366B102	1161	113900	SH	DEFINED	85
			-----	-----			
			1161	113900			
AVON PRODS INC	COM	054303102	43	924	SH	DEFINED	1
			195	4235	SH	DEFINED	19
			784	17000	SH	DEFINED	85
			-----	-----			
			1022	22159			
AZTAR CORP	COM	054802103	2	124	SH	DEFINED	5
			1321	100000	SH	DEFINED	85
			-----	-----			
			1323	100124			
BB&T CORP	COM	054937107	39887	1138323	SH	DEFINED	1
			18	500	SH	DEFINED	15
			7300	208320	SH	DEFINED	2
			191	5445	SH	DEFINED	19
			2379	67900	SH	DEFINED	85
			-----	-----			
			49774	1420488			
BKF CAP GROUP INC	COM	05548G102	1771	84000	SH	DEFINED	85
			-----	-----			
			1771	84000			
BJ SVCS CO	COM	055482103	47	1807	SH	DEFINED	1
			294	11300	SH	DEFINED	85
			-----	-----			
			341	13107			

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		FORM 13F							
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
BP PLC	SPONSORED ADR	055622104	35154	881057	SH	DEFINED	1		
			7931	198774	SH	DEFINED	15		
			948	23771	SH	DEFINED	2		
			195	4892	SH	DEFINED	5		
			196	4908	SH	DEFINED	10		
			10576	265052	SH	DEFINED	19		
			-----	-----					
			55000	1378454					
BMC SOFTWARE INC	COM	055921100	1843	141013	SH	DEFINED	1		
			132	10115	SH	DEFINED	15		
			881	67425	SH	DEFINED	2		
			112	8570	SH	DEFINED	10		
			594	45410	SH	DEFINED	19		
			1239	94800	SH	DEFINED	85		
			-----	-----					

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			4801	367333		
BAKER HUGHES INC	COM	057224107	13	441	SH	DEFINED 1
			314	10804	SH	DEFINED 19
			1227	42280	SH	DEFINED 85
			-----	-----		
			1554	53525		
BALL CORP	COM	058498106	121	2400	SH	DEFINED 1
			3	69	SH	DEFINED 19
			207	4100	SH	DEFINED 85
			-----	-----		
			331	6569		
BANCINSURANCE CORP	COM	05945K102	80	15750	SH	DEFINED 1
			-----	-----		
			80	15750		
BANK OF AMERICA CORPORATION	COM	060505104	2994	46921	SH	DEFINED 1
			89	1399	SH	DEFINED 15
			549	8598	SH	DEFINED 2
			34	534	SH	DEFINED 5
			172	2700	SH	DEFINED 10
			2797	43837	SH	DEFINED 19
			12893	202092	SH	DEFINED 85
			-----	-----		
			19528	306081		

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				FORM 13F						
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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	

	BANK NEW YORK INC	COM	064057102	71521	2488534	SH		DEFINED 1		
				2207	76788	SH		DEFINED 15		
				5010	174306	SH		DEFINED 2		
				2047	71240	SH		DEFINED 5		
				439	15258	SH		DEFINED 10		
				3480	121073	SH		DEFINED 19		
				43349	1508300	SH		DEFINED 85		
				-----	-----					
				128051	4455499					
	BANK ONE CORP	COM	06423A103	7560	202130	SH		DEFINED 1		
				818	21865	SH		DEFINED 15		
				91	2428	SH		DEFINED 2		
				34	912	SH		DEFINED 5		
				20	522	SH		DEFINED 10		
				6360	170047	SH		DEFINED 19		
				6811	182111	SH		DEFINED 85		
				-----	-----					
				21693	580015					
	BARD C R INC	COM	067383109	32	580	SH		DEFINED 19		
				208	3800	SH		DEFINED 85		

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			-----	-----		
			239	4380		
BARRICK GOLD CORP	COM	067901108	16	1000	SH	DEFINED 1
			195	12531	SH	DEFINED 19
			498	32000	SH	DEFINED 85
			-----	-----		
			708	45531		
BARRY R G CORP OHIO	COM	068798107	980	235500	SH	DEFINED 85
			-----	-----		
			980	235500		
BAXTER INTL INC	COM	071813109	14347	469611	SH	DEFINED 1
			463	15171	SH	DEFINED 15
			1402	45885	SH	DEFINED 2
			1398	45770	SH	DEFINED 5
			340	11130	SH	DEFINED 10
			1263	41347	SH	DEFINED 19
			12028	393700	SH	DEFINED 85
			-----	-----		
			31241	1022614		

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			FORM 13F							
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PAGE	6 OF	151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
			-----	-----	-----	-----	-----	-----	-----	-----
			BE AEROSPACE INC	COM	073302101	333	70000	SH	DEFINED	1
						-----	-----			
						333	70000			
			BEA SYS INC	COM	073325102	1174	226657	SH	DEFINED	1
						91	17500	SH	DEFINED	15
						20	3850	SH	DEFINED	2
						5	1000	SH	DEFINED	10
						779	150398	SH	DEFINED	19
						3204	618500	SH	DEFINED	85
						-----	-----			
						5273	1017905			
			BEAR STEARNS COS INC	COM	073902108	405	7187	SH	DEFINED	85
						-----	-----			
						405	7187			
			BECTON DICKINSON & CO	COM	075887109	630	22200	SH	DEFINED	1
						1	49	SH	DEFINED	19
						1948	68600	SH	DEFINED	85
						-----	-----			
						2580	90849			
			BED BATH & BEYOND INC	COM	075896100	3595	110369	SH	DEFINED	1
						247	7595	SH	DEFINED	15
						48	1489	SH	DEFINED	10
						3378	103722	SH	DEFINED	19

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			5081	156000	SH	DEFINED	85
			-----	-----			
			12350	379175			
BELL MICROPRODUCTS INC	COM	078137106	627	150000	SH	DEFINED	85
			-----	-----			
			627	150000			
BELLSOUTH CORP	COM	079860102	8176	445337	SH	DEFINED	1
			2077	113106	SH	DEFINED	15
			232	12662	SH	DEFINED	2
			25	1374	SH	DEFINED	5
			166	9034	SH	DEFINED	10
			4165	226876	SH	DEFINED	19
			4805	261700	SH	DEFINED	85
			-----	-----			
			19647	1070089			

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			FORM 13F					
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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA
	BERKSHIRE HATHAWAY INC DEL	CL B	084670207	806	327	SH	DEFINED	1
				7	3	SH	DEFINED	15
				306	124	SH	DEFINED	2
				242	98	SH	DEFINED	19
				2465	1000	SH	DEFINED	85
				-----	-----			
				3826	1552			
	BEST BUY INC	COM	086516101	610	27352	SH	DEFINED	1
				416	18643	SH	DEFINED	15
				236	10575	SH	DEFINED	2
				6	265	SH	DEFINED	10
				876	39265	SH	DEFINED	19
				2581	115700	SH	DEFINED	85
				-----	-----			
				4725	211800			
	BIG LOTS INC	COM	089302103	5	300	SH	DEFINED	1
				4	242	SH	DEFINED	19
				1714	108300	SH	DEFINED	85
				-----	-----			
				1723	108842			
	BIOGEN INC	COM	090597105	37	1250	SH	DEFINED	1
				74	2525	SH	DEFINED	19
				313	10700	SH	DEFINED	85
				-----	-----			
				424	14475			
	BIOMET INC	COM	090613100	28499	1070184	SH	DEFINED	1
				3072	115340	SH	DEFINED	15
				2264	85021	SH	DEFINED	2
				837	31430	SH	DEFINED	5

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			853	32049	SH	DEFINED	10
			1441	54124	SH	DEFINED	19
			9979	374730	SH	DEFINED	85
			-----	-----			
			46946	1762878			
BIOVAIL CORP	COM	09067J109	1742	70540	SH	DEFINED	1
			7	300	SH	DEFINED	10
			405	16420	SH	DEFINED	19
			4913	199000	SH	DEFINED	85
			-----	-----			
			7068	286260			

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			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT DSCRETN	MA
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
			BLACK & DECKER CORP	COM	091797100	35	825	SH	DEFINED 1
						151	3600	SH	DEFINED 19
						243	5800	SH	DEFINED 85
						-----	-----		
						429	10225		
			BLACK BOX CORP DEL	COM	091826107	35	1050	SH	DEFINED 2
						3320	100000	SH	DEFINED 85
						-----	-----		
						3355	101050		
			BLACKROCK INCOME TR INC	COM	09247F100	12	1482	SH	DEFINED 1
						1436	175100	SH	DEFINED 85
						-----	-----		
						1448	176582		
			BLACKROCK INCOME OPP TRUST I	COM	092475102	2466	225000	SH	DEFINED 85
						-----	-----		
						2466	225000		
			BLOCK H & R INC	COM	093671105	4408	104930	SH	DEFINED 1
						21	500	SH	DEFINED 15
						344	8193	SH	DEFINED 19
						1605	38200	SH	DEFINED 85
						-----	-----		
						6378	151823		
			BOB EVANS FARMS INC	COM	096761101	1822	76881	SH	DEFINED 1
						193	8159	SH	DEFINED 15
						561	23655	SH	DEFINED 2
						41	1715	SH	DEFINED 5
						43	1820	SH	DEFINED 10
						284	11980	SH	DEFINED 19
						2142	90400	SH	DEFINED 85
						-----	-----		
						5086	214610		

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BOEING CO	COM	097023105	3251	95257	SH	DEFINED	1
			107	3146	SH	DEFINED	15
			17	500	SH	DEFINED	2
			8	220	SH	DEFINED	5
			35	1021	SH	DEFINED	10
			1185	34715	SH	DEFINED	19
			3618	105992	SH	DEFINED	85
			-----	-----			
			8220	240851			

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			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							

			BOMBAY CO INC	COM	097924104	953	352800	SH	DEFINED	85
						-----	-----			
						953	352800			
			BORG WARNER INC	COM	099724106	1	14	SH	DEFINED	19
						-----	-----			
						1986	40000	SH	DEFINED	85
						-----	-----			
						1986	40014			
			BOSTON SCIENTIFIC CORP	COM	101137107	91	2875	SH	DEFINED	1
						-----	-----			
						106	3360	SH	DEFINED	19
						-----	-----			
						922	29200	SH	DEFINED	85
						-----	-----			
						1118	35435			
			BRANTLEY CAP CORP	COM	105494108	44	5000	SH	DEFINED	19
						-----	-----			
						598	68300	SH	DEFINED	85
						-----	-----			
						642	73300			
			BRISTOL MYERS SQUIBB CO	COM	110122108	48782	2049643	SH	DEFINED	1
						-----	-----			
						6515	273752	SH	DEFINED	15
						-----	-----			
						912	38333	SH	DEFINED	2
						-----	-----			
						218	9166	SH	DEFINED	5
						-----	-----			
						213	8945	SH	DEFINED	10
						-----	-----			
						4800	201662	SH	DEFINED	19
						-----	-----			
						11999	504150	SH	DEFINED	85
						-----	-----			
						73438	3085651			
			BROADCOM CORP	CL A	111320107	15	1395	SH	DEFINED	1
						-----	-----			
						2	178	SH	DEFINED	2
						-----	-----			
						12	1080	SH	DEFINED	19
						-----	-----			
						206	19300	SH	DEFINED	85
						-----	-----			
						234	21953			
			BROADWING INC	COM	111620100	1845	932040	SH	DEFINED	1
						-----	-----			
						1	350	SH	DEFINED	15
						-----	-----			
						14	7300	SH	DEFINED	2

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163	82265	SH	DEFINED	5
8	4200	SH	DEFINED	10
14	7231	SH	DEFINED	19
198	100000	SH	DEFINED	85

2244	1133386			

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PAGE	26 OF	151	FORM 13F			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP			
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN		

	BROWN FORMAN CORP	CL B	115637209	343	5118	SH	DEFINED	1	
				7	100	SH	DEFINED	2	
				402	6000	SH	DEFINED	19	
				328	4900	SH	DEFINED	85	

				1079	16118				
	BRUNSWICK CORP	COM	117043109	1248	59323	SH	DEFINED	1	
				109	5180	SH	DEFINED	19	
				145	6900	SH	DEFINED	85	

				1502	71403				
	BRUSH ENGINEERED MATLS INC	COM	117421107	20	2500	SH	DEFINED	1	
				16	2000	SH	DEFINED	19	
				1094	140300	SH	DEFINED	85	

				1129	144800				
	BURLINGTON NORTHN SANTA FE C	COM	12189T104	222	9268	SH	DEFINED	1	
				48	2000	SH	DEFINED	15	
				209	8721	SH	DEFINED	19	
				1328	55500	SH	DEFINED	85	

				1806	75489				
	BURLINGTON RES INC	COM	122014103	397	10343	SH	DEFINED	1	
				1026	26744	SH	DEFINED	15	
				938	24450	SH	DEFINED	2	
				65	1700	SH	DEFINED	10	
				111	2888	SH	DEFINED	19	
				555	14465	SH	DEFINED	85	

				3091	80590				
	BUSINESS OBJECTS S A	SPONSORED ADR	12328X107	398	37500	SH	DEFINED	85	

				398	37500				
	C&D TECHNOLOGIES INC	COM	124661109	36	2450	SH	DEFINED	2	
				1833	125000	SH	DEFINED	85	

				1868	127450				

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			FORM 13F					
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OTHER MANAGER
-----	-----	-----	-----	-----	---	----	-----	-----
CEC ENTMT INC	COM	125137109	3411	100000	SH		DEFINED	85
			----	-----				
			3411	100000				
CIGNA CORP	COM	125509109	1923	27180	SH		DEFINED	1
			74	1050	SH		DEFINED	15
			277	3921	SH		DEFINED	19
			2501	35350	SH		DEFINED	85
			----	-----				
			4776	67501				
CLECO CORP NEW	COM	12561W105	1347	100000	SH		DEFINED	85
			----	-----				
			1347	100000				
CMS ENERGY CORP	COM	125896100	4	474	SH		DEFINED	1
			1	121	SH		DEFINED	15
			6	704	SH		DEFINED	5
			304	37706	SH		DEFINED	19
			85	10600	SH		DEFINED	85
			----	-----				
			400	49605				
CSX CORP	COM	126408103	651	24660	SH		DEFINED	1
			99	3742	SH		DEFINED	15
			3	100	SH		DEFINED	2
			141	5338	SH		DEFINED	5
			6	221	SH		DEFINED	10
			102	3861	SH		DEFINED	19
			1327	50308	SH		DEFINED	85
			----	-----				
			2328	88230				
CTS CORP	COM	126501105	460	100000	SH		DEFINED	85
			----	-----				
			460	100000				
CVB FINL CORP	COM	126600105	2561	116750	SH		DEFINED	85
			----	-----				
			2561	116750				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OTHE MANAG
CVS CORP	COM	126650100	1327	52350	SH		DEFINED	1
			572	22550	SH		DEFINED	15
			257	10150	SH		DEFINED	2
			9	371	SH		DEFINED	5
			799	31512	SH		DEFINED	19
			5847	230650	SH		DEFINED	85
			----	-----				
			8811	347583				
CADBURY SCHWEPPEES PLC	ADR	127209302	1457	54645	SH		DEFINED	1
			91	3395	SH		DEFINED	15
			639	23945	SH		DEFINED	2
			28	1045	SH		DEFINED	5
			41	1545	SH		DEFINED	10
			345	12935	SH		DEFINED	19
			295	11075	SH		DEFINED	85
			----	-----				
			2896	108585				
CALPINE CORP	COM	131347106	6	2335	SH		DEFINED	1
			4	1500	SH		DEFINED	15
			4	1664	SH		DEFINED	19
			73	29700	SH		DEFINED	85
						----	-----	
			87	35199				
CAMPBELL SOUP CO	COM	134429109	811	36735	SH		DEFINED	1
			15	660	SH		DEFINED	15
			13	600	SH		DEFINED	10
			102	4604	SH		DEFINED	19
			651	29500	SH		DEFINED	85
			----	-----				
			1592	72099				
CAPITAL ONE FINL CORP	COM	14040H105	1670	47831	SH		DEFINED	1
			130	3725	SH		DEFINED	15
			66	1880	SH		DEFINED	5
			25	730	SH		DEFINED	10
			210	6021	SH		DEFINED	19
			1578	45186	SH		DEFINED	85
			----	-----				
			3680	105373				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CAPSTONE TURBINE CORP	COM	14067D102	4	6000	SH		DEFINED 1	
			190	322300	SH	DEFINED 85		
			-----	-----				
			194	328300				
CARDINAL HEALTH INC	COM	14149Y108	30409	488886	SH		DEFINED 1	
			62	993	SH	DEFINED 15		
			782	12565	SH	DEFINED 2		
			245	3931	SH	DEFINED 5		
			208	3341	SH	DEFINED 10		
			1349	21684	SH	DEFINED 19		
			17329	278600	SH	DEFINED 85		
-----	-----							
			50382	810000				
CAREER EDUCATION CORP	COM	141665109	121	2520	SH		DEFINED 1	
			466	9700	SH	DEFINED 85		
			-----	-----				
			587	12220				
CARNIVAL CORP	COM	143658102	334	13309	SH		DEFINED 1	
			10	400	SH	DEFINED 15		
			50	2000	SH	DEFINED 10		
			301	11995	SH	DEFINED 19		
			1898	75600	SH	DEFINED 85		
			-----	-----				
			2593	103304				
CARRINGTON LABS INC	COM	144525102	141	135220	SH		DEFINED 85	
			-----	-----				
			141	135220				
CATALINA MARKETING CORP	COM	148867104	14	500	SH		DEFINED 19	
			2808	100000	SH	DEFINED 85		
			-----	-----				
			2822	100500				
CATERPILLAR INC DEL	COM	149123101	2979	80042	SH		DEFINED 1	
			714	19175	SH	DEFINED 15		
			514	13820	SH	DEFINED 2		
			34	903	SH	DEFINED 5		
			43	1160	SH	DEFINED 10		
			435	11681	SH	DEFINED 19		
			6596	177225	SH	DEFINED 85		
			-----	-----				
						11315	304006	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	O MA
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	849	36320	SH		DEFINED 1	
			84	3600	SH		DEFINED 19	
			933	39920				
CELL GENESYS INC	COM	150921104	1205	100000	SH		DEFINED 85	
			1205	100000				
CENDANT CORP	COM	151313103	7	605	SH		DEFINED 1	
			110	10200	SH		DEFINED 15	
			11	1000	SH		DEFINED 5	
			467	43361	SH		DEFINED 19	
			1886	175244	SH		DEFINED 85	
			2479	230410				
CENTEX CORP	COM	152312104	35	800	SH		DEFINED 1	
			11	250	SH		DEFINED 15	
			6	125	SH		DEFINED 19	
			195	4400	SH		DEFINED 85	
			247	5575				
CENTURY BUSINESS SVCS INC	COM	156490104	1420	536000	SH		DEFINED 85	
			1420	536000				
CEPHEID	COM	15670R107	420	109000	SH		DEFINED 85	
			420	109000				
CENTURYTEL INC	COM	156700106	832	37103	SH		DEFINED 1	
			6	270	SH		DEFINED 15	
			72	3200	SH		DEFINED 2	
			86	3825	SH		DEFINED 5	
			11	500	SH		DEFINED 10	
			76	3374	SH		DEFINED 19	
			229	10200	SH		DEFINED 85	
			1312	58472				
CERNER CORP	COM	156782104	0	12	SH		DEFINED 1	
			3521	100000	SH		DEFINED 85	
			3521	100012				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
CERTEGY INC	COM	156880106	167	8300	SH		DEFINED 1	
			36	1800	SH		DEFINED 15	
			70	3500	SH		DEFINED 2	
			321	15977	SH		DEFINED 19	
			-----	-----				
			594	29577				
CHARLES & COLVARD LTD	COM	159765106	945	229520	SH		DEFINED 1	
			-----	-----				
			945	229520				
CHARTER ONE FINL INC	COM	160903100	9143	307642	SH		DEFINED 1	
			5	157	SH		DEFINED 2	
			134	4515	SH		DEFINED 10	
			1358	45704	SH		DEFINED 19	
			505	16993	SH		DEFINED 85	
			-----	-----				
			11145	375011				
CHEESECAKE FACTORY INC	COM	163072101	942	31565	SH		DEFINED 1	
			4	150	SH		DEFINED 15	
			75	2500	SH		DEFINED 19	
			2834	95000	SH		DEFINED 85	
			-----	-----				
			3854	129215				
CHEMICAL FINL CORP	COM	163731102	2484	86076	SH		DEFINED 19	
			-----	-----				
			2484	86076				
CHEVRONTEXACO CORP	COM	166764100	49011	707734	SH		DEFINED 1	
			5090	73508	SH		DEFINED 15	
			3315	47875	SH		DEFINED 2	
			402	5800	SH		DEFINED 5	
			500	7225	SH		DEFINED 10	
			8596	124135	SH		DEFINED 19	
			15308	221056	SH		DEFINED 85	
			-----	-----				
			82223	1187333				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA

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CHICOS FAS INC	COM	168615102	2052	128836	SH	DEFINED	1
			45	2800	SH	DEFINED	2
			51	3200	SH	DEFINED	10
			184	11540	SH	DEFINED	19
			8513	534400	SH	DEFINED	85
			-----	-----			
			10845	680776			
CHIRON CORP	COM	170040109	36	1016	SH	DEFINED	1
			8	235	SH	DEFINED	19
			479	13700	SH	DEFINED	85
			-----	-----			
			522	14951			
CHOICEPOINT INC	COM	170388102	254	7140	SH	DEFINED	1
			51	1440	SH	DEFINED	15
			71	2000	SH	DEFINED	2
			463	13000	SH	DEFINED	19
			-----	-----			
			840	23580			
CHRISTOPHER & BANKS CORP	COM	171046105	1373	54675	SH	DEFINED	1
			107	4250	SH	DEFINED	19
			4087	162700	SH	DEFINED	85
			-----	-----			
			5567	221625			
CHRONIMED INC	COM	171164106	5	1000	SH	DEFINED	19
			384	80135	SH	DEFINED	85
			-----	-----			
			389	81135			
CHUBB CORP	COM	171232101	898	16372	SH	DEFINED	1
			7	125	SH	DEFINED	15
			5	100	SH	DEFINED	10
			325	5932	SH	DEFINED	19
			1398	25500	SH	DEFINED	85
			-----	-----			
			2633	48029			
CHURCH & DWIGHT INC	COM	171340102	2	46	SH	DEFINED	1
			3315	100000	SH	DEFINED	85
			-----	-----			
			3317	100046			

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-----	-----	-----	-----	-----	---	----	-----	-----
CIENA CORP	COM	171779101	20	6617	SH		DEFINED	1

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			2	800	SH	DEFINED	19
			97	32600	SH	DEFINED	85
			-----	-----			
			119	40017			
CINCINNATI FINL CORP	COM	172062101	127636	3587287	SH	DEFINED	1
			20	550	SH	DEFINED	15
			734	20641	SH	DEFINED	2
			222	6237	SH	DEFINED	5
			768	21598	SH	DEFINED	10
			64	1796	SH	DEFINED	19
			1484	41700	SH	DEFINED	85
			-----	-----			
			130928	3679809			
CINERGY CORP	COM	172474108	4713	149948	SH	DEFINED	1
			339	10801	SH	DEFINED	15
			351	11169	SH	DEFINED	2
			160	5077	SH	DEFINED	5
			28	880	SH	DEFINED	10
			318	10115	SH	DEFINED	19
			2663	84735	SH	DEFINED	85
			-----	-----			
			8572	272725			
CIRCUIT CITY STORE INC	CIRCT CITY GRP	172737108	12	800	SH	DEFINED	15
			43	2859	SH	DEFINED	19
			168	11100	SH	DEFINED	85
			-----	-----			
			224	14759			
CISCO SYS INC	COM	17275R102	43203	4122447	SH	DEFINED	1
			1568	149606	SH	DEFINED	15
			1930	184165	SH	DEFINED	2
			1210	115471	SH	DEFINED	5
			932	88894	SH	DEFINED	10
			7292	695846	SH	DEFINED	19
			26091	2489600	SH	DEFINED	85
			-----	-----			
			82226	7846029			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHE MANAGE
-----	-----	-----	-----	-----	-----	-----	-----	-----
CINTAS CORP	COM	172908105	162038	3865401	SH		DEFINED	1
			779	18575	SH		DEFINED	15
			2396	57151	SH		DEFINED	2
			252	6000	SH		DEFINED	5

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			442	10550	SH	DEFINED	10
			165	3945	SH	DEFINED	19
			18378	438400	SH	DEFINED	85
			-----	-----			
			184449	4400022			
CITIGROUP INC	COM	172967101	8045	271340	SH	DEFINED	1
			530	17889	SH	DEFINED	15
			12	400	SH	DEFINED	2
			337	11356	SH	DEFINED	5
			163	5500	SH	DEFINED	10
			10467	353023	SH	DEFINED	19
			23438	790497	SH	DEFINED	85
			-----	-----			
			42993	1450005			
CITIZENS BKG CORP MICH	COM	174420109	243	10051	SH	DEFINED	19
			-----	-----			
			243	10051			
CITIZENS COMMUNICATIONS CO	COM	17453B101	265	39023	SH	DEFINED	1
			88	13026	SH	DEFINED	19
			137	20200	SH	DEFINED	85
			-----	-----			
			490	72249			
CITRIX SYS INC	COM	177376100	6	1000	SH	DEFINED	1
			1	100	SH	DEFINED	15
			3	480	SH	DEFINED	2
			9	1500	SH	DEFINED	19
			121	20100	SH	DEFINED	85
			-----	-----			
			140	23180			
CLARCOR INC	COM	179895107	2151	70066	SH	DEFINED	1
			15	475	SH	DEFINED	19
			1535	50000	SH	DEFINED	85
			-----	-----			
			3701	120541			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	139	4003	SH		DEFINED	1	
			37	1055	SH		DEFINED	15	
			122	3504	SH		DEFINED	2	
			553	15907	SH		DEFINED	19	

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			3086	88800	SH	DEFINED	85
			-----	-----			
			3936	113269			
CLOROX CO DEL	COM	189054109	819	20392	SH	DEFINED	1
			318	7925	SH	DEFINED	15
			213	5310	SH	DEFINED	2
			415	10326	SH	DEFINED	19
			1712	42600	SH	DEFINED	85
			-----	-----			
			3478	86553			
COACH INC	COM	189754104	2582	100870	SH	DEFINED	1
			697	27208	SH	DEFINED	19
			9574	374000	SH	DEFINED	85
			-----	-----			
			12853	502078			
COBALT CORP	COM	19074W100	1670	100000	SH	DEFINED	85
			-----	-----			
			1670	100000			
COBRA ELECTRS CORP	COM	191042100	1562	249900	SH	DEFINED	85
			-----	-----			
			1562	249900			
COCA COLA CO	COM	191216100	45580	950383	SH	DEFINED	1
			3525	73492	SH	DEFINED	15
			889	18526	SH	DEFINED	2
			685	14273	SH	DEFINED	5
			277	5780	SH	DEFINED	10
			7467	155698	SH	DEFINED	19
			16944	353300	SH	DEFINED	85
			-----	-----			
			75367	1571452			
COCA COLA ENTERPRISES INC	COM	191219104	682	32100	SH	DEFINED	85
			-----	-----			
			682	32100			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OTH MANA
-----	-----	-----	-----	-----	---	----	-----	-----
COHERENT INC	COM	192479103	1	45	SH		DEFINED	1
			73	4000	SH		DEFINED	15
			31	1700	SH		DEFINED	2
			1825	100000	SH		DEFINED	85
			-----	-----				
			1930	105745				

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COLGATE PALMOLIVE CO	COM	194162103	11437 1288 129 11 27 3870 4532 ----- 21293	211987 23875 2389 201 500 71726 84000 ----- 394678	SH SH SH SH SH SH SH	DEFINED 1 DEFINED 15 DEFINED 2 DEFINED 5 DEFINED 10 DEFINED 19 DEFINED 85
COMCAST CORP	CL A SPL	200300200	256 2 704 2973 ----- 3935	12256 100 33770 142500 ----- 188626	SH SH SH SH	DEFINED 1 DEFINED 15 DEFINED 19 DEFINED 85
COMERICA INC	COM	200340107	376 942 1213 ----- 2532	7805 19544 25150 ----- 52499	SH SH SH	DEFINED 1 DEFINED 19 DEFINED 85
COMMSCOPE INC	COM	203372107	339 ----- 339	50000 ----- 50000	SH	DEFINED 85
COMMUNITY CENTRAL BANK CORP	COM	20363J107	419 ----- 419	53045 ----- 53045	SH	DEFINED 19
COMMUNITY FIRST BANKSHARES I	COM	203902101	4182 ----- 4182	150000 ----- 150000	SH	DEFINED 85

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		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
COMPUTER ASSOC INTL INC	COM	204912109	17 4 300 908 ----- 1229	1750 450 31214 94618 ----- 128032	SH SH SH SH		DEFINED 1 DEFINED 15 DEFINED 19 DEFINED 85	
COMPUTER NETWORK TECHNOLOGY	COM	204925101	502	100000	SH		DEFINED 85	

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			502	100000			
COMPUTER SCIENCES CORP	COM	205363104	161	5808	SH	DEFINED	1
			6	200	SH	DEFINED	2
			28	1000	SH	DEFINED	10
			336	12095	SH	DEFINED	19
			682	24550	SH	DEFINED	85
			1213	43653			
COMPUWARE CORP	COM	205638109	19	6100	SH	DEFINED	19
			90	29500	SH	DEFINED	85
			109	35600			
COMSTOCK RES INC	COM NEW	205768203	2	291	SH	DEFINED	1
			1897	274900	SH	DEFINED	85
			1899	275191			
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	251	35970	SH	DEFINED	1
			3	475	SH	DEFINED	15
			4	600	SH	DEFINED	2
			5	700	SH	DEFINED	10
			202	28960	SH	DEFINED	19
			1532	219100	SH	DEFINED	85
			1998	285805			
CONAGRA FOODS INC	COM	205887102	712	28640	SH	DEFINED	1
			17	700	SH	DEFINED	15
			358	14420	SH	DEFINED	19
			960	38650	SH	DEFINED	85
			2048	82410			

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PAGE		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
CONCORD CAMERA CORP	COM	206156101	1068	229260	SH		DEFINED	85
			1068	229260				
CONCORD EFS INC	COM	206197105	1945	122493	SH		DEFINED	1
			16	1000	SH		DEFINED	10
			128	8087	SH		DEFINED	19
			797	50200	SH		DEFINED	85
			2887	181780				

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CONCURRENT COMPUTER CORP NEW	COM	206710204	5 31 ----- 35	2000 13500 ----- 15500	SH SH	DEFINED 1 DEFINED 2
CONEXANT SYSTEMS INC	COM	207142100	12 1 1 46 ----- 60	10620 1000 1000 41806 ----- 54426	SH SH SH SH	DEFINED 1 DEFINED 5 DEFINED 10 DEFINED 19
CONMED CORP	COM	207410101	1511 ----- 1511	75000 ----- 75000	SH	DEFINED 85
CONOCOPHILLIPS	COM	20825C104	13737 2330 1270 132 271 2221 11195 ----- 31156	297086 50383 27456 2853 5862 48041 242115 ----- 673796	SH SH SH SH SH SH SH	DEFINED 1 DEFINED 15 DEFINED 2 DEFINED 5 DEFINED 10 DEFINED 19 DEFINED 85
CONSOLIDATED EDISON INC	COM	209115104	246 8 15 780 1299 ----- 2349	6119 210 376 19387 32300 ----- 58392	SH SH SH SH SH	DEFINED 1 DEFINED 15 DEFINED 10 DEFINED 19 DEFINED 85

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		FORM 13F						
PAGE 39 OF 151		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	---	----	-----	-----
CONSTELLATION ENERGY GROUP I	COM	210371100	88 15 84 293 ----- 479	3550 600 3370 11800 ----- 19320	SH SH SH SH		DEFINED 1 DEFINED 15 DEFINED 19 DEFINED 85	
CONVERGYS CORP	COM	212485106	14764 95 24 547	982310 6350 1620 36386	SH SH SH SH		DEFINED 1 DEFINED 15 DEFINED 2 DEFINED 5	

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			11	750	SH	DEFINED	10
			321	21361	SH	DEFINED	19
			186	12400	SH	DEFINED	85
			-----	-----			
			15950	1061177			
COOPER COS INC	COM NEW	216648402	3938	75000	SH	DEFINED	85
			-----	-----			
			3938	75000			
COOPER TIRE & RUBR CO	COM	216831107	908	56241	SH	DEFINED	1
			45	2800	SH	DEFINED	19
			92	5700	SH	DEFINED	85
			-----	-----			
			1045	64741			
COORS ADOLPH CO	CL B	217016104	62	1100	SH	DEFINED	1
			170	3020	SH	DEFINED	19
			490	8700	SH	DEFINED	85
			-----	-----			
			722	12820			
COPART INC	COM	217204106	32	2950	SH	DEFINED	2
			1356	125000	SH	DEFINED	85
			-----	-----			
			1388	127950			
CORINTHIAN COLLEGES INC	COM	218868107	68	1800	SH	DEFINED	2
			3774	100000	SH	DEFINED	85
			-----	-----			
			3842	101800			

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PAGE		FORM 13F		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
CORN PRODS INTL INC	COM	219023108	188	6522	SH		DEFINED	1	
			3	100	SH		DEFINED	15	
			69	2387	SH		DEFINED	19	
			-----	-----					
			259	9009					
CORNING INC	COM	219350105	407	254665	SH		DEFINED	1	
			79	49545	SH		DEFINED	15	
			208	129845	SH		DEFINED	2	
			2	1299	SH		DEFINED	5	
			7	4190	SH		DEFINED	10	
			160	99920	SH		DEFINED	19	
			708	442800	SH		DEFINED	85	
			-----	-----					
			1572	982264					

CORPORATE

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EXECUTIVE BRD CO	COM	21988R102	34 3569 ----- 3603	1200 125000 ----- 126200	SH SH	DEFINED 2 DEFINED 85
CORPORATE HIGH YIELD FD INC	COM	219914108	71 ----- 71	10300 ----- 10300	SH	DEFINED 10
COSTCO WHSL CORP NEW	COM	22160K105	86 11 248 1858 ----- 2204	2670 350 7663 57400 ----- 68083	SH SH SH SH	DEFINED 1 DEFINED 2 DEFINED 19 DEFINED 85
COUNTRYWIDE CR INDS INC DEL	COM	222372104	270 57 420 ----- 746	5719 1200 8900 ----- 15819	SH SH SH	DEFINED 1 DEFINED 19 DEFINED 85
CRANE CO	COM	224399105	838 85 ----- 924	42434 4325 ----- 46759	SH SH	DEFINED 19 DEFINED 85
CREDENCE SYS CORP	COM	225302108	866 ----- 866	100000 ----- 100000	SH	DEFINED 85

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		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	---	----	-----	-----
CREE INC	COM	225447101	2205 150 82 98 221 4588 ----- 7342	176360 12000 6532 7800 17700 367000 ----- 587392	SH SH SH SH SH SH		DEFINED 1 DEFINED 15 DEFINED 2 DEFINED 10 DEFINED 19 DEFINED 85	
CROWN CASTLE INTL CORP	COM	228227104	737 ----- 737	339600 ----- 339600	SH		DEFINED 85	

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CUBIC CORP	COM	229669106	1	60	SH	DEFINED	1
			1020	60000	SH	DEFINED	85
			-----	-----			
			1021	60060			
CUTTER & BUCK INC	COM	232217109	1	300	SH	DEFINED	1
			181	61200	SH	DEFINED	85
			-----	-----			
			182	61500			
CYMER INC	COM	232572107	2	100	SH	DEFINED	15
			2	100	SH	DEFINED	19
			1957	105000	SH	DEFINED	85
			-----	-----			
			1961	105200			
CYPRESS SEMICONDUCTOR CORP	COM	232806109	820	125000	SH	DEFINED	85
			-----	-----			
			820	125000			
DNP SELECT INCOME FD COM		23325P104	93	9290	SH	DEFINED	1
			64	6397	SH	DEFINED	15
			4	414	SH	DEFINED	5
			274	27510	SH	DEFINED	19
			-----	-----			
			435	43611			

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PAGE		FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
DPL INC	COM	233293109	2852	173346	SH	DEFINED	1	
			75	4545	SH	DEFINED	15	
			8	504	SH	DEFINED	2	
			129	7812	SH	DEFINED	5	
			50	3061	SH	DEFINED	19	
			-----	-----				
			3113	189268				
DTE ENERGY CO	COM	233331107	248	6104	SH	DEFINED	1	
			15	358	SH	DEFINED	15	
			1271	31217	SH	DEFINED	19	
			1152	28300	SH	DEFINED	85	
			-----	-----				
			2685	65979				
DANA CORP	COM	235811106	477	36431	SH	DEFINED	1	
			5	400	SH	DEFINED	15	
			33	2515	SH	DEFINED	19	
			139	10632	SH	DEFINED	85	
			-----	-----				
			654	49978				

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DANAHER CORP DEL	COM	235851102	3779	66469	SH	DEFINED 1
			1025	18035	SH	DEFINED 15
			1300	22875	SH	DEFINED 2
			145	2550	SH	DEFINED 10
			2273	39986	SH	DEFINED 19
			3206	56400	SH	DEFINED 85
			-----	-----		
			11729	206315		
DARDEN RESTAURANTS INC	COM	237194105	339	13969	SH	DEFINED 1
			61	2517	SH	DEFINED 19
			301	12400	SH	DEFINED 85
			-----	-----		
			700	28886		
DATUM INC	COM	238208102	33	4500	SH	DEFINED 1
			1225	168000	SH	DEFINED 85
			-----	-----		
			1258	172500		
DEAN FOODS CO NEW	COM	242370104	6	150	SH	DEFINED 1
			225	5663	SH	DEFINED 19
			-----	-----		
			231	5813		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OTH MANA
DEERE & CO	COM	244199105	533	11721	SH		DEFINED 1	
			57	1248	SH		DEFINED 15	
			19	420	SH		DEFINED 2	
			3	55	SH		DEFINED 5	
			216	4756	SH		DEFINED 19	
			777	17100	SH		DEFINED 85	
			-----	-----				
1604	35300							
DELL COMPUTER CORP	COM	247025109	4373	186015	SH		DEFINED 1	
			46	1964	SH		DEFINED 15	
			231	9812	SH		DEFINED 2	
			75	3170	SH		DEFINED 5	
			305	12959	SH		DEFINED 10	
			1860	79117	SH		DEFINED 19	
			8569	364500	SH		DEFINED 85	

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			-----	-----		
			15459	657537		
DELPHI CORP	COM	247126105	78	9111	SH	DEFINED 1
			7	841	SH	DEFINED 15
			5	537	SH	DEFINED 5
			229	26816	SH	DEFINED 19
			614	71809	SH	DEFINED 85
			-----	-----		
			933	109114		
DELPHI FINL GROUP INC	CL A	247131105	1821	50000	SH	DEFINED 85
			-----	-----		
			1821	50000		
DELUXE CORP	COM	248019101	2201	48841	SH	DEFINED 19
			216	4800	SH	DEFINED 85
			-----	-----		
			2417	53641		
DENTSPLY INTL INC NEW	COM	249030107	78	1950	SH	DEFINED 1
			4	92	SH	DEFINED 5
			121	3000	SH	DEFINED 19
			-----	-----		
			203	5042		
DEVON ENERGY CORP NEW	DEB	25179MAA1	2910	30000	SH	DEFINED 19
	4.900% 8		-----	-----		
			2910	30000		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS
-----	-----	-----	-----	-----	-----	-----	-----	-----
DEVON ENERGY CORP NEW	COM	25179M103	13	260	SH		DEFINED	15
			350	7260	SH		DEFINED	19
			1245	25800	SH		DEFINED	85
			-----	-----				
			1608	33320				
DIAGNOSTIC PRODS CORP	COM	252450101	16	348	SH		DEFINED	19
			4600	100000	SH		DEFINED	85
			-----	-----				
			4616	100348				
DIAMONDS TR	UNIT SER 1	252787106	335	4408	SH		DEFINED	19

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			-----	-----		
			335	4408		
DIEBOLD INC	COM	253651103	543	16491 SH	DEFINED	1
			343	10425 SH	DEFINED	19
			2469	75000 SH	DEFINED	85
			-----	-----		
			3355	101916		
DIONEX CORP	COM	254546104	1917	75000 SH	DEFINED	85
			-----	-----		
			1917	75000		
	COM					
DISNEY WALT CO	DISNEY	254687106	9806	647689 SH	DEFINED	1
			1915	126463 SH	DEFINED	15
			899	59376 SH	DEFINED	2
			101	6682 SH	DEFINED	5
			51	3390 SH	DEFINED	10
			2961	195585 SH	DEFINED	19
			10847	716450 SH	DEFINED	85
			-----	-----		
			26580	1755635		
DOCUMENTUM INC	COM	256159104	1444	125000 SH	DEFINED	85
			-----	-----		
			1444	125000		
DOLLAR GEN CORP	COM	256669102	522	38869 SH	DEFINED	1
			14	1028 SH	DEFINED	15
			107	8000 SH	DEFINED	2
			321	23933 SH	DEFINED	85
			-----	-----		
			964	71830		

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PAGE 45 of 151		SEC NO 28-539		FORM 13F		AS OF 10/31/07		MANAGER: FIFTH THIRD BANCORP	
NAME OF I	OTHER MANAGERS	SOLE	VOTING AUTHORITY (SHARED NONE)	SHARES/ PRN	SH/ PRN	PUT/ CALL	INVTMT DCRETN	OTHER MANAGERS	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
DOMINION RES		COM	25746U109	2962	58392 SH		DEFINED	1	
INC VA NEW				66	1308 SH		DEFINED	15	
				8	164 SH		DEFINED	5	
				802	15803 SH		DEFINED	19	
				2885	56867 SH		DEFINED	85	
				-----	-----				
				6723	132534				
DONNELLEY R R		COM	257867101	774	32931 SH		DEFINED	1	
& SONS CO				24	1000 SH		DEFINED	15	
				59	2500 SH		DEFINED	2	
				5	200 SH		DEFINED	19	

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			190	8100 SH	DEFINED 85
			-----	-----	
			1052	44731	
DOVER CORP	COM	260003108	2656	104644 SH	DEFINED 1
			113	4445 SH	DEFINED 19
			371	14600 SH	DEFINED 85
			-----	-----	
			3139	123689	
DOW CHEM CO	COM	260543103	3907	143064 SH	DEFINED 1
			743	27209 SH	DEFINED 15
			895	32780 SH	DEFINED 2
			44	1620 SH	DEFINED 10
			1601	58616 SH	DEFINED 19
			8361	306154 SH	DEFINED 85
			-----	-----	
			15551	569443	
DOW JONES & CO INC	COM	260561105	107	2793 SH	DEFINED 1
			1	28 SH	DEFINED 5
			15	400 SH	DEFINED 19
			234	6100 SH	DEFINED 85
			-----	-----	
			358	9321	
DOWNEY FINL CORP	COM	261018105	976	28500 SH	DEFINED 85
			-----	-----	
			976	28500	

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OTH MANA
-----	-----	-----	-----	-----	---	---	-----	-----
DU PONT E I								
DE NEMOURS & CO	COM	263534109	14750	408914	SH		DEFINED 1	
			814	22575	SH		DEFINED 15	
			183	5085	SH		DEFINED 2	
			6	157	SH		DEFINED 5	
			338	9377	SH		DEFINED 10	
			2433	67460	SH		DEFINED 19	
			5476	151820	SH		DEFINED 85	
			-----	-----				
			24001	665388				
DUANE READE INC	COM	263578106	1600	100000	SH		DEFINED 85	
			-----	-----				
			1600	100000				
DUKE ENERGY CORP	COM	264399106	9247	472969	SH		DEFINED 1	
			1280	65448	SH		DEFINED 15	
			300	15350	SH		DEFINED 2	
			50	2556	SH		DEFINED 5	

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			2	120	SH	DEFINED	10
			1718	87884	SH	DEFINED	19
			2733	139812	SH	DEFINED	85
			-----	-----			
			15330	784139			
DUKE REALTY CORP	COM NEW	264411505	276	11193	SH	DEFINED	1
			5	200	SH	DEFINED	15
			7	298	SH	DEFINED	5
			20	800	SH	DEFINED	10
			162	6600	SH	DEFINED	19
			-----	-----			
			470	19091			
DUN & BRADSTREET CORP DEL NE	COM	26483E100	192	5725	SH	DEFINED	1
			116	3444	SH	DEFINED	19
			-----	-----			
			308	9169			
DYNEGY INC NEW	CL A	26816Q101	3	2500	SH	DEFINED	1
			2	2024	SH	DEFINED	15
			1	600	SH	DEFINED	2
			3	2299	SH	DEFINED	19
			32	28000	SH	DEFINED	85
			-----	-----			
			41	35423			

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		FORM 13F						
PAGE 47 OF 151		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	---	----	-----	-----
E M C CORP MASS	COM	268648102	4503	985324	SH		DEFINED	1
			32	7100	SH		DEFINED	15
			399	87342	SH		DEFINED	2
			15	3319	SH		DEFINED	5
			115	25220	SH		DEFINED	10
			877	191960	SH		DEFINED	19
			1717	375700	SH		DEFINED	85
			-----	-----				
			7659	1675965				
EOG RES INC	COM	26875P101	27	763	SH		DEFINED	19
			298	8300	SH		DEFINED	85
			-----	-----				
			326	9063				
E TRADE GROUP INC	COM	269246104	21	4710	SH		DEFINED	19
			1357	305000	SH		DEFINED	85
			-----	-----				
			1378	309710				

EAST WEST

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BANCORP INC	COM	27579R104	2532	75000	SH	DEFINED 85
			-----	-----		
			2532	75000		
EASTMAN CHEM CO	COM	277432100	4	100	SH	DEFINED 1
			14	355	SH	DEFINED 15
			38	1000	SH	DEFINED 2
			67	1766	SH	DEFINED 19
			221	5800	SH	DEFINED 85
			-----	-----		
			344	9021		
EASTMAN KODAK CO	COM	277461109	296	10850	SH	DEFINED 1
			66	2429	SH	DEFINED 15
			8	300	SH	DEFINED 2
			1	51	SH	DEFINED 5
			285	10467	SH	DEFINED 19
			951	34900	SH	DEFINED 85
			-----	-----		
			1607	58997		
EATON CORP	COM	278058102	242	3798	SH	DEFINED 1
			353	5543	SH	DEFINED 19
			994	15600	SH	DEFINED 85
			-----	-----		
			1590	24941		

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		FORM 13F							
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	---	----	-----	---	
EATON VANCE SR INCOME TR	SH BEN INT	27826S103	1	200	SH		DEFINED 19		
			259	36400	SH		DEFINED 85		
			-----	-----					
			261	36600					
EATON VANCE CORP	COM NON VTG	278265103	2764	100000	SH		DEFINED 85		
			-----	-----					
			2764	100000					
EBAY INC	COM	278642103	1002	18968	SH		DEFINED 1		
			21	400	SH		DEFINED 15		
			18	350	SH		DEFINED 2		
			48	900	SH		DEFINED 19		
			1061	20100	SH		DEFINED 85		
			-----	-----					
			2150	40718					
ECHELON CORP	COM	27874N105	2	250	SH		DEFINED 1		
			1088	125000	SH		DEFINED 85		
			-----	-----					
			1090	125250					

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ECOLAB INC	COM	278865100	27327	654855	SH	DEFINED 1
			1911	45800	SH	DEFINED 15
			1175	28165	SH	DEFINED 2
			232	5555	SH	DEFINED 5
			19	445	SH	DEFINED 10
			1768	42365	SH	DEFINED 19
			16932	405750	SH	DEFINED 85
		-----	-----			
		49364	1182935			
EDELROCK CORP	COM	279434104	1186	112000	SH	DEFINED 85
			-----	-----		
			1186	112000		
EDISON INTL	COM	281020107	47	4700	SH	DEFINED 1
			18	1800	SH	DEFINED 15
			94	9445	SH	DEFINED 19
			234	23400	SH	DEFINED 85
			-----	-----		
		393	39345			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	M
-----	-----	-----	-----	-----	---	---	-----	---
EDWARDS AG INC	COM	281760108	5105	159635	SH		DEFINED 1	
			651	20356	SH		DEFINED 15	
			319	9960	SH		DEFINED 2	
			29	900	SH		DEFINED 5	
			94	2950	SH		DEFINED 10	
			269	8420	SH		DEFINED 19	
			9130	285500	SH		DEFINED 85	
		-----	-----					
			15597	487721				
EFUNDS CORP	COM	28224R101	264	28162	SH		DEFINED 19	
			-----	-----				
			264	28162				
1838 BD-DEB TRADING FD	COM	282520105	7	349	SH		DEFINED 19	
			2553	127000	SH		DEFINED 85	
			-----	-----				
			2560	127349				
EL PASO CORP	COM	28336L109	183	22188	SH		DEFINED 1	
			57	6854	SH		DEFINED 15	
			1	85	SH		DEFINED 2	
			163	19752	SH		DEFINED 19	
			657	79495	SH		DEFINED 85	
			-----	-----				
			1062	128374				

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ELECTRO SCIENTIFIC INDS	COM	285229100	1854	125000	SH	DEFINED 85
			-----	-----		
			1854	125000		
ELECTRONIC ARTS INC	COM	285512109	28	430	SH	DEFINED 1
			50	752	SH	DEFINED 19
			653	9900	SH	DEFINED 85
			-----	-----		
			731	11082		
ELECTRONIC DATA SYS NEW	COM	285661104	107	7662	SH	DEFINED 1
			21	1536	SH	DEFINED 15
			2	147	SH	DEFINED 2
			1	104	SH	DEFINED 5
			155	11056	SH	DEFINED 19
			858	61400	SH	DEFINED 85
			-----	-----		
			1145	81905		

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PAGE 50 OF 151 NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS
-----	-----	-----	-----	-----	---	---	-----	-----
ELECTRONICS BOUTIQUE HLDGS C	COM	286045109	2	55	SH		DEFINED 1	
			3	100	SH		DEFINED 19	
			2745	100000	SH		DEFINED 85	
			-----	-----				
			2749	100155				
EMBREX INC	COM	290817105	14	1250	SH		DEFINED 2	
			833	75000	SH		DEFINED 85	
			-----	-----				
			846	76250				
EMERSON ELEC CO	COM	291011104	69877	1590271	SH		DEFINED 1	
			3428	78008	SH		DEFINED 15	
			3104	70632	SH		DEFINED 2	
			333	7585	SH		DEFINED 5	
			477	10850	SH		DEFINED 10	
			4011	91282	SH		DEFINED 19	
			29276	666265	SH		DEFINED 85	
			-----	-----				
			110504	2514893				
ENCOMPASS SVCS CORP	COM	29255U104	1	10122	SH		DEFINED 1	
			3	20763	SH		DEFINED 19	
			-----	-----				
			4	30885				

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ENERGEN CORP	COM	29265N108	9	350	SH	DEFINED	1
			15	600	SH	DEFINED	19
			2531	100000	SH	DEFINED	85
			-----	-----			
			2555	100950			
ENGELHARD CORP	COM	292845104	80	3342	SH	DEFINED	1
			223	9337	SH	DEFINED	85
			-----	-----			
			302	12679			
ENGINEERED SUPPORT SYS INC	COM	292866100	11	200	SH	DEFINED	1
			46	800	SH	DEFINED	2
			2852	50000	SH	DEFINED	85
			-----	-----			
			2909	51000			
ENESCO GROUP INC	COM	292973104	249	35500	SH	DEFINED	85
			-----	-----			
			249	35500			

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PAGE 51 OF 151 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS
ENERGY CORP NEW	COM	29364G103	133	3191	SH		DEFINED	1
			109	2613	SH		DEFINED	15
			225	5399	SH		DEFINED	19
			1335	32100	SH		DEFINED	85
			-----	-----				
			1801	43303				
ENTRUST INC	COM	293848107	45	14250	SH		DEFINED	1
			5	1600	SH		DEFINED	19
			-----	-----				
			50	15850				
EQUIFAX INC	COM	294429105	443	20400	SH		DEFINED	1
			43	2000	SH		DEFINED	15
			209	9600	SH		DEFINED	2
			693	31855	SH		DEFINED	19
			226	10400	SH		DEFINED	85
			-----	-----				
			1614	74255				
EQUITABLE RES INC	COM	294549100	260	7520	SH		DEFINED	1
			41	1200	SH		DEFINED	5
			-----	-----				
			301	8720				
EQUITY OFFICE								

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PROPERTIES TRU	COM	294741103	238	9200	SH	DEFINED 1
			20	791	SH	DEFINED 5
			26	1000	SH	DEFINED 19
			775	30000	SH	DEFINED 85
			-----	-----		
			1058	40991		
EQUITY RESIDENTIAL	SH BEN INT	29476L107	127	5300	SH	DEFINED 1
			272	11342	SH	DEFINED 19
			472	19700	SH	DEFINED 85
			-----	-----		
			870	36342		
EQUITY RESIDENTIAL	PFD CV 1/10 G	29476L859	1732	74000	SH	DEFINED 85
			-----	-----		
			1732	74000		
EQUUS II INC	COM	294766100	854	132600	SH	DEFINED 85
			-----	-----		
			854	132600		

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	---	---	-----	-----
ERICSSON L M TEL CO	ADR CL B SEK10	294821400	3	9600	SH		DEFINED 1	
			63	175650	SH		DEFINED 19	
			-----	-----				
			67	185250				
ESTERLINE TECHNOLOGIES CORP	COM	297425100	92	5500	SH		DEFINED 1	
			1664	100000	SH		DEFINED 85	
			-----	-----				
			1756	105500				
ETHYL CORP	COM NEW	297659609	225	77000	SH		DEFINED 85	
			-----	-----				
			225	77000				
EXELON CORP	COM	30161N101	88	1851	SH		DEFINED 1	
			95	1990	SH		DEFINED 15	
			14	300	SH		DEFINED 5	
			1553	32701	SH		DEFINED 19	
			2506	52762	SH		DEFINED 85	
-----	-----							
			4256	89604				
EXXON MOBIL CORP	COM	30231G102	176916	5545949	SH		DEFINED 1	
			12674	397311	SH		DEFINED 15	

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			5249	164559	SH	DEFINED	2
			1267	39717	SH	DEFINED	5
			2707	84860	SH	DEFINED	10
			28687	899282	SH	DEFINED	19
			52464	1644625	SH	DEFINED	85
			-----	-----			
			279964	8776303			
FBL FINL GROUP INC	CL A	30239F106	1845	100000	SH	DEFINED	85
			-----	-----			
			1845	100000			
FPL GROUP INC	COM	302571104	1269	23595	SH	DEFINED	1
			1180	21942	SH	DEFINED	15
			169	3150	SH	DEFINED	2
			8	150	SH	DEFINED	5
			882	16400	SH	DEFINED	10
			2226	41378	SH	DEFINED	19
			1560	29000	SH	DEFINED	85
			-----	-----			
			7296	135615			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OTH MANA
-----	-----	-----	-----	-----	---	---	-----	-----
FTI CONSULTING INC	COM	302941109	2982	75000	SH		DEFINED	85
			-----	-----				
			2982	75000				
FACTSET RESH SYS INC	COM	303075105	45	1700	SH		DEFINED	2
			2655	100000	SH		DEFINED	85
			-----	-----				
			2700	101700				
FAMILY DLR STORES INC	COM	307000109	56	2100	SH		DEFINED	1
			333	12400	SH		DEFINED	85
			-----	-----				
			390	14500				
FASTENAL CO	COM	311900104	6207	196560	SH		DEFINED	1
			432	13680	SH		DEFINED	15
			45	1410	SH		DEFINED	2
			65	2045	SH		DEFINED	5
			199	6305	SH		DEFINED	19
			11020	348955	SH		DEFINED	85
			-----	-----				
			17968	568955				
FEDERAL HOME LN MTG CORP	COM	313400301	44513	796295	SH		DEFINED	1

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			1296	23185	SH	DEFINED	15
			1313	23497	SH	DEFINED	2
			859	15372	SH	DEFINED	5
			593	10610	SH	DEFINED	10
			978	17490	SH	DEFINED	19
			19301	345275	SH	DEFINED	85
			-----	-----			
			68853	1231724			
FEDERAL							
NATL MTG ASSN	COM	313586109	22447	377009	SH	DEFINED	1
			1107	18593	SH	DEFINED	15
			394	6625	SH	DEFINED	2
			110	1849	SH	DEFINED	5
			622	10450	SH	DEFINED	10
			4218	70841	SH	DEFINED	19
			9059	152150	SH	DEFINED	85
			-----	-----			
			37958	637517			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
FEDERAL SIGNAL CORP	COM	313855108	71	3866	SH		DEFINED	1
			37	2000	SH		DEFINED	2
			70	3814	SH		DEFINED	19
			2763	150000	SH		DEFINED	85
			-----	-----				
			2941	159680				
FEDERATED DEPT STORES INC DE	COM	31410H101	286	9710	SH		DEFINED	1
			132	4485	SH		DEFINED	19
			883	30000	SH		DEFINED	85
			-----	-----				
			1301	44195				
FEDEX CORP	COM	31428X106	1781	35579	SH		DEFINED	1
			50	1000	SH		DEFINED	15
			409	8160	SH		DEFINED	19
			2324	46420	SH		DEFINED	85
			-----	-----				
			4564	91159				
FELCOR LODGING TR INC	PFD CV A \$1.95	31430F200	212	10000	SH		DEFINED	85
			-----	-----				
			212	10000				
FIDELITY NATL FINL INC	COM	316326107	1437	50000	SH		DEFINED	85
			-----	-----				

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			1437	50000			
FIFTH THIRD BANCORP	COM	316773100	1113239	18181259	SH	DEFINED	1
			176996	2890679	SH	DEFINED	15
			3642	59480	SH	DEFINED	2
			22805	372452	SH	DEFINED	5
			6108	99763	SH	DEFINED	10
			213716	3490373	SH	DEFINED	19
			4219	68912	SH	DEFINED	85
			-----	-----			
			1540726	25162918			
FILENET CORP	COM	316869106	1553	150000	SH	DEFINED	85
			-----	-----			
			1553	150000			
FINANCIAL FED CORP	COM	317492106	45	1400	SH	DEFINED	2
			2389	75000	SH	DEFINED	85
			-----	-----			
			2433	76400			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
FINISAR	COM	31787A101	1	1500	SH		DEFINED	19
			72	105000	SH		DEFINED	85
			-----	-----				
			73	106500				
FIRST AMERN CORP CALIF	COM	318522307	1532	75000	SH		DEFINED	85
			-----	-----				
			1532	75000				
FIRST BANCORP P R	COM	318672102	3812	100000	SH		DEFINED	85
			-----	-----				
			3812	100000				
FIRST CTZNS BANC CORP	COM NO PAR	319459202	794	34540	SH		DEFINED	1
			-----	-----				
			794	34540				
FIRST COMWLTH FINL CORP PA	COM	319829107	1859	150000	SH		DEFINED	85
			-----	-----				
			1859	150000				
FIRST DATA CORP	COM	319963104	5508	197073	SH		DEFINED	1
			57	2030	SH		DEFINED	2
			26	920	SH		DEFINED	5
			28	1000	SH		DEFINED	10

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			2241	80171	SH	DEFINED	19
			3234	115700	SH	DEFINED	85
			-----	-----			
			11093	396894			
FIRST FINL BANCORP OH	COM	320209109	363	20374	SH	DEFINED	1
			263	14768	SH	DEFINED	19
			-----	-----			
			626	35142			
FIRST IND CORP	COM	32054R108	1445	78842	SH	DEFINED	15
			57	3135	SH	DEFINED	19
			-----	-----			
			1503	81977			
FIRST MIDWEST BANCORP DEL	COM	320867104	1141	42474	SH	DEFINED	19
			3358	125000	SH	DEFINED	85
			-----	-----			
			4498	167474			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS
-----	-----	-----	-----	-----	---	---	-----	-----
FIRST REP BK SAN FRANCISCO	COM	336158100	1088	50000	SH		DEFINED	85
			-----	-----				
			1088	50000				
FIRST TENN NATL CORP	COM	337162101	42362	1221853	SH		DEFINED	1
			1349	38911	SH		DEFINED	15
			613	17680	SH		DEFINED	2
			650	18760	SH		DEFINED	5
			101	2900	SH		DEFINED	10
			379	10935	SH		DEFINED	19
			15324	442000	SH		DEFINED	85
			-----	-----				
			60778	1753039				
FISERV INC	COM	337738108	13802	491537	SH		DEFINED	1
			125	4456	SH		DEFINED	15
			186	6640	SH		DEFINED	2
			113	4025	SH		DEFINED	5
			73	2587	SH		DEFINED	10
			460	16394	SH		DEFINED	19
			11469	408450	SH		DEFINED	85
			-----	-----				
			26229	934089				
FIRSTFED FINL CORP	COM	337907109	2189	85000	SH		DEFINED	85

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			2189	85000		
FIRSTENERGY CORP	COM	337932107	321	10747	SH	DEFINED 1
			48	1594	SH	DEFINED 15
			3	101	SH	DEFINED 2
			382	12781	SH	DEFINED 19
			1340	44820	SH	DEFINED 85
			2094	70043		
FLEETBOSTON FINL CORP	COM	339030108	1601	78743	SH	DEFINED 1
			327	16085	SH	DEFINED 15
			280	13780	SH	DEFINED 2
			19	915	SH	DEFINED 5
			25	1210	SH	DEFINED 10
			534	26266	SH	DEFINED 19
			5973	293787	SH	DEFINED 85
			8758	430786		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGER
FLEMING COS INC	COM	339130106	700	140000	SH		DEFINED	85
			700	140000				
FLORIDA EAST COAST INDS	CL B	340632207	2327	106000	SH		DEFINED	85
			2327	106000				
FLOW INTL CORP	COM	343468104	699	216300	SH		DEFINED	85
			699	216300				
FOOT LOCKER INC	COM	344849104	19	1896	SH		DEFINED	1
			4	400	SH		DEFINED	15
			3	269	SH		DEFINED	19
			1798	180000	SH		DEFINED	85
			1824	182565				
FORD MTR CO DEL	COM PAR \$0.01	345370860	321	32706	SH		DEFINED	1
			262	26742	SH		DEFINED	15
			1	108	SH		DEFINED	2
			10	1014	SH		DEFINED	5
			27	2800	SH		DEFINED	10
			1901	194015	SH		DEFINED	19

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			2725	278103	SH	DEFINED	85
			-----	-----			
			5248	535488			
FORD	PFD TR						
MTR CO CAP TR II	CV6.5%	345395206	36	900	SH	DEFINED	1
			865	21466	SH	DEFINED	19
			403	10000	SH	DEFINED	85
			-----	-----			
			1304	32366			
FOREST LABS INC	COM	345838106	11942	145610	SH	DEFINED	1
			1669	20345	SH	DEFINED	15
			1732	21116	SH	DEFINED	2
			726	8850	SH	DEFINED	5
			172	2100	SH	DEFINED	10
			3833	46736	SH	DEFINED	19
			15902	193900	SH	DEFINED	85
			-----	-----			
			35974	438657			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	OTHER MANAGERS	
-----	-----	-----	-----	-----	---	----	-----	-----	
FORTUNE BRANDS INC	COM	349631101	1252	26465	SH		DEFINED	1	
			28	600	SH		DEFINED	15	
			142	3000	SH		DEFINED	2	
			785	16605	SH		DEFINED	19	
			2402	50800	SH		DEFINED	85	
			-----	-----					
			4609	97470					
4 KIDS ENTMT INC	COM	350865101	339	14278	SH		DEFINED	19	
			-----	-----					
			339	14278					
FRANKLIN ELEC INC	COM	353514102	1650	38604	SH		DEFINED	19	
			-----	-----					
			1650	38604					
FRANKLIN RES INC	COM	354613101	59	1894	SH		DEFINED	1	
			6	200	SH		DEFINED	19	
			585	18800	SH		DEFINED	85	
			-----	-----					
			650	20894					
FREEPORT-MCMORAN COPPER & GO	CL B	35671D857	23	1684	SH		DEFINED	1	
			49	3623	SH		DEFINED	19	
			147	10900	SH		DEFINED	85	
			-----	-----					
			218	16207					

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FRIEDMAN BILLINGS RAMSEY GRO	CL A	358433100	658 ----- 658	65000 SH ----- 65000	DEFINED 85
FROZEN FOOD EXPRESS INDS INC	COM	359360104	127 ----- 127	63836 SH ----- 63836	DEFINED 85
GATX CORP	COM	361448103	1574 54 37 48 ----- 1713	79520 SH 2750 SH 1850 SH 2415 SH ----- 86535	DEFINED 1 DEFINED 15 DEFINED 2 DEFINED 19

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA

GABELLI EQUITY TR INC	COM	362397101	179 49 12 64 ----- 304	25334 SH 7000 SH 1762 SH 9012 SH ----- 43108		DEFINED 1 DEFINED 15 DEFINED 10 DEFINED 19			
GALLAGHER ARTHUR J & CO	COM	363576109	123 1233 ----- 1356	5000 SH 50000 SH ----- 55000		DEFINED 19 DEFINED 85			
GALLAHER GROUP PLC	SPONSORED ADR	363595109	539 215 ----- 755	14077 SH 5623 SH ----- 19700		DEFINED 1 DEFINED 19			
GALYANS TRADING INC	COM	36458R101	1 25 751 ----- 776	70 SH 2500 SH 75000 SH ----- 77570		DEFINED 1 DEFINED 2 DEFINED 85			
GANNETT INC	COM	364730101	5519 222	76463 SH 3080 SH		DEFINED 1 DEFINED 15			

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			144	2000	SH	DEFINED	2
			87	1200	SH	DEFINED	5
			1694	23474	SH	DEFINED	19
			2786	38600	SH	DEFINED	85
			-----	-----			
			10453	144817			
GAP INC DEL	COM	364760108	26	2359	SH	DEFINED	1
			5	437	SH	DEFINED	15
			1	90	SH	DEFINED	5
			136	12522	SH	DEFINED	19
			675	62237	SH	DEFINED	85
			-----	-----			
			842	77645			
GATEWAY INC	COM	367626108	9	2900	SH	DEFINED	1
			4	1200	SH	DEFINED	15
			1	300	SH	DEFINED	19
			77	25900	SH	DEFINED	85
			-----	-----			
			90	30300			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
	GENENTECH INC	COM NEW	368710406	883	27052	SH	DEFINED	1	
				1116	34200	SH	DEFINED	15	
				65	1999	SH	DEFINED	2	
				16	480	SH	DEFINED	10	
				68	2086	SH	DEFINED	19	
				-----	-----				
				2148	65817				
	GENERAL DYNAMICS CORP	COM	369550108	466	5735	SH	DEFINED	1	
				47	580	SH	DEFINED	15	
				8	100	SH	DEFINED	2	
				306	3767	SH	DEFINED	19	
				1179	14500	SH	DEFINED	85	
				-----	-----				
				2007	24682				
	GENERAL ELEC CO	COM	369604103	225394	9143772	SH	DEFINED	1	
				13992	567628	SH	DEFINED	15	
				7788	315957	SH	DEFINED	2	
				1877	76136	SH	DEFINED	5	
				2977	120782	SH	DEFINED	10	
				42402	1720159	SH	DEFINED	19	
				52773	2140890	SH	DEFINED	85	
				-----	-----				
				347204	14085324				
	GENERAL MLS INC	COM	370334104	2022	45510	SH	DEFINED	1	
				309	6947	SH	DEFINED	15	

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			22	500	SH	DEFINED	2
			512	11537	SH	DEFINED	19
			1599	36000	SH	DEFINED	85
			-----	-----			
			4464	100494			
GENERAL MTRS CORP	COM	370442105	2234	57419	SH	DEFINED	1
			404	10375	SH	DEFINED	15
			348	8956	SH	DEFINED	2
			31	806	SH	DEFINED	5
			235	6040	SH	DEFINED	10
			2430	62468	SH	DEFINED	19
			5328	136975	SH	DEFINED	85
			-----	-----			
			11010	283039			

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		FORM 13F						
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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
	-----	-----	-----	-----	-----	-----	-----	-----
	GENERAL MTRS CORP	CL H NEW	370442832	94	10312	SH	DEFINED	1
				6	627	SH	DEFINED	15
				15	1617	SH	DEFINED	2
				1	78	SH	DEFINED	5
				121	13277	SH	DEFINED	19
				-----	-----			
				237	25911			
	GENESCO INC	COM	371532102	3	200	SH	DEFINED	5
				1035	75000	SH	DEFINED	85
				-----	-----			
				1038	75200			
	GENESIS MICROCHIP INC DEL	COM	37184C103	0	55	SH	DEFINED	1
				614	80000	SH	DEFINED	85
				-----	-----			
				614	80055			
	GENTEX CORP	COM	371901109	1563	57475	SH	DEFINED	1
				22	800	SH	DEFINED	2
				746	27450	SH	DEFINED	19
				4671	171800	SH	DEFINED	85
				-----	-----			
				7002	257525			
	GENUINE PARTS CO	COM	372460105	32	1050	SH	DEFINED	15
				199	6500	SH	DEFINED	2
				2242	73160	SH	DEFINED	19
				384	12525	SH	DEFINED	85
				-----	-----			
				2857	93235			
	GENZYME CORP	COM GENL DIV	372917104	10	465	SH	DEFINED	1
				27	1320	SH	DEFINED	19

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			437	21200	SH	DEFINED	85
			-----	-----			
			474	22985			
GEORGIA PAC CORP	COM	373298108	37	2797	SH	DEFINED	1
			10	760	SH	DEFINED	15
			47	3600	SH	DEFINED	2
			125	9585	SH	DEFINED	19
			217	16545	SH	DEFINED	85
			-----	-----			
			436	33287			

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PAGE		FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
62 OF 151				VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA
-----		-----	-----	-----	-----	-----	-----	-----	-----
GILLETTE CO	COM	375766102	13584	458921	SH			DEFINED	1
			910	30745	SH			DEFINED	15
			336	11352	SH			DEFINED	2
			138	4654	SH			DEFINED	5
			136	4600	SH			DEFINED	10
			3351	113211	SH			DEFINED	19
			7763	262279	SH			DEFINED	85
			-----	-----					
			26219	885762					
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1421	36985	SH			DEFINED	1
			209	5432	SH			DEFINED	15
			8	200	SH			DEFINED	2
			17	455	SH			DEFINED	10
			267	6942	SH			DEFINED	19
			-----	-----					
			1922	50014					
GLENBOROUGH RLTY TR INC	PFD CV SER A%	37803P204	1613	73000	SH			DEFINED	85
			-----	-----					
			1613	73000					
GOLDEN WEST FINL CORP DEL	COM	381317106	284	4565	SH			DEFINED	19
			690	11100	SH			DEFINED	85
			-----	-----					
			974	15665					
GOLDMAN SACHS GROUP INC	COM	38141G104	52	787	SH			DEFINED	1
			1	22	SH			DEFINED	5
			7	100	SH			DEFINED	10
			26	395	SH			DEFINED	19
			2252	34100	SH			DEFINED	85
			-----	-----					
			2338	35404					
GOODRICH CORP	COM	382388106	95	5002	SH			DEFINED	1
			610	32300	SH			DEFINED	85
			-----	-----					

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
GOODYEAR TIRE & RUBR CO	COM	382550101	863	97032	SH		DEFINED	1	
			128	14385	SH		DEFINED	15	
			441	49565	SH		DEFINED	2	
			15	1645	SH		DEFINED	5	
			23	2635	SH		DEFINED	10	
			258	29066	SH		DEFINED	19	
			781	87875	SH		DEFINED	85	
			2509	282203					
GRACO INC	COM	384109104	2480	100000	SH		DEFINED	85	
				2480	100000				
GRAINGER W W INC	COM	384802104	417	9790	SH		DEFINED	1	
			21	500	SH		DEFINED	5	
			48	1130	SH		DEFINED	19	
			285	6700	SH		DEFINED	85	
				771	18120				
GRANITE CONSTR INC	COM	387328107	1236	75000	SH		DEFINED	85	
				1236	75000				
GREAT LAKES CHEM CORP	COM	390568103	409	17048	SH		DEFINED	19	
			86	3600	SH		DEFINED	85	
				496	20648				
GREATER BAY BANCORP	COM	391648102	2274	125000	SH		DEFINED	85	
				2274	125000				
GUIDANT CORP	COM	401698105	8532	264068	SH		DEFINED	1	
			159	4930	SH		DEFINED	15	
			19	600	SH		DEFINED	2	
			60	1868	SH		DEFINED	5	
			89	2750	SH		DEFINED	10	
			534	16536	SH		DEFINED	19	
			1809	56000	SH		DEFINED	85	
				11204	346752				

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN		
	HCA INC	COM	404119109	208	4368	SH	DEFINED	1	
				48	1000	SH	DEFINED	15	
				21	450	SH	DEFINED	2	
				573	12040	SH	DEFINED	19	
				4068	85449	SH	DEFINED	85	
				4918	103307				
	HAEMONETICS CORP	COM	405024100	2966	125000	SH	DEFINED	85	
				2966	125000				
	HAGGAR CORP	COM	405173105	504	45900	SH	DEFINED	85	
				504	45900				
	HALLIBURTON CO	COM	406216101	542	41950	SH	DEFINED	1	
				9	700	SH	DEFINED	15	
				1	100	SH	DEFINED	2	
				8	600	SH	DEFINED	10	
				45	3467	SH	DEFINED	19	
				404	31300	SH	DEFINED	85	
				1008	78117				
	JOHN HANCOCK BK &THRIFT OPP	SH BEN INT	409735107	3382	445000	SH	DEFINED	85	
				3382	445000				
	HANCOCK JOHN INCOME SECS TR	COM	410123103	15	1000	SH	DEFINED	1	
				161	10714	SH	DEFINED	19	
				176	11714				
	HANCOCK JOHN FINL SVCS INC	COM	41014S106	251	9035	SH	DEFINED	1	
				14	500	SH	DEFINED	15	
				153	5491	SH	DEFINED	19	
				1093	39300	SH	DEFINED	85	
				1510	54326				
	HANOVER COMPRESSOR CO	COM	410768105	623	75000	SH	DEFINED	85	
				623	75000				

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	SH	CALL	DSCRETN	MA
HARKEN ENERGY CORP	COM NEW	412552309	105	390000				DEFINED	85
			105	390000					
HARLAND JOHN H CO	COM	412693103	1708	62900				DEFINED	85
			1708	62900					
HARLEY DAVIDSON INC	COM	412822108	17415	374918				DEFINED	1
			1287	27700				DEFINED	15
			2610	56182				DEFINED	2
			329	7085				DEFINED	5
			102	2200				DEFINED	10
			4349	93635				DEFINED	19
			14525	312700				DEFINED	85
			40617	874420					
HARMAN INTL INDS INC	COM	413086109	2	45				DEFINED	1
			3881	75000				DEFINED	85
			3884	75045					
HARRAHS ENTMT INC	COM	413619107	145	3000				DEFINED	1
			7	150				DEFINED	19
			395	8200				DEFINED	85
			547	11350					
HARRIS CORP DEL	COM	413875105	17	500				DEFINED	1
			33	1000				DEFINED	19
			2177	65000				DEFINED	85
			2227	66500					
HARTFORD FINL SVCS GROUP INC	COM	416515104	1142	27843				DEFINED	1
			524	12770				DEFINED	15
			270	6575				DEFINED	2
			23	550				DEFINED	10
			381	9302				DEFINED	19
			4567	111395				DEFINED	85
			6906	168435					

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PAGE		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		FORM 13F					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	AMT	SH/ PUT/ PRN	CALL	INVSTMT DSCRETN	O MA
HARTMARX CORP	COM	417119104	666	340000				DEFINED	85
			666	340000					

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HASBRO INC	COM	418056107	1	130	SH	DEFINED	1
			7	600	SH	DEFINED	2
			2	175	SH	DEFINED	5
			138	12400	SH	DEFINED	85
			-----	-----			
			148	13305			
HEALTHSOUTH CORP	COM	421924101	79	19126	SH	DEFINED	1
			34	8100	SH	DEFINED	19
			294	70800	SH	DEFINED	85
						-----	-----
			407	98026			
HEALTH MGMT ASSOC INC NEW	CL A	421933102	31	1535	SH	DEFINED	1
			40	2000	SH	DEFINED	10
			23	1125	SH	DEFINED	19
			350	17300	SH	DEFINED	85
						-----	-----
			444	21960			
HEALTH CARE REIT INC	COM	42217K106	493	18020	SH	DEFINED	1
			28	1040	SH	DEFINED	19
						-----	-----
			521	19060			
HEINZ H J CO	COM	423074103	2635	78966	SH	DEFINED	1
			92	2750	SH	DEFINED	15
			28	850	SH	DEFINED	2
			13	400	SH	DEFINED	5
			724	21697	SH	DEFINED	19
			1141	34200	SH	DEFINED	85
						-----	-----
			4634	138863			
HERSHEY FOODS CORP	COM	427866108	19089	307632	SH	DEFINED	1
			2327	37507	SH	DEFINED	15
			195	3150	SH	DEFINED	2
			3	50	SH	DEFINED	5
			1489	23992	SH	DEFINED	19
			608	9800	SH	DEFINED	85
			-----	-----			
			23711	382131			

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PAGE		NAME OF REPORTING MANAGER:		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA	

HEWLETT PACKARD CO	COM	428236103	5739	491762	SH	DEFINED	1			
			1181	101167	SH	DEFINED	15			
			589	50505	SH	DEFINED	2			
			49	4233	SH	DEFINED	5			
			105	8980	SH	DEFINED	10			
			1599	137002	SH	DEFINED	19			

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			9735	834203	SH	DEFINED	85
			-----	-----			
			18997	1627852			
HILB ROGAL & HAMILTON CO	COM	431294107	45	1100	SH	DEFINED	2
			248	6000	SH	DEFINED	19
			4125	100000	SH	DEFINED	85
			-----	-----			
			4418	107100			
HILLENBRAND INDS INC	COM	431573104	22112	407222	SH	DEFINED	1
			43	800	SH	DEFINED	15
			22	400	SH	DEFINED	5
			171	3150	SH	DEFINED	19
			-----	-----			
			22348	411572			
HILTON HOTELS CORP	COM	432848109	6	510	SH	DEFINED	1
			14	1246	SH	DEFINED	19
			303	26600	SH	DEFINED	85
			-----	-----			
			323	28356			
HOME DEPOT INC	COM	437076102	65595	2513201	SH	DEFINED	1
			2839	108772	SH	DEFINED	15
			3709	142090	SH	DEFINED	2
			1049	40181	SH	DEFINED	5
			1467	56194	SH	DEFINED	10
			8022	307340	SH	DEFINED	19
			37801	1448298	SH	DEFINED	85
			-----	-----			
			120480	4616076			
HON INDS INC	COM	438092108	818	32150	SH	DEFINED	19
			-----	-----			
			818	32150			

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PAGE	68 OF 151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				
					VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT O MA
		HONEYWELL INTL INC	COM	438516106	3002	138607	SH	DEFINED	1
					557	25707	SH	DEFINED	15
					529	24420	SH	DEFINED	2
					24	1107	SH	DEFINED	5
					86	3959	SH	DEFINED	10
					1196	55230	SH	DEFINED	19
					6614	305362	SH	DEFINED	85
					-----	-----			
					12008	554392			
		HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	126	3800	SH	DEFINED	1
					23	700	SH	DEFINED	15
					134	4050	SH	DEFINED	19

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		-----		-----			
		283	8550				
HOT TOPIC INC	COM	441339108	1	60	SH	DEFINED	1
			41	2250	SH	DEFINED	2
			2254	125000	SH	DEFINED	85

			2295	127310			
HOUSEHOLD INTL INC	COM	441815107	2787	98460	SH	DEFINED	1
			887	31332	SH	DEFINED	19
			1911	67493	SH	DEFINED	85

			5585	197285			
HUBBELL INC	CL A	443510102	466	16858	SH	DEFINED	1
			133	4800	SH	DEFINED	10
			17	600	SH	DEFINED	19

			615	22258			
HUBBELL INC	CL B	443510201	1377	47352	SH	DEFINED	1
			23	780	SH	DEFINED	10
			8	283	SH	DEFINED	19

			1407	48415			
HUDSON UNITED BANCORP	COM	444165104	4	157	SH	DEFINED	19
			1995	75000	SH	DEFINED	85

			1999	75157			

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				FORM 13F					
PAGE 69 OF 151		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	CALL	DSCRETN	MA
-----		-----	-----	-----	-----	-----	-----	-----	-----
HUMANA INC	COM	444859102	940	75785	SH	DEFINED	1		
			109	8775	SH	DEFINED	15		
			868	70005	SH	DEFINED	2		
			23	1875	SH	DEFINED	10		
			553	44625	SH	DEFINED	19		
			1450	116975	SH	DEFINED	85		

			3944	318040					
HUNTINGTON BANCSHARES INC	COM	446150104	2962	162853	SH	DEFINED	1		
			22	1234	SH	DEFINED	15		
			172	9455	SH	DEFINED	5		
			9	500	SH	DEFINED	10		
			7263	399278	SH	DEFINED	19		
			323	17761	SH	DEFINED	85		

			10752	591081					

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HYPERFEED TECHNOLOGIES INC	COM	44913S102	7	12000	SH	DEFINED	19
			-----	-----			
			7	12000			
HYPERION SOLUTIONS CORP	COM	44914M104	1376	75000	SH	DEFINED	85
			-----	-----			
			1376	75000			
IDEC PHARMACEUTICALS CORP	COM	449370105	2910	70089	SH	DEFINED	1
			303	7300	SH	DEFINED	15
			118	2850	SH	DEFINED	2
			12	300	SH	DEFINED	5
			312	7519	SH	DEFINED	19
			9388	226100	SH	DEFINED	85
			-----	-----			
			13044	314158			
ING PRIME RATE TR	SH BEN INT	44977W106	10	1703	SH	DEFINED	19
			1241	210400	SH	DEFINED	85
			-----	-----			
			1251	212103			
IMS HEALTH INC	COM	449934108	298	19896	SH	DEFINED	1
			303	20208	SH	DEFINED	19
			490	32730	SH	DEFINED	85
			-----	-----			
			1090	72834			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA

	ITT EDUCATIONAL SERVICES INC	COM	45068B109	38	2000	SH	DEFINED	2
				1877	100000	SH	DEFINED	85
				-----	-----			
				1915	102000			
	ITT INDS INC IND	COM	450911102	95	1525	SH	DEFINED	1
				19	300	SH	DEFINED	15
				272	4365	SH	DEFINED	19
				1683	27000	SH	DEFINED	85
				-----	-----			
				2069	33190			
	IDEXX LABS INC	COM	45168D104	39	1250	SH	DEFINED	2
				3869	125000	SH	DEFINED	85
				-----	-----			
				3907	126250			
	ILEX ONCOLOGY INC	COM	451923106	8	1750	SH	DEFINED	2
				185	39000	SH	DEFINED	85
				-----	-----			
				194	40750			

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ILLINOIS TOOL WKS INC	COM	452308109	49259	844480	SH	DEFINED	1
			2211	37912	SH	DEFINED	15
			2212	37916	SH	DEFINED	2
			425	7290	SH	DEFINED	5
			970	16631	SH	DEFINED	10
			2881	49386	SH	DEFINED	19
			26307	451000	SH	DEFINED	85
			-----	-----			
			84264	1444615			
IMATION CORP	COM	45245A107	171	6032	SH	DEFINED	1
			33	1148	SH	DEFINED	19
						-----	-----
			203	7180			
INCO LTD	DBCV 7.750% 3	453258AH8	21206	211000	SH	DEFINED	85
						-----	-----
			21206	211000			
INCO LTD	COM	453258402	110	6860	SH	DEFINED	19
			153	9500	SH	DEFINED	85
						-----	-----
			263	16360			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	PUT/ CALL	DSCRETN	O	MA

INCYTE GENOMICS INC	COM	45337C102	580	125000	SH		DEFINED	85	
						-----	-----		
			580	125000					
INDEPENDENT BANK CORP MASS	COM	453836108	994	50000	SH		DEFINED	85	
						-----	-----		
			994	50000					
INDEPENDENT BANK CORP MICH	COM	453838104	21	632	SH		DEFINED	1	
			513	15485	SH		DEFINED	19	
						-----	-----		
			533	16117					
INFOSPACE INC	COM NEW	45678T201	0	100	SH		DEFINED	2	
			0	72	SH		DEFINED	19	
			184	40100	SH		DEFINED	85	
						-----	-----		
			185	40272					
INSIGHT ENTERPRISES INC	COM	45765U103	20	2000	SH		DEFINED	2	
			5	505	SH		DEFINED	19	
			1015	100000	SH		DEFINED	85	
						-----	-----		
			1040	102505					
INSITUFORM TECHNOLOGIES INC	CL A	457667103	24	1700	SH		DEFINED	2	

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			1435	100000	SH	DEFINED	85
			-----	-----			
			1459	101700			
INTEGRATED CIRCUIT SYS INC	COM	45811K208	1507	95975	SH	DEFINED	1
			118	7500	SH	DEFINED	19
			4812	306500	SH	DEFINED	85
			-----	-----			
			6437	409975			
INTEGRATED DEVICE TECHNOLOGY	COM	458118106	559	53515	SH	DEFINED	1
			30	2900	SH	DEFINED	15
			36	3475	SH	DEFINED	19
			2088	200000	SH	DEFINED	85
			-----	-----			
			2713	259890			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	O MA	

	INTEGRA BK CORP	COM	45814P105	1428	79249	SH	DEFINED	15	
				84	4678	SH	DEFINED	5	
				-----	-----				
				1512	83927				
	INTEL CORP	COM	458140100	72696	5233707	SH	DEFINED	1	
				3021	217526	SH	DEFINED	15	
				3846	276889	SH	DEFINED	2	
				1191	85727	SH	DEFINED	5	
				1290	92840	SH	DEFINED	10	
				10849	781087	SH	DEFINED	19	
				37667	2711800	SH	DEFINED	85	
				-----	-----				
				130560	9399576				
	INTERCEPT INC	COM	45845L107	12	1250	SH	DEFINED	2	
				989	100000	SH	DEFINED	85	
				-----	-----				
				1001	101250				
	INTERDIGITAL COMMUNICATIONS	COM	45866A105	1305	150000	SH	DEFINED	85	
				-----	-----				
				1305	150000				
	INTERMAGNETICS GEN CORP	COM	458771102	38	2250	SH	DEFINED	2	
				1623	95100	SH	DEFINED	85	
				-----	-----				
				1662	97350				
	INTERNATIONAL BUSINESS MACHS	COM	459200101	57971	994185	SH	DEFINED	1	
				4478	76788	SH	DEFINED	15	
				3498	59993	SH	DEFINED	2	
				485	8319	SH	DEFINED	5	

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			963	16518	SH	DEFINED	10
			13670	234441	SH	DEFINED	19
			41180	706225	SH	DEFINED	85
			-----	-----			
			122245	2096469			
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	461	14480	SH	DEFINED	1
			115	3600	SH	DEFINED	19
			217	6800	SH	DEFINED	85
			-----	-----			
			792	24880			

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PAGE	73 OF 151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F			INVSTMT	O
					VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL		
					NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP				
		INTERNATIONAL GAME TECHNOLOG	COM	459902102	77	1111	SH	DEFINED	19
					449	6500	SH	DEFINED	85
					-----	-----			
					526	7611			
		INTL PAPER CO	COM	460146103	1855	55569	SH	DEFINED	1
					478	14320	SH	DEFINED	15
					359	10765	SH	DEFINED	2
					2	71	SH	DEFINED	5
					17	500	SH	DEFINED	10
					589	17634	SH	DEFINED	19
					6066	181686	SH	DEFINED	85
					-----	-----			
					9367	280545			
		INTERNATIONAL RECTIFIER CORP	COM	460254105	847	54255	SH	DEFINED	1
					66	4250	SH	DEFINED	19
					4153	265900	SH	DEFINED	85
					-----	-----			
					5067	324405			
		INTERNET SEC SYS INC	COM	46060X107	1725	140000	SH	DEFINED	85
					-----	-----			
					1725	140000			
		INTERPUBLIC GROUP COS INC	COM	460690100	15130	954574	SH	DEFINED	1
					88	5525	SH	DEFINED	15
					82	5200	SH	DEFINED	2
					81	5100	SH	DEFINED	5
					303	19143	SH	DEFINED	10
					162	10245	SH	DEFINED	19
					731	46100	SH	DEFINED	85
					-----	-----			
					16577	1045887			
		INTUIT	COM	461202103	109	2404	SH	DEFINED	1
					14	300	SH	DEFINED	19
					920	20200	SH	DEFINED	85

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			-----	-----			
			1043	22904			
INVESTMENT TECHNOLOGY GRP NE	COM	46145F105	9	304	SH	DEFINED	19
			2195	75000	SH	DEFINED	85
			-----	-----			
			2203	75304			

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PAGE	74 OF 151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F			INVTMT	DSCRETN	O
					VALUE	SHARES/	SH/ PUT/			
					NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
					(X\$1000)	PRN	AMT	CALL		MA
		INVITROGEN CORP	COM	46185R100	213	6250	SH	DEFINED	19	
					-----	-----				
					213	6250				
		IOMEGA CORP	COM NEW	462030305	321	30000	SH	DEFINED	85	
					-----	-----				
					321	30000				
		IONICS INC	COM	462218108	60	2515	SH	DEFINED	1	
					-----	-----				
					1238	52000	SH	DEFINED	85	
					-----	-----				
					1298	54515				
		IRWIN FINL CORP	COM	464119106	2989	175800	SH	DEFINED	85	
					-----	-----				
					2989	175800				
		ISHARES TR	RUSSELL1000VAL	464287598	172	4076	SH	DEFINED	1	
					-----	-----				
					85	2010	SH	DEFINED	19	
					-----	-----				
					258	6086				
		ISHARES TR	RUSL 2000 VALU	464287630	1	8	SH	DEFINED	1	
					-----	-----				
					8	75	SH	DEFINED	19	
					-----	-----				
					2138	20000	SH	DEFINED	85	
					-----	-----				
					2147	20083				
		ISHARES TR	RUSSELL 2000	464287655	36	500	SH	DEFINED	2	
					-----	-----				
					151	2105	SH	DEFINED	19	
					-----	-----				
					1431	20000	SH	DEFINED	85	
					-----	-----				
					1617	22605				
		ISIS PHARMACEUTICALS INC	COM	464330109	986	100000	SH	DEFINED	85	
					-----	-----				
					986	100000				
		JDS UNIPHASE CORP	COM	46612J101	160	82241	SH	DEFINED	1	
					-----	-----				
					1	500	SH	DEFINED	15	
					-----	-----				
					2	1185	SH	DEFINED	2	
					-----	-----				
					0	200	SH	DEFINED	5	

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19	9970	SH	DEFINED	19
1146	588400	SH	DEFINED	85
-----	-----			
1330	682496			

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PAGE	75 OF 151	FORM 13F							
		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN		
	JDA SOFTWARE GROUP INC	COM	46612K108	699	100000	SH	DEFINED	85	
				699	100000				
	J P MORGAN CHASE & CO	COM	46625H100	9303	489905	SH	DEFINED	1	
				956	50345	SH	DEFINED	15	
				1198	63061	SH	DEFINED	2	
				21	1086	SH	DEFINED	5	
				44	2305	SH	DEFINED	10	
				2511	132242	SH	DEFINED	19	
				9707	511179	SH	DEFINED	85	
				-----	-----				
				23740	1250123				
	JABIL CIRCUIT INC	COM	466313103	4614	312196	SH	DEFINED	1	
				113	7647	SH	DEFINED	15	
				121	8165	SH	DEFINED	2	
				66	4475	SH	DEFINED	5	
				84	5650	SH	DEFINED	10	
				174	11777	SH	DEFINED	19	
				4644	314200	SH	DEFINED	85	
				-----	-----				
				9816	664110				
	JACK IN THE BOX INC	COM	466367109	2280	100000	SH	DEFINED	85	
				-----	-----				
				2280	100000				
	JACOBS ENGR GROUP INC DEL	COM	469814107	1	17	SH	DEFINED	1	
				1544	50000	SH	DEFINED	85	
				-----	-----				
				1545	50017				
	JEFFERIES GROUP INC NEW	COM	472319102	2862	75000	SH	DEFINED	85	
				-----	-----				
				2862	75000				
	JEFFERSON PILOT CORP	COM	475070108	29572	737447	SH	DEFINED	1	
				780	19451	SH	DEFINED	19	
				862	21487	SH	DEFINED	85	
				-----	-----				
				31213	778385				

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PAGE	76 OF 151	FORM 13F							
		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVTMT	O MA
	JOHNSON & JOHNSON	COM	478160104	102978	1904184	SH		DEFINED	1
				7497	138626	SH		DEFINED	15
				1867	34518	SH		DEFINED	2
				516	9533	SH		DEFINED	5
				1284	23748	SH		DEFINED	10
				18730	346347	SH		DEFINED	19
				25242	466753	SH		DEFINED	85
				-----	-----				
				158114	2923709				
	JOHNSON CTLS INC	COM	478366107	265	3445	SH		DEFINED	1
				1151	14986	SH		DEFINED	19
				1335	17375	SH		DEFINED	85
				-----	-----				
				2751	35806				
	JONES APPAREL GROUP INC	COM	480074103	2	61	SH		DEFINED	1
				25	825	SH		DEFINED	15
				5	150	SH		DEFINED	2
				286	9300	SH		DEFINED	85
				-----	-----				
				317	10336				
	KLA-TENCOR CORP	COM	482480100	33	1184	SH		DEFINED	1
				63	2249	SH		DEFINED	19
				550	19700	SH		DEFINED	85
				-----	-----				
				646	23133				
	K MART CORP	COM	482584109	5	10021	SH		DEFINED	1
				1	1800	SH		DEFINED	15
				0	200	SH		DEFINED	5
				1	2726	SH		DEFINED	19
				-----	-----				
				7	14747				
	KVH INDS INC	COM	482738101	1052	168900	SH		DEFINED	85
				-----	-----				
				1052	168900				
	KANEB PIPE LINE PARTNERS L P	SR PREF UNIT	484169107	9	250	SH		DEFINED	1
				202	5600	SH		DEFINED	19
				-----	-----				
				212	5850				

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PAGE	77 OF 151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
	KANEB SERVICES LLC	COM	484173109	718	35100	SH		DEFINED	85
				718	35100				
	KB HOME	COM	48666K109	273	5585	SH		DEFINED	19
				2620	53640	SH		DEFINED	85
				2893	59225				
	KELLOGG CO	COM	487836108	1201	36128	SH		DEFINED	1
				7	212	SH		DEFINED	15
				7	200	SH		DEFINED	5
				3165	95174	SH		DEFINED	19
				1852	55700	SH		DEFINED	85
				6232	187414				
	KENSEY NASH CORP	COM	490057106	2	150	SH		DEFINED	1
				15	1000	SH		DEFINED	19
				1203	80000	SH		DEFINED	85
				1221	81150				
	KERR MCGEE CORP	COM	492386107	56	1278	SH		DEFINED	1
				16	369	SH		DEFINED	15
				54	1234	SH		DEFINED	19
				1398	32173	SH		DEFINED	85
				1523	35054				
	KEYCORP NEW	COM	493267108	7762	310860	SH		DEFINED	1
				852	34139	SH		DEFINED	15
				1194	47800	SH		DEFINED	2
				46	1845	SH		DEFINED	5
				72	2895	SH		DEFINED	10
				796	31870	SH		DEFINED	19
				7030	281550	SH		DEFINED	85
				17753	710959				
	KEYSPAN CORP	COM	49337W100	13	400	SH		DEFINED	1
				20	600	SH		DEFINED	15
				192	5746	SH		DEFINED	19
				1049	31300	SH		DEFINED	85
				1275	38046				

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PAGE	78 OF 151	FORM 13F NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA

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KIMBERLY CLARK CORP	COM	494368103	8243	145538	SH	DEFINED	1
			2086	36831	SH	DEFINED	15
			73	1287	SH	DEFINED	2
			36	635	SH	DEFINED	5
			108	1900	SH	DEFINED	10
			2041	36043	SH	DEFINED	19
			6618	116840	SH	DEFINED	85
			-----	-----			
			19205	339074			
KINDER MORGAN INC KANS	COM	49455P101	28	782	SH	DEFINED	19
			312	8800	SH	DEFINED	85
			-----	-----			
			340	9582			
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	910	28500	SH	DEFINED	1
			11	350	SH	DEFINED	19
			-----	-----			
			921	28850			
KING PHARMACEUTICALS INC	COM	495582108	3372	185553	SH	DEFINED	1
			58	3184	SH	DEFINED	15
			135	7425	SH	DEFINED	2
			20	1100	SH	DEFINED	5
			27	1500	SH	DEFINED	10
			1615	88885	SH	DEFINED	19
			3798	209033	SH	DEFINED	85
-----	-----						
			9025	496680			
KNIGHT RIDDER INC	COM	499040103	45	800	SH	DEFINED	1
			338	6000	SH	DEFINED	85
			-----	-----			
			384	6800			
KOHLS CORP	COM	500255104	16329	268525	SH	DEFINED	1
			662	10880	SH	DEFINED	15
			1383	22735	SH	DEFINED	2
			302	4970	SH	DEFINED	5
			55	898	SH	DEFINED	10
			5128	84336	SH	DEFINED	19
			16689	274450	SH	DEFINED	85
-----	-----						
			40548	666794			

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PAGE	79 OF 151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				O
					VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	
		KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	210	14457	SH	DEFINED	1
					59	4045	SH	DEFINED	19
					-----	-----			

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			269	18502			
KOPIN CORP	COM	500600101	44	12600	SH	DEFINED	1
			696	200000	SH	DEFINED	85
			-----	-----			
			740	212600			
KRAFT FOODS INC	CL A	50075N104	1129	30975	SH	DEFINED	1
			341	9360	SH	DEFINED	15
			1733	47535	SH	DEFINED	19
			-----	-----			
			3204	87870			
KROGER CO	COM	501044101	7332	520025	SH	DEFINED	1
			145	10289	SH	DEFINED	15
			984	69817	SH	DEFINED	2
			479	33955	SH	DEFINED	5
			194	13750	SH	DEFINED	10
			785	55679	SH	DEFINED	19
			1734	123000	SH	DEFINED	85
			-----	-----			
			11654	826515			
KRONOS INC	COM	501052104	32	1300	SH	DEFINED	2
			2463	100000	SH	DEFINED	85
			-----	-----			
			2495	101300			
KULICKE & SOFFA INDS INC	COM	501242101	2	500	SH	DEFINED	19
			450	150000	SH	DEFINED	85
			-----	-----			
			452	150500			
LCA-VISION INC	COM NEW	501803209	0	600	SH	DEFINED	1
			12	20000	SH	DEFINED	5
			-----	-----			
			12	20600			

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		FORM 13F						
PAGE	80 OF 151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA

	LSI LOGIC CORP	COM	502161102	11	1739	SH	DEFINED	1
				3	500	SH	DEFINED	15
				46	7268	SH	DEFINED	19
				169	26600	SH	DEFINED	85
				-----	-----			
				229	36107			
	LTX CORP	COM	502392103	798	175000	SH	DEFINED	85
				-----	-----			
				798	175000			
	L-3 COMMUNICATIONS HLDGS INC	COM	502424104	2173	41225	SH	DEFINED	1

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			11	200	SH	DEFINED	2
			179	3395	SH	DEFINED	19
			6377	121000	SH	DEFINED	85
			-----	-----			
			8739	165820			
LA Z BOY INC	COM	505336107	139	6000	SH	DEFINED	1
			5888	253814	SH	DEFINED	19
			2900	125000	SH	DEFINED	85
			-----	-----			
			8928	384814			
LAM RESEARCH CORP	COM	512807108	13	1500	SH	DEFINED	19
			445	50000	SH	DEFINED	85
			-----	-----			
			458	51500			
LAZARE KAPLAN INTL INC	COM	521078105	998	192000	SH	DEFINED	85
			-----	-----			
			998	192000			
LEGGETT & PLATT INC	COM	524660107	493	24900	SH	DEFINED	1
			45	2297	SH	DEFINED	19
			279	14100	SH	DEFINED	85
			-----	-----			
			817	41297			
LEHMAN BROS HLDGS INC	COM	524908100	625	12742	SH	DEFINED	1
			15	300	SH	DEFINED	15
			5	100	SH	DEFINED	5
			92	1870	SH	DEFINED	19
			858	17500	SH	DEFINED	85
			-----	-----			
			1595	32512			

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		FORM 13F							
PAGE 81 OF 151		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL	DSCRETN	O	MA
			-----	-----	-----	-----	-----	-----	-----
LEITCH TECHNOLOGY CORP	COM	52543H107	85	20741	SH		DEFINED	5	
			-----	-----					
			85	20741					
LESCO INC OHIO	COM	526872106	305	30000	SH		DEFINED	85	
			-----	-----					
			305	30000					
LEXMARK INTL NEW	CL A	529771107	934	19880	SH		DEFINED	1	
			29	610	SH		DEFINED	15	
			42	900	SH		DEFINED	2	
			38	800	SH		DEFINED	5	
			75	1600	SH		DEFINED	10	
			172	3660	SH		DEFINED	19	
			1189	25300	SH		DEFINED	85	

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			-----	-----		
			2479	52750		
LIBERTY MEDIA CORP NEW	COM SER A	530718105	129	18017	SH	DEFINED 1
			4	600	SH	DEFINED 15
			41	5777	SH	DEFINED 19
			2477	345000	SH	DEFINED 85
			-----	-----		
			2652	369394		
LIGAND PHARMACEUTICALS INC	CL B	53220K207	3	500	SH	DEFINED 19
			1190	175000	SH	DEFINED 85
			-----	-----		
			1193	175500		
LIGHTBRIDGE INC	COM	532226107	27	3950	SH	DEFINED 2
			675	100000	SH	DEFINED 85
			-----	-----		
			702	103950		
LILLY ELI & CO	COM	532457108	33164	599285	SH	DEFINED 1
			6913	124912	SH	DEFINED 15
			770	13907	SH	DEFINED 2
			370	6684	SH	DEFINED 5
			243	4385	SH	DEFINED 10
			7378	133329	SH	DEFINED 19
			8046	145400	SH	DEFINED 85
			-----	-----		
			56884	1027902		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
			-----	-----	-----	-----	-----	-----	
LIMITED BRANDS INC	COM	532716107	172	12020	SH		DEFINED 1		
			168	11689	SH		DEFINED 19		
			1157	80706	SH		DEFINED 85		
			-----	-----					
			1497	104415					
LINCOLN ELEC HLDGS INC	COM	533900106	208	9390	SH		DEFINED 19		
			-----	-----					
			208	9390					
LINCOLN NATL CORP IND	COM	534187109	1171	38338	SH		DEFINED 1		
			66	2160	SH		DEFINED 15		
			52	1700	SH		DEFINED 2		
			1747	57171	SH		DEFINED 19		
			822	26900	SH		DEFINED 85		
			-----	-----					
			3858	126269					
LINEAR TECHNOLOGY CORP	COM	535678106	12	580	SH		DEFINED 1		
			10	500	SH		DEFINED 2		

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			735	35457	SH	DEFINED	19
			1001	48300	SH	DEFINED	85
			-----	-----			
			1758	84837			
LINENS N THINGS INC	COM	535679104	39	2100	SH	DEFINED	15
			28	1550	SH	DEFINED	2
			2296	125000	SH	DEFINED	85
			-----	-----			
			2363	128650			
LIZ CLAIBORNE INC	COM	539320101	90	3600	SH	DEFINED	1
			27	1100	SH	DEFINED	19
			192	7700	SH	DEFINED	85
			-----	-----			
			309	12400			
LOCKHEED MARTIN CORP	COM	539830109	952	14723	SH	DEFINED	1
			9	146	SH	DEFINED	15
			30	464	SH	DEFINED	5
			3012	46576	SH	DEFINED	19
			3863	59738	SH	DEFINED	85
			-----	-----			
			7867	121647			

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PAGE		83 OF 151		FORM 13F									
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP									
NAME OF ISSUER		TITLE OF CLASS		CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN				
-----		-----		-----	-----	-----	-----	-----	-----				
LOEWS CORP		NOTE	3.125% 9	540424AL2	1298	15000	SH		DEFINED	1			
					-----	-----							
					1298	15000							
LOEWS CORP		COM		540424108	240	5600	SH		DEFINED	1			
					369	8602	SH		DEFINED	19			
					583	13600	SH		DEFINED	85			
					-----	-----							
					1192	27802							
LONE STAR TECHNOLOGIES INC		COM		542312103	1	50	SH		DEFINED	1			
					889	75000	SH		DEFINED	85			
					-----	-----							
					889	75050							
LOUISIANA PAC CORP		COM		546347105	5	798	SH		DEFINED	1			
					14	2152	SH		DEFINED	19			
					53	8200	SH		DEFINED	85			
					-----	-----							
					72	11150							
LOWES COS INC		COM		548661107	68298	1649711	SH		DEFINED	1			
					4437	107174	SH		DEFINED	15			
					4471	108001	SH		DEFINED	2			
					705	17020	SH		DEFINED	5			

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			1787	43166	SH	DEFINED	10
			3254	78603	SH	DEFINED	19
			43288	1045600	SH	DEFINED	85
			-----	-----			
			126240	3049275			
LUCENT TECHNOLOGIES INC	COM	549463107	347	457124	SH	DEFINED	1
			75	98778	SH	DEFINED	15
			130	171498	SH	DEFINED	2
			20	26350	SH	DEFINED	5
			12	15810	SH	DEFINED	10
			159	209843	SH	DEFINED	19
			1387	1825487	SH	DEFINED	85
			-----	-----			
			2132	2804890			
MAF BANCORP INC	COM	55261R108	39	1250	SH	DEFINED	2
			147	4763	SH	DEFINED	19
			3090	100000	SH	DEFINED	85
			-----	-----			
			3276	106013			

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		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	O MA	
			-----	-----	-----	-----	-----	
MBIA INC	COM	55262C100	50	1240	SH	DEFINED	1	
			6	150	SH	DEFINED	15	
			212	5310	SH	DEFINED	19	
			799	20000	SH	DEFINED	85	
			-----	-----				
			1067	26700				
MBNA CORP	COM	55262L100	487	26523	SH	DEFINED	1	
			26	1425	SH	DEFINED	15	
			8	450	SH	DEFINED	2	
			6	300	SH	DEFINED	5	
			6	300	SH	DEFINED	10	
			1084	58957	SH	DEFINED	19	
			3876	210907	SH	DEFINED	85	
			-----	-----				
			5493	298862				
MFS INTER INCOME TR	SH BEN INT	55273C107	12	1700	SH	DEFINED	1	
			4	500	SH	DEFINED	19	
			351	49000	SH	DEFINED	85	
			-----	-----				
			367	51200				
MFS MUN INCOME TR	SH BEN INT	552738106	4	500	SH	DEFINED	1	
			36	4500	SH	DEFINED	2	
			55	7000	SH	DEFINED	19	
			-----	-----				
			95	12000				

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MGIC INVT CORP WIS	COM	552848103	236	5789	SH	DEFINED	1		
			16	400	SH	DEFINED	15		
			69	1700	SH	DEFINED	2		
			1	24	SH	DEFINED	5		
			224	5495	SH	DEFINED	19		
			804	19700	SH	DEFINED	85		
			-----	-----					
			1352	33108					
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	23	3300	SH	DEFINED	1		
			4	500	SH	DEFINED	15		
			11	1500	SH	DEFINED	19		
			1540	217200	SH	DEFINED	85		
						-----	-----		
						1578	222500		

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PAGE	85 OF 151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F				O
					VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	
		MKS INSTRUMENT INC	COM	55306N104	928	85000	SH	DEFINED	85
					-----	-----			
					928	85000			
		MSC SOFTWARE CORP	COM	553531104	1065	125000	SH	DEFINED	85
					-----	-----			
					1065	125000			
		MTS SYS CORP	COM	553777103	14	1448	SH	DEFINED	19
					634	67000	SH	DEFINED	85
					-----	-----			
					648	68448			
		MACATAWA BK CORP	COM	554225102	415	22500	SH	DEFINED	19
					-----	-----			
					415	22500			
		MALAYSIA FD INC	COM	560905101	235	61900	SH	DEFINED	85
					-----	-----			
					235	61900			
		MANITOWOC INC	COM	563571108	2735	100000	SH	DEFINED	85
					-----	-----			
					2735	100000			
		MANOR CARE INC NEW	COM	564055101	49	2200	SH	DEFINED	1
					171	7600	SH	DEFINED	85
					-----	-----			
					220	9800			
		MANULIFE FINL CORP	COM	56501R106	847	40311	SH	DEFINED	1
					128	6104	SH	DEFINED	15
					123	5853	SH	DEFINED	5

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			285	13572	SH	DEFINED	19
			-----	-----			
			1383	65840			
MARATHON OIL CORP	COM	565849106	222	9789	SH	DEFINED	1
			248	10935	SH	DEFINED	19
			2923	128875	SH	DEFINED	85
			-----	-----			
			3393	149599			

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PAGE		FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
86 OF 151				VALUE	SHARES/	SH/	PUT/	INVSTMT
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN	MA
MARSH & MCLENNAN COS INC	COM	571748102	96410	2315331	SH		DEFINED	1
			2903	69710	SH		DEFINED	15
			3345	80324	SH		DEFINED	2
			721	17310	SH		DEFINED	5
			457	10975	SH		DEFINED	10
			7652	183773	SH		DEFINED	19
			48095	1155020	SH		DEFINED	85
			-----	-----				
			159583	3832443				
MARSHALL & ILSLEY CORP	COM	571834100	110	3940	SH		DEFINED	1
			156	5600	SH		DEFINED	15
			345	12378	SH		DEFINED	19
			424	15200	SH		DEFINED	85
			-----	-----				
			1035	37118				
MARRIOTT INTL INC NEW	CL A	571903202	119	4100	SH		DEFINED	1
			166	5730	SH		DEFINED	19
			1084	37400	SH		DEFINED	85
			-----	-----				
			1369	47230				
MASCO CORP	COM	574599106	860	43968	SH		DEFINED	1
			304	15550	SH		DEFINED	15
			313	16000	SH		DEFINED	2
			2	90	SH		DEFINED	5
			9	445	SH		DEFINED	10
			606	30980	SH		DEFINED	19
			3586	183450	SH		DEFINED	85
			-----	-----				
			5679	290483				
MATTEL INC	COM	577081102	59	3283	SH		DEFINED	1
			43	2396	SH		DEFINED	15
			4	200	SH		DEFINED	5
			300	16644	SH		DEFINED	19
			959	53247	SH		DEFINED	85
			-----	-----				
			1365	75770				

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
MAXIM INTEGRATED PRODS INC	COM	57772K101	17554	708971	SH	DEFINED	1		
			483	19522	SH	DEFINED	15		
			1287	51965	SH	DEFINED	2		
			240	9689	SH	DEFINED	5		
			12	500	SH	DEFINED	10		
			397	16045	SH	DEFINED	19		
			18080	730215	SH	DEFINED	85		
			38054	1536907					
MAY DEPT STORES CO	COM	577778103	758	33290	SH	DEFINED	1		
			23	1000	SH	DEFINED	15		
			197	8660	SH	DEFINED	19		
			950	41700	SH	DEFINED	85		
			1927	84650					
MAXIMUS INC	COM	577933104	35	1550	SH	DEFINED	2		
			2800	125000	SH	DEFINED	85		
				2835	126550				
MAYTAG CORP	COM	578592107	246	10600	SH	DEFINED	1		
			43	1837	SH	DEFINED	19		
			130	5600	SH	DEFINED	85		
				418	18037				
MCCORMICK & CO INC	COM NON VTG	579780206	135	5902	SH	DEFINED	1		
			68	3000	SH	DEFINED	15		
			32	1400	SH	DEFINED	2		
			11	492	SH	DEFINED	19		
				246	10794				
MCDONALDS CORP	COM	580135101	5147	291447	SH	DEFINED	1		
			1054	59690	SH	DEFINED	15		
			572	32410	SH	DEFINED	2		
			7	409	SH	DEFINED	5		
			55	3115	SH	DEFINED	10		
			1849	104714	SH	DEFINED	19		
			7247	410350	SH	DEFINED	85		
				15932	902135				

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
	MCGRAW HILL COS INC	COM	580645109	3110	50793	SH		DEFINED	1
				391	6380	SH		DEFINED	15
				12	200	SH		DEFINED	2
				5	80	SH		DEFINED	10
				660	10785	SH		DEFINED	19
				1739	28400	SH		DEFINED	85
				5916	96638				
	MCKESSON CORP	COM	58155Q103	109	3850	SH		DEFINED	1
				57	2000	SH		DEFINED	2
				210	7419	SH		DEFINED	19
				1514	53427	SH		DEFINED	85
				1889	66696				
	MEADE INSTRUMENTS CORP	COM	583062104	352	112800	SH		DEFINED	85
				352	112800				
	MEADWESTVACO CORP	COM	583334107	1229	63976	SH		DEFINED	1
				15	800	SH		DEFINED	2
				39	2007	SH		DEFINED	19
				275	14317	SH		DEFINED	85
				1558	81100				
	MEDIA 100 INC	COM	58440W105	93	166610	SH		DEFINED	85
				93	166610				
	MEDICAL STAFFING NETWK HLDGS	COM	58463F104	1064	70155	SH		DEFINED	1
				84	5520	SH		DEFINED	19
				3216	212000	SH		DEFINED	85
				4364	287675				
	MEDICIS PHARMACEUTICAL CORP	CL A NEW	584690309	4087	100000	SH		DEFINED	85
				4087	100000				

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
	MEDIMMUNE INC	COM	584699102	5804	277434	SH		DEFINED	1

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			791	37805	SH	DEFINED	15
			331	15805	SH	DEFINED	2
			53	2510	SH	DEFINED	5
			19	900	SH	DEFINED	10
			52	2492	SH	DEFINED	19
			6240	298300	SH	DEFINED	85
			-----	-----			
			13289	635246			
MEDTRONIC INC	COM	585055106	49663	1179081	SH	DEFINED	1
			6620	157167	SH	DEFINED	15
			4042	95959	SH	DEFINED	2
			1851	43956	SH	DEFINED	5
			350	8320	SH	DEFINED	10
			5769	136977	SH	DEFINED	19
			20941	497185	SH	DEFINED	85
			-----	-----			
			89237	2118645			
MELLON FINL CORP	COM	58551A108	56782	2189827	SH	DEFINED	1
			635	24470	SH	DEFINED	15
			3859	148836	SH	DEFINED	2
			532	20500	SH	DEFINED	5
			302	11660	SH	DEFINED	10
			3711	143111	SH	DEFINED	19
			39627	1528230	SH	DEFINED	85
			-----	-----			
			105448	4066634			
MERCANTILE BANKSHARES CORP	COM	587405101	7088	185693	SH	DEFINED	1
			73	1905	SH	DEFINED	19
			-----	-----			
			7161	187598			
MERCK & CO INC	COM	589331107	96732	2116217	SH	DEFINED	1
			6714	146874	SH	DEFINED	15
			3699	80915	SH	DEFINED	2
			229	5015	SH	DEFINED	5
			1563	34186	SH	DEFINED	10
			13068	285894	SH	DEFINED	19
			21173	463200	SH	DEFINED	85
			-----	-----			
			143178	3132301			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
MERCURY AIR GROUP INC	COM	589354109	563	150000	SH	DEFINED	85		
			-----	-----					
			563	150000					
MERCURY COMPUTER SYS	COM	589378108	2360	100000	SH	DEFINED	85		
			-----	-----					

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				2360	100000		
MERCURY INTERACTIVE CORP	COM	589405109	660	38490	SH	DEFINED	1
			59	3450	SH	DEFINED	19
			2437	142000	SH	DEFINED	85
			-----	-----			
			3156	183940			
MEREDITH CORP	COM	589433101	121	2800	SH	DEFINED	1
			155	3600	SH	DEFINED	85
			-----	-----			
			276	6400			
MERIDIAN DIAGNOSTICS INC	SDCV	7.000% 9 589602AB7	3100	40000	SH	DEFINED	19
			-----	-----			
			3100	40000			
MERITAGE HOSPITALITY GROUP I	COM	59000K101	372	63588	SH	DEFINED	19
			-----	-----			
			372	63588			
MERRILL LYNCH & CO INC	COM	590188108	1886	57225	SH	DEFINED	1
			603	18300	SH	DEFINED	15
			845	25655	SH	DEFINED	2
			27	815	SH	DEFINED	10
			1074	32608	SH	DEFINED	19
			8583	260475	SH	DEFINED	85
			-----	-----			
			13018	395078			
METHODE ELECTRS INC	CL A	591520200	1377	150000	SH	DEFINED	85
			-----	-----			
			1377	150000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA	

METLIFE INC	COM	59156R108	144	6322	SH	DEFINED	1			
			93	4072	SH	DEFINED	15			
			11	477	SH	DEFINED	5			
			430	18881	SH	DEFINED	19			
			2110	92700	SH	DEFINED	85			
			-----	-----						
			2787	122452						
MICHAELS STORES INC	COM	594087108	1993	43615	SH	DEFINED	1			
			185	4049	SH	DEFINED	19			
			9492	207700	SH	DEFINED	85			
			-----	-----						
			11670	255364						
MICROSOFT CORP	COM	594918104	115520	2641063	SH	DEFINED	1			
			7264	166083	SH	DEFINED	15			

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			5522	126247	SH	DEFINED	2
			1108	25324	SH	DEFINED	5
			1779	40681	SH	DEFINED	10
			17343	396507	SH	DEFINED	19
			72302	1653000	SH	DEFINED	85
			-----	-----			
			220839	5048905			
MICROCHIP TECHNOLOGY INC	COM	595017104	5156	252104	SH	DEFINED	1
			301	14729	SH	DEFINED	2
			21	1012	SH	DEFINED	10
			556	27180	SH	DEFINED	19
			12439	608250	SH	DEFINED	85
			-----	-----			
			18472	903275			
MICRON TECHNOLOGY INC	COM	595112103	123	9970	SH	DEFINED	1
			183	14755	SH	DEFINED	19
			1639	132500	SH	DEFINED	85
			-----	-----			
			1945	157225			
MICROSEMI CORP	COM	595137100	17	3050	SH	DEFINED	2
			842	150000	SH	DEFINED	85
			-----	-----			
			859	153050			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
			-----	-----	-----	-----			
MID ATLANTIC MED SVCS INC	COM	59523C107	36	1000	SH	DEFINED	2		
			3620	100000	SH	DEFINED	85		
			-----	-----					
			3656	101000					
MIDCAP SPDR TR	UNIT SER 1	595635103	26	350	SH	DEFINED	1		
			45	600	SH	DEFINED	10		
			152	2048	SH	DEFINED	19		
			-----	-----					
			223	2998					
MILACRON INC	COM	598709103	113	25086	SH	DEFINED	1		
			5	1100	SH	DEFINED	19		
			-----	-----					
			118	26186					
MILLENNIUM PHARMACEUTICALS I	COM	599902103	1212	130000	SH	DEFINED	85		
			-----	-----					
			1212	130000					
MILLER HERMAN INC	COM	600544100	7	400	SH	DEFINED	15		
			349	19656	SH	DEFINED	19		
			-----	-----					

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			356	20056		
MIRANT CORP	COM	604675108	9	4146 SH	DEFINED	1
			2	803 SH	DEFINED	15
			32	14643 SH	DEFINED	19
			71	31974 SH	DEFINED	85
			-----	-----		
			114	51566		
MOLEX INC	COM	608554101	165	6997 SH	DEFINED	1
			7	300 SH	DEFINED	19
			326	13875 SH	DEFINED	85
			-----	-----		
			498	21172		
MONACO COACH CORP	COM	60886R103	6	300 SH	DEFINED	1
			2003	100000 SH	DEFINED	85
			-----	-----		
			2009	100300		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN		
	MONSANTO CO NEW	COM	61166W101	288	18842 SH		DEFINED	1	
				25	1622 SH		DEFINED	15	
				1	85 SH		DEFINED	10	
				5192	339597 SH		DEFINED	19	
				242	15850 SH		DEFINED	85	
				-----	-----				
				5749	375996				
	MOODYS CORP	COM	615369105	778	16050 SH		DEFINED	1	
				15	300 SH		DEFINED	15	
				387	7988 SH		DEFINED	19	
				537	11065 SH		DEFINED	85	
				-----	-----				
				1717	35403				
	MORGAN STANLEY	COM NEW	617446448	852	25140 SH		DEFINED	1	
				312	9212 SH		DEFINED	15	
				7	200 SH		DEFINED	2	
				41	1202 SH		DEFINED	5	
				13124	387363 SH		DEFINED	19	
				5944	175432 SH		DEFINED	85	
				-----	-----				
				20279	598549				
	MORGAN STANLEY	MUN PREM INCOM	61745P429	88	9470 SH		DEFINED	1	
				89	9600 SH		DEFINED	10	
				5	560 SH		DEFINED	19	
				-----	-----				
				183	19630				

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MORGAN STANLEY	MUN INC OPP II	61745P445	108	13450	SH	DEFINED 1
			56	7000	SH	DEFINED 19
			-----	-----		
			164	20450		
MOTOROLA INC	COM	620076109	1205	118367	SH	DEFINED 1
			238	23400	SH	DEFINED 15
			20	1918	SH	DEFINED 2
			221	21690	SH	DEFINED 5
			54	5350	SH	DEFINED 10
			2615	256856	SH	DEFINED 19
			3357	329780	SH	DEFINED 85
-----	-----					
			7710	757361		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
	MOVADO GROUP INC	COM	624580106	325	20000	SH	DEFINED 85		
				-----	-----				
				325	20000				
	MUELLER INDS INC	COM	624756102	16	612	SH	DEFINED 1		
				1943	75000	SH	DEFINED 85		
				-----	-----				
				1958	75612				
	MULTEX COM INC	COM	625367107	1046	332000	SH	DEFINED 85		
				-----	-----				
				1046	332000				
	MUNIYIELD MICH INSD FD INC	COM	62630J106	269	18000	SH	DEFINED 1		
				144	9612	SH	DEFINED 19		
				-----	-----				
				413	27612				
	MUNIYIELD MICH INSD FD II IN	COM	626300107	284	20000	SH	DEFINED 1		
				198	13913	SH	DEFINED 19		
				-----	-----				
				482	33913				
	MUNIYIELD QUALITY FD INC	COM	626302103	27	1830	SH	DEFINED 1		
				111	7650	SH	DEFINED 15		
				111	7668	SH	DEFINED 19		
				-----	-----				
				249	17148				
	MYLAN LABS INC	COM	628530107	230	7025	SH	DEFINED 1		
				22	685	SH	DEFINED 15		
				15	452	SH	DEFINED 19		
				-----	-----				
				267	8162				

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NBTY INC	COM	628782104	1	90	SH	DEFINED	1
			1623	125000	SH	DEFINED	85
			-----	-----			
			1624	125090			
NCO GROUP INC	COM	628858102	1139	100000	SH	DEFINED	85
			-----	-----			
			1139	100000			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	O	MA
NCR CORP NEW	COM	62886E108	89	4475	SH	DEFINED	1		
			3	133	SH	DEFINED	15		
			2	112	SH	DEFINED	5		
			43	2148	SH	DEFINED	19		
			141	7100	SH	DEFINED	85		
			-----	-----					
			277	13968					
NASDAQ 100 TR	UNIT SER 1	631100104	283	13676	SH	DEFINED	1		
			223	10739	SH	DEFINED	2		
			1	50	SH	DEFINED	5		
			269	12974	SH	DEFINED	19		
			-----	-----					
			776	37439					
NATIONAL CITY CORP	COM	635405103	13931	488310	SH	DEFINED	1		
			946	33144	SH	DEFINED	15		
			44	1532	SH	DEFINED	2		
			3148	110351	SH	DEFINED	19		
			2228	78100	SH	DEFINED	85		
			-----	-----					
			20297	711437					
NATIONAL COMMERCE FINL CORP	COM	63545P104	55431	2212828	SH	DEFINED	1		
			1916	76495	SH	DEFINED	15		
			2406	96040	SH	DEFINED	2		
			298	11900	SH	DEFINED	10		
			4446	177481	SH	DEFINED	19		
			10916	435765	SH	DEFINED	85		
			-----	-----					
			75413	3010509					
NATIONAL FUEL GAS CO N J	COM	636180101	290	14596	SH	DEFINED	1		
			61	3080	SH	DEFINED	19		
			-----	-----					
			351	17676					
NATIONAL SEMICONDUCTOR CORP	COM	637640103	21	1800	SH	DEFINED	1		
			27	2225	SH	DEFINED	19		
			154	12900	SH	DEFINED	85		
			-----	-----					

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			FORM 13F								
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP								
PAGE	96 OF	151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O

			NAUTILUS GROUP INC	COM	63910B102	1282	65730	SH		DEFINED	1
						134	6850	SH		DEFINED	19
						3861	198000	SH		DEFINED	85
						-----	-----				
						5276	270580				
			NEIMAN MARCUS GROUP INC	CL A	640204202	1260	48000	SH		DEFINED	85
						-----	-----				
						1260	48000				
			NEIMAN MARCUS GROUP INC	CL B	640204301	274	11200	SH		DEFINED	85
						-----	-----				
						274	11200				
			NETWORK APPLIANCE INC	COM	64120L104	56	7586	SH		DEFINED	1
						11	1500	SH		DEFINED	19
						432	59000	SH		DEFINED	85
						-----	-----				
						499	68086				
			NEW JERSEY RES	COM	646025106	1974	60000	SH		DEFINED	85
						-----	-----				
						1974	60000				
			NEW YORK TIMES CO	CL A	650111107	21	455	SH		DEFINED	1
						359	7890	SH		DEFINED	19
						869	19125	SH		DEFINED	85
						-----	-----				
						1249	27470				
			NEWELL RUBBERMAID INC	COM	651229106	566	18349	SH		DEFINED	1
						127	4100	SH		DEFINED	15
						2	51	SH		DEFINED	2
						25	800	SH		DEFINED	5
						6556	212374	SH		DEFINED	19
						592	19180	SH		DEFINED	85
						-----	-----				
						7867	254854				
			NEWFIELD EXPL CO	COM	651290108	2519	75000	SH		DEFINED	85
						-----	-----				
						2519	75000				

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			FORM 13F						
PAGE	97 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
NEWMONT MINING CORP	COM	651639106	228	8276	SH		DEFINED	1	
			3	119	SH		DEFINED	15	
			193	7000	SH		DEFINED	19	
			1062	38615	SH		DEFINED	85	
			-----	-----	-----	-----			
			1486	54010					
NEXTEL COMMUNICATIONS INC	CL A	65332V103	46	6042	SH		DEFINED	1	
			8	1000	SH		DEFINED	10	
			74	9800	SH		DEFINED	19	
			442	58600	SH		DEFINED	85	
			-----	-----	-----	-----			
			570	75442					
NICOR INC	COM	654086107	146	5172	SH		DEFINED	1	
			3	112	SH		DEFINED	15	
			296	10481	SH		DEFINED	19	
			99	3500	SH		DEFINED	85	
			-----	-----	-----	-----			
			543	19265					
NIKE INC	CL B	654106103	1	16	SH		DEFINED	1	
			1	15	SH		DEFINED	15	
			214	4946	SH		DEFINED	19	
			1770	41000	SH		DEFINED	85	
			-----	-----	-----	-----			
			1985	45977					
99 CENTS ONLY STORES	COM	65440K106	2070	100000	SH		DEFINED	85	
-----	-----	-----	-----	-----					
			2070	100000					
NISOURCE INC	COM	65473P105	28075	1629433	SH		DEFINED	1	
			3357	194847	SH		DEFINED	15	
			731	42403	SH		DEFINED	2	
			7	415	SH		DEFINED	5	
			3950	229230	SH		DEFINED	19	
			543	31519	SH		DEFINED	85	
			-----	-----	-----	-----			
			36663	2127847					

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			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
NOKIA CORP	SPONSORED ADR	654902204	3523	265921	SH		DEFINED	1	
			980	73925	SH		DEFINED	15	
			29	2200	SH		DEFINED	2	

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			334	25232	SH	DEFINED	5
			30	2300	SH	DEFINED	10
			723	54601	SH	DEFINED	19
			-----	-----			
			5620	424179			
NORDSTROM INC	COM	655664100	27	1500	SH	DEFINED	1
			59	3273	SH	DEFINED	19
			174	9700	SH	DEFINED	85
			-----	-----			
			260	14473			
NORFOLK SOUTHERN CORP	COM	655844108	1346	66666	SH	DEFINED	1
			124	6124	SH	DEFINED	15
			607	30083	SH	DEFINED	19
			563	27900	SH	DEFINED	85
			-----	-----			
			2640	130773			
NORTEL NETWORKS CORP NEW	COM	656568102	8	14110	SH	DEFINED	1
			2	3004	SH	DEFINED	15
			0	250	SH	DEFINED	5
			4	8150	SH	DEFINED	19
			-----	-----			
			14	25514			
NORTH CTRY FINL CORP	COM	658788104	223	39486	SH	DEFINED	19
			-----	-----			
			223	39486			
NORTH FORK BANCORPORATION NY	COM	659424105	63935	1689605	SH	DEFINED	1
			310	8195	SH	DEFINED	15
			924	24410	SH	DEFINED	2
			1211	32000	SH	DEFINED	10
			550	14525	SH	DEFINED	19
			6524	172400	SH	DEFINED	85
			-----	-----			
			73453	1941135			
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	475	12900	SH	DEFINED	19
			-----	-----			
			475	12900			

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		FORM 13F						
PAGE 99 OF 151		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	O MA	
			-----	-----	-----	-----	-----	
NORTHERN TR CORP	COM	665859104	32469	860801	SH	DEFINED	1	
			2384	63192	SH	DEFINED	15	
			1639	43444	SH	DEFINED	2	
			354	9390	SH	DEFINED	5	
			181	4800	SH	DEFINED	10	
			5616	148886	SH	DEFINED	19	
			28150	746285	SH	DEFINED	85	
			-----	-----				

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		70793		1876798			
NORTHROP GRUMMAN CORP	COM	666807102	63	510	SH	DEFINED	1
			37	300	SH	DEFINED	10
			158	1270	SH	DEFINED	19
			1005	8100	SH	DEFINED	85

		1263		10180			
NORTHWEST PIPE CO	COM	667746101	895	50000	SH	DEFINED	85

		895		50000			
NORTHWESTERN CORP	COM	668074107	35	3588	SH	DEFINED	19
			488	50000	SH	DEFINED	85

			523		53588		
NOVELL INC	COM	670006105	18	8700	SH	DEFINED	1
			2	967	SH	DEFINED	19
			1492	710400	SH	DEFINED	85

		1512		720067			
NOVELLUS SYS INC	COM	670008101	4	216	SH	DEFINED	1
			65	3106	SH	DEFINED	19
			425	20400	SH	DEFINED	85

		494		23722			
NOVEN PHARMACEUTICALS INC	COM	670009109	18	1500	SH	DEFINED	2
			1530	125000	SH	DEFINED	85

			1548		126500		

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				FORM 13F					
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	SH/ CALL	DSCRETN		MA
-----		-----	-----	-----	-----	-----	-----	-----	-----
NUCOR CORP	COM	670346105	32	850	SH	DEFINED	1		
			454	11979	SH	DEFINED	19		
			524	13825	SH	DEFINED	85		

		1010		26654					
NUVEEN PREM INCOME MUN FD	COM	67062T100	31	2065	SH	DEFINED	1		
			258	17300	SH	DEFINED	19		

		288		19365					
NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	108	7222	SH	DEFINED	1		
			30	2000	SH	DEFINED	15		
			15	1000	SH	DEFINED	19		

		153		10222					

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NUVEEN PREM INCOME MUN FD 2	COM	67063W102	107	7000	SH	DEFINED	10
			65	4235	SH	DEFINED	19
			-----	-----			
			171	11235			
NVIDIA CORP	COM	67066G104	365	42640	SH	DEFINED	1
			42	4900	SH	DEFINED	19
			1436	167700	SH	DEFINED	85
			-----	-----			
			1842	215240			
NUVEEN DIV ADVANTAGE MUN FD	COM	67070F100	49	3300	SH	DEFINED	1
			101	6800	SH	DEFINED	19
			-----	-----			
			151	10100			
OM GROUP INC	COM	670872100	6819	159327	SH	DEFINED	1
			1201	28050	SH	DEFINED	15
			1243	29035	SH	DEFINED	2
			41	950	SH	DEFINED	5
			1885	44045	SH	DEFINED	19
			9426	220245	SH	DEFINED	85
			-----	-----			
			20615	481652			

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PAGE	101 OF	151	FORM 13F							
			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
			-----	-----	-----	-----	-----	-----	-----	
			NUVEEN MUN VALUE FD INC	COM	670928100	100	10299	SH	DEFINED	1
						197	20260	SH	DEFINED	15
						170	17566	SH	DEFINED	19
						-----	-----			
						467	48125			
			NUVEEN MICH QUALITY INCOME M	COM	670979103	216	13640	SH	DEFINED	1
						1444	91151	SH	DEFINED	19
						-----	-----			
						1660	104791			
			NUVEEN OHIO QUALITY INCOME M	COM	670980101	878	49171	SH	DEFINED	1
						-----	-----			
						878	49171			
			NUVEEN INSD MUN OPPORTUNITY	COM	670984103	54	3350	SH	DEFINED	1
						70	4400	SH	DEFINED	15
						177	11075	SH	DEFINED	19
						-----	-----			
						301	18825			
			NUVEEN MICH PREM INCOME MUN	COM	67101Q109	686	44661	SH	DEFINED	19
						-----	-----			
						686	44661			

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OAK TECHNOLOGY INC	COM	671802106	143	45000	SH	DEFINED	85
			-----	-----			
			143	45000			
OCCIDENTAL PETE CORP DEL	COM	674599105	18	629	SH	DEFINED	1
			34	1190	SH	DEFINED	15
			298	10493	SH	DEFINED	19
			763	26900	SH	DEFINED	85
			-----	-----			
			1113	39212			
OCEANEERING INTL INC	COM	675232102	38	1500	SH	DEFINED	2
			2545	100000	SH	DEFINED	85
			-----	-----			
			2583	101500			
ODETICS INC DEL	CL A	676065204	61	61800	SH	DEFINED	85
			-----	-----			
			61	61800			

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		FORM 13F							
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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN		
	OFFICE DEPOT INC	COM	676220106	52	4233	SH	DEFINED	1	
				6	500	SH	DEFINED	10	
				125	10158	SH	DEFINED	19	
				274	22200	SH	DEFINED	85	
				-----	-----				
				458	37091				
	OGLEBAY NORTON CO	COM	677007106	2	172	SH	DEFINED	19	
				359	33000	SH	DEFINED	85	
				-----	-----				
				361	33172				
	OHIO CAS CORP	COM	677240103	461	28306	SH	DEFINED	1	
				58	3569	SH	DEFINED	5	
				-----	-----				
				519	31875				
	OLD NATL BANCORP IND	COM	680033107	4485	180429	SH	DEFINED	15	
				206	8284	SH	DEFINED	5	
				-----	-----				
				4691	188713				
	OLD SECOND BANCORP INC ILL	COM	680277100	2195	57501	SH	DEFINED	19	
				-----	-----				
				2195	57501				
	OLIN CORP	COM PAR \$1	680665205	11	651	SH	DEFINED	1	
				3	200	SH	DEFINED	19	
				1229	75000	SH	DEFINED	85	
				-----	-----				

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			1242	75851		
OLYMPIC STEEL INC	COM	68162K106	788	279500	SH	DEFINED 85
			-----	-----		
			788	279500		
OMNICOM GROUP INC	COM	681919106	34337	616685	SH	DEFINED 1
			1752	31461	SH	DEFINED 15
			2776	49860	SH	DEFINED 2
			230	4135	SH	DEFINED 5
			290	5212	SH	DEFINED 10
			1915	34387	SH	DEFINED 19
			16616	298415	SH	DEFINED 85
			-----	-----		
			57916	1040155		

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				FORM 13F					
PAGE	103 OF 151	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVTMT	O
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DISCRETN		MA
-----		-----	-----	-----	-----	-----	-----	-----	-----
ON ASSIGNMENT INC	COM	682159108	22	2600	SH	DEFINED 2			
			827	100000	SH	DEFINED 85			
			-----	-----					
			849	102600					
ONYX PHARMACEUTICALS INC	COM	683399109	47	11000	SH	DEFINED 19			
			-----	-----					
			47	11000					
ORACLE CORP	COM	68389X105	22715	2889969	SH	DEFINED 1			
			1367	173912	SH	DEFINED 15			
			871	110785	SH	DEFINED 2			
			2118	269436	SH	DEFINED 5			
			716	91100	SH	DEFINED 10			
			2321	295344	SH	DEFINED 19			
			6151	782548	SH	DEFINED 85			
			-----	-----					
			36259	4613094					
ORTHOLOGIC CORP	COM	68750J107	443	114400	SH	DEFINED 85			
			-----	-----					
			443	114400					
ORTHODONTIC CTRS AMER INC	COM	68750P103	16	1500	SH	DEFINED 2			
			1605	150000	SH	DEFINED 85			
			-----	-----					
			1621	151500					
OSTEOTECH INC	COM	688582105	3	500	SH	DEFINED 1			
			302	58500	SH	DEFINED 85			
			-----	-----					
			304	59000					
OUTBACK STEAKHOUSE INC	COM	689899102	491	17872	SH	DEFINED 1			
			359	13075	SH	DEFINED 2			

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			10	365	SH	DEFINED	10
			1648	59975	SH	DEFINED	19
			2509	91287			
OVERLAND STORAGE INC	COM	690310107	854	78600	SH	DEFINED	85
			854	78600			

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PAGE	104 OF	151	FORM 13F						
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT DSCRETN	MA	
OVERSEAS SHIPHOLDING GROUP I			COM	690368105	1146	75000	SH	DEFINED 85	
					1146	75000			
OWENS CORNING			COM	69073F103	65	61000	SH	DEFINED 1	
					65	61000			
OWENS & MINOR INC NEW			COM	690732102	2144	150000	SH	DEFINED 85	
					2144	150000			
OWENS ILL INC			COM NEW	690768403	731	64609	SH	DEFINED 1	
					1	102	SH	DEFINED 19	
					733	64711			
PG&E CORP			COM	69331C108	16	1420	SH	DEFINED 1	
					61	5459	SH	DEFINED 19	
					315	28000	SH	DEFINED 85	
					393	34879			
PMC-SIERRA INC			COM	69344F106	169	43650	SH	DEFINED 1	
					1	300	SH	DEFINED 15	
					2	400	SH	DEFINED 2	
					17	4400	SH	DEFINED 19	
					372	96000	SH	DEFINED 85	
					562	144750			
PNC FINL SVCS GROUP INC			COM	693475105	5711	135439	SH	DEFINED 1	
					112	2666	SH	DEFINED 15	
					33	784	SH	DEFINED 2	
					103	2451	SH	DEFINED 5	
					357	8468	SH	DEFINED 19	
					1712	40600	SH	DEFINED 85	
					8030	190408			

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NAME OF ISSUER			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT	DSCRETN	O MA	
PPG INDS INC	COM	693506107	7310	163539	SH		DEFINED	1	
			217	4854	SH		DEFINED	15	
			63	1400	SH		DEFINED	2	
			317	7091	SH		DEFINED	19	
			541	12100	SH		DEFINED	85	
			-----	-----	-----	8448	188984		
PPL CORP	COM	69351T106	75	2300	SH		DEFINED	1	
			96	2950	SH		DEFINED	15	
			62	1900	SH		DEFINED	19	
			820	25200	SH		DEFINED	85	
			-----	-----	-----	1053	32350		
PACCAR INC	COM	693718108	46	1350	SH		DEFINED	1	
			4	105	SH		DEFINED	19	
			281	8325	SH		DEFINED	85	
			-----	-----	-----	330	9780		
PACTIV CORP	COM	695257105	31	1914	SH		DEFINED	1	
			197	11959	SH		DEFINED	19	
			706	42900	SH		DEFINED	85	
			-----	-----	-----	934	56773		
PALL CORP	COM	696429307	1308	82834	SH		DEFINED	1	
			127	8060	SH		DEFINED	15	
			330	20910	SH		DEFINED	2	
			26	1645	SH		DEFINED	5	
			29	1845	SH		DEFINED	10	
			204	12939	SH		DEFINED	19	
			2517	159424	SH		DEFINED	85	
			-----	-----	-----	4542	287657		
PALM INC	COM	696642107	12	15658	SH		DEFINED	1	
			2	2400	SH		DEFINED	15	
			0	248	SH		DEFINED	2	
			0	40	SH		DEFINED	5	
			2	2920	SH		DEFINED	19	
			-----	-----	-----	16	21266		

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NAME OF ISSUER			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT	DSCRETN	O MA	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
PANERA BREAD CO	CL A	69840W108	927	34325	SH			DEFINED	1
			19	700	SH			DEFINED	15
			73	2700	SH			DEFINED	19
			2668	98800	SH			DEFINED	85
			3686	136525					
PARAMETRIC TECHNOLOGY CORP	COM	699173100	3	1415	SH			DEFINED	1
			37	20326	SH			DEFINED	85
			39	21741					
PARK ELECTROCHEMICAL CORP	COM	700416209	1253	75000	SH			DEFINED	85
			1253	75000					
PARK NATL CORP	COM	700658107	1767	18860	SH			DEFINED	1
			1767	18860					
PARKER HANNIFIN CORP	COM	701094104	91	2374	SH			DEFINED	1
			19	500	SH			DEFINED	10
			151	3949	SH			DEFINED	19
			322	8425	SH			DEFINED	85
			583	15248					
PAXAR CORP	COM	704227107	94	6493	SH			DEFINED	19
			1454	100000	SH			DEFINED	85
			1548	106493					
PAYCHEX INC	COM	704326107	16819	692990	SH			DEFINED	1
			144	5952	SH			DEFINED	19
			885	36450	SH			DEFINED	85
			17848	735392					
PEABODY ENERGY CORP	COM	704549104	4	150	SH			DEFINED	2
			1275	50000	SH			DEFINED	85
			1279	50150					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	AMT	SH/ PRN	PUT/ CALL	INVSTMT	DSCRETN	O	MA
PEMSTAR INC	COM	706552106	0	200	SH			DEFINED	5		
			221	183000	SH			DEFINED	85		
			222	183200							

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PENN NATL GAMING INC	COM	707569109	1	55	SH	DEFINED	1
			1888	100000	SH	DEFINED	85
			-----	-----			
			1889	100055			
PENNEY J C INC	COM	708160106	55	3440	SH	DEFINED	1
			8	500	SH	DEFINED	5
			311	19560	SH	DEFINED	19
			544	34200	SH	DEFINED	85
			-----	-----			
			919	57700			
PEOPLES BANCORP INC	COM	709789101	905	35228	SH	DEFINED	1
			-----	-----			
			905	35228			
PEOPLES ENERGY CORP	COM	711030106	112	3313	SH	DEFINED	1
			18	533	SH	DEFINED	15
			12	343	SH	DEFINED	5
			458	13608	SH	DEFINED	19
			84	2500	SH	DEFINED	85
			-----	-----			
			684	20297			
PEOPLESOFT INC	COM	712713106	27	2208	SH	DEFINED	1
			64	5161	SH	DEFINED	19
			427	34500	SH	DEFINED	85
			-----	-----			
			518	41869			
PEPCO HOLDINGS INC	COM	713291102	1527	76523	SH	DEFINED	1
			164	8210	SH	DEFINED	15
			651	32645	SH	DEFINED	2
			17	870	SH	DEFINED	5
			29	1465	SH	DEFINED	10
			456	22843	SH	DEFINED	19
			918	46000	SH	DEFINED	85
			-----	-----			
						3762	188556

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NAME OF ISSUER			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA			
PEPSI BOTTLING GROUP INC	COM	713409100	12	525	SH	DEFINED	1			
			475	20300	SH	DEFINED	85			
			-----	-----						
			487	20825						
PEPSICO INC	COM	713448108	36516	988257	SH	DEFINED	1			
			5126	138736	SH	DEFINED	15			
			1543	41771	SH	DEFINED	2			
			1592	43084	SH	DEFINED	5			
			107	2890	SH	DEFINED	10			
			9621	260383	SH	DEFINED	19			

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			11804	319450	SH	DEFINED	85
			-----	-----			
			66310	1794571			
PERCEPTRON INC	COM	71361F100	34	25000	SH	DEFINED	1
			121	90213	SH	DEFINED	85
			-----	-----			
			154	115213			
PERICOM SEMICONDUCTOR CORP	COM	713831105	647	75000	SH	DEFINED	85
			-----	-----			
			647	75000			
PERKINELMER INC	COM	714046109	382	70145	SH	DEFINED	1
			295	54045	SH	DEFINED	2
			8	1495	SH	DEFINED	10
			165	30261	SH	DEFINED	19
			55	10125	SH	DEFINED	85
			-----	-----			
			905	166071			
PERRIGO CO	COM	714290103	1150	108209	SH	DEFINED	19
			-----	-----			
			1150	108209			
PFIZER INC	COM	717081103	144352	4974234	SH	DEFINED	1
			6680	230178	SH	DEFINED	15
			5269	181567	SH	DEFINED	2
			1549	53370	SH	DEFINED	5
			1884	64930	SH	DEFINED	10
			23373	805402	SH	DEFINED	19
			43733	1507005	SH	DEFINED	85
			-----	-----			
			226840	7816686			

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		FORM 13F							
PAGE 109 OF 151		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
PHARMACEUTICAL PROD DEV INC	COM	717124101	967	50000	SH	DEFINED	85		
			-----	-----					
			967	50000					
PHARMACEUTICAL RES INC	COM	717125108	2798	100000	SH	DEFINED	85		
			-----	-----					
			2798	100000					
PHARMACOPEIA INC	COM	71713B104	1	115	SH	DEFINED	1		
			21	2350	SH	DEFINED	2		
			3021	341000	SH	DEFINED	85		
			-----	-----					
			3043	343465					
PHARMACIA CORP	COM	71713U102	4347	111809	SH	DEFINED	1		
			384	9870	SH	DEFINED	15		

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			19	500	SH	DEFINED	10
			79254	2038422	SH	DEFINED	19
			6528	167912	SH	DEFINED	85
			-----	-----			
			90533	2328513			
PHELPS DODGE CORP	COM	717265102	7	280	SH	DEFINED	1
			1	53	SH	DEFINED	15
			26	1000	SH	DEFINED	2
			32	1250	SH	DEFINED	19
			162	6317	SH	DEFINED	85
			-----	-----			
			228	8900			
PHILADELPHIA CONS HLDG CORP	COM	717528103	46	1543	SH	DEFINED	19
			1475	50000	SH	DEFINED	85
			-----	-----			
			1521	51543			
PHILIP MORRIS COS INC	COM	718154107	6715	173062	SH	DEFINED	1
			35	900	SH	DEFINED	15
			135	3475	SH	DEFINED	2
			130	3359	SH	DEFINED	5
			4028	103812	SH	DEFINED	19
			10518	271070	SH	DEFINED	85
			-----	-----			
			21560	555678			

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PAGE	110 OF 151	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA	

	PHOENIX COS INC NEW	COM	71902E109	180	13217	SH	DEFINED	1	
				0	22	SH	DEFINED	2	
				68	5017	SH	DEFINED	19	
				-----	-----				
				249	18256				
	PHOTON DYNAMICS INC	COM	719364101	1397	75000	SH	DEFINED	85	
				-----	-----				
				1397	75000				
	PHOTRONICS INC	COM	719405102	755	75000	SH	DEFINED	85	
				-----	-----				
				755	75000				
	PIER 1 IMPORTS INC	COM	720279108	1907	100000	SH	DEFINED	85	
				-----	-----				
				1907	100000				
	PINNACLE WEST CAP CORP	COM	723484101	6	207	SH	DEFINED	1	
				41	1485	SH	DEFINED	15	
				1	50	SH	DEFINED	19	
				169	6100	SH	DEFINED	85	
				-----	-----				

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			218	7842		
PIONEER INTREST SHS	COM	723703104	34	2808	SH	DEFINED 1
			1082	90700	SH	DEFINED 85
			-----	-----		
			1116	93508		
PITNEY BOWES INC	COM	724479100	10458	342998	SH	DEFINED 1
			40	1300	SH	DEFINED 15
			279	9150	SH	DEFINED 2
			37	1200	SH	DEFINED 5
			608	19950	SH	DEFINED 10
			447	14652	SH	DEFINED 19
			1366	44800	SH	DEFINED 85
			-----	-----		
			13234	434050		
PIXELWORKS INC	COM	72581M107	77	15000	SH	DEFINED 85
			-----	-----		
			77	15000		

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				FORM 13F					
PAGE	111 OF 151	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/ PUT/	INVSTMT		
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN		MA
	-----	-----	-----	-----	-----	-----	-----	-----	-----
	PLANTRONICS INC NEW	COM	727493108	8	500	SH	DEFINED 19		
				2445	150000	SH	DEFINED 85		
				-----	-----				
				2453	150500				
	PLEXUS CORP	COM	729132100	1619	175000	SH	DEFINED 85		
				-----	-----				
				1619	175000				
	PLUM CREEK TIMBER CO INC	COM	729251108	100	4435	SH	DEFINED 1		
				23	1000	SH	DEFINED 15		
				7	300	SH	DEFINED 5		
				291	12889	SH	DEFINED 19		
				1250	55300	SH	DEFINED 85		
				-----	-----				
				1671	73924				
	POLARIS INDS INC	COM	731068102	22	360	SH	DEFINED 19		
				3100	50000	SH	DEFINED 85		
				-----	-----				
				3122	50360				
	PRAXAIR INC	COM	74005P104	4389	85865	SH	DEFINED 1		
				769	15043	SH	DEFINED 15		
				5	99	SH	DEFINED 2		
				33	645	SH	DEFINED 5		
				59	1150	SH	DEFINED 10		
				659	12902	SH	DEFINED 19		
				3711	72600	SH	DEFINED 85		

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		-----		-----			
		9624	188304				
PRICE LEGACY CORP	COM	74144P106	611	208400	SH	DEFINED	85

		611	208400				
PRICE T ROWE GROUP INC	COM	74144T108	7966	319142	SH	DEFINED	1

		912	36525	SH	DEFINED	15	
		347	13920	SH	DEFINED	2	
		31	1245	SH	DEFINED	5	
		36	1450	SH	DEFINED	10	
		650	26045	SH	DEFINED	19	
		8760	350950	SH	DEFINED	85	

		18702	749277				

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				FORM 13F					
PAGE 112 OF 151		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/ PUT/	INVSTMT	O	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	
-----		-----		-----		-----		-----	
PRIME HOSPITALITY CORP	COM	741917108	2942	358800	SH	DEFINED	85		

		2942	358800						
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	220	8399	SH	DEFINED	1		

		18	675	SH	DEFINED	15			
		675	25800	SH	DEFINED	85			

		913	34874						
PRIORITY HEALTHCARE CORP	CL B	74264T102	3150	125000	SH	DEFINED	85		

		3150	125000						
PROCTER & GAMBLE CO	COM	742718109	821099	9186603	SH	DEFINED	1		

		5454	61020	SH	DEFINED	15			
		4274	47814	SH	DEFINED	2			
		7337	82092	SH	DEFINED	5			
		5103	57091	SH	DEFINED	10			
		8752	97917	SH	DEFINED	19			
		15078	168700	SH	DEFINED	85			

		867097	9701237						
PROGRESS ENERGY INC	COM	743263105	519	12703	SH	DEFINED	1		

		8	200	SH	DEFINED	15			
		4	100	SH	DEFINED	2			
		453	11083	SH	DEFINED	19			
		651	15937	SH	DEFINED	85			

		1636	40023						
PROGRESS SOFTWARE CORP	COM	743312100	1815	150000	SH	DEFINED	85		

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			1815	150000		
PROGRESSIVE CORP OHIO	COM	743315103	137	2710	SH	DEFINED 1
			2	45	SH	DEFINED 19
			800	15800	SH	DEFINED 85
			-----	-----		
			939	18555		
PROQUEST COMPANY	COM	74346P102	1518	50000	SH	DEFINED 85
			-----	-----		
			1518	50000		

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
	-----	-----	-----	-----	-----	-----	-----	-----
	PROVIDENT FINL GROUP INC	COM	743866105	1786	71186	SH	DEFINED 1	
				5	200	SH	DEFINED 5	
				36	1453	SH	DEFINED 19	
				-----	-----			
				1828	72839			
	PROVINCE HEALTHCARE CO	COM	743977100	36	2100	SH	DEFINED 2	
				4502	262500	SH	DEFINED 85	
				-----	-----			
				4538	264600			
	PROVIDIAN FINL CORP	COM	74406A102	27	5550	SH	DEFINED 1	
				153	31236	SH	DEFINED 15	
				116	23600	SH	DEFINED 19	
				110	22500	SH	DEFINED 85	
				-----	-----			
				406	82886			
	PRUDENTIAL FINL INC	COM	744320102	100	3492	SH	DEFINED 1	
				70	2439	SH	DEFINED 15	
				30	1053	SH	DEFINED 10	
				69	2411	SH	DEFINED 19	
				1202	42100	SH	DEFINED 85	
				-----	-----			
				1471	51495			
	PUBLIC SVC ENTERPRISE GROUP	COM	744573106	65	2120	SH	DEFINED 1	
				30	983	SH	DEFINED 15	
				241	7903	SH	DEFINED 19	
				848	27800	SH	DEFINED 85	
				-----	-----			
				1184	38806			
	PUBLIC STORAGE INC	COM A DP1/1000	74460D729	411	15000	SH	DEFINED 85	
				-----	-----			
				411	15000			
	PURCHASEPRO COM	COM NEW	746144302	2	49717	SH	DEFINED 2	
				0	16	SH	DEFINED 5	

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			FORM 13F						
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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
	PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	43	6859	SH	DEFINED	1	
				3	400	SH	DEFINED	15	
				19	3000	SH	DEFINED	10	
				45	7140	SH	DEFINED	19	
				-----	-----				
				110	17399				
	QLT INC	COM	746927102	2	250	SH	DEFINED	15	
				961	125000	SH	DEFINED	85	
				-----	-----				
				963	125250				
	QLOGIC CORP	COM	747277101	5210	200082	SH	DEFINED	1	
				23	900	SH	DEFINED	15	
				155	5943	SH	DEFINED	2	
				16	600	SH	DEFINED	5	
				109	4200	SH	DEFINED	10	
				212	8139	SH	DEFINED	19	
				5685	218300	SH	DEFINED	85	
				-----	-----				
				11410	438164				
	QUALCOMM INC	COM	747525103	1691	61213	SH	DEFINED	1	
				13	485	SH	DEFINED	15	
				220	7983	SH	DEFINED	2	
				280	10139	SH	DEFINED	5	
				6	200	SH	DEFINED	10	
				709	25681	SH	DEFINED	19	
				2798	101300	SH	DEFINED	85	
				-----	-----				
				5717	207001				
	QUESTAR CORP	COM	748356102	6394	279931	SH	DEFINED	1	
				553	24200	SH	DEFINED	15	
				1223	53530	SH	DEFINED	2	
				85	3725	SH	DEFINED	5	
				143	6245	SH	DEFINED	19	
				1736	76000	SH	DEFINED	85	
				-----	-----				
				10133	443631				
	QUIKSILVER INC	COM	74838C106	1694	75000	SH	DEFINED	85	
				-----	-----				
				1694	75000				

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			FORM 13F						
PAGE	115 OF	151	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
QWEST COMMUNICATIONS INTL IN			COM	749121109	77	33892	SH	DEFINED	1
					1	284	SH	DEFINED	15
					1	262	SH	DEFINED	5
					98	42855	SH	DEFINED	19
					275	120500	SH	DEFINED	85
					451	197793			
RLI CORP			COM	749607107	1207	22500	SH	DEFINED	85
					1207	22500			
RPM INC OHIO			COM	749685103	1122	79780	SH	DEFINED	1
					160	11400	SH	DEFINED	15
					482	34285	SH	DEFINED	2
					13	955	SH	DEFINED	10
					280	19948	SH	DEFINED	19
					1090	77550	SH	DEFINED	85
					3148	223918			
RADIOSHACK CORP			COM	750438103	365	18205	SH	DEFINED	1
					8	400	SH	DEFINED	15
					307	15300	SH	DEFINED	5
					403	20065	SH	DEFINED	19
					597	29756	SH	DEFINED	85
					1680	83726			
RADISYS CORP			COM	750459109	198	50000	SH	DEFINED	85
					198	50000			
RAINBOW TECHNOLOGIES INC			COM	750862104	284	100000	SH	DEFINED	85
					284	100000			
RATIONAL SOFTWARE CORP			COM NEW	75409P202	60	14000	SH	DEFINED	85
					60	14000			
RAWLINGS SPORTING GOODS INC			COM	754459105	55	10527	SH	DEFINED	1
					608	116900	SH	DEFINED	85
					663	127427			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA	
	RAYTHEON CO	COM NEW	755111507	304	10361	SH		DEFINED	1	
				88	2997	SH		DEFINED	15	
				152	5200	SH		DEFINED	2	
				1	47	SH		DEFINED	5	
				1129	38531	SH		DEFINED	19	
				1834	62600	SH		DEFINED	85	
				-----	-----					
				3508	119736					
	REGIONS FINL CORP	COM	758940100	2749	84150	SH		DEFINED	1	
				33	1000	SH		DEFINED	15	
				26	800	SH		DEFINED	10	
				29	900	SH		DEFINED	19	
				539	16500	SH		DEFINED	85	
				-----	-----					
				3376	103350					
	REGISTER COM INC	COM	75914G101	445	147000	SH		DEFINED	85	
				-----	-----					
				445	147000					
	REHABCARE GROUP INC	COM	759148109	43	1875	SH		DEFINED	2	
				1735	75000	SH		DEFINED	85	
				-----	-----					
				1778	76875					
	RELIANT ENERGY INC	COM	75952J108	121	12115	SH		DEFINED	1	
				7	700	SH		DEFINED	15	
				142	14156	SH		DEFINED	19	
				230	22944	SH		DEFINED	85	
				-----	-----					
				500	49915					
	RENAISSANCE LEARNING INC	COM	75968L105	1421	100000	SH		DEFINED	85	
				-----	-----					
				1421	100000					
	REPUBLIC BANCORP INC	COM	760282103	28	2150	SH		DEFINED	2	
				370	28475	SH		DEFINED	19	
				2600	200000	SH		DEFINED	85	
				-----	-----					
				2998	230625					
	RESPIRONICS INC	COM	761230101	4001	125000	SH		DEFINED	85	
				-----	-----					
				4001	125000					

PAGE	117 OF	151	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP			FORM 13F	VALUE	SHARES/	SH/ PUT/	INVSTMT	O
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA		
				-----	-----						

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RETEK INC	COM	76128Q109	270	75000	SH	DEFINED	85
			-----	-----			
			270	75000			
REYNOLDS & REYNOLDS CO	CL A	761695105	3111	138652	SH	DEFINED	1
			31	1400	SH	DEFINED	19
			-----	-----			
			3143	140052			
REYNOLDS R J TOB HLDGS INC	COM	76182K105	266	6600	SH	DEFINED	85
			-----	-----			
			266	6600			
RITE AID CORP	COM	767754104	5	2500	SH	DEFINED	1
			48	22883	SH	DEFINED	19
			-----	-----			
			53	25383			
ROBBINS & MYERS INC	NOTE 6.500% 9	770196AA1	995	10000	SH	DEFINED	15
			-----	-----			
			995	10000			
ROBERT HALF INTL INC	COM	770323103	202	12700	SH	DEFINED	85
			-----	-----			
			202	12700			
ROCKWELL AUTOMATION INC	COM	773903109	276	16994	SH	DEFINED	1
			51	3128	SH	DEFINED	5
			941	57818	SH	DEFINED	19
			216	13300	SH	DEFINED	85
			-----	-----			
			1484	91240			
ROCKWELL COLLINS INC	COM	774341101	373	16994	SH	DEFINED	1
			69	3128	SH	DEFINED	5
			1071	48806	SH	DEFINED	19
			287	13100	SH	DEFINED	85
			-----	-----			
			1800	82028			
ROCKY SHOES & BOOTS INC	COM	774830103	955	209800	SH	DEFINED	85
			-----	-----			
			955	209800			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	SH/ CALL	PUT/ DSCRETN	INVSTMT	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ROHM & HAAS CO	COM	775371107	353	11398	SH			DEFINED	1
			10	331	SH			DEFINED	2
			50	1598	SH			DEFINED	19
			492	15877	SH			DEFINED	85
			-----	-----					
			905	29204					

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ROPER INDS INC NEW	COM	776696106	4313	125000	SH	DEFINED	85
			-----	-----			
			4313	125000			
ROSLYN BANCORP INC	COM	778162107	2612	150000	SH	DEFINED	85
			-----	-----			
			2612	150000			
ROYAL APPLIANCE MFG CO	COM	780076105	21	5200	SH	DEFINED	1
			-----	-----			
			449	112900	SH	DEFINED	85
			-----	-----			
			470	118100			
ROYAL DUTCH PETE CO	NY REG EUR .56	780257804	12745	317271	SH	DEFINED	1
			-----	-----			
			1155	28755	SH	DEFINED	15
			-----	-----			
			294	7325	SH	DEFINED	2
			-----	-----			
			15	375	SH	DEFINED	5
			-----	-----			
			103	2552	SH	DEFINED	10
			-----	-----			
			2854	71037	SH	DEFINED	19
			-----	-----			
			803	20000	SH	DEFINED	85
			-----	-----			
			17969	447315			
ROYCE MICRO-CAP TR INC	COM	780915104	460	56465	SH	DEFINED	85
			-----	-----			
			460	56465			
RUBY TUESDAY INC	COM	781182100	353	18812	SH	DEFINED	1
			-----	-----			
			2817	150000	SH	DEFINED	85
			-----	-----			
			3170	168812			
RUDDICK CORP	COM	781258108	1139	75000	SH	DEFINED	85
			-----	-----			
			1139	75000			
RURBAN FINL CORP	COM	78176P108	111	10748	SH	DEFINED	15
			-----	-----			
			111	10748			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
RYLAND GROUP INC	COM	783764103	1859	50000	SH	DEFINED	85		
			-----	-----					
			1859	50000					
SBC COMMUNICATIONS INC	COM	78387G103	26253	1306107	SH	DEFINED	1		
			-----	-----					
			4529	225345	SH	DEFINED	15		
			-----	-----					
			558	27740	SH	DEFINED	2		
			-----	-----					
			195	9723	SH	DEFINED	5		
			-----	-----					
			281	13982	SH	DEFINED	10		
			-----	-----					
			11495	571886	SH	DEFINED	19		

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			9467	470996	SH	DEFINED	85
			-----	-----			
			52778	2625779			
SLM CORP	COM	78442P106	330	3542	SH	DEFINED	1
			25	270	SH	DEFINED	15
			69	745	SH	DEFINED	19
			1043	11200	SH	DEFINED	85
			-----	-----			
			1468	15757			
SPDR TR	UNIT SER 1	78462F103	1653	20214	SH	DEFINED	1
			44	535	SH	DEFINED	2
			41	500	SH	DEFINED	10
			2716	33205	SH	DEFINED	19
			-----	-----			
			4454	54454			
SPX CORP	COM	784635104	12	117	SH	DEFINED	1
			2	17	SH	DEFINED	5
			318	3151	SH	DEFINED	19
			-----	-----			
			331	3285			
S Y BANCORP INC	COM	785060104	427	12300	SH	DEFINED	2
			-----	-----			
			427	12300			
SABRE HLDGS CORP	CL A	785905100	8	433	SH	DEFINED	1
			19	961	SH	DEFINED	15
			201	10365	SH	DEFINED	85
			-----	-----			
			228	11759			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN		MA
	SAFECO CORP	COM	786429100	22	700	SH	DEFINED	15	
				12	364	SH	DEFINED	19	
				292	9200	SH	DEFINED	85	
				-----	-----				
				326	10264				
	SAFEGUARD SCIENTIFICS INC	COM	786449108	794	715000	SH	DEFINED	85	
				-----	-----				
				794	715000				
	SAFEWAY INC	COM NEW	786514208	15	691	SH	DEFINED	1	
				1	36	SH	DEFINED	5	
				324	14510	SH	DEFINED	19	
				1647	73875	SH	DEFINED	85	
				-----	-----				
				1987	89112				

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ST JUDE MED INC	COM	790849103	7	210	SH	DEFINED	1
			2	70	SH	DEFINED	19
			453	12700	SH	DEFINED	85
			-----		463	12980	
ST PAUL COS INC	COM	792860108	146	5069	SH	DEFINED	1
			64	2235	SH	DEFINED	19
			429	14934	SH	DEFINED	85
			-----		639	22238	
SAKS INC	COM	79377W108	1158	110000	SH	DEFINED	85
			-----		1158	110000	
SANMINA SCI CORP	COM	800907107	1	369	SH	DEFINED	1
			0	102	SH	DEFINED	5
			110	39600	SH	DEFINED	85
			-----		111	40071	

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA		
-----		-----	-----	-----	-----	-----	-----	-----	-----
SARA LEE CORP	COM	803111103	10035	548687	SH	DEFINED	1		
			29	1600	SH	DEFINED	15		
			245	13400	SH	DEFINED	2		
			37	2000	SH	DEFINED	5		
			115	6300	SH	DEFINED	10		
			4338	237205	SH	DEFINED	19		
		-----		1758	96092	SH	DEFINED	85	
				16558	905284				
SAUCONY INC	CL A	804120103	445	71200	SH	DEFINED	85		
			-----		445	71200			
SCHERING PLOUGH CORP	COM	806605101	15130	709669	SH	DEFINED	1		
			448	21030	SH	DEFINED	15		
			788	36960	SH	DEFINED	2		
			196	9200	SH	DEFINED	5		
			586	27490	SH	DEFINED	10		
			2365	110906	SH	DEFINED	19		
			7417	347900	SH	DEFINED	85		
		-----		26930	1263155				
SCHLUMBERGER LTD	COM	806857108	25182	654759	SH	DEFINED	1		
			1088	28300	SH	DEFINED	15		
			1766	45926	SH	DEFINED	2		
			204	5315	SH	DEFINED	5		
			215	5600	SH	DEFINED	10		

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			3187	82870	SH	DEFINED	19
			20058	521525	SH	DEFINED	85
			-----	-----			
			51702	1344295			
SCHULMAN A INC	COM	808194104	953	55000	SH	DEFINED	19
			-----	-----			
			953	55000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA		
SCHWAB CHARLES CORP NEW	COM	808513105	2944	338406	SH	DEFINED	1		
			35	4025	SH	DEFINED	15		
			27	3150	SH	DEFINED	2		
			8	900	SH	DEFINED	5		
			56	6400	SH	DEFINED	10		
			125	14328	SH	DEFINED	19		
			3381	388575	SH	DEFINED	85		
			-----	-----					
			6575	755784					
SCIENTIFIC ATLANTA INC	COM	808655104	16	1315	SH	DEFINED	1		
			106	8500	SH	DEFINED	19		
			1643	131300	SH	DEFINED	85		
			-----	-----					
			1765	141115					
SCOTTS CO	CL A	810186106	3127	75000	SH	DEFINED	85		
			-----	-----					
			3127	75000					
SCRIPPS E W CO OHIO	CL A	811054204	1933	27900	SH	DEFINED	1		
			-----	-----					
			1933	27900					
SCUDDER INTER GOVT TR	SH BEN INT	811163104	614	85000	SH	DEFINED	85		
			-----	-----					
			614	85000					
SCUDDER MUN INCOME TR	COM SH BEN INT	81118R604	109	9333	SH	DEFINED	1		
			128	10960	SH	DEFINED	19		
			-----	-----					
			236	20293					
SEA CONTAINERS LTD	CL A	811371707	9	800	SH	DEFINED	19		
			1894	177000	SH	DEFINED	85		
			-----	-----					
			1902	177800					
SEACOR SMIT INC	COM	811904101	3074	75000	SH	DEFINED	85		
			-----	-----					
			3074	75000					

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
	SEARS ROEBUCK & CO	COM	812387108	491	12579	SH	DEFINED	1	
				171	4394	SH	DEFINED	15	
				11	272	SH	DEFINED	5	
				8875	227572	SH	DEFINED	19	
				1824	46775	SH	DEFINED	85	
				-----	-----				
				11372	291592				
	SECTOR SPDR TR	SBI INT-TECH	81369Y803	12	1050	SH	DEFINED	1	
				1	100	SH	DEFINED	15	
				32	2667	SH	DEFINED	19	
				1775	150000	SH	DEFINED	85	
				-----	-----				
				1820	153817				
	SEMPRA ENERGY	COM	816851109	65	3290	SH	DEFINED	1	
				10	520	SH	DEFINED	15	
				50	2553	SH	DEFINED	19	
				289	14725	SH	DEFINED	85	
				-----	-----				
				414	21088				
	SENSIENT TECHNOLOGIES CORP	COM	81725T100	316	14972	SH	DEFINED	1	
				128	6072	SH	DEFINED	19	
				-----	-----				
				445	21044				
	SERVICEMASTER CO	COM	81760N109	511	47125	SH	DEFINED	1	
				5	450	SH	DEFINED	15	
				98	9015	SH	DEFINED	19	
				-----	-----				
				614	56590				
	SHAW GROUP INC	COM	820280105	1	60	SH	DEFINED	1	
				21	1450	SH	DEFINED	2	
				11	800	SH	DEFINED	10	
				1065	75000	SH	DEFINED	85	
				-----	-----				
				1098	77310				
	SHERWIN WILLIAMS CO	COM	824348106	784	33120	SH	DEFINED	1	
				24	1000	SH	DEFINED	2	
				38	1616	SH	DEFINED	19	
				260	11000	SH	DEFINED	85	
				-----	-----				
				1107	46736				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
SIEBEL SYS INC	COM	826170102	1535	267021	SH	DEFINED	1		
			5	875	SH	DEFINED	15		
			11	1900	SH	DEFINED	2		
			8	1435	SH	DEFINED	5		
			26	4450	SH	DEFINED	10		
			159	27670	SH	DEFINED	19		
			196	34000	SH	DEFINED	85		
			1940	337351					
SIGMA ALDRICH CORP	COM	826552101	222	4500	SH	DEFINED	1		
			54	1100	SH	DEFINED	2		
			290	5895	SH	DEFINED	19		
			744	15100	SH	DEFINED	85		
			1310	26595					
SILICON IMAGE INC	COM	82705T102	164	40000	SH	DEFINED	85		
			164	40000					
SIMON PPTY GROUP INC NEW	COM	828806109	84	2340	SH	DEFINED	1		
			23	635	SH	DEFINED	15		
			163	4558	SH	DEFINED	19		
			475	13300	SH	DEFINED	85		
			744	20833					
SKY FINL GROUP INC	COM	83080P103	896	45024	SH	DEFINED	1		
			4	209	SH	DEFINED	19		
			901	45233					
SKYWORKS SOLUTIONS INC	COM	83088M102	19	4179	SH	DEFINED	1		
			2	351	SH	DEFINED	5		
			2	351	SH	DEFINED	10		
			66	14526	SH	DEFINED	19		
			88	19407					
SMITH & WOLLENSKY RESTAURANT	COM	831758107	54	13000	SH	DEFINED	85		
						54	13000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		

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SMUCKER J M CO	COM NEW	832696405	4237	115448	SH	DEFINED	1
			14	393	SH	DEFINED	15
			5	123	SH	DEFINED	2
			20	541	SH	DEFINED	5
			14	382	SH	DEFINED	10
			47	1275	SH	DEFINED	19
			-----	-----			
			4337	118162			
SNAP ON INC	COM	833034101	745	32401	SH	DEFINED	1
			916	39870	SH	DEFINED	15
			65	2825	SH	DEFINED	2
			31	1365	SH	DEFINED	5
			27	1180	SH	DEFINED	10
			115	5009	SH	DEFINED	19
			1015	44150	SH	DEFINED	85
						-----	-----
			2914	126800			
SOLECTRON CORP	COM	834182107	8	4025	SH	DEFINED	1
			4	1675	SH	DEFINED	15
			0	70	SH	DEFINED	5
			0	200	SH	DEFINED	10
			88	41921	SH	DEFINED	19
			138	65600	SH	DEFINED	85
			-----	-----			
			239	113491			
SOLUTIA INC	COM	834376105	33	6367	SH	DEFINED	1
			22	4168	SH	DEFINED	19
						-----	-----
			55	10535			
SONICWALL INC	COM	835470105	872	317000	SH	DEFINED	85
						-----	-----
			872	317000			
SONOCO PRODS CO	COM	835495102	406	19060	SH	DEFINED	1
			3	125	SH	DEFINED	19
						-----	-----
			409	19185			
SOURCECORP	COM	836167106	39	1900	SH	DEFINED	2
			1531	75000	SH	DEFINED	85
						-----	-----
			1570	76900			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		

SOUTH FINL GROUP INC	COM	837841105	1330	63073	SH	DEFINED	1		
			-----	-----					
			1330	63073					

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SOUTHERN CO	COM	842587107	1107	38468	SH	DEFINED	1
			679	23607	SH	DEFINED	15
			26	900	SH	DEFINED	2
			6	224	SH	DEFINED	5
			3	120	SH	DEFINED	10
			1893	65759	SH	DEFINED	19
			2866	99600	SH	DEFINED	85
			-----	-----			
			6581	228678			
SOUTHTRUST CORP	COM	844730101	43854	1808430	SH	DEFINED	1
			1295	53400	SH	DEFINED	15
			473	19489	SH	DEFINED	2
			67	2765	SH	DEFINED	5
			937	38640	SH	DEFINED	10
			398	16409	SH	DEFINED	19
			10719	442000	SH	DEFINED	85
			-----	-----			
			57743	2381133			
SOUTHWEST AIRLS CO	COM	844741108	98	7480	SH	DEFINED	1
			104	8000	SH	DEFINED	2
			429	32813	SH	DEFINED	19
			1272	97405	SH	DEFINED	85
						-----	-----
			1903	145698			
SOUTHWEST BANCORPORATION TEX	COM	84476R109	51	1400	SH	DEFINED	2
			2731	75000	SH	DEFINED	85
						-----	-----
			2782	76400			
SOUTHWESTERN ENERGY CO	COM	845467109	336	28000	SH	DEFINED	85
						-----	-----
			336	28000			
SPARTAN STORES INC	COM	846822104	6	1998	SH	DEFINED	1
			241	86144	SH	DEFINED	19
						-----	-----
			247	88142			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	O		
SPARTECH CORP	COM NEW	847220209	1	60	SH	DEFINED	1			
			1058	50000	SH	DEFINED	85			
						-----	-----			
			1059	50060						
SPINNAKER EXPL CO	COM	84855W109	24	850	SH	DEFINED	2			
			2870	100000	SH	DEFINED	85			
						-----	-----			
			2894	100850						

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SPRINT CORP	COM FON GROUP	852061100	1752	192132	SH	DEFINED	1
			15	1590	SH	DEFINED	15
			52	5736	SH	DEFINED	2
			433	47487	SH	DEFINED	19
			1031	113000	SH	DEFINED	85
			-----	-----			
			3283	359945			
SPRINT CORP	PCS COM SER 1	852061506	137	70022	SH	DEFINED	1
			1	510	SH	DEFINED	15
			39	20109	SH	DEFINED	19
			155	79000	SH	DEFINED	85
						-----	-----
			332	169641			
STANCORP FINL GROUP INC	COM	852891100	3174	60000	SH	DEFINED	85
						-----	-----
			3174	60000			
STANDARD REGISTER CO	COM	853887107	124057	5169024	SH	DEFINED	1
			6	264	SH	DEFINED	19
						-----	-----
			124063	5169288			
STANLEY WKS	COM	854616109	20	616	SH	DEFINED	19
			1833	56100	SH	DEFINED	85
						-----	-----
			1853	56716			
STAPLES INC	COM	855030102	81	6334	SH	DEFINED	1
			13	1050	SH	DEFINED	15
			4	300	SH	DEFINED	2
			204	15979	SH	DEFINED	19
			916	71600	SH	DEFINED	85
						-----	-----
			1218	95263			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DCRETN		MA

	STARBUCKS CORP	COM	855244109	30	1437	SH	DEFINED	1	
				41	1991	SH	DEFINED	15	
				756	36640	SH	DEFINED	19	
				803	38900	SH	DEFINED	85	
							-----	-----	
			1630	78968					
	STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	47	2093	SH	DEFINED	1	
				13	562	SH	DEFINED	19	
				709	31800	SH	DEFINED	85	
							-----	-----	
			768	34455					
	STATE STR CORP	COM	857477103	3440	89014	SH	DEFINED	1	

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			92	2380	SH	DEFINED	15
			89	2312	SH	DEFINED	2
			50	1300	SH	DEFINED	5
			1234	31939	SH	DEFINED	19
			2025	52400	SH	DEFINED	85
			-----	-----			
			6930	179345			
STATEN IS BANCORP INC	COM	857550107	3915	225000	SH	DEFINED	85
			-----	-----			
			3915	225000			
STEELCASE INC	CL A	858155203	4605	439838	SH	DEFINED	19
			-----	-----			
			4605	439838			
STEINWAY MUSICAL INSTRS INC	COM ORD	858495104	1658	108000	SH	DEFINED	85
			-----	-----			
			1658	108000			
STERLING BANCSHARES INC	COM	858907108	2153	164700	SH	DEFINED	85
			-----	-----			
			2153	164700			
STERICYCLE INC	COM	858912108	4	110	SH	DEFINED	1
			1696	50000	SH	DEFINED	85
			-----	-----			
			1700	50110			

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		FORM 13F						
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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
	-----	-----	-----	-----	-----	-----	-----	-----
	STERIS CORP	COM	859152100	27	1100	SH	DEFINED	1
				37	1500	SH	DEFINED	2
				50	2000	SH	DEFINED	19
				3114	125000	SH	DEFINED	85
				-----	-----			
				3228	129600			
	STEWART & STEVENSON SVCS INC	COM	860342104	312	31859	SH	DEFINED	1
				1861	190000	SH	DEFINED	85
				-----	-----			
				2173	221859			
	STILWELL FINL INC	COM	860831106	1573	130347	SH	DEFINED	1
				110	9135	SH	DEFINED	19
				3843	318400	SH	DEFINED	85
				-----	-----			
				5527	457882			
	STONE ENERGY CORP	COM	861642106	2438	75000	SH	DEFINED	85
				-----	-----			
				2438	75000			

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STORA ENSO CORP	SPON ADR REP R	86210M106	170	17652	SH	DEFINED	19
			-----	-----			
			170	17652			
STRATEGIC DISTR INC	COM NEW	862701307	1530	139100	SH	DEFINED	85
			-----	-----			
			1530	139100			
STRYKER CORP	COM	863667101	12	200	SH	DEFINED	1
			120	2075	SH	DEFINED	15
			109	1900	SH	DEFINED	5
			7057	122514	SH	DEFINED	19
			1624	28200	SH	DEFINED	85
			-----	-----			
			8922	154889			
SUN LIFE FINL SVCS CDA INC	COM	866796105	622	39243	SH	DEFINED	1
			90	5679	SH	DEFINED	15
			115	7252	SH	DEFINED	19
			-----	-----			
			827	52174			

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-----	-----	-----	-----	-----	-----	-----	-----	
SUN MICROSYSTEMS INC	COM	866810104	2752	1062703	SH	DEFINED	1	
			63	24145	SH	DEFINED	15	
			253	97746	SH	DEFINED	2	
			7	2517	SH	DEFINED	5	
			173	66732	SH	DEFINED	10	
			882	340359	SH	DEFINED	19	
			1368	528350	SH	DEFINED	85	
			-----	-----				
			5497	2122552				
SUNGARD DATA SYS INC	COM	867363103	4085	210028	SH	DEFINED	1	
			243	12505	SH	DEFINED	15	
			43	2200	SH	DEFINED	2	
			51	2600	SH	DEFINED	10	
			638	32801	SH	DEFINED	19	
			5240	269400	SH	DEFINED	85	
			-----	-----				
			10299	529534				
SUNOCO INC	COM	86764P109	63	2089	SH	DEFINED	15	
			151	5005	SH	DEFINED	19	
			708	23474	SH	DEFINED	85	
			-----	-----				
			922	30568				
SUNTRUST BKS INC	COM	867914103	1429	23251	SH	DEFINED	1	
			61	1000	SH	DEFINED	15	
			61	1000	SH	DEFINED	2	
			376	6108	SH	DEFINED	19	

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			1266	20600	SH	DEFINED	85
			-----	-----			
			3194	51959			
SUPERIOR INDS INTL INC	COM	868168105	253	5384	SH	DEFINED	15
			-----	-----			
			253	5384			
SUPERVALU INC	COM	868536103	1058	65499	SH	DEFINED	1
			129	8000	SH	DEFINED	15
			199	12325	SH	DEFINED	2
			24	1515	SH	DEFINED	5
			24	1505	SH	DEFINED	10
			382	23680	SH	DEFINED	19
			1242	76900	SH	DEFINED	85
			-----	-----			
			3059	189424			

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	SUREBEAM CORP	CL A	86866R102	0	161	SH	DEFINED	1
				3	1781	SH	DEFINED	2
				251	139719	SH	DEFINED	85
				-----	-----			
				255	141661			
	SURMODICS INC	COM	868873100	1697	53400	SH	DEFINED	1
				135	4250	SH	DEFINED	19
				5179	163000	SH	DEFINED	85
				-----	-----			
				7010	220650			
	SWIFT ENERGY CO	COM	870738101	780	75000	SH	DEFINED	85
				-----	-----			
				780	75000			
	SYBASE INC	COM	871130100	81	7000	SH	DEFINED	1
				2	166	SH	DEFINED	19
				1743	150000	SH	DEFINED	85
				-----	-----			
				1826	157166			
	SYMBOL TECHNOLOGIES INC	COM	871508107	26	3450	SH	DEFINED	1
				8	995	SH	DEFINED	10
				46	6000	SH	DEFINED	19
				126	16450	SH	DEFINED	85
				-----	-----			
				206	26895			
	SYMMETRICOM INC	COM	871543104	561	219000	SH	DEFINED	85
				-----	-----			
				561	219000			

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SYMYX TECHNOLOGIES	COM	87155S108	28	2650	SH	DEFINED	2
			1309	125000	SH	DEFINED	85
			-----	-----			
			1336	127650			
SYNAGRO TECHNOLOGIES INC	COM NEW	871562203	60	26000	SH	DEFINED	19
			-----	-----			
			60	26000			
SYNCOR INTL CORP DEL	COM	87157J106	48	1500	SH	DEFINED	2
			2408	75000	SH	DEFINED	85
			-----	-----			
			2456	76500			

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				FORM 13F					
PAGE	132 OF 151	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/ PUT/	INVSTMT		
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN		MA
	-----	-----	-----	-----	-----	-----	-----	-----	-----
SYNOVUS FINL CORP	COM	87161C105	21824	1058371	SH	DEFINED	1		
			437	21200	SH	DEFINED	85		
			-----	-----					
			22261	1079571					
SYSCO CORP	COM	871829107	71620	2522699	SH	DEFINED	1		
			3612	127230	SH	DEFINED	15		
			2905	102323	SH	DEFINED	2		
			2392	84240	SH	DEFINED	5		
			272	9585	SH	DEFINED	10		
			8213	289298	SH	DEFINED	19		
			26871	946480	SH	DEFINED	85		
			-----	-----					
			115884	4081855					
TCF FINL CORP	COM	872275102	434	10244	SH	DEFINED	1		
			8	200	SH	DEFINED	10		
			392	9260	SH	DEFINED	19		
			-----	-----					
			834	19704					
TECO ENERGY INC	COM	872375100	262	16529	SH	DEFINED	1		
			60	3800	SH	DEFINED	15		
			32	2000	SH	DEFINED	10		
			97	6105	SH	DEFINED	19		
			1288	81100	SH	DEFINED	85		
			-----	-----					
			1739	109534					
TEPPCO PARTNERS L P	UT LTD PARTNER	872384102	15	500	SH	DEFINED	15		
			20	700	SH	DEFINED	10		
			228	7800	SH	DEFINED	19		
			-----	-----					
			263	9000					
TJX COS INC NEW	COM	872540109	104	6142	SH	DEFINED	1		
			11	660	SH	DEFINED	19		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
			660	38800	SH	DEFINED	85
			775	45602			
TRW INC	COM	872649108	62	1056	SH	DEFINED	1
			468	7992	SH	DEFINED	19
			539	9200	SH	DEFINED	85
			1068	18248			

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			FORM 13F				
PAGE	133 OF	151	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	MA
TXU CORP	COM	873168108	244	5857	SH	DEFINED	1
			160	3837	SH	DEFINED	15
			4	100	SH	DEFINED	5
			13	300	SH	DEFINED	10
			624	14969	SH	DEFINED	19
			1717	41170	SH	DEFINED	85
			2763	66233			
TAKE-TWO INTERACTIVE SOFTWARE	COM	874054109	1	30	SH	DEFINED	1
			3625	125000	SH	DEFINED	85
			3626	125030			
TARGET CORP	COM	87612E106	54292	1839168	SH	DEFINED	1
			4647	157420	SH	DEFINED	15
			2407	81544	SH	DEFINED	2
			646	21894	SH	DEFINED	5
			361	12215	SH	DEFINED	10
			3780	128050	SH	DEFINED	19
			36602	1239900	SH	DEFINED	85
			102735	3480191			
TECHNITROL INC	COM	878555101	1869	125000	SH	DEFINED	85
			1869	125000			
TEKTRONIX INC	COM	879131100	54	3275	SH	DEFINED	19
			1891	115100	SH	DEFINED	85
			1945	118375			
TELEFLEX INC	COM	879369106	4834	106060	SH	DEFINED	1
			399	8750	SH	DEFINED	15
			128	2800	SH	DEFINED	5
			4507	98875	SH	DEFINED	19
			3897	85500	SH	DEFINED	85
			13764	301985			

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
	TELLABS INC	COM	879664100	534	131255	SH	DEFINED	1	
				3	825	SH	DEFINED	15	
				24	5900	SH	DEFINED	5	
				59	14544	SH	DEFINED	19	
				120	29500	SH	DEFINED	85	
				741	182024				
	TEMPLE INLAND INC	COM	879868107	139	3600	SH	DEFINED	1	
				5	142	SH	DEFINED	15	
				151	3900	SH	DEFINED	85	
				295	7642				
	TEMPLETON GLOBAL INCOME FD I	COM	880198106	11	1500	SH	DEFINED	1	
				4	572	SH	DEFINED	19	
				447	61374	SH	DEFINED	85	
				462	63446				
	TENET HEALTHCARE CORP	COM	88033G100	371	7490	SH	DEFINED	1	
				167	3375	SH	DEFINED	15	
				7	150	SH	DEFINED	2	
				8	154	SH	DEFINED	5	
				364	7349	SH	DEFINED	19	
				4039	81600	SH	DEFINED	85	
				4956	100118				
	TERADYNE INC	COM	880770102	14	1450	SH	DEFINED	1	
				38	3977	SH	DEFINED	19	
				126	13100	SH	DEFINED	85	
				178	18527				
	TETRA TECH INC NEW	COM	88162G103	24	3000	SH	DEFINED	2	
				1398	175000	SH	DEFINED	85	
				1422	178000				
	TEXAS INDS INC	COM	882491103	971	40000	SH	DEFINED	85	
				971	40000				

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			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DCRETN	O MA
TEXAS INSTRS INC	COM	882508104	31485	2131707	SH		DEFINED	1
			1301	88065	SH		DEFINED	15
			1678	113575	SH		DEFINED	2
			629	42580	SH		DEFINED	5
			370	25060	SH		DEFINED	10
			2327	157535	SH		DEFINED	19
			26427	1789225	SH		DEFINED	85
			64216	4347747				
TEXAS REGL BANCSHARES INC	CL A VTG	882673106	50	1500	SH		DEFINED	2
			3768	112500	SH		DEFINED	85
						3818	114000	
TEXTRON INC	COM	883203101	1086	31841	SH		DEFINED	1
			19	560	SH		DEFINED	15
			90	2625	SH		DEFINED	2
			58	1700	SH		DEFINED	10
			169	4965	SH		DEFINED	19
			764	22400	SH		DEFINED	85
			2186	64091				
THERMO ELECTRON CORP	COM	883556102	11	672	SH		DEFINED	1
			13	783	SH		DEFINED	19
			200	12400	SH		DEFINED	85
						223	13855	
THIRD WAVE TECHNOLOGIES INC	COM	88428W108	194	143570	SH		DEFINED	1
			16	12000	SH		DEFINED	19
			500	370000	SH		DEFINED	85
						710	525570	
THOMAS & BETTS CORP	COM	884315102	669	47505	SH		DEFINED	1
			144	10200	SH		DEFINED	15
			364	25830	SH		DEFINED	2
			10	720	SH		DEFINED	10
			205	14525	SH		DEFINED	19
			1449	102825	SH		DEFINED	85
						2841	201605	

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PAGE		136 OF 151		FORM 13F					NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DCRETN	O MA		
3COM CORP	COM	885535104	25	6375	SH		DEFINED	19		
			1241	315000	SH		DEFINED	85		

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			-----	-----		
			1266	321375		
3M CO	COM	88579Y101	34375	312581	SH	DEFINED 1
			4096	37251	SH	DEFINED 15
			298	2710	SH	DEFINED 2
			101	917	SH	DEFINED 5
			48	440	SH	DEFINED 10
			4228	38447	SH	DEFINED 19
			16265	147900	SH	DEFINED 85
			-----	-----		
			59411	540246		
TIER TECHNOLOGIES INC	CL B	88650Q100	473	25000	SH	DEFINED 85
			-----	-----		
			473	25000		
TIFFANY & CO NEW	COM	886547108	6	291	SH	DEFINED 1
			2	102	SH	DEFINED 19
			225	10500	SH	DEFINED 85
			-----	-----		
			233	10893		
TIMBERLAND CO	CL A	887100105	2376	75000	SH	DEFINED 85
			-----	-----		
			2376	75000		
TIPPERARY CORP	COM PAR \$0.02	888002300	39	18050	SH	DEFINED 19
			-----	-----		
			39	18050		
TITAN CORP	COM	888266103	2	233	SH	DEFINED 1
			24	2550	SH	DEFINED 2
			1920	200000	SH	DEFINED 85
			-----	-----		
			1947	202783		
TOLL BROTHERS INC	COM	889478103	2174	100000	SH	DEFINED 85
			-----	-----		
			2174	100000		
TOPPS INC	COM	890786106	148	17195	SH	DEFINED 85
			-----	-----		
			148	17195		

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				FORM 13F					
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	SH/ CALL DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
TORCHMARK CORP	COM	891027104	103	3000	SH	DEFINED 19			
			298	8700	SH	DEFINED 85			
			-----	-----					
			401	11700					
TORO CO	COM	891092108	3628	64500	SH	DEFINED 85			

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			-----	-----		
			3628	64500		
TOUCH AMERICA HLDGS INC	COM	891539108	0	144 SH	DEFINED	1
			1	2000 SH	DEFINED	19
			397	640000 SH	DEFINED	85
			-----	-----		
			398	642144		
TOWER AUTOMOTIVE INC	COM	891707101	864	128939 SH	DEFINED	19
			-----	-----		
			864	128939		
TOYS R US INC	COM	892335100	1027	100930 SH	DEFINED	1
			255	25015 SH	DEFINED	15
			326	31980 SH	DEFINED	2
			9	890 SH	DEFINED	10
			365	35860 SH	DEFINED	19
			2290	224950 SH	DEFINED	85
			-----	-----		
			4272	419625		
TRANSKARYOTIC THERAPIES INC	COM	893735100	1621	50000 SH	DEFINED	85
			-----	-----		
			1621	50000		
TRAVELERS PPTY CAS CORP NEW	CL A	89420G109	167	12639 SH	DEFINED	1
			11	850 SH	DEFINED	15
			1	45 SH	DEFINED	2
			6	477 SH	DEFINED	5
			4	302 SH	DEFINED	10
			135	10248 SH	DEFINED	19
			-----	-----		
			324	24561		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
TRAVELERS PPTY CAS CORP NEW	CL B	89420G406	313	23161 SH	DEFINED	1			
			24	1787 SH	DEFINED	15			
			1	94 SH	DEFINED	2			
			13	995 SH	DEFINED	5			
			8	627 SH	DEFINED	10			
			329	24305 SH	DEFINED	19			
			1484	109647 SH	DEFINED	85			
			-----	-----					
			2173	160616					
TRIAD GTY INC	COM	895925105	35	1000 SH	DEFINED	2			
			522	15000 SH	DEFINED	85			
			-----	-----					
			557	16000					
TRIARC COS INC	CL A	895927101	1135	50000 SH	DEFINED	85			

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			-----	-----		
			1135	50000		
TRIBUNE CO NEW	COM	896047107	875	20920	SH	DEFINED 1
			350	8378	SH	DEFINED 19
			1491	35650	SH	DEFINED 85
			-----	-----		
			2715	64948		
TRIZEC PROPERTIES INC	COM	89687P107	1305	115000	SH	DEFINED 85
			-----	-----		
			1305	115000		
TUPPERWARE CORP	COM	899896104	35	2100	SH	DEFINED 1
			58	3514	SH	DEFINED 19
			76	4600	SH	DEFINED 85
			-----	-----		
			170	10214		
TYCO INTL LTD NEW	COM	902124106	615	43598	SH	DEFINED 1
			28	2000	SH	DEFINED 10
			221	15652	SH	DEFINED 19
			2023	143500	SH	DEFINED 85
			-----	-----		
			2887	204750		
UAL CORP	COM PAR \$0.01	902549500	216	101030	SH	DEFINED 19
			-----	-----		
			216	101030		

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				FORM 13F					
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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN		
	UGI CORP NEW	COM	902681105	1818	50000	SH	DEFINED 85		
				-----	-----				
				1818	50000				
	UST INC	COM	902911106	69	2460	SH	DEFINED 1		
				713	25272	SH	DEFINED 2		
				4	144	SH	DEFINED 5		
				360	12766	SH	DEFINED 19		
				557	19750	SH	DEFINED 85		
				-----	-----				
				1704	60392				
	US BANCORP DEL	COM NEW	902973304	45025	2423290	SH	DEFINED 1		
				427	22976	SH	DEFINED 15		
				337	18112	SH	DEFINED 2		
				938	50473	SH	DEFINED 5		
				34	1824	SH	DEFINED 10		
				7329	394449	SH	DEFINED 19		
				6148	330877	SH	DEFINED 85		
				-----	-----				
				60236	3242001				

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USEC INC	COM	90333E108	66	10500	SH	DEFINED	1
			-----	-----			
			66	10500			
US ONCOLOGY INC	COM	90338W103	4	500	SH	DEFINED	19
			949	117000	SH	DEFINED	85
			-----	-----			
			953	117500			
ULTRAK INC	COM NO PAR	903898401	221	294800	SH	DEFINED	85
			-----	-----			
			221	294800			
UNILEVER N V	N Y SHS NEW	904784709	9	150	SH	DEFINED	15
			553	9307	SH	DEFINED	19
			2235	37600	SH	DEFINED	85
			-----	-----			
			2798	47057			

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				FORM 13F					
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	PRN CALL	DSCRETN		MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
UNION PAC CORP	COM	907818108	887	15329	SH		DEFINED	1	
			257	4442	SH		DEFINED	15	
			116	2000	SH		DEFINED	2	
			12	200	SH		DEFINED	10	
			760	13131	SH		DEFINED	19	
			5036	87025	SH		DEFINED	85	
			-----	-----					
			7067	122127					
UNION PLANTERS CORP	COM	908068109	91	3300	SH		DEFINED	15	
			55	2000	SH		DEFINED	2	
			185	6741	SH		DEFINED	19	
			1060	38600	SH		DEFINED	85	
			-----	-----					
			1391	50641					
UNISOURCE ENERGY CORP	COM	909205106	1	60	SH		DEFINED	15	
			3	200	SH		DEFINED	19	
			763	50000	SH		DEFINED	85	
			-----	-----					
			766	50260					
UNISYS CORP	COM	909214108	1	200	SH		DEFINED	1	
			144	20509	SH		DEFINED	19	
			302	43100	SH		DEFINED	85	
			-----	-----					
			447	63809					
UNITED PARCEL SERVICE INC	CL B	911312106	561	8973	SH		DEFINED	1	
			42	670	SH		DEFINED	15	
			133	2120	SH		DEFINED	2	

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2132	34097	SH	DEFINED	5
6	100	SH	DEFINED	10
1701	27199	SH	DEFINED	19
5021	80300	SH	DEFINED	85

9596	153459			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA		

UNITED TECHNOLOGIES CORP		COM	913017109	21172	374788	SH	DEFINED	1		
				2420	42840	SH	DEFINED	15		
				1871	33116	SH	DEFINED	2		
				173	3055	SH	DEFINED	5		
				69	1230	SH	DEFINED	10		
				4469	79116	SH	DEFINED	19		
				14487	256459	SH	DEFINED	85		

				44661	790604					
UNITEDHEALTH GROUP INC		COM	91324P102	388	4454	SH	DEFINED	1		
				9	100	SH	DEFINED	10		
				220	2520	SH	DEFINED	19		
				1928	22100	SH	DEFINED	85		

				2545	29174					
UNIVERSAL ACCESS GLOBAL HLDG		COM	91336M105	2	10300	SH	DEFINED	19		

				2	10300					
UNIVISION COMMUNICATIONS INC		CL A	914906102	0	16	SH	DEFINED	1		
				5	200	SH	DEFINED	15		
				3	150	SH	DEFINED	19		
				374	16400	SH	DEFINED	85		

				382	16766					
UNOCAL CORP		COM	915289102	71	2272	SH	DEFINED	1		
				50	1584	SH	DEFINED	15		
				350	11140	SH	DEFINED	19		
				1401	44625	SH	DEFINED	85		

				1872	59621					
UNUMPROVIDENT CORP		COM	91529Y106	95	4660	SH	DEFINED	19		
				356	17484	SH	DEFINED	85		

				451	22144					
V F CORP		COM	918204108	18	500	SH	DEFINED	1		
				79	2200	SH	DEFINED	2		
				504	13995	SH	DEFINED	19		
				579	16100	SH	DEFINED	85		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DCRETN	O MA		
VAIL RESORTS INC	COM	91879Q109	354	25000	SH	DEFINED	85		
			354	25000					
VALUEVISION MEDIA INC	CL A	92047K107	0	40	SH	DEFINED	1		
			6	500	SH	DEFINED	19		
			882	75000	SH	DEFINED	85		
			888	75540					
VAN KAMPEN TR INVT GRADE MUN	COM	920929106	275	16300	SH	DEFINED	15		
			11	650	SH	DEFINED	19		
			286	16950					
VAN KAMPEN MUN OPPORTUNITY I	COM	920944105	14	1000	SH	DEFINED	15		
			170	11700	SH	DEFINED	19		
			184	12700					
VAN KAMPEN BD FD	COM	920955101	11	600	SH	DEFINED	1		
			11	589	SH	DEFINED	19		
			1199	64800	SH	DEFINED	85		
			1221	65989					
VAN KAMPEN SENIOR INCOME TR	COM	920961109	48	7307	SH	DEFINED	19		
			1002	152000	SH	DEFINED	85		
			1050	159307					
VAN KAMPEN OHIO VALUE MUN IN	COM SH BEN INT	92112W101	163	10108	SH	DEFINED	1		
			163	10108					
VARCO INTL INC DEL	COM	922122106	4142	244796	SH	DEFINED	1		
			201	11900	SH	DEFINED	19		
			11133	658000	SH	DEFINED	85		
			15477	914696					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
VECTREN CORP	COM	92240G101	1191	54144	SH		DEFINED	1
			15387	699422	SH		DEFINED	15
			19	880	SH		DEFINED	2
			533	24234	SH		DEFINED	19
			-----	-----				
			17131	778680				
VANGUARD INDEX TR	STK MRK VIPERS	922908769	384	5000	SH		DEFINED	1
			23	300	SH		DEFINED	15
			1025	13357	SH		DEFINED	19
			-----	-----				
			1432	18657				
VERISIGN INC	COM	92343E102	478	94645	SH		DEFINED	1
			2	400	SH		DEFINED	15
			4	800	SH		DEFINED	5
			-----	-----				
			484	95845				
VERIZON COMMUNICATIONS	COM	92343V104	13904	506721	SH		DEFINED	1
			2118	77184	SH		DEFINED	15
			984	35847	SH		DEFINED	2
			220	8013	SH		DEFINED	5
			214	7804	SH		DEFINED	10
			7850	286074	SH		DEFINED	19
			14329	522203	SH		DEFINED	85
-----	-----							
			39619	1443846				
VERITAS SOFTWARE CO	COM	923436109	20	1389	SH		DEFINED	1
			5	311	SH		DEFINED	19
			431	29400	SH		DEFINED	85
			-----	-----				
			456	31100				
VIASAT INC	COM	92552V100	23	3700	SH		DEFINED	2
			630	100000	SH		DEFINED	85
			-----	-----				
			653	103700				

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PAGE		144 OF 151		FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP			
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
VIACOM INC	CL B	925524308	872	21494	SH		DEFINED	1	
			52	1272	SH		DEFINED	15	
			4	108	SH		DEFINED	2	
			13	317	SH		DEFINED	10	
			2016	49716	SH		DEFINED	19	
			10469	258176	SH		DEFINED	85	
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			13425	331083		
VICINITY CORP	COM	925653107	608	271600	SH	DEFINED 85
			-----	-----		
			608	271600		
VIGNETTE CORP	COM	926734104	0	100	SH	DEFINED 1
			416	518883	SH	DEFINED 85
			-----	-----		
			416	518983		
VINTAGE PETE INC	COM	927460105	1080	100000	SH	DEFINED 85
			-----	-----		
			1080	100000		
VISHAY INTERTECHNOLOGY INC	COM	928298108	18	2051	SH	DEFINED 1
			9	1000	SH	DEFINED 19
			660	75000	SH	DEFINED 85
			-----	-----		
			687	78051		
VISTEON CORP	COM	92839U107	13	1423	SH	DEFINED 1
			15	1610	SH	DEFINED 15
			0	12	SH	DEFINED 2
			0	31	SH	DEFINED 5
			28	3008	SH	DEFINED 19
			89	9362	SH	DEFINED 85
			-----	-----		
			146	15446		
VISX INC DEL	COM	92844S105	1385	150000	SH	DEFINED 85
			-----	-----		
			1385	150000		

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				FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP			
PAGE	145 OF 151			VALUE	SHARES/	SH/ PUT/	INVSTMT		
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN		MA
	VITESSE SEMICONDUCTOR CORP	COM	928497106	27	39361	SH	DEFINED 1		
				0	100	SH	DEFINED 15		
				0	63	SH	DEFINED 5		
				0	500	SH	DEFINED 10		
				0	544	SH	DEFINED 19		
				-----	-----				
				28	40568				
	VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	1413	110167	SH	DEFINED 1		
				72	5590	SH	DEFINED 15		
				1	100	SH	DEFINED 5		
				22	1700	SH	DEFINED 10		
				1054	82130	SH	DEFINED 19		
				-----	-----				
				2562	199687				
	VULCAN INTL CORP	COM	929136109	310	8428	SH	DEFINED 1		

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			310	8428		
VULCAN MATLS CO	COM	929160109	14	400	SH	DEFINED 1
			157	4330	SH	DEFINED 19
			264	7300	SH	DEFINED 85
			435	12030		
WPS RESOURCES CORP	COM	92931B106	115	3250	SH	DEFINED 1
			23	640	SH	DEFINED 15
			219	6186	SH	DEFINED 19
			357	10076		
WACHOVIA CORP 2ND NEW	COM	929903102	4452	136180	SH	DEFINED 1
			15	460	SH	DEFINED 15
			105	3200	SH	DEFINED 2
			242	7418	SH	DEFINED 10
			802	24532	SH	DEFINED 19
			5756	176070	SH	DEFINED 85
			11372	347860		

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				FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP			
PAGE	140 OF 151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
		WAL MART STORES INC	COM	931142103	74869	1520498	SH	DEFINED 1	
					4408	89526	SH	DEFINED 15	
					2866	58212	SH	DEFINED 2	
					933	18947	SH	DEFINED 5	
					1691	34346	SH	DEFINED 10	
					12868	261327	SH	DEFINED 19	
					50951	1034750	SH	DEFINED 85	
					148587	3017606			
		WALGREEN CO	COM	931422109	23308	757725	SH	DEFINED 1	
					345	11215	SH	DEFINED 15	
					220	7166	SH	DEFINED 2	
					103	3344	SH	DEFINED 5	
					71	2300	SH	DEFINED 10	
					10551	343012	SH	DEFINED 19	
					3694	120100	SH	DEFINED 85	
					38292	1244862			
		WASHINGTON MUT INC	COM	939322103	48176	1530846	SH	DEFINED 1	
					809	25720	SH	DEFINED 15	
					110	3495	SH	DEFINED 2	
					114	3625	SH	DEFINED 5	
					14	450	SH	DEFINED 10	
					1350	42911	SH	DEFINED 19	
					12250	389253	SH	DEFINED 85	

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		-----		-----				
		62824	1996300					
WASTE CONNECTIONS INC	COM	941053100	2609	75000	SH	DEFINED	85	
		-----		-----				
		2609	75000					
WASTE MGMT INC DEL	COM	94106L109	75	3206	SH	DEFINED	1	
				13	576	SH	DEFINED	10
				372	15931	SH	DEFINED	19
				1829	78442	SH	DEFINED	85
		-----		-----				
		2289	98155					

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			FORM 13F						
PAGE	147 OF	151	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
			VALUE	SHARES/	SH/	PUT/	INVSTMT	O	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	
			-----	-----	-----	-----	-----	-----	
WATERS CORP	COM	941848103	1450	59781	SH	DEFINED	1		
				1029	42450	SH	DEFINED	15	
				111	4565	SH	DEFINED	2	
				323	13300	SH	DEFINED	5	
				1487	61333	SH	DEFINED	19	
				1707	70400	SH	DEFINED	85	
		-----		-----					
			6107	251829					
WATSON PHARMACEUTICALS INC	COM	942683103	38	1550	SH	DEFINED	19		
				189	7700	SH	DEFINED	85	
		-----		-----					
			227	9250					
WAUSAU-MOSINEE PAPER CORP	COM	943315101	136	14750	SH	DEFINED	19		
		-----		-----					
			136	14750					
WELLPOINT HEALTH NETWORK NEW	COM	94973H108	40	540	SH	DEFINED	1		
				216	2950	SH	DEFINED	19	
				2302	31400	SH	DEFINED	85	
		-----		-----					
			2557	34890					
WELLS FARGO & CO NEW	COM	949746101	106393	2209154	SH	DEFINED	1		
				2215	45983	SH	DEFINED	15	
				4236	87948	SH	DEFINED	2	
				2341	48615	SH	DEFINED	5	
				1086	22555	SH	DEFINED	10	
				6532	135640	SH	DEFINED	19	
				38670	802950	SH	DEFINED	85	
		-----		-----					
			161473	3352845					
WENDYS INTL INC	COM	950590109	122	3674	SH	DEFINED	1		
				3	101	SH	DEFINED	15	
				133	4002	SH	DEFINED	19	

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278 8400 SH DEFINED 85

 536 16177

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PAGE	148 OF 151	NAME OF ISSUER	TITLE OF CLASS	CUSIP	FORM 13F		BANCORP	SH/ PUT/ INVSTMT DSCRETN	O MA
					NAME OF REPORTING MANAGER: FIFTH THIRD	VALUE (X\$1000)			
		WESTAR ENERGY INC	COM	95709T100	275	27352	SH	DEFINED	1
					17	1695	SH	DEFINED	15
					18	1805	SH	DEFINED	2
					12	1230	SH	DEFINED	5
					8	805	SH	DEFINED	10
					7	690	SH	DEFINED	19
					-----	-----			
					338	33577			
		WEYERHAEUSER CO	COM	962166104	221	5045	SH	DEFINED	1
					66	1500	SH	DEFINED	2
					1	22	SH	DEFINED	5
					208	4750	SH	DEFINED	19
					1360	31075	SH	DEFINED	85
					-----	-----			
					1856	42392			
		WHIRLPOOL CORP	COM	963320106	508	11084	SH	DEFINED	1
					1265	27589	SH	DEFINED	15
					1037	22606	SH	DEFINED	19
					436	9500	SH	DEFINED	85
					-----	-----			
					3246	70779			
		WILLIAMS COS INC DEL	COM	969457100	126	55717	SH	DEFINED	1
					5	2130	SH	DEFINED	15
					0	102	SH	DEFINED	5
					10	4287	SH	DEFINED	19
					88	39000	SH	DEFINED	85
					-----	-----			
					229	101236			
		WILLIAMS SONOMA INC	COM	969904101	1902	80501	SH	DEFINED	1
					144	6100	SH	DEFINED	19
					5600	237000	SH	DEFINED	85
					-----	-----			
					7647	323601			
		WILMINGTON TRUST CORP	COM	971807102	509	17600	SH	DEFINED	1
					12	400	SH	DEFINED	19
					-----	-----			
					521	18000			

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PAGE	149 OF	151	FORM 13F							O
			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVESTMT DCRETN	
			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
			WIND RIVER SYSTEMS INC							
			COM	973149107	179	55440	SH	DEFINED	1	
					14	4250	SH	DEFINED	19	
					445	138100	SH	DEFINED	85	
					637	197790				
			WINN DIXIE STORES INC							
			COM	974280109	264	20085	SH	DEFINED	1	
					70	5300	SH	DEFINED	15	
					13	1025	SH	DEFINED	10	
					6	430	SH	DEFINED	19	
					139	10600	SH	DEFINED	85	
					491	37440				
			WISCONSIN ENERGY CORP							
			COM	976657106	325	13370	SH	DEFINED	1	
					12	500	SH	DEFINED	10	
					354	14551	SH	DEFINED	19	
					691	28421				
			WOLVERINE WORLD WIDE INC							
			COM	978097103	315	20973	SH	DEFINED	19	
					2250	150000	SH	DEFINED	85	
					2565	170973				
			WOODHEAD INDS INC							
			COM	979438108	359	32589	SH	DEFINED	1	
					359	32589				
			WORKFLOW MGMT INC							
			COM	98137N109	179	100000	SH	DEFINED	19	
					179	100000				
			WORTHINGTON INDS INC							
			COM	981811102	713	38146	SH	DEFINED	1	
					8	450	SH	DEFINED	2	
					115	6125	SH	DEFINED	85	
					836	44721				
			WRIGLEY WM JR CO							
			COM	982526105	731	14775	SH	DEFINED	1	
					775	15650	SH	DEFINED	15	
					1272	25711	SH	DEFINED	19	
					851	17200	SH	DEFINED	85	
					3629	73336				

PAGE	150 OF	151	FORM 13F							O
			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVESTMT DCRETN	
			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							

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WYETH	COM	983024100	47327	1488268	SH	DEFINED	1
			1675	52675	SH	DEFINED	15
			1875	58955	SH	DEFINED	2
			368	11565	SH	DEFINED	5
			1544	48544	SH	DEFINED	10
			3347	105247	SH	DEFINED	19
			6306	198300	SH	DEFINED	85
			62441	1963554			
WYNDHAM INTL INC	CL A	983101106	9	27000	SH	DEFINED	19
			9	27000			
X-RITE INC	COM	983857103	164	21225	SH	DEFINED	19
			164	21225			
XCEL ENERGY INC	COM	98389B100	92	9855	SH	DEFINED	1
			56	6052	SH	DEFINED	15
			232	24933	SH	DEFINED	19
			263	28285	SH	DEFINED	85
			644	69125			
XILINX INC	COM	983919101	69	4339	SH	DEFINED	1
			11	700	SH	DEFINED	15
			5	325	SH	DEFINED	2
			21	1350	SH	DEFINED	5
			259	16380	SH	DEFINED	19
			1352	85395	SH	DEFINED	85
			1718	108489			
XEROX CORP	COM	984121103	54	10918	SH	DEFINED	1
			1	200	SH	DEFINED	15
			21	4328	SH	DEFINED	19
			256	51734	SH	DEFINED	85
			333	67180			

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PAGE		151 OF 151		FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/ PUT/	INVSTMT	O
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN					MA
YAHOO INC	COM	984332106	53	5499	SH	DEFINED	1					
			4	400	SH	DEFINED	15					
			25	2573	SH	DEFINED	19					
			412	43000	SH	DEFINED	85					
			493	51472								
YUM BRANDS INC	COM	988498101	442	15950	SH	DEFINED	1					

