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INTEL CORP  
Form 13F-HR  
February 14, 2002

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

Form 13F

Form 13F COVER PAGE

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

Check here if Amendment [ ] ; Amendment Number: \_\_\_\_\_

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

Institutional Investment Manager Filing this Report:

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

Form 13F File Number: 28-5160

Person Signing this Report on Behalf of Reporting Manager:

Ravi Jacob, Vice President and Asst. Treasurer (408) 765-1168

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ATTENTION--Intentional misstatements or omissions of facts  
constitute Federal Criminal Violations. See 18 U.S.C. 1001 and  
15 U.S.C. 78ff(a)  
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The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Signature, Place and Date of Signing:

/S/Ravi Jacob Santa Clara, California February 12, 2001  
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Report Type (Check only one):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other manager(s).)

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Form 13F SUMMARY PAGE

REPORTING MANAGER: INTEL CORPORATION

Report Summary:

Number of Other Included Managers: -2-  
 Form 13F Information Table Entry Total: 520  
 Form 13F Information Table Value Total: \$3,332,283

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

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

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

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

12/31/01

FORM 13F INFORMATION TABLE  
 REPORTING MANAGER: INTEL CORPORATION

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: FAIR MARKET VALUE (000)	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: SH INVESTMENT / PR DISCRETION N	ITEM 7: MANAGEMENT
ABBOTT LABS	COM	002824100	26,567	476,534	SH SOLE	
ADC TELECOMMUNICATIONS	COM	000886101	1,114	242,200	SH SOLE	
ADOBE SYS INC	COM	00724F101	2,260	72,800	SH SOLE	
ADVANCED MICRO DEVICES INC	COM	007903107	1,652	104,158	SH SOLE	
AES CORP	COM	00130H105	2,675	163,600	SH SOLE	

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AETNA INC NEW	COM	00817Y108	1,450	43,945	SH	SOLE
AFLAC INC	COM	001055102	3,935	160,200	SH	SOLE
AGILENT TECHNOLOGIES INC	COM	00846U101	4,029	141,323	SH	SOLE
AIR PRODS & CHEMS INC	COM	009158106	3,270	69,700	SH	SOLE
ALBERTO CULVER CO	CL B CONV	013068101	778	17,400	SH	SOLE
ALBERTSONS INC	COM	013104104	3,928	124,741	SH	SOLE
ALCAN INC	COM	013716105	3,537	98,449	SH	SOLE
ALCOA INC	COM	013817101	9,268	260,692	SH	SOLE
ALLEGHENY ENERGY INC	COM	017361106	1,391	38,400	SH	SOLE
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	413	24,664	SH	SOLE
ALLERGAN INC	COM	018490102	3,025	40,300	SH	SOLE
ALLIED WASTE INDS INC	COM PAR	019589308	849	60,400	SH	SOLE
	\$ .01NEW					
ALLSTATE CORP	COM	020002101	7,372	218,760	SH	SOLE
ALLTEL CORP	COM	020039103	5,883	95,300	SH	SOLE
ALTERA CORP	COM	021441100	2,508	118,200	SH	SOLE
AMBAC FINL GROUP INC	COM	023139108	1,875	32,400	SH	SOLE
AMERADA HESS CORP	COM	023551104	1,700	27,200	SH	SOLE
AMEREN CORP	COM	023608102	1,787	42,250	SH	SOLE
AMERICAN ELEC PWR INC	COM	025537101	4,307	98,932	SH	SOLE
AMERICAN EXPRESS CO	COM	025816109	14,611	409,384	SH	SOLE
AMERICAN GREETINGS CORP	CL A	026375105	269	19,545	SH	SOLE
AMERICAN HOME PRODS CORP	COM	026609107	24,841	404,836	SH	SOLE
AMERICAN INTL GROUP INC	COM	026874107	63,655	801,706	SH	SOLE
AMERICAN PWR CONVERSION CORP	COM	029066107	869	60,100	SH	SOLE
AMERICAN TOWER CORP	CL A	029912201	138	14,743	SH	SOLE
AMERISOURCEBERGEN CORP	COM	03073E105	2,002	31,500	SH	SOLE

FAIR MARKET VALUE PAGE TOTAL

201,958

AMGEN INC	COM	031162100	18,106	320,800	SH	SOLE
AMR CORP	COM	001765106	1,051	47,400	SH	SOLE
AMSOUTH BANCORPORATION	COM	032165102	2,113	111,800	SH	SOLE
ANADARKO PETE CORP	COM	032511107	4,342	76,376	SH	SOLE
ANALOG DEVICES INC	COM	032654105	4,927	111,000	SH	SOLE
ANDREW CORP	COM	034425108	546	24,925	SH	SOLE
ANHEUSER BUSCH COS INC	COM	035229103	12,265	271,300	SH	SOLE
AOL TIME WARNER INC	COM	00184A105	43,606	1,358,446	SH	SOLE
AON CORP	COM	037389103	2,934	82,590	SH	SOLE
APACHE CORP	COM	037411105	2,101	42,130	SH	SOLE
APPLE COMPUTER INC	COM	037833100	2,359	107,700	SH	SOLE
APPLERA CORP	COM AP	038020103	2,556	65,100	SH	SOLE
	BIO GRP					
APPLIED MATLS INC	COM	038222105	10,382	258,905	SH	SOLE
APPLIED MICRO CIRCUITS CORP	COM	03822W109	1,037	91,600	SH	SOLE
ARCHER DANIELS MIDLAND CO	COM	039483102	2,912	202,936	SH	SOLE
ASHLAND INC	COM	044204105	977	21,200	SH	SOLE
ASIACONTENT.COM, LTD.	SHS CL A	G05354116	404	561,134	SH	DEFINED
	NEW					
AT&T CORP	COM	001957109	19,694	1,085,672	SH	SOLE
AT&T WIRELESS SVCS INC	COM	00209A106	11,159	776,543	SH	SOLE
AUTODESK INC	COM	052769106	626	16,800	SH	SOLE
AUTOMATIC DATA PROCESSING INC	COM	053015103	11,150	189,302	SH	SOLE
AUTOZONE INC	COM	053332102	2,377	33,100	SH	SOLE
AVAYA INC	COM	053499109	1,070	88,036	SH	SOLE
AVERY DENNISON CORP	COM	053611109	1,905	33,700	SH	SOLE
AVON PRODS INC	COM	054303102	3,372	72,514	SH	SOLE
BAKER HUGHES INC	COM	057224107	3,758	103,030	SH	SOLE
BALL CORP	COM	058498106	594	8,400	SH	SOLE
BANK NEW YORK INC	COM	064057102	9,221	226,004	SH	SOLE

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BANK OF AMERICA CORPORATION	COM	060505104	30,390	482,763	SH	SOLE
BANK ONE CORP	COM	06423A103	13,974	357,838	SH	SOLE
BARD C R INC	COM	067383109	1,013	15,700	SH	SOLE

FAIR MARKET VALUE PAGE TOTAL 222,921

BARRICK GOLD CORP	COM	067901108	2,625	164,579	SH	SOLE
BAUSCH & LOMB INC	COM	071707103	618	16,400	SH	SOLE
BAXTER INTL INC	COM	071813109	9,715	181,140	SH	SOLE
BB&T CORP	COM	054937107	5,019	139,000	SH	SOLE
BEAR STEARNS COS INC	COM	073902108	1,692	28,861	SH	SOLE
BECTON DICKINSON & CO	COM	075887109	2,632	79,400	SH	SOLE
BED BATH & BEYOND INC	COM	075896100	3,017	89,000	SH	SOLE
BELLSOUTH CORP	COM	079860102	21,976	576,044	SH	SOLE
BEMIS INC	COM	081437105	797	16,200	SH	SOLE
BEST BUY INC	COM	086516101	4,819	64,700	SH	SOLE
BIG LOTS INC	COM	089302103	364	35,000	SH	SOLE
BIOGEN INC	COM	090597105	2,604	45,400	SH	SOLE
BIOMET INC	COM	090613100	2,559	82,800	SH	SOLE
BLACK & DECKER CORP	COM	091797100	924	24,500	SH	SOLE
BLOCK H & R INC	COM	093671105	2,517	56,300	SH	SOLE
BMC SOFTWARE INC	COM	055921100	1,226	74,900	SH	SOLE
BOEING CO	COM	097023105	9,969	257,061	SH	SOLE
BOISE CASCADE CORP	COM	097383103	604	17,755	SH	SOLE
BOSTON SCIENTIFIC CORP	COM	101137107	2,986	123,804	SH	SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	30,283	593,784	SH	SOLE
BROADCOM CORP	CL A	111320107	3,298	80,500	SH	SOLE
BROWN FORMAN CORP	CL B	115637209	1,315	21,000	SH	SOLE
BRUNSWICK CORP	COM	117043109	588	27,000	SH	SOLE
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	3,386	118,673	SH	SOLE
BURLINGTON RES INC	COM	122014103	2,312	61,580	SH	SOLE
CADENCE DESIGN SYSTEMS, INC.	COM	127387108	558	24,901	SH	SOLE
CALPINE CORP	COM	131347106	1,573	93,700	SH	SOLE
CAMPBELL SOUP CO	COM	134429109	3,755	125,700	SH	SOLE
CAPITAL ONE FINL CORP	COM	14040H105	3,555	65,900	SH	SOLE
CARDINAL HEALTH INC	COM	14149Y108	8,946	138,350	SH	SOLE
CARNIVAL CORP	COM	143658102	5,049	179,800	SH	SOLE

FAIR MARKET VALUE PAGE TOTAL 141,281

CATERPILLAR INC DEL	COM	149123101	5,504	105,344	SH	SOLE
CENDANT CORP	COM	151313103	5,905	301,136	SH	SOLE
CENDEX CORP	COM	152312104	1,062	18,600	SH	SOLE
CENTURYTEL INC	COM	156700106	1,417	43,200	SH	SOLE
CHARTER ONE FINL INC	COM	160903100	1,873	68,972	SH	SOLE
CHEVRONTXACO CORP	COM	166764100	29,341	327,432	SH	SOLE
CHIRON CORP	COM	170040109	2,547	58,100	SH	SOLE
CHUBB CORP	COM	171232101	3,593	52,077	SH	SOLE
CIENA CORP	COM	171779101	1,437	100,400	SH	SOLE
CIGNA CORP	COM	125509109	4,114	44,400	SH	SOLE
CINCINNATI FINL CORP	COM	172062101	1,892	49,600	SH	SOLE
CINERGY CORP	COM	172474108	1,631	48,800	SH	SOLE
CINTAS CORP	COM	172908105	2,519	52,100	SH	SOLE
CIRCUIT CITY STORE INC	COM	172737108	1,658	63,900	SH	SOLE
CISCO SYS INC.	COM	17275R102	41,336	2,281,801	SH	SOLE
CITIGROUP INC	COM	172967101	79,693	1,578,710	SH	SOLE
CITIZENS COMMUNICATIONS CO	COM	17453B101	916	85,900	SH	SOLE
CITRIX SYS INC	COM	177376100	1,305	57,600	SH	SOLE

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CLEAR CHANNEL COMMUNICATIONS	COM	184502102	9,337	183,400	SH	SOLE
CLOROX CO DEL	COM	189054109	2,824	71,400	SH	SOLE
CMS ENERGY CORP	COM	125896100	980	40,800	SH	SOLE
COCA COLA CO	COM	191216100	35,980	763,104	SH	SOLE
COCA COLA ENTERPRISES INC	COM	191219104	2,583	136,400	SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	9,777	169,300	SH	SOLE
COMCAST CORP	CL A SPL	200300200	10,440	290,000	SH	SOLE
COMERICA INC	COM	200340107	3,127	54,567	SH	SOLE
COMPAQ COMPUTER CORP	COM	204493100	5,074	519,900	SH	SOLE
COMPUTER ASSOC INTL INC	COM	204912109	6,095	176,725	SH	SOLE
COMPUTER SCIENCES CORP	COM	205363104	2,562	52,300	SH	SOLE
COMPUWARE CORP	COM	205638109	1,345	114,100	SH	SOLE
COMVERSE TECHNOLOGY INC	COM PAR	205862402	1,273	56,900	SH	SOLE

\$0.10

FAIR MARKET VALUE PAGE TOTAL

279,140

CONAGRA FOODS INC	COM	205887102	3,920	164,914	SH	SOLE
CONCORD EFS INC	COM	206197105	5,068	154,600	SH	SOLE
CONEXANT SYSTEMS INC	COM	207142100	1,123	78,200	SH	SOLE
CONOCO INC	COM	208251504	5,431	191,900	SH	SOLE
CONSECO INC	COM	208464107	472	105,745	SH	SOLE
CONSOLIDATED EDISON INC	COM	209115104	2,631	65,200	SH	SOLE
CONSTELLATION ENGY GRP INC	COM	210371100	1,335	50,300	SH	SOLE
CONVERGYS CORP	COM	212485106	1,979	52,800	SH	SOLE
COOPER INDS INC	COM	216669101	1,006	28,800	SH	SOLE
COOPER TIRE & RUBR CO	COM	216831107	356	22,300	SH	SOLE
COORS ADOLPH CO	CL B	217016104	593	11,100	SH	SOLE
CORNING INC	COM	219350105	2,589	290,200	SH	SOLE
COSTCO WHSL CORP NEW	COM	22160K105	6,160	138,800	SH	SOLE
COUNTRYWIDE CR INDS INC DEL	COM	222372104	1,536	37,500	SH	SOLE
CRANE CO	COM	224399105	469	18,300	SH	SOLE
CROSSROADS SYS INC.	COM	22765D100	3,314	738,146	SH	SOLE
CSX CORP	COM	126408103	2,292	65,400	SH	SOLE
CUMMINS INC	COM	231021106	489	12,700	SH	SOLE
CVS CORP	COM	126650100	3,549	119,900	SH	SOLE
DANA CORP	COM	235811106	633	45,610	SH	SOLE
DANAHER CORP DEL	COM	235851102	2,648	43,900	SH	SOLE
DARDEN RESTAURANTS INC	COM	237194105	1,264	35,700	SH	SOLE
DEERE & CO	COM	244199105	3,144	72,000	SH	SOLE
DELL COMPUTER CORP	COM	247025109	21,771	801,000	SH	SOLE
DELPHI AUTOMOTIVE SYS CORP	COM	247126105	2,349	171,975	SH	SOLE
DELTA AIR LINES INC DEL	COM	247361108	1,109	37,900	SH	SOLE
DELUXE CORP	COM	248019101	844	20,300	SH	SOLE
DEVON ENERGY CORP NEW	COM	25179M103	1,492	38,600	SH	SOLE
DILLARDS INC	CL A	254067101	410	25,600	SH	SOLE
DISNEY WALT CO	COM	254687106	12,963	625,642	SH	SOLE
	DISNEY					
DOLLAR GEN CORP	COM	256669102	1,511	101,411	SH	SOLE

FAIR MARKET VALUE PAGE TOTAL

94,450

DOMINION RES INC VA NEW	COM	25746U109	4,849	80,684	SH	SOLE
DONNELLEY R R & SONS CO	COM	257867101	1,045	35,200	SH	SOLE
DOVER CORP	COM	260003108	2,306	62,200	SH	SOLE
DOW CHEM CO	COM	260543103	9,349	276,759	SH	SOLE
DOW JONES & CO INC	COM	260561105	1,428	26,100	SH	SOLE
DTE ENERGY CO	COM	233331107	2,097	50,000	SH	SOLE

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DU PONT E I DE NEMOURS & CO	COM	263534109	13,373	314,594	SH	SOLE
DUKE ENERGY CORP	COM	264399106	9,355	238,294	SH	SOLE
DYNEGY INC NEW	CL A	26816Q101	2,746	107,700	SH	SOLE
EASTMAN CHEM CO	COM	277432100	923	23,646	SH	SOLE
EASTMAN KODAK CO	COM	277461109	2,629	89,331	SH	SOLE
EATON CORP	COM	278058102	1,585	21,300	SH	SOLE
ECOLAB INC	COM	278865100	1,578	39,200	SH	SOLE
EDISON INTL	COM	281020107	1,510	100,000	SH	SOLE
EL PASO CORP	COM	28336L109	6,989	156,680	SH	SOLE
ELECTRONIC DATA SYS NEW	COM	285661104	9,967	145,400	SH	SOLE
EMC CORP MASS	COM	268648102	9,138	679,906	SH	SOLE
EMERSON ELEC CO	COM	291011104	7,497	131,300	SH	SOLE
EMULEX CORP	COM NEW	292475209	3,082	78,016	SH	SOLE
ENGELHARD CORP	COM	292845104	1,104	39,900	SH	SOLE
ENTERGY CORP NEW	COM	29364G103	2,652	67,800	SH	SOLE
EOG RES INC	COM	26875P101	1,384	35,400	SH	SOLE
EQUIFAX INC	COM	294429105	1,075	44,500	SH	SOLE
EQUITY OFFICE PROPERTIES TRUST	COM	294741103	3,823	127,100	SH	SOLE
EQUITY RESIDENTIAL PPTYS TR	SH BEN	29476L107	2,386	83,100	SH	SOLE
	INT					
EXELON CORP	COM	30161N101	4,716	98,487	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	82,499	2,099,218	SH	SOLE
FAMILY DLR STORES INC	COM	307000109	1,586	52,900	SH	SOLE
FEDERAL NATL MTG ASSN	COM	313586109	24,375	306,600	SH	SOLE
FEDERATED DEPT STORES INC DEL	COM	31410H101	2,421	59,202	SH	SOLE
FEDEX CORP	COM	31428X106	4,749	91,540	SH	SOLE
	FAIR MARKET VALUE PAGE TOTAL			224,216		

FIFTH THIRD BANCORP	COM	316773100	10,912	177,273	SH	SOLE
FIRST DATA CORP	COM	319963104	9,186	117,100	SH	SOLE
FIRSTENERGY CORP	COM	337932107	3,197	91,400	SH	SOLE
FISERV INC	COM	337738108	2,429	57,400	SH	SOLE
FLEET BOSTON FINL CORP	COM	339030108	11,706	320,721	SH	SOLE
FLUOR CORP NEW	COM	343412102	916	24,500	SH	SOLE
FMC CORP	COM NEW	302491303	565	9,500	SH	SOLE
FORD MTR CO DEL	COM PAR	345370860	8,736	555,743	SH	SOLE
	\$0.01					
FOREST LABS INC	COM	345838106	4,474	54,600	SH	SOLE
FORTUNE BRANDS INC	COM	349631101	1,804	45,576	SH	SOLE
FPL GROUP INC	COM	302571104	3,048	54,035	SH	SOLE
FRANKLIN RES INC	COM	354613101	2,822	80,000	SH	SOLE
FEDERAL HOME LN MTG CORP	COM	313400301	13,945	213,232	SH	SOLE
FREPORT MCMORAN COPPER & GOLD	CL B	35671D857	592	44,180	SH	SOLE
GANNETT INC	COM	364730101	5,466	81,300	SH	SOLE
GAP INC DEL	COM	364760108	3,690	264,674	SH	SOLE
GATEWAY INC	COM	367626108	800	99,500	SH	SOLE
GENERAL DYNAMICS CORP	COM	369550108	4,930	61,900	SH	SOLE
GENERAL ELEC CO	COM	369604103	122,107	3,046,580	SH	SOLE
GENERAL MLS INC	COM	370334104	5,815	111,800	SH	SOLE
GENERAL MTRS CORP	COM	370442105	8,285	170,470	SH	SOLE
GENUINE PARTS CO	COM	372460105	1,951	53,150	SH	SOLE
GENZYME CORP	COM GENL	372917104	3,885	64,900	SH	SOLE
	DIV					
GEORGIA PAC CORP	COM GA	373298108	1,947	70,506	SH	SOLE
	PAC GRP					
GILLETTE CO	COM	375766102	10,815	323,800	SH	SOLE
GOLDEN WEST FINL CORP DEL	COM	381317106	2,848	48,400	SH	SOLE
GOODRICH CORP	COM	382388106	833	31,300	SH	SOLE
GOODYEAR TIRE & RUBR CO	COM	382550101	1,193	50,100	SH	SOLE

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GRAINGER W W INC	COM	384802104	1,378	28,700	SH	SOLE
GREAT LAKES CHEM CORP	COM	390568103	374	15,400	SH	SOLE

FAIR MARKET VALUE PAGE TOTAL 250,649

GUIDANT CORP	COM	401698105	4,656	93,500	SH	SOLE
HALLIBURTON CO	COM	406216101	1,726	131,750	SH	SOLE
HANCOCK JOHN FINL SVCS INC	COM	41014S106	3,787	91,700	SH	SOLE
HARLEY DAVIDSON INC	COM	412822108	5,045	92,900	SH	SOLE
HARRAHS ENTMT INC	COM	413619107	1,271	34,350	SH	SOLE
HARTFORD FINL SVCS GROUP INC	COM	416515104	4,733	75,336	SH	SOLE
HASBRO INC	COM	418056107	863	53,150	SH	SOLE
HCA INC	COM	404119109	6,091	158,050	SH	SOLE
HEALTH MGMT ASSOC INC NEW	CL A	421933102	1,386	75,300	SH	SOLE
HEALTHSOUTH CORP	COM	421924101	1,783	120,300	SH	SOLE
HEINZ H J CO	COM	423074103	4,420	107,500	SH	SOLE
HERCULES INC	COM	427056106	333	33,304	SH	SOLE
HERSHEY FOODS CORP	COM	427866108	2,816	41,600	SH	SOLE
HEWLETT PACKARD CO	COM	428236103	12,229	595,376	SH	SOLE
HILTON HOTELS CORP	COM	432848109	1,237	113,300	SH	SOLE
HOME DEPOT INC	COM	437076102	36,679	719,050	SH	SOLE
HONEYWELL INTL INC	COM	438516106	8,440	249,544	SH	SOLE
HOUSEHOLD INTL INC	COM	441815107	8,138	140,448	SH	SOLE
HUMANA INC	COM	444859102	610	51,700	SH	SOLE
HUNTINGTON BANCSHARES INC	COM	446150104	1,324	77,022	SH	SOLE
INTERNATIONAL BUSINESS MACHS	COM	459200101	63,951	528,696	SH	SOLE
ILLINOIS TOOL WKS INC	COM	452308109	6,332	93,500	SH	SOLE
IMMUNEX CORP NEW	COM	452528102	4,633	167,200	SH	SOLE
IMS HEALTH INC	COM	449934108	1,770	90,700	SH	SOLE
INCO LTD	COM	453258402	946	55,842	SH	SOLE
INGERSOLL RAND CO	COM	456866102	2,151	51,450	SH	SOLE
INTEL CORP	COM	458140100	60,440	1,921,772	SH	SOLE
INTERACTIVE INTELLIGENCE, INC.	COM	45839M103	4,170	600,000	SH	DEFINED
INTERNATIONAL GAME TECHNOLOGY	COM	459902102	1,523	22,300	SH	SOLE
INTL PAPER CO	COM	460146103	5,970	147,965	SH	SOLE
INTERPUBLIC GROUP COS INC	COM	460690100	3,424	115,900	SH	SOLE

FAIR MARKET VALUE PAGE TOTAL 262,877

INTL FLAVORS & FRAGRANCES INC	COM	459506101	863	29,043	SH	SOLE
INTUIT	COM	461202103	2,784	65,100	SH	SOLE
ITT INDS INC IND	COM	450911102	1,368	27,085	SH	SOLE
J P MORGAN CHASE & CO	COM	46625H100	22,005	605,377	SH	SOLE
JABIL CIRCUIT INC	COM	466313103	1,375	60,500	SH	SOLE
JDS UNIPHASE CORP	COM	46612J101	3,555	407,400	SH	SOLE
JEFFERSON PILOT CORP	COM	475070108	2,138	46,212	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	55,630	941,280	SH	SOLE
JOHNSON CTLS INC	COM	478366107	2,164	26,800	SH	SOLE
JONES APPAREL GROUP INC	COM	480074103	1,270	38,300	SH	SOLE
K MART CORP	COM	482584109	835	152,973	SH	SOLE
KB HOME	COM	48666K109	616	15,374	SH	SOLE
KELLOGG CO	COM	487836108	3,756	124,778	SH	SOLE
KERR MCGEE CORP	COM	492386107	1,686	30,767	SH	SOLE
KEYCORP NEW	COM	493267108	3,164	129,982	SH	SOLE
KEYSPAN CORP	COM	49337W100	1,476	42,600	SH	SOLE
KIMBERLY CLARK CORP	COM	494368103	9,640	161,200	SH	SOLE
KINDER MORGAN INC KANS	COM	49455P101	1,910	34,300	SH	SOLE
KING PHARMACEUTICALS INC	COM	495582108	3,175	75,366	SH	SOLE

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KLA TENCOR CORP	COM	482480100	2,815	56,800	SH	SOLE
KNIGHT RIDDER INC	COM	499040103	1,675	25,800	SH	SOLE
KOHL'S CORP	COM	500255104	7,241	102,800	SH	SOLE
KROGER CO	COM	501044101	5,147	246,600	SH	SOLE
LEGGETT & PLATT INC	COM	524660107	1,387	60,300	SH	SOLE
LEHMAN BROS HLDGS INC	COM	524908100	4,890	73,200	SH	SOLE
LEXMARK INTL NEW	CL A	529771107	2,354	39,900	SH	SOLE
LILLY ELI & CO	COM	532457108	27,094	344,970	SH	SOLE
LIMITED INC	COM	532716107	1,935	131,466	SH	SOLE
LINCOLN NATL CORP IND	COM	534187109	2,827	58,200	SH	SOLE
LINEAR TECHNOLOGY CORP	COM	535678106	3,791	97,100	SH	SOLE

FAIR MARKET VALUE PAGE TOTAL

180,566

LIZ CLAIBORNE INC	COM	539320101	801	16,100	SH	SOLE
LOCKHEED MARTIN CORP	COM	539830109	6,312	135,244	SH	SOLE
LOEWS CORP	COM	540424108	3,251	58,700	SH	SOLE
LOGICVISION, INC.	COM	54140W107	4,358	341,776	SH	SOLE
LOUISIANA PAC CORP	COM	546347105	271	32,100	SH	SOLE
LOWES COS INC	COM	548661107	11,032	237,700	SH	SOLE
LSI LOGIC CORP	COM	502161102	1,777	112,580	SH	SOLE
LUCENT TECHNOLOGIES INC	COM	549463107	6,591	1,047,746	SH	SOLE
MAGMA DESIGN AUTOMATION	COM	559181102	21,518	710,627	SH	SOLE
MANOR CARE INC NEW	COM	564055101	744	31,400	SH	SOLE
MARRIOTT INTL INC NEW	CL A	571903202	3,005	73,934	SH	SOLE
MARSH & MCLENNAN COS INC	COM	571748102	9,056	84,279	SH	SOLE
MASCO CORP	COM	574599106	3,452	140,900	SH	SOLE
MATTEL INC	COM	577081102	2,279	132,516	SH	SOLE
MAXIM INTEGRATED PRODS INC	COM	57772K101	5,204	99,100	SH	SOLE
MAY DEPT STORES CO	COM	577778103	3,395	91,800	SH	SOLE
MAYTAG CORP	COM	578592107	728	23,473	SH	SOLE
MBIA INC	COM	55262C100	2,437	45,450	SH	SOLE
MBNA CORP	COM	55262L100	9,202	261,430	SH	SOLE
MCDERMOTT INTL INC	COM	580037109	233	19,000	SH	SOLE
MCDONALDS CORP	COM	580135101	10,441	394,428	SH	SOLE
MCGRAW HILL COS INC	COM	580645109	3,617	59,316	SH	SOLE
MCKESSON CORP	COM	58155Q103	3,285	87,838	SH	SOLE
MEAD CORP	COM	582834107	939	30,400	SH	SOLE
MEDIMMUNE INC	COM	584699102	3,045	65,700	SH	SOLE
MEDTRONIC INC	COM	585055106	19,025	371,512	SH	SOLE
MELLON FINL CORP	COM	58551A108	5,397	143,460	SH	SOLE
MERCK & CO INC	COM	589331107	41,046	698,058	SH	SOLE
MERCURY INTERACTIVE CORP	COM	589405109	863	25,400	SH	SOLE
MEREDITH CORP	COM	589433101	538	15,100	SH	SOLE
MERRILL LYNCH & CO INC	COM	590188108	13,540	259,788	SH	SOLE

FAIR MARKET VALUE PAGE TOTAL

197,382

METLIFE INC	COM	59156R108	7,049	222,500	SH	SOLE
MGIC INVT CORP WIS	COM	552848103	2,031	32,900	SH	SOLE
MICRON TECHNOLOGY INC	COM	595112103	5,701	183,900	SH	SOLE
MICROSOFT CORP	COM	594918104	109,528	1,652,800	SH	SOLE
MILLIPORE CORP	COM	601073109	892	14,700	SH	SOLE
MINNESOTA MNG & MFG CO	COM	604059105	14,221	120,300	SH	SOLE
MIRANT CORP	COM	604675108	1,967	122,782	SH	SOLE
MOLEX INC	COM	608554101	1,860	60,100	SH	SOLE
MOODYS CORP	COM	615369105	1,905	47,800	SH	SOLE
MORGAN STANLEY DEAN WITTER & CO	COM NEW	617446448	18,827	336,558	SH	SOLE



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MOTOROLA INC	COM	620076109	10,259	683,005	SH	SOLE
NABORS INDS INC	COM	629568106	1,483	43,200	SH	SOLE
NATIONAL CITY CORP	COM	635405103	5,436	185,926	SH	SOLE
NATIONAL SEMICONDUCTOR CORP	COM	637640103	1,663	54,000	SH	SOLE
NAVISTAR INTL CORP NEW	COM	63934E108	717	18,160	SH	SOLE
NCR CORP NEW	COM	62886E108	1,102	29,900	SH	SOLE
NETWORK APPLIANCE INC	COM	64120L104	2,222	101,600	SH	SOLE
NEW YORK TIMES CO	CL A	650111107	2,011	46,500	SH	SOLE
NEWELL RUBBERMAID INC	COM	651229106	2,255	81,806	SH	SOLE
NEWMONT MINING CORP	COM	651639106	1,149	60,114	SH	SOLE
NEXTEL COMMUNICATIONS INC	CL A	65332V103	2,685	245,000	SH	SOLE
NIAGARA MOHAWK HLDGS INC	COM	653520106	872	49,200	SH	SOLE
NICOR INC	COM	654086107	575	13,800	SH	SOLE
NIKE INC	CL B	654106103	4,640	82,500	SH	SOLE
NISOURCE INC	COM	65473P105	1,464	63,500	SH	SOLE
NMS COMMUNICATIONS CORPORATION	COM	629248105	163	33,774	SH	DEFINED
NOBLE DRILLING CORP	COM	655042109	1,382	40,600	SH	SOLE
NORDSTROM INC	COM	655664100	835	41,300	SH	SOLE
NORFOLK SOUTHERN CORP	COM	655844108	2,169	118,324	SH	SOLE
NORTEL NETWORKS CORP NEW	COM	656568102	7,363	982,236	SH	SOLE
NORTHERN TR CORP	COM	665859104	4,107	68,200	SH	SOLE
NORTHROP GRUMMAN CORP	COM	666807102	3,418	33,909	SH	SOLE

FAIR MARKET VALUE PAGE TOTAL

221,951

NOVELL INC	COM	670006105	510	111,095	SH	SOLE
NOVELLUS SYS INC	COM	670008101	1,736	44,000	SH	SOLE
NUCOR CORP	COM	670346105	1,266	23,900	SH	SOLE
NVIDIA CORP	COM	67066G104	2,970	44,400	SH	SOLE
OCCIDENTAL PETE CORP DEL	COM	674599105	3,043	114,700	SH	SOLE
OFFICE DEPOT INC	COM	676220106	1,746	94,200	SH	SOLE
OMNICOM GROUP INC	COM	681919106	5,102	57,100	SH	SOLE
ORACLE CORP	COM	68389X105	23,571	1,706,784	SH	SOLE
PACCAR INC	COM	693718108	1,542	23,500	SH	SOLE
PACTIV CORP	COM	695257105	867	48,830	SH	SOLE
PALL CORP	COM	696429307	902	37,500	SH	SOLE
PALM INC	COM	696642107	676	174,267	SH	SOLE
PARAMETRIC TECHNOLOGY CORP	COM	699173100	629	80,600	SH	SOLE
PARKER HANNIFIN CORP	COM	701094104	1,650	35,950	SH	SOLE
PAYCHEX INC	COM	704326107	4,023	114,875	SH	SOLE
PENNEY J C INC	COM	708160106	2,178	80,978	SH	SOLE
PEOPLES ENERGY CORP	COM	711030106	412	10,849	SH	SOLE
PEOPLESOFT INC	COM	712713106	3,735	92,900	SH	SOLE
PEPSI BOTTLING GROUP	COM	713409100	2,047	87,100	SH	SOLE
PEPSICO INC	COM	713448108	26,142	536,902	SH	SOLE
PEREGRINE SYSTEMS, INC	COM	71366Q101	182	12,265	SH	SOLE
PEREGRINE SYSTEMS, INC	COM	71366Q101	97	6,942	SH	OTHER**
PEREGRINE SYSTEMS, INC	COM	71366Q101	12	837	SH	OTHER**
PEREGRINE SYSTEMS, INC	COM	71366Q101	155	10,499	SH	OTHER**
PERKINELMER INC	COM	714046109	1,327	37,896	SH	SOLE
PFIZER INC	COM	717081103	76,885	1,929,370	SH	SOLE
PG&E CORP	COM	69331C108	2,286	118,798	SH	SOLE
PHARMACIA CORP	COM	71713U102	16,878	395,729	SH	SOLE
PHELPS DODGE CORP	COM	717265102	785	24,218	SH	SOLE
PHILIP MORRIS COS INC	COM	718154107	30,491	665,009	SH	SOLE

FAIR MARKET VALUE PAGE TOTAL

213,845

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PHILLIPS PETE CO	COM	718507106	7,055	117,080	SH SOLE
PINNACLE SYS INC.	COM	723481107	164	20,749	SH SOLE
PINNACLE WEST CAP CORP	COM	723484101	1,088	26,000	SH SOLE
PITNEY BOWES INC	COM	724479100	2,813	74,800	SH SOLE
PLACER DOME INC	COM	725906101	1,100	100,800	SH SOLE
PMC SIERRA INC	COM	69344F106	1,076	50,600	SH SOLE
PNC FINL SVCS GROUP INC	COM	693475105	4,895	87,100	SH SOLE
POLYCOM, INC.	COM	73172K104	7,251	210,777	SH DEFINED
POWER-ONE INC	COM	739308104	252	24,200	SH SOLE
PPG INDS INC	COM	693506107	2,672	51,672	SH SOLE
PPL CORP	COM	69351T106	1,568	45,000	SH SOLE
PRAXAIR INC	COM	74005P104	2,734	49,478	SH SOLE
PRICE T ROWE GROUP INC	COM	74144T108	1,316	37,900	SH SOLE
PROCTER & GAMBLE CO	COM	742718109	31,461	397,590	SH SOLE
PROGRESS ENERGY INC	COM	743263105	3,025	67,176	SH SOLE
PROGRESSIVE CORP OHIO	COM	743315103	3,359	22,500	SH SOLE
PROVIDIAN FINL CORP	COM	74406A102	310	87,300	SH SOLE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	2,689	63,744	SH SOLE
PULTE HOMES INC	COM	745867101	809	18,100	SH SOLE
QLOGIC CORP	COM	747277101	1,264	28,400	SH SOLE
QUALCOMM INC	COM	747525103	11,847	234,600	SH SOLE
QUINTILES TRANSNATIONAL	COM	748767100	590	36,700	SH SOLE
QWEST COMMUNICATIONS INTL INC	COM	749121109	7,220	510,987	SH SOLE
RADIO SHACK CORP	COM	750438103	1,656	55,000	SH SOLE
RADISYS CORP	COM	750459109	22,609	1,150,030	SH SOLE
RAYTHEON CO	COM NEW	755111507	3,895	119,956	SH SOLE
REEBOK INTL LTD	COM	758110100	480	18,100	SH SOLE
REGIONS FINL CORP	COM	758940100	2,096	69,800	SH SOLE
RELIANT ENERGY INC	COM	75952J108	2,428	91,545	SH SOLE

FAIR MARKET VALUE PAGE TOTAL

129,722

ROBERT HALF INTL INC	COM	770323103	1,436	53,800	SH SOLE
ROCKWELL COLLINS INC	COM	774341101	1,100	56,400	SH SOLE
ROCKWELL INTL CORP NEW	COM	773903109	1,007	56,400	SH SOLE
ROHM & HAAS CO	COM	775371107	2,341	67,605	SH SOLE
ROWAN COS INC	COM	779382100	558	28,800	SH SOLE
ROYAL DUTCH PETE CO	NY REG	780257804	31,957	651,920	SH SOLE
	GLD1.25				
RYDER SYS INC	COM	783549108	412	18,600	SH SOLE
SABRE HLDGS CORP	CL A	785905100	1,735	40,963	SH SOLE
SAFECO CORP	COM	786429100	1,221	39,200	SH SOLE
SAFEWAY INC	COM NEW	786514208	6,430	154,000	SH SOLE
SANMINA-SCI CORP	COM	800907107	3,182	159,900	SH SOLE
SAPIENT CORP	COM	803062108	299	38,700	SH SOLE
SARA LEE CORP	COM	803111103	5,342	240,300	SH SOLE
SBC COMMUNICATIONS INC	COM	78387G103	40,406	1,031,556	SH SOLE
SCHERING PLOUGH CORP	COM	806605101	16,091	449,340	SH SOLE
SCHLUMBERGER LTD	COM	806857108	9,710	176,700	SH SOLE
SCHWAB CHARLES CORP NEW	COM	808513105	6,489	419,450	SH SOLE
SCIENTIFIC ATLANTA INC	COM	808655104	1,149	48,000	SH SOLE
SEALED AIR CORP NEW	COM	81211K100	1,048	25,662	SH SOLE
SEARS ROEBUCK & CO	COM	812387108	4,716	99,000	SH SOLE
SEMPRA ENERGY	COM	816851109	1,561	63,572	SH SOLE
SHARPER IMAGE CORP.	COM	820013100	158	13,282	SH SOLE
SHERWIN WILLIAMS CO	COM	824348106	1,304	47,400	SH SOLE
SIEBEL SYS INC	COM	826170102	3,970	141,900	SH SOLE
SIGMA ALDRICH CORP	COM	826552101	887	22,500	SH SOLE
SIGNALSOFT CORP	COM	82668M102	1,697	379,757	SH SOLE

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SNAP ON INC	COM	833034101	599	17,800	SH	SOLE
SOLECTRON CORP	COM	834182107	2,840	251,800	SH	SOLE
SOUTHERN CO	COM	842587107	5,410	213,400	SH	SOLE
SOUTHTRUST CORP	COM	844730101	2,593	105,100	SH	SOLE

FAIR MARKET VALUE PAGE TOTAL 157,648

SOUTHWEST AIRLS CO	COM	844741108	4,341	234,914	SH	SOLE
SPEECHWORKS INTL INC.	COM	84764M101	880	76,617	SH	DEFINED
SPRINT CORP	COM FON	852061100	5,466	272,196	SH	SOLE
	GROUP					
SPRINT CORP	PCS COM	852061506	7,383	302,448	SH	SOLE
	SER 1					
ST JUDE MED INC	COM	790849103	2,080	26,788	SH	SOLE
ST PAUL COS INC	COM	792860108	2,794	63,546	SH	SOLE
STANDARD MICROSYSTEMS CORP.	COM	853626109	23,940	1,542,506	SH	SOLE
STANLEY WKS	COM	854616109	1,222	26,240	SH	SOLE
STAPLES INC	COM	855030102	2,649	141,650	SH	SOLE
STARBUCKS CORP	COM	855244109	2,229	117,000	SH	SOLE
STARWOOD HOTELS & RESORTS WRLDWD	PAIRED	85590A203	1,812	60,700	SH	SOLE

	CTF					
STATE STR CORP	COM	857477103	5,215	99,800	SH	SOLE
STILWELL FINL INC	COM	860831106	1,848	67,900	SH	SOLE
STRYKER CORP	COM	863667101	3,526	60,400	SH	SOLE
SUN MICROSYSTEMS INC	COM	866810104	12,271	994,764	SH	SOLE
SUNOCO INC	COM	86764P109	902	24,145	SH	SOLE
SUNTRUST BKS INC	COM	867914103	5,552	88,550	SH	SOLE
SUPERVALU INC	COM	868536103	905	40,900	SH	SOLE
SYMBOL TECHNOLOGIES, INC.	COM	871508107	26,356	1,659,701	SH	SOLE
SYNOVUS FINL CORP	COM	87161C105	2,239	89,400	SH	SOLE
SYSCO CORP	COM	871829107	5,365	204,600	SH	SOLE
TARGET CORP	COM	87612E106	11,375	277,100	SH	SOLE
TECO ENERGY INC	COM	872375100	1,123	42,800	SH	SOLE
TEKTRONIX INC	COM	879131100	728	28,234	SH	SOLE
TELLABS INC	COM	879664100	1,890	125,800	SH	SOLE
TEMPLE INLAND INC	COM	879868107	857	15,100	SH	SOLE
TENET HEALTHCARE CORP	COM	88033G100	5,864	99,857	SH	SOLE
TERADYNE INC	COM	880770102	1,673	55,500	SH	SOLE
TEXAS INSTRS INC	COM	882508104	17,703	629,914	SH	SOLE
TEXTRON INC	COM	883203101	1,795	43,300	SH	SOLE

FAIR MARKET VALUE PAGE TOTAL 161,983

THERMO ELECTRON CORP	COM	883556102	1,300	54,500	SH	SOLE
THOMAS & BETTS CORP	COM	884315102	379	17,900	SH	SOLE
TIFFANY & CO NEW	COM	886547108	1,410	44,800	SH	SOLE
TJX COS INC NEW	COM	872540109	3,336	83,700	SH	SOLE
TMP WORLDWIDE INC	COM	872941109	1,459	34,000	SH	SOLE
TORCHMARK CORP	COM	891027104	1,498	38,100	SH	SOLE
TOYS R US INC	COM	892335100	1,263	60,900	SH	SOLE
TRANSOCEAN SEDCO FOREX INC	ORD	G90078109	3,307	97,786	SH	SOLE
TRIBUNE CO NEW	COM	896047107	3,424	91,473	SH	SOLE
TRICON GLOBAL RESTAURANTS	COM	895953107	2,201	44,732	SH	SOLE
TRW INC	COM	872649108	1,433	38,700	SH	SOLE
TUPPERWARE CORP	COM	899896104	346	17,950	SH	SOLE
TXU CORP	COM	873168108	3,834	81,317	SH	SOLE
TYCO INTL LTD NEW	COM	902124106	36,057	612,165	SH	SOLE
UNILEVER N V	NY SHS	904784709	10,101	175,339	SH	SOLE

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NEW					
UNION PAC CORP	COM	907818108	4,349	76,300	SH SOLE
UNION PLANTERS CORP	COM	908068109	1,904	42,200	SH SOLE
UNISYS CORP	COM	909214108	1,228	97,900	SH SOLE
UNITED HEALTH GROUP INC	COM	91324P102	6,772	95,696	SH SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	9,294	143,800	SH SOLE
UNIVISION COMMUNICATIONS INC	CL A	914906102	2,610	64,500	SH SOLE
UNOCAL CORP	COM	915289102	2,698	74,800	SH SOLE
UNUMPROVIDENT CORP	COM	91529Y106	1,969	74,276	SH SOLE
US AIRWAYS GROUP INC	COM	911905107	133	20,900	SH SOLE
US BANCORP	DEL COM	902973304	12,530	598,679	SH SOLE
NEW					
USA ED INC	COM	90390U102	4,041	48,100	SH SOLE
UST INC	COM	902911106	1,778	50,793	SH SOLE
USX MARATHON GROUP	COM NEW	902905827	2,847	94,900	SH SOLE
USX U S STL	COM	90337T101	496	27,400	SH SOLE

FAIR MARKET VALUE PAGE TOTAL 305,465

V F CORP	COM	918204108	1,330	34,100	SH SOLE
VERITAS SOFTWARE CO	COM	923436109	5,512	122,980	SH SOLE
VERIZON COMMUNICATIONS	COM	92343V104	39,534	833,003	SH SOLE
VIACOM INC	CL B	925524308	24,025	544,170	SH SOLE
VISTEON CORP	COM	92839U107	600	39,908	SH SOLE
VITESSE SEMICONDUCTOR CORP	COM	928497106	729	58,500	SH SOLE
VULCAN MATLS CO	COM	929160109	1,491	31,100	SH SOLE
WACHOVIA CORP 2ND NEW	COM	929903102	13,096	417,606	SH SOLE
WAL MART STORES INC	COM	931142103	78,715	1,367,766	SH SOLE
WALGREEN CO	COM	931422109	10,539	313,100	SH SOLE
WASHINGTON MUT INC	COM	939322103	8,788	268,734	SH SOLE
WASTE MGMT INC DEL	COM	94106L109	6,148	192,671	SH SOLE
WATSON PHARMACEUTICALS INC	COM	942683103	1,023	32,600	SH SOLE
WELLPOINT HEALTH NETWORK NEW	COM	94973H108	2,279	19,500	SH SOLE
WELLS FARGO & CO NEW	COM	949746101	22,603	520,174	SH SOLE
WENDYS INTL INC	COM	950590109	936	32,085	SH SOLE
WESTVACO CORP	COM	961548104	892	31,350	SH SOLE
WEYERHAEUSER CO	COM	962166104	3,589	66,370	SH SOLE
WHIRLPOOL CORP	COM	963320106	1,503	20,500	SH SOLE
WILLAMETTE INDS INC	COM	969133107	1,756	33,700	SH SOLE
WILLIAMS COS INC DEL	COM	969457100	4,037	158,192	SH SOLE
WINN DIXIE STORES INC	COM	974280109	616	43,200	SH SOLE
WORLDCOM INC GA NEW	WORLDCOM	98157D106	12,742	904,968	SH SOLE
GP COM					
WORTHINGTON INDS INC	COM	981811102	372	26,200	SH SOLE
WRIGLEY WM JR CO	COM	982526105	3,555	69,200	SH SOLE
XCEL ENERGY INC	COM	98389B100	2,941	106,005	SH SOLE

FAIR MARKET VALUE PAGE TOTAL 249,351

XEROX CORP	COM	984121103	2,302	220,900	SH SOLE
XILINX, INC	COM	983919101	5,923	151,674	SH SOLE
XL CAP LTD	CL A	G98255105	3,718	40,700	SH SOLE
YAHOO INC	COM	984332106	3,103	174,800	SH SOLE
ZIMMER HLDGS INC	COM	98956P102	1,817	59,488	SH SOLE
ZIONS BANCORPORATION	COM	989701107	1,483	28,200	SH SOLE

FAIR MARKET VALUE PAGE TOTAL 18,346

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FAIR MARKET VALUE REPORT TOTAL:

3,332,283