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VERIZON COMMUNICATIONS INC  
Form 13F-HR  
November 10, 2009

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2009

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: Verizon Investment Management Corp.  
Address: 1 Verizon Way, Building 7, 1st Floor South  
Basking Ridge, New Jersey 07920

Form 13F File Number: 028-04063

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: David L. Beik  
-----  
Title: Chief Operating Officer  
-----  
Phone: 908 559-5890  
-----

Signature, Place, and Date of Signing:

/s/ David L. Beik      Basking Ridge, New Jersey      November 10, 2009  
-----  
[Signature]                                      [City, State]                                      [Date]

Report Type (Check only one.):

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

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

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

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Form 13F SUMMARY PAGE

Report summary:

Number of Other Included Managers: 1  
 -----  
 Form 13F Information Table Entry Total: 614  
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 Form 13F Information Table Value Total: 1,686,693.00  
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 (thousands)

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.

Goldman Sachs Prime Brokerage  
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| ITEM 1                       | ITEM 2         | ITEM 3       | ITEM 4   | ITEM 5           | ITEM 6          |
|------------------------------|----------------|--------------|--|------------------|-----------------|
|                              |                |              |  |                  | INV. DISCRETI   |
|                              |                |              |  |                  | (B)             |
|                              |                |              |  |                  | SHARED          |
|                              |                |              |  |                  | (A) AS DEF. S   |
|                              |                |              |  |                  | SOLE INSTR. V O |
| NAME OF ISSUER               | TITLE OF CLASS | CUSIP NUMBER | PENSION FAIR MARKET VALUE OR PRINCIPAL (x\$1000) | SHARES OR AMOUNT |                 |
| ALLIED WRLD ASSUR COM HLDG L | SHS            | G0219G203    | 887  | 18,500           |                 |
| ARCH CAP GROUP LTD           | ORD            | G0450A105    | 675  | 10,000           |                 |
| ACCENTURE PLC IRELAND        | SHS CLASS A    | G1151C101    | 1,066  | 28,600           |                 |
| COOPER INDUSTRIES PLC        | SHS            | G24140108    | 1,360  | 36,200           |                 |
| COVIDIEN PLC                 | SHS            | G2554F105    | 2,018  | 46,646           |                 |
| ENDURANCE SPECIALTY HLDGS LT | SHS            | G30397106    | 1,501  | 41,150           |                 |
| GARMIN LTD                   | ORD            | G37260109    | 323  | 8,551            |                 |
| INGERSOLL-RAND PLC           | SHS            | G47791101    | 1,011  | 32,956           |                 |
| LAZARD LTD                   | SHS A          | G54050102    | 293  | 7,097            |                 |
| MARVELL TECHNOLOGY GROUP LTD | ORD            | G5876H105    | 821  | 50,684           |                 |
| NABORS INDUSTRIES LTD        | SHS            | G6359F103    | 203  | 9,700            |                 |
| RENAISSANCERE HOLDINGS LTD   | COM            | G7496G103    | 493  | 9,000            |                 |
| SEAGATE TECHNOLOGY           | SHS            | G7945J104    | 625  | 41,066           |                 |
| TRANSOCEAN LTD               | REG SHS        | H8817H100    | 641  | 7,500            |                 |
| TYCO ELECTRONICS LTD SWITZER | SHS            | H8912P106    | 668  | 30,000           |                 |
| AFLAC INC                    | COM            | 001055102    | 5,208  | 121,851          |                 |
| AGCO CORP                    | COM            | 001084102    | 550  | 19,900           |                 |
| AES CORP                     | COM            | 00130H105    | 1,411  | 95,232           |                 |
| AMR CORP                     | COM            | 001765106    | 210  | 26,422           |                 |
| AT&T INC                     | COM            | 00206R102    | 16,806   | 622,200          |                 |
| ABBOTT LABS                  | COM            | 002824100    | 17,415   | 352,025          |                 |
| ACTIVISION BLIZZARD INC      | COM            | 00507V109    | 1,438  | 116,045          |                 |
| ADOBE SYS INC                | COM            | 00724F101    | 3,944  | 119,372          |                 |

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|                              |         |           |        |         |
|------------------------------|---------|-----------|--------|---------|
| ADVANCE AUTO PARTS INC       | COM     | 00751Y106 | 347    | 8,833   |
| AECOM TECHNOLOGY CORP DELAWA | COM     | 00766T100 | 238    | 8,767   |
| AEROPOSTALE                  | COM     | 007865108 | 1,337  | 30,754  |
| ADVANCED MICRO DEVICES INC   | COM     | 007903107 | 154    | 27,293  |
| AETNA INC NEW                | COM     | 00817Y108 | 2,305  | 82,812  |
| AFFILIATED COMPUTER SERVICES | CL A    | 008190100 | 1,306  | 24,104  |
| AFFILIATED MANAGERS GROUP    | COM     | 008252108 | 249    | 3,829   |
| AGILENT TECHNOLOGIES INC     | COM     | 00846U101 | 1,484  | 53,310  |
| AIR PRODS & CHEMS INC        | COM     | 009158106 | 2,142  | 27,614  |
| AKAMAI TECHNOLOGIES INC      | COM     | 00971T101 | 315    | 16,029  |
| ALBERTO CULVER CO NEW        | COM     | 013078100 | 795    | 28,723  |
| ALCOA INC                    | COM     | 013817101 | 1,537  | 117,135 |
| ALEXION PHARMACEUTICALS INC  | COM     | 015351109 | 339    | 7,612   |
| ALLEGHENY ENERGY INC         | COM     | 017361106 | 607    | 22,900  |
| ALLEGHENY TECHNOLOGIES INC   | COM     | 01741R102 | 840    | 24,000  |
| ALLERGAN INC                 | COM     | 018490102 | 4,986  | 87,838  |
| ALLIANCE DATA SYSTEMS CORP   | COM     | 018581108 | 329    | 5,387   |
| ALLIANT TECHSYSTEMS INC      | COM     | 018804104 | 237    | 3,041   |
| ALLSTATE CORP                | COM     | 020002101 | 2,471  | 80,686  |
| ALPHA NATURAL RESOURCES INC  | COM     | 02076X102 | 583    | 16,612  |
| ALTERA CORP                  | COM     | 021441100 | 558    | 27,212  |
| ALTRIA GROUP INC             | COM     | 02209S103 | 6,635  | 372,553 |
| AMAZON COM INC               | COM     | 023135106 | 6,926  | 74,182  |
| AMERICAN EAGLE OUTFITTERS NE | COM     | 02553E106 | 806    | 47,822  |
| AMERICAN ELEC PWR INC        | COM     | 025537101 | 824    | 26,600  |
| AMERICAN EXPRESS CO          | COM     | 025816109 | 5,208  | 153,621 |
| AMERICAN INTL GROUP INC      | COM NEW | 026874784 | 595    | 13,500  |
| AMERICAN RAILCAR INDS INC    | COM     | 02916P103 | 228    | 21,500  |
| AMERICAN TOWER CORP          | CL A    | 029912201 | 1,736  | 47,682  |
| AMERISOURCEBERGEN CORP       | COM     | 03073E105 | 3,428  | 153,164 |
| AMETEK INC NEW               | COM     | 031100100 | 1,322  | 37,863  |
| AMGEN INC                    | COM     | 031162100 | 14,858 | 246,688 |
| AMPHENOL CORP NEW            | CL A    | 032095101 | 599    | 15,887  |
| AMYLIN PHARMACEUTICALS INC   | COM     | 032346108 | 179    | 13,068  |
| ANADARKO PETE CORP           | COM     | 032511107 | 2,917  | 46,500  |
| ANALOG DEVICES INC           | COM     | 032654105 | 2,278  | 82,612  |
| ANNALY CAP MGMT INC          | COM     | 035710409 | 1,478  | 81,500  |
| ANSYS INC                    | COM     | 03662Q105 | 304    | 8,129   |
| APACHE CORP                  | COM     | 037411105 | 3,490  | 38,000  |
| APOLLO GROUP INC             | CL A    | 037604105 | 3,058  | 41,506  |
| APPLE INC                    | COM     | 037833100 | 37,744 | 203,634 |
| APPLIED MATLS INC            | COM     | 038222105 | 1,425  | 106,480 |
| APTARGROUP INC               | COM     | 038336103 | 224    | 6,000   |
| ARCHER DANIELS MIDLAND CO    | COM     | 039483102 | 4,652  | 159,203 |
| ARROW ELECTRS INC            | COM     | 042735100 | 400    | 14,203  |
| AUTODESK INC                 | COM     | 052769106 | 341    | 14,325  |
| AUTOMATIC DATA PROCESSING IN | COM     | 053015103 | 3,990  | 101,524 |
| AUTOZONE INC                 | COM     | 053332102 | 2,044  | 13,977  |
| AVALONBAY CMNTYS INC         | COM     | 053484101 | 1,331  | 18,300  |
| AVON PRODS INC               | COM     | 054303102 | 3,005  | 88,492  |
| BB&T CORP                    | COM     | 054937107 | 1,703  | 62,500  |
| BJS WHOLESALE CLUB INC       | COM     | 05548J106 | 394    | 10,889  |
| BOK FINL CORP                | COM NEW | 05561Q201 | 432    | 9,333   |
| BMC SOFTWARE INC             | COM     | 055921100 | 1,207  | 32,151  |
| BAKER HUGHES INC             | COM     | 057224107 | 1,314  | 30,800  |
| BALL CORP                    | COM     | 058498106 | 1,450  | 29,466  |
| BANK OF AMERICA CORPORATION  | COM     | 060505104 | 11,250 | 664,900 |
| BANK HAWAII CORP             | COM     | 062540109 | 2,048  | 49,300  |
| BANK OF NEW YORK MELLON CORP | COM     | 064058100 | 5,628  | 194,129 |
| BARD C R INC                 | COM     | 067383109 | 1,667  | 21,211  |
| BAXTER INTL INC              | COM     | 071813109 | 8,130  | 142,611 |
| BECKMAN COULTER INC          | COM     | 075811109 | 465    | 6,740   |

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|                              |                |           |        |           |
|------------------------------|----------------|-----------|--------|-----------|
| BECTON DICKINSON & CO        | COM            | 075887109 | 4,116  | 59,016    |
| BED BATH & BEYOND INC        | COM            | 075896100 | 1,606  | 42,792    |
| BEMIS INC                    | COM            | 081437105 | 466    | 18,000    |
| BEST BUY INC                 | COM            | 086516101 | 3,697  | 98,533    |
| BIOGEN IDEC INC              | COM            | 09062X103 | 4,868  | 96,361    |
| BLACKROCK INC                | COM            | 09247X101 | 679    | 3,132     |
| BLOCK H & R INC              | COM            | 093671105 | 579    | 31,501    |
| BOEING CO                    | COM            | 097023105 | 5,243  | 96,823    |
| BORGWARNER INC               | COM            | 099724106 | 455    | 15,030    |
| BOSTON PROPERTIES INC        | COM            | 101121101 | 800    | 12,200    |
| BOSTON SCIENTIFIC CORP       | COM            | 101137107 | 3,224  | 304,436   |
| BRISTOL MYERS SQUIBB CO      | COM            | 110122108 | 6,312  | 280,275   |
| BROADCOM CORP                | CL A           | 111320107 | 5,057  | 164,763   |
| BROCADE COMMUNICATIONS SYS I | COM NEW        | 111621306 | 484    | 61,634    |
| BROOKFIELD ASSET MGMT INC    | CL A LTD VT SH | 112585104 | 606    | 26,700    |
| BROWN FORMAN CORP            | CL B           | 115637209 | 335    | 6,946     |
| BURLINGTON NORTHN SANTA FE C | COM            | 12189T104 | 3,145  | 39,400    |
| CBS CORP NEW                 | CL B           | 124857202 | 783    | 65,000    |
| CB RICHARD ELLIS GROUP INC   | CL A           | 12497T101 | 425    | 36,194    |
| CF INDS HLDGS INC            | COM            | 125269100 | 321    | 3,722     |
| C H ROBINSON WORLDWIDE INC   | COM NEW        | 12541W209 | 2,900  | 50,215    |
| CIGNA CORP                   | COM            | 125509109 | 1,330  | 47,345    |
| CME GROUP INC                | COM            | 12572Q105 | 2,822  | 9,158     |
| CMS ENERGY CORP              | COM            | 125896100 | 261    | 19,500    |
| CSX CORP                     | COM            | 126408103 | 1,875  | 44,800    |
| CVS CAREMARK CORPORATION     | COM            | 126650100 | 7,726  | 216,181   |
| CA INC                       | COM            | 12673P105 | 618    | 28,120    |
| CABLEVISION SYS CORP         | CL A NY CABLVS | 12686C109 | 594    | 25,000    |
| CADENCE DESIGN SYSTEM INC    | COM            | 127387108 | 179    | 24,437    |
| CALPINE CORP                 | COM NEW        | 131347304 | 361    | 31,303    |
| CAMERON INTERNATIONAL CORP   | COM            | 13342B105 | 1,506  | 39,824    |
| CAMPBELL SOUP CO             | COM            | 134429109 | 894    | 27,396    |
| CAPITAL ONE FINL CORP        | COM            | 14040H105 | 2,173  | 60,813    |
| CARMAX INC                   | COM            | 143130102 | 303    | 14,517    |
| CARNIVAL CORP                | PAIRED CTF     | 143658300 | 614    | 18,448    |
| CATERPILLAR INC DEL          | COM            | 149123101 | 6,211  | 121,004   |
| CELANESE CORP DEL            | COM SER A      | 150870103 | 670    | 26,809    |
| CELGENE CORP                 | COM            | 151020104 | 6,327  | 113,188   |
| CENTERPOINT ENERGY INC       | COM            | 15189T107 | 515    | 41,405    |
| CENTURYTEL INC               | COM            | 156700106 | 1,876  | 55,827    |
| CEPHALON INC                 | COM            | 156708109 | 399    | 6,848     |
| CERNER CORP                  | COM            | 156782104 | 466    | 6,224     |
| CHESAPEAKE ENERGY CORP       | COM            | 165167107 | 2,670  | 94,001    |
| CHEVRON CORP NEW             | COM            | 166764100 | 16,727 | 237,500   |
| CHICOS FAS INC               | COM            | 168615102 | 200    | 15,423    |
| CHIPOTLE MEXICAN GRILL INC   | CL A           | 169656105 | 287    | 2,955     |
| CHOICE HOTELS INTL INC       | COM            | 169905106 | 355    | 11,442    |
| CHUBB CORP                   | COM            | 171232101 | 882    | 17,500    |
| CHURCH & DWIGHT INC          | COM            | 171340102 | 937    | 16,512    |
| CISCO SYS INC                | COM            | 17275R102 | 31,275 | 1,328,610 |
| CITIGROUP INC                | COM            | 172967101 | 3,131  | 646,800   |
| CITRIX SYS INC               | COM            | 177376100 | 658    | 16,784    |
| CLEARWIRE CORP NEW           | CL A           | 18538Q105 | 100    | 12,301    |
| CLIFFS NATURAL RESOURCES INC | COM            | 18683K101 | 297    | 9,167     |
| CLOROX CO DEL                | COM            | 189054109 | 1,379  | 23,439    |
| COACH INC                    | COM            | 189754104 | 2,286  | 69,453    |
| COCA COLA CO                 | COM            | 191216100 | 25,623 | 477,148   |
| COCA COLA ENTERPRISES INC    | COM            | 191219104 | 521    | 24,343    |
| COGNIZANT TECHNOLOGY SOLUTIO | CL A           | 192446102 | 2,443  | 63,193    |
| COLGATE PALMOLIVE CO         | COM            | 194162103 | 9,835  | 128,931   |
| COMCAST CORP NEW             | CL A           | 20030N101 | 5,992  | 354,997   |
| COMMERCIAL METALS CO         | COM            | 201723103 | 179    | 10,000    |

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|                              |             |           |       |         |
|------------------------------|-------------|-----------|-------|---------|
| COMPUTER SCIENCES CORP       | COM         | 205363104 | 474   | 9,000   |
| CONOCOPHILLIPS               | COM         | 20825C104 | 8,129 | 180,000 |
| CONSOL ENERGY INC            | COM         | 20854P109 | 1,753 | 38,853  |
| CONSOLIDATED EDISON INC      | COM         | 209115104 | 1,195 | 29,200  |
| CONSTELLATION ENERGY GROUP I | COM         | 210371100 | 604   | 18,667  |
| CONTINENTAL AIRLS INC        | CL B        | 210795308 | 189   | 11,467  |
| COPART INC                   | COM         | 217204106 | 206   | 6,193   |
| CORN PRODS INTL INC          | COM         | 219023108 | 1,258 | 44,100  |
| CORNING INC                  | COM         | 219350105 | 4,934 | 322,267 |
| COSTCO WHSL CORP NEW         | COM         | 22160K105 | 6,419 | 113,852 |
| COVANCE INC                  | COM         | 222816100 | 321   | 5,929   |
| COVENTRY HEALTH CARE INC     | COM         | 222862104 | 201   | 10,083  |
| CRANE CO                     | COM         | 224399105 | 329   | 12,759  |
| CREE INC                     | COM         | 225447101 | 303   | 8,249   |
| CROWN CASTLE INTL CORP       | COM         | 228227104 | 1,194 | 38,084  |
| CROWN HOLDINGS INC           | COM         | 228368106 | 404   | 14,836  |
| CULLEN FROST BANKERS INC     | COM         | 229899109 | 491   | 9,500   |
| CUMMINS INC                  | COM         | 231021106 | 2,329 | 51,977  |
| CYPRESS SEMICONDUCTOR CORP   | COM         | 232806109 | 125   | 12,094  |
| DPL INC                      | COM         | 233293109 | 244   | 9,366   |
| D R HORTON INC               | COM         | 23331A109 | 297   | 26,000  |
| DTE ENERGY CO                | COM         | 233331107 | 717   | 20,400  |
| DANAHER CORP DEL             | COM         | 235851102 | 3,878 | 57,611  |
| DARDEN RESTAURANTS INC       | COM         | 237194105 | 946   | 27,718  |
| DAVITA INC                   | COM         | 23918K108 | 543   | 9,591   |
| DEAN FOODS CO NEW            | COM         | 242370104 | 297   | 16,686  |
| DEERE & CO                   | COM         | 244199105 | 2,919 | 68,021  |
| DEL MONTE FOODS CO           | COM         | 24522P103 | 573   | 49,500  |
| DELL INC                     | COM         | 24702R101 | 6,430 | 421,364 |
| DELTA AIR LINES INC DEL      | COM NEW     | 247361702 | 641   | 71,560  |
| DENDREON CORP                | COM         | 24823Q107 | 300   | 10,703  |
| DENTSPLY INTL INC NEW        | COM         | 249030107 | 476   | 13,775  |
| DEVON ENERGY CORP NEW        | COM         | 25179M103 | 4,767 | 70,800  |
| DEVRY INC DEL                | COM         | 251893103 | 319   | 5,772   |
| DIAMOND OFFSHORE DRILLING IN | COM         | 25271C102 | 1,518 | 15,895  |
| DIEBOLD INC                  | COM         | 253651103 | 1,014 | 30,783  |
| DIGITAL RLTY TR INC          | COM         | 253868103 | 323   | 7,060   |
| DIRECTV GROUP INC            | COM         | 25459L106 | 1,865 | 67,626  |
| DISNEY WALT CO               | COM DISNEY  | 254687106 | 6,027 | 219,501 |
| DISCOVERY COMMUNICATNS NEW   | COM SER C   | 25470F302 | 631   | 24,259  |
| DISH NETWORK CORP            | CL A        | 25470M109 | 1,065 | 55,300  |
| DOLLAR TREE INC              | COM         | 256746108 | 1,321 | 27,137  |
| DOMINION RES INC VA NEW      | COM         | 25746U109 | 3,015 | 87,400  |
| DONALDSON INC                | COM         | 257651109 | 944   | 27,261  |
| DONNELLEY R R & SONS CO      | COM         | 257867101 | 360   | 16,911  |
| DOVER CORP                   | COM         | 260003108 | 1,349 | 34,815  |
| DOW CHEM CO                  | COM         | 260543103 | 3,042 | 116,700 |
| DREAMWORKS ANIMATION SKG INC | CL A        | 26153C103 | 1,248 | 35,100  |
| DRESSER-RAND GROUP INC       | COM         | 261608103 | 915   | 29,444  |
| DU PONT E I DE NEMOURS & CO  | COM         | 263534109 | 4,003 | 124,538 |
| DUKE ENERGY CORP NEW         | COM         | 26441C105 | 2,868 | 182,200 |
| DUN & BRADSTREET CORP DEL NE | COM         | 26483E100 | 552   | 7,332   |
| E M C CORP MASS              | COM         | 268648102 | 4,524 | 265,516 |
| ENSCO INTL INC               | COM         | 26874Q100 | 2,387 | 56,123  |
| EOG RES INC                  | COM         | 26875P101 | 4,343 | 52,000  |
| EQT CORP                     | COM         | 26884L109 | 1,420 | 33,340  |
| EXCO RESOURCES INC           | COM         | 269279402 | 213   | 11,391  |
| EASTMAN CHEM CO              | COM         | 277432100 | 771   | 14,400  |
| EATON CORP                   | COM         | 278058102 | 639   | 11,300  |
| EATON VANCE CORP             | COM NON VTG | 278265103 | 582   | 20,809  |
| EBAY INC                     | COM         | 278642103 | 5,510 | 233,460 |
| ECOLAB INC                   | COM         | 278865100 | 1,707 | 36,932  |

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|                               |                |           |        |         |
|-------------------------------|----------------|-----------|--------|---------|
| EDISON INTL                   | COM            | 281020107 | 1,034  | 30,800  |
| EDWARDS LIFESCIENCES CORP     | COM            | 28176E108 | 363    | 5,196   |
| EL PASO CORP                  | COM            | 28336L109 | 187    | 18,073  |
| ELECTRONIC ARTS INC           | COM            | 285512109 | 1,996  | 104,751 |
| EMERSON ELEC CO               | COM            | 291011104 | 6,497  | 162,089 |
| ENERGIZER HLDGS INC           | COM            | 29266R108 | 1,193  | 17,985  |
| ENTERGY CORP NEW              | COM            | 29364G103 | 3,011  | 37,700  |
| EQUIFAX INC                   | COM            | 294429105 | 637    | 21,856  |
| EQUINIX INC                   | COM NEW        | 29444U502 | 324    | 3,521   |
| EXELON CORP                   | COM            | 30161N101 | 3,525  | 71,044  |
| EXPEDIA INC DEL               | COM            | 30212P105 | 886    | 36,994  |
| EXPEDITORS INTL WASH INC      | COM            | 302130109 | 1,705  | 48,494  |
| EXPRESS SCRIPTS INC           | COM            | 302182100 | 5,367  | 69,184  |
| EXXON MOBIL CORP              | COM            | 30231G102 | 47,770 | 696,256 |
| FLIR SYS INC                  | COM            | 302445101 | 390    | 13,935  |
| FMC TECHNOLOGIES INC          | COM            | 30249U101 | 1,231  | 23,562  |
| F M C CORP                    | COM NEW        | 302491303 | 323    | 5,736   |
| FPL GROUP INC                 | COM            | 302571104 | 2,713  | 49,115  |
| FTI CONSULTING INC            | COM            | 302941109 | 203    | 4,762   |
| FACTSET RESH SYS INC          | COM            | 303075105 | 256    | 3,869   |
| FAMILY DLR STORES INC         | COM            | 307000109 | 1,201  | 45,506  |
| FASTENAL CO                   | COM            | 311900104 | 714    | 18,460  |
| FEDERATED INVS INC PA         | CL B           | 314211103 | 924    | 35,037  |
| FEDEX CORP                    | COM            | 31428X106 | 2,407  | 32,000  |
| F5 NETWORKS INC               | COM            | 315616102 | 289    | 7,286   |
| FIDELITY NATL INFORMATION SV  | COM            | 31620M106 | 1,537  | 60,270  |
| FIDELITY NATIONAL FINANCIAL   | CL A           | 31620R105 | 237    | 15,702  |
| FIFTH THIRD BANCORP           | COM            | 316773100 | 1,216  | 120,000 |
| FIRST AMERN CORP CALIF        | COM            | 318522307 | 324    | 10,000  |
| FIRST SOLAR INC               | COM            | 336433107 | 1,584  | 10,364  |
| FISERV INC                    | COM            | 337738108 | 2,358  | 48,931  |
| FIRSTENERGY CORP              | COM            | 337932107 | 1,326  | 29,000  |
| FLUOR CORP NEW                | COM            | 343412102 | 2,119  | 41,679  |
| FLOWERVE CORP                 | COM            | 34354P105 | 1,675  | 16,998  |
| FORD MTR CO DEL               | COM PAR \$0.01 | 345370860 | 2,343  | 325,000 |
| FOREST LABS INC               | COM            | 345838106 | 1,387  | 47,100  |
| FRANKLIN RES INC              | COM            | 354613101 | 4,707  | 46,788  |
| FREEMPORT-MCMORAN COPPER & GO | COM            | 35671D857 | 4,431  | 64,579  |
| FRONTIER COMMUNICATIONS CORP  | COM            | 35906A108 | 122    | 16,199  |
| FRONTIER OIL CORP             | COM            | 35914P105 | 211    | 15,138  |
| GALLAGHER ARTHUR J & CO       | COM            | 363576109 | 210    | 8,618   |
| GAMESTOP CORP NEW             | CL A           | 36467W109 | 1,279  | 48,321  |
| GAP INC DEL                   | COM            | 364760108 | 3,418  | 159,726 |
| GEN-PROBE INC NEW             | COM            | 36866T103 | 200    | 4,830   |
| GENERAL DYNAMICS CORP         | COM            | 369550108 | 4,345  | 67,255  |
| GENERAL ELECTRIC CO           | COM            | 369604103 | 15,607 | 950,500 |
| GENERAL MLS INC               | COM            | 370334104 | 7,041  | 109,371 |
| GENTEX CORP                   | COM            | 371901109 | 181    | 12,770  |
| GENWORTH FINL INC             | COM CL A       | 37247D106 | 205    | 17,116  |
| GENZYME CORP                  | COM            | 372917104 | 2,321  | 40,918  |
| GILEAD SCIENCES INC           | COM            | 375558103 | 9,591  | 206,260 |
| GLG PARTNERS INC              | COM            | 37929X107 | 71     | 17,629  |
| GLOBAL PMTS INC               | COM            | 37940X102 | 1,959  | 41,957  |
| GOLDMAN SACHS GROUP INC       | COM            | 38141G104 | 11,189 | 60,696  |
| GOODRICH CORP                 | COM            | 382388106 | 1,276  | 23,487  |
| GOODYEAR TIRE & RUBR CO       | COM            | 382550101 | 978    | 57,427  |
| GOOGLE INC                    | CL A           | 38259P508 | 26,930 | 54,310  |
| GRAINGER W W INC              | COM            | 384802104 | 510    | 5,704   |
| GREEN MTN COFFEE ROASTERS IN  | COM            | 393122106 | 205    | 2,771   |
| GREIF INC                     | CL A           | 397624107 | 501    | 9,100   |
| GUESS INC                     | COM            | 401617105 | 200    | 5,411   |
| HCP INC                       | COM            | 40414L109 | 3,089  | 107,498 |

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|                              |                 |           |        |           |
|------------------------------|-----------------|-----------|--------|-----------|
| HALLIBURTON CO               | COM             | 406216101 | 2,598  | 95,800    |
| HANOVER INS GROUP INC        | COM             | 410867105 | 330    | 7,996     |
| HANSEN NAT CORP              | COM             | 411310105 | 800    | 21,785    |
| HARLEY DAVIDSON INC          | COM             | 412822108 | 745    | 32,400    |
| HARRIS CORP DEL              | COM             | 413875105 | 362    | 9,615     |
| HARTFORD FINL SVCS GROUP INC | COM             | 416515104 | 814    | 30,700    |
| HASBRO INC                   | COM             | 418056107 | 1,807  | 65,119    |
| HEALTH MGMT ASSOC INC NEW    | CL A            | 421933102 | 171    | 22,869    |
| HEALTH CARE REIT INC         | COM             | 42217K106 | 216    | 5,186     |
| HEINZ H J CO                 | COM             | 423074103 | 3,468  | 87,236    |
| HELMERICH & PAYNE INC        | COM             | 423452101 | 338    | 8,552     |
| HERSHEY CO                   | COM             | 427866108 | 324    | 8,328     |
| HESS CORP                    | COM             | 42809H107 | 1,395  | 26,100    |
| HEWITT ASSOCS INC            | COM             | 42822Q100 | 1,291  | 35,440    |
| HEWLETT PACKARD CO           | COM             | 428236103 | 24,698 | 523,158   |
| HOME DEPOT INC               | COM             | 437076102 | 5,777  | 216,842   |
| HONEYWELL INTL INC           | COM             | 438516106 | 6,289  | 169,286   |
| HORMEL FOODS CORP            | COM             | 440452100 | 999    | 28,135    |
| HOSPIRA INC                  | COM             | 441060100 | 664    | 14,883    |
| HUDSON CITY BANCORP          | COM             | 443683107 | 317    | 24,077    |
| HUMANA INC                   | COM             | 444859102 | 922    | 24,706    |
| HUNT J B TRANS SVCS INC      | COM             | 445658107 | 260    | 8,105     |
| ITT EDUCATIONAL SERVICES INC | COM             | 45068B109 | 393    | 3,555     |
| ITT CORP NEW                 | COM             | 450911102 | 1,511  | 28,972    |
| IDEX CORP                    | COM             | 45167R104 | 434    | 15,516    |
| IDEXX LABS INC               | COM             | 45168D104 | 849    | 16,973    |
| IHS INC                      | CL A            | 451734107 | 227    | 4,431     |
| ILLINOIS TOOL WKS INC        | COM             | 452308109 | 2,456  | 57,500    |
| ILLUMINA INC                 | COM             | 452327109 | 1,229  | 28,911    |
| INGRAM MICRO INC             | CL A            | 457153104 | 721    | 42,800    |
| INTEGRATED DEVICE TECHNOLOGY | COM             | 458118106 | 712    | 105,364   |
| INTEL CORP                   | COM             | 458140100 | 22,247 | 1,136,777 |
| INTERCONTINENTALEXCHANGE INC | COM             | 45865V100 | 2,066  | 21,255    |
| INTERNATIONAL BUSINESS MACHS | COM             | 459200101 | 34,573 | 289,047   |
| INTERNATIONAL FLAVORS&FRAGRA | COM             | 459506101 | 1,156  | 30,489    |
| INTERNATIONAL GAME TECHNOLOG | COM             | 459902102 | 1,379  | 64,212    |
| INTL PAPER CO                | COM             | 460146103 | 963    | 43,300    |
| INTUITIVE SURGICAL INC       | COM NEW         | 46120E602 | 1,786  | 6,812     |
| INTUIT                       | COM             | 461202103 | 1,210  | 42,462    |
| IRON MTN INC                 | COM             | 462846106 | 712    | 26,723    |
| ISHARES TR INDEX             | RUSSELL1000VAL  | 464287598 | 704    | 12,684    |
| ISHARES TR INDEX             | RUSSELL1000GRW  | 464287614 | 1,539  | 33,230    |
| ITC HLDGS CORP               | COM             | 465685105 | 373    | 8,215     |
| ITRON INC                    | COM             | 465741106 | 219    | 3,410     |
| JDS UNIPHASE CORP            | COM PAR \$0.001 | 46612J507 | 72     | 10,188    |
| JPMORGAN CHASE & CO          | COM             | 46625H100 | 18,930 | 432,000   |
| JABIL CIRCUIT INC            | COM             | 466313103 | 253    | 18,869    |
| JACOBS ENGR GROUP INC DEL    | COM             | 469814107 | 1,151  | 25,050    |
| JANUS CAP GROUP INC          | COM             | 47102X105 | 184    | 12,996    |
| JEFFERIES GROUP INC NEW      | COM             | 472319102 | 222    | 8,144     |
| JOHNSON & JOHNSON            | COM             | 478160104 | 33,672 | 552,995   |
| JOHNSON CTLS INC             | COM             | 478366107 | 2,342  | 91,613    |
| JOY GLOBAL INC               | COM             | 481165108 | 1,635  | 33,415    |
| JUNIPER NETWORKS INC         | COM             | 48203R104 | 1,811  | 67,019    |
| KBR INC                      | COM             | 48242W106 | 1,220  | 52,400    |
| KELLOGG CO                   | COM             | 487836108 | 1,161  | 23,592    |
| KIMBERLY CLARK CORP          | COM             | 494368103 | 4,525  | 76,720    |
| KIMCO REALTY CORP            | COM             | 49446R109 | 413    | 31,700    |
| KING PHARMACEUTICALS INC     | COM             | 495582108 | 775    | 72,000    |
| KOHL'S CORP                  | COM             | 500255104 | 3,479  | 60,980    |
| KRAFT FOODS INC              | CL A            | 50075N104 | 3,885  | 147,900   |
| KROGER CO                    | COM             | 501044101 | 1,373  | 66,501    |

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|                              |               |           |        |           |
|------------------------------|---------------|-----------|--------|-----------|
| LKQ CORP                     | COM           | 501889208 | 241    | 13,003    |
| LSI CORPORATION              | COM           | 502161102 | 671    | 122,300   |
| L-3 COMMUNICATIONS HLDGS INC | COM           | 502424104 | 803    | 10,000    |
| LABORATORY CORP AMER HLDGS   | COM NEW       | 50540R409 | 660    | 10,044    |
| LAM RESEARCH CORP            | COM           | 512807108 | 400    | 11,723    |
| LAS VEGAS SANDS CORP         | COM           | 517834107 | 556    | 33,009    |
| LAUDER ESTEE COS INC         | CL A          | 518439104 | 382    | 10,289    |
| LENDER PROCESSING SVCS INC   | COM           | 52602E102 | 338    | 8,863     |
| LEUCADIA NATL CORP           | COM           | 527288104 | 1,869  | 75,621    |
| LEVEL 3 COMMUNICATIONS INC   | COM           | 52729N100 | 140    | 100,400   |
| LIBERTY MEDIA CORP NEW       | ENT COM SER A | 53071M500 | 622    | 20,000    |
| LIFE TECHNOLOGIES CORP       | COM           | 53217V109 | 1,599  | 34,353    |
| LILLY ELI & CO               | COM           | 532457108 | 5,937  | 179,749   |
| LIMITED BRANDS INC           | COM           | 532716107 | 697    | 41,049    |
| LINCOLN NATL CORP IND        | COM           | 534187109 | 600    | 23,140    |
| LINEAR TECHNOLOGY CORP       | COM           | 535678106 | 570    | 20,612    |
| LOCKHEED MARTIN CORP         | COM           | 539830109 | 6,325  | 81,001    |
| LOEWS CORP                   | COM           | 540424108 | 3,425  | 100,000   |
| LORILLARD INC                | COM           | 544147101 | 1,692  | 22,772    |
| LOWES COS INC                | COM           | 548661107 | 4,036  | 192,761   |
| LUBRIZOL CORP                | COM           | 549271104 | 655    | 9,161     |
| MBIA INC                     | COM           | 55262C100 | 126    | 16,200    |
| MDU RES GROUP INC            | COM           | 552690109 | 932    | 44,700    |
| MEMC ELECTR MATLS INC        | COM           | 552715104 | 345    | 20,727    |
| MSCI INC                     | CL A          | 55354G100 | 273    | 9,211     |
| MACYS INC                    | COM           | 55616P104 | 640    | 35,000    |
| MANPOWER INC                 | COM           | 56418H100 | 1,911  | 33,700    |
| MARATHON OIL CORP            | COM           | 565849106 | 4,252  | 133,300   |
| MARRIOTT INTL INC NEW        | CL A          | 571903202 | 1,265  | 45,861    |
| MARVEL ENTERTAINMENT INC     | COM           | 57383T103 | 225    | 4,527     |
| MASCO CORP                   | COM           | 574599106 | 203    | 15,695    |
| MASTERCARD INC               | CL A          | 57636Q104 | 3,759  | 18,595    |
| MATRIX INITIATIVES INC       | COM           | 57685L105 | 236    | 41,600    |
| MATTEL INC                   | COM           | 577081102 | 3,107  | 168,304   |
| MAXIM INTEGRATED PRODS INC   | COM           | 57772K101 | 748    | 41,219    |
| MCAFFEE INC                  | COM           | 579064106 | 631    | 14,410    |
| MCCORMICK & CO INC           | COM NON VTG   | 579780206 | 410    | 12,085    |
| MCDERMOTT INTL INC           | COM           | 580037109 | 947    | 37,494    |
| MCDONALDS CORP               | COM           | 580135101 | 14,337 | 251,215   |
| MCGRAW HILL COS INC          | COM           | 580645109 | 2,727  | 108,468   |
| MCKESSON CORP                | COM           | 58155Q103 | 3,313  | 55,635    |
| MEADWESTVACO CORP            | COM           | 583334107 | 277    | 12,400    |
| MEDCO HEALTH SOLUTIONS INC   | COM           | 58405U102 | 5,102  | 92,236    |
| MEDIACOM COMMUNICATIONS CORP | CL A          | 58446K105 | 110    | 19,100    |
| MEDTRONIC INC                | COM           | 585055106 | 10,503 | 285,402   |
| MERCK & CO INC               | COM           | 589331107 | 8,679  | 274,388   |
| METAVANTE TECHNOLOGIES INC   | COM           | 591407101 | 286    | 8,308     |
| METLIFE INC                  | COM           | 59156R108 | 2,436  | 64,000    |
| METROPCS COMMUNICATIONS INC  | COM           | 591708102 | 372    | 39,691    |
| METTLER TOLEDO INTERNATIONAL | COM           | 592688105 | 283    | 3,124     |
| MICROS SYS INC               | COM           | 594901100 | 225    | 7,457     |
| MICROSOFT CORP               | COM           | 594918104 | 47,666 | 1,853,256 |
| MICROCHIP TECHNOLOGY INC     | COM           | 595017104 | 410    | 15,467    |
| MICRON TECHNOLOGY INC        | COM           | 595112103 | 113    | 13,822    |
| MILLIPORE CORP               | COM           | 601073109 | 362    | 5,142     |
| MIRANT CORP NEW              | COM           | 60467R100 | 912    | 55,501    |
| MONSANTO CO NEW              | COM           | 61166W101 | 9,382  | 121,214   |
| MONSTER WORLDWIDE INC        | COM           | 611742107 | 1,277  | 73,039    |
| MOODYS CORP                  | COM           | 615369105 | 908    | 44,400    |
| MORGAN STANLEY               | COM NEW       | 617446448 | 5,058  | 163,785   |
| MOSAIC CO                    | COM           | 61945A107 | 1,619  | 33,673    |
| MOTOROLA INC                 | COM           | 620076109 | 2,436  | 283,606   |



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|                             |          |           |        |         |
|-----------------------------|----------|-----------|--------|---------|
| MURPHY OIL CORP             | COM      | 626717102 | 864    | 15,000  |
| MYLAN INC                   | COM      | 628530107 | 324    | 20,227  |
| MYRIAD GENETICS INC         | COM      | 62855J104 | 243    | 8,858   |
| NCR CORP NEW                | COM      | 62886E108 | 1,184  | 85,709  |
| NII HLDGS INC               | CL B NEW | 62913F201 | 572    | 19,016  |
| NVR INC                     | COM      | 62944T105 | 1,885  | 2,957   |
| NYSE EURONEXT               | COM      | 629491101 | 714    | 24,698  |
| NALCO HOLDING COMPANY       | COM      | 62985Q101 | 447    | 21,812  |
| NATIONAL OILWELL VARCO INC  | COM      | 637071101 | 1,859  | 43,101  |
| NATIONAL SEMICONDUCTOR CORP | COM      | 637640103 | 689    | 48,295  |
| NATIONWIDE HEALTH PPTYS INC | COM      | 638620104 | 687    | 22,181  |
| NAVISTAR INTL CORP NEW      | COM      | 63934E108 | 794    | 21,219  |
| NETAPP INC                  | COM      | 64110D104 | 3,505  | 131,361 |
| NEWMONT MINING CORP         | COM      | 651639106 | 4,349  | 98,792  |
| NEWS CORP                   | CL A     | 65248E104 | 2,862  | 239,302 |
| NIKE INC                    | CL B     | 654106103 | 7,279  | 112,510 |
| NOBLE ENERGY INC            | COM      | 655044105 | 1,418  | 21,500  |
| NORDSTROM INC               | COM      | 655664100 | 687    | 22,499  |
| NORFOLK SOUTHERN CORP       | COM      | 655844108 | 2,536  | 58,826  |
| NORTHERN TR CORP            | COM      | 665859104 | 3,580  | 61,547  |
| NORTHROP GRUMMAN CORP       | COM      | 666807102 | 1,582  | 30,571  |
| NOVELL INC                  | COM      | 670006105 | 66     | 14,533  |
| NSTAR                       | COM      | 67019E107 | 853    | 26,800  |
| NUANCE COMMUNICATIONS INC   | COM      | 67020Y100 | 274    | 18,318  |
| NUCOR CORP                  | COM      | 670346105 | 1,669  | 35,500  |
| NVIDIA CORP                 | COM      | 67066G104 | 1,438  | 95,655  |
| NV ENERGY INC               | COM      | 67073Y106 | 276    | 23,783  |
| OGE ENERGY CORP             | COM      | 670837103 | 232    | 7,000   |
| OCCIDENTAL PETE CORP DEL    | COM      | 674599105 | 9,055  | 115,500 |
| OCEANEERING INTL INC        | COM      | 675232102 | 912    | 16,076  |
| OMNICOM GROUP INC           | COM      | 681919106 | 4,447  | 120,386 |
| ON ASSIGNMENT INC           | COM      | 682159108 | 102    | 17,363  |
| ON SEMICONDUCTOR CORP       | COM      | 682189105 | 322    | 38,984  |
| ORACLE CORP                 | COM      | 68389X105 | 16,146 | 774,777 |
| O REILLY AUTOMOTIVE INC     | COM      | 686091109 | 455    | 12,582  |
| OWENS ILL INC               | COM NEW  | 690768403 | 469    | 12,721  |
| PG&E CORP                   | COM      | 69331C108 | 2,320  | 57,300  |
| PMC-SIERRA INC              | COM      | 69344F106 | 306    | 32,000  |
| PNC FINL SVCS GROUP INC     | COM      | 693475105 | 1,710  | 35,200  |
| PPG INDS INC                | COM      | 693506107 | 815    | 14,000  |
| PPL CORP                    | COM      | 69351T106 | 2,059  | 67,875  |
| PACCAR INC                  | COM      | 693718108 | 3,151  | 83,557  |
| PACTIV CORP                 | COM      | 695257105 | 670    | 25,721  |
| PALL CORP                   | COM      | 696429307 | 352    | 10,905  |
| PARKER HANNIFIN CORP        | COM      | 701094104 | 1,166  | 22,500  |
| PATTERSON COMPANIES INC     | COM      | 703395103 | 254    | 9,321   |
| PAYCHEX INC                 | COM      | 704326107 | 2,930  | 100,850 |
| PEABODY ENERGY CORP         | COM      | 704549104 | 2,222  | 59,695  |
| PENNEY J C INC              | COM      | 708160106 | 975    | 28,900  |
| PENTAIR INC                 | COM      | 709631105 | 281    | 9,535   |
| PEPSI BOTTLING GROUP INC    | COM      | 713409100 | 380    | 10,440  |
| PEPSIAMERICAS INC           | COM      | 71343P200 | 314    | 11,000  |
| PEPSICO INC                 | COM      | 713448108 | 20,618 | 351,475 |
| PERRIGO CO                  | COM      | 714290103 | 251    | 7,388   |
| PETROHAWK ENERGY CORP       | COM      | 716495106 | 1,127  | 46,559  |
| PETSMART INC                | COM      | 716768106 | 254    | 11,690  |
| PFIZER INC                  | COM      | 717081103 | 12,988 | 784,800 |
| PHARMACEUTICAL PROD DEV INC | COM      | 717124101 | 214    | 9,743   |
| PHILIP MORRIS INTL INC      | COM      | 718172109 | 22,952 | 470,916 |
| PIEDMONT NAT GAS INC        | COM      | 720186105 | 498    | 20,800  |
| PINNACLE WEST CAP CORP      | COM      | 723484101 | 263    | 8,000   |
| PIONEER NAT RES CO          | COM      | 723787107 | 425    | 11,700  |

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|                              |         |           |        |         |
|------------------------------|---------|-----------|--------|---------|
| POLO RALPH LAUREN CORP       | CL A    | 731572103 | 369    | 4,810   |
| PRAXAIR INC                  | COM     | 74005P104 | 5,107  | 62,515  |
| PRECISION CASTPARTS CORP     | COM     | 740189105 | 6,172  | 60,590  |
| PRICE T ROWE GROUP INC       | COM     | 74144T108 | 2,180  | 47,695  |
| PRICELINE COM INC            | COM NEW | 741503403 | 1,271  | 7,664   |
| PRIDE INTL INC DEL           | COM     | 74153Q102 | 229    | 7,520   |
| PRINCIPAL FINANCIAL GROUP IN | COM     | 74251V102 | 1,882  | 68,712  |
| PROCTER & GAMBLE CO          | COM     | 742718109 | 31,459 | 543,152 |
| PROGRESS ENERGY INC          | COM     | 743263105 | 1,309  | 33,500  |
| PROGRESSIVE CORP OHIO        | COM     | 743315103 | 1,816  | 109,542 |
| PRUDENTIAL FINL INC          | COM     | 744320102 | 4,492  | 90,003  |
| PUBLIC SVC ENTERPRISE GROUP  | COM     | 744573106 | 1,264  | 40,200  |
| PUBLIC STORAGE               | COM     | 74460D109 | 5,151  | 68,466  |
| PULTE HOMES INC              | COM     | 745867101 | 388    | 35,315  |
| QLOGIC CORP                  | COM     | 747277101 | 190    | 11,020  |
| QUALCOMM INC                 | COM     | 747525103 | 16,975 | 377,387 |
| QUEST DIAGNOSTICS INC        | COM     | 74834L100 | 752    | 14,407  |
| QUESTAR CORP                 | COM     | 748356102 | 868    | 23,100  |
| QUICKSILVER RESOURCES INC    | COM     | 74837R104 | 154    | 10,877  |
| QWEST COMMUNICATIONS INTL IN | COM     | 749121109 | 373    | 98,000  |
| RAYONIER INC                 | COM     | 754907103 | 729    | 17,818  |
| RAYTHEON CO                  | COM NEW | 755111507 | 1,614  | 33,641  |
| RED HAT INC                  | COM     | 756577102 | 761    | 27,524  |
| RELIANCE STEEL & ALUMINUM CO | COM     | 759509102 | 958    | 22,500  |
| REPUBLIC SVCS INC            | COM     | 760759100 | 1,251  | 47,068  |
| RESMED INC                   | COM     | 761152107 | 316    | 6,989   |
| ROBERT HALF INTL INC         | COM     | 770323103 | 355    | 14,173  |
| ROCKWELL AUTOMATION INC      | COM     | 773903109 | 1,274  | 29,917  |
| ROCKWELL COLLINS INC         | COM     | 774341101 | 1,762  | 34,689  |
| ROPER INDS INC NEW           | COM     | 776696106 | 877    | 17,206  |
| ROSS STORES INC              | COM     | 778296103 | 1,159  | 24,257  |
| ROVI CORP                    | COM     | 779376102 | 621    | 18,492  |
| SBA COMMUNICATIONS CORP      | COM     | 78388J106 | 495    | 18,296  |
| SAIC INC                     | COM     | 78390X101 | 1,113  | 63,463  |
| SEI INVESTMENTS CO           | COM     | 784117103 | 567    | 28,825  |
| SLM CORP                     | COM     | 78442P106 | 769    | 88,208  |
| ST JOE CO                    | COM     | 790148100 | 250    | 8,579   |
| ST JUDE MED INC              | COM     | 790849103 | 2,384  | 61,122  |
| SALESFORCE COM INC           | COM     | 79466L302 | 2,724  | 47,845  |
| SANDISK CORP                 | COM     | 80004C101 | 871    | 40,141  |
| SARA LEE CORP                | COM     | 803111103 | 178    | 16,000  |
| SCHEIN HENRY INC             | COM     | 806407102 | 1,354  | 24,663  |
| SCHERING PLOUGH CORP         | COM     | 806605101 | 8,190  | 289,923 |
| SCHLUMBERGER LTD             | COM     | 806857108 | 12,950 | 217,274 |
| SCHNITZER STL INDS           | CL A    | 806882106 | 461    | 8,664   |
| SCHWAB CHARLES CORP NEW      | COM     | 808513105 | 3,812  | 199,055 |
| SCOTTS MIRACLE GRO CO        | CL A    | 810186106 | 564    | 13,143  |
| SEALED AIR CORP NEW          | COM     | 81211K100 | 501    | 25,500  |
| SEARS HLDGS CORP             | COM     | 812350106 | 1,430  | 21,900  |
| SEMPRA ENERGY                | COM     | 816851109 | 1,863  | 37,400  |
| SEPRACOR INC                 | COM     | 817315104 | 232    | 10,138  |
| SHAW GROUP INC               | COM     | 820280105 | 202    | 6,301   |
| SHERWIN WILLIAMS CO          | COM     | 824348106 | 1,376  | 22,865  |
| SIGMA ALDRICH CORP           | COM     | 826552101 | 1,587  | 29,395  |
| SIMON PPTY GROUP INC NEW     | COM     | 828806109 | 3,333  | 48,012  |
| SMITH INTL INC               | COM     | 832110100 | 778    | 27,102  |
| SONOCO PRODS CO              | COM     | 835495102 | 496    | 18,000  |
| SOUTHERN CO                  | COM     | 842587107 | 2,860  | 90,300  |
| SOUTHERN COPPER CORP         | COM     | 84265V105 | 1,559  | 50,810  |
| SOUTHWEST AIRLS CO           | COM     | 844741108 | 431    | 44,940  |
| SOUTHWESTERN ENERGY CO       | COM     | 845467109 | 3,558  | 83,369  |
| SPECTRA ENERGY CORP          | COM     | 847560109 | 2,256  | 119,100 |

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|                              |           |           |        |         |
|------------------------------|-----------|-----------|--------|---------|
| SPRINT NEXTEL CORP           | COM SER 1 | 852061100 | 1,433  | 362,900 |
| STANDEX INTL CORP            | COM       | 854231107 | 274    | 13,800  |
| STANLEY WKS                  | COM       | 854616109 | 666    | 15,600  |
| STAPLES INC                  | COM       | 855030102 | 2,818  | 121,341 |
| STARBUCKS CORP               | COM       | 855244109 | 5,015  | 242,847 |
| STARWOOD HOTELS&RESORTS WRLD | COM       | 85590A401 | 919    | 27,823  |
| STATE STR CORP               | COM       | 857477103 | 3,961  | 75,309  |
| STEEL DYNAMICS INC           | COM       | 858119100 | 430    | 28,000  |
| STERICYCLE INC               | COM       | 858912108 | 381    | 7,872   |
| STRAYER ED INC               | COM       | 863236105 | 283    | 1,301   |
| STRYKER CORP                 | COM       | 863667101 | 2,948  | 64,881  |
| SUN MICROSYSTEMS INC         | COM NEW   | 866810203 | 662    | 72,865  |
| SUNPOWER CORP                | COM CL A  | 867652109 | 267    | 8,948   |
| SUPERVALU INC                | COM       | 868536103 | 527    | 35,000  |
| SYBASE INC                   | COM       | 871130100 | 300    | 7,713   |
| SYMANTEC CORP                | COM       | 871503108 | 4,332  | 263,039 |
| SYNOPSYS INC                 | COM       | 871607107 | 390    | 17,381  |
| SYSCO CORP                   | COM       | 871829107 | 1,359  | 54,707  |
| TD AMERITRADE HLDG CORP      | COM       | 87236Y108 | 1,821  | 92,743  |
| TJX COS INC NEW              | COM       | 872540109 | 3,567  | 96,028  |
| TW TELECOM INC               | COM       | 87311L104 | 186    | 13,828  |
| TARGET CORP                  | COM       | 87612E106 | 7,321  | 156,840 |
| TECH DATA CORP               | COM       | 878237106 | 891    | 21,410  |
| TECHNE CORP                  | COM       | 878377100 | 216    | 3,455   |
| TELEPHONE & DATA SYS INC     | COM       | 879433100 | 515    | 16,601  |
| TELLABS INC                  | COM       | 879664100 | 446    | 64,500  |
| TENET HEALTHCARE CORP        | COM       | 88033G100 | 178    | 30,219  |
| TERADATA CORP DEL            | COM       | 88076W103 | 582    | 21,149  |
| TERADYNE INC                 | COM       | 880770102 | 148    | 16,054  |
| TERRA INDS INC               | COM       | 880915103 | 911    | 26,276  |
| TESORO CORP                  | COM       | 881609101 | 224    | 14,924  |
| TEXAS INSTRS INC             | COM       | 882508104 | 10,817 | 456,602 |
| TEXTRON INC                  | COM       | 883203101 | 205    | 10,800  |
| THERMO FISHER SCIENTIFIC INC | COM       | 883556102 | 3,574  | 81,844  |
| THOMAS & BETTS CORP          | COM       | 884315102 | 633    | 21,053  |
| 3M CO                        | COM       | 88579Y101 | 12,686 | 171,897 |
| TIDEWATER INC                | COM       | 886423102 | 433    | 9,200   |
| TIFFANY & CO NEW             | COM       | 886547108 | 406    | 10,528  |
| TIME WARNER INC              | COM NEW   | 887317303 | 3,695  | 128,400 |
| TIME WARNER CABLE INC        | COM       | 88732J207 | 862    | 20,000  |
| TOLL BROTHERS INC            | COM       | 889478103 | 225    | 11,500  |
| TORCHMARK CORP               | COM       | 891027104 | 760    | 17,500  |
| TORO CO                      | COM       | 891092108 | 510    | 12,820  |
| TOTAL SYS SVCS INC           | COM       | 891906109 | 174    | 10,824  |
| TRAVELERS COMPANIES INC      | COM       | 89417E109 | 5,691  | 115,600 |
| TRIMBLE NAVIGATION LTD       | COM       | 896239100 | 265    | 11,086  |
| TUPPERWARE BRANDS CORP       | COM       | 899896104 | 339    | 8,500   |
| US BANCORP DEL               | COM NEW   | 902973304 | 4,962  | 227,000 |
| URS CORP NEW                 | COM       | 903236107 | 933    | 21,365  |
| UNION PAC CORP               | COM       | 907818108 | 5,860  | 100,425 |
| UNITED PARCEL SERVICE INC    | CL B      | 911312106 | 9,015  | 159,634 |
| UNITED STATES STL CORP NEW   | COM       | 912909108 | 710    | 16,000  |
| UNITED TECHNOLOGIES CORP     | COM       | 913017109 | 11,810 | 193,836 |
| UNITED THERAPEUTICS CORP DEL | COM       | 91307C102 | 212    | 4,324   |
| UNITEDHEALTH GROUP INC       | COM       | 91324P102 | 4,530  | 180,900 |
| UNIVERSAL HLTH SVCS INC      | CL B      | 913903100 | 669    | 10,810  |
| UNUM GROUP                   | COM       | 91529Y106 | 911    | 42,500  |
| URBAN OUTFITTERS INC         | COM       | 917047102 | 359    | 11,907  |
| VCA ANTECH INC               | COM       | 918194101 | 211    | 7,856   |
| V F CORP                     | COM       | 918204108 | 677    | 9,348   |
| VALERO ENERGY CORP NEW       | COM       | 91913Y100 | 374    | 19,300  |
| VARIAN MED SYS INC           | COM       | 92220P105 | 490    | 11,628  |

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|                              |          |           |        |           |
|------------------------------|----------|-----------|--------|-----------|
| VARIAN SEMICONDUCTOR EQUIPMN | COM      | 922207105 | 223    | 6,784     |
| VERISIGN INC                 | COM      | 92343E102 | 424    | 17,884    |
| VERIZON COMMUNICATIONS INC   | COM      | 92343V104 | 40,472 | 1,337,028 |
| VERTEX PHARMACEUTICALS INC   | COM      | 92532F100 | 609    | 16,056    |
| VIACOM INC NEW               | CL B     | 92553P201 | 906    | 32,300    |
| VISA INC                     | COM CL A | 92826C839 | 6,709  | 97,072    |
| VULCAN MATLS CO              | COM      | 929160109 | 865    | 16,000    |
| WADDELL & REED FINL INC      | CL A     | 930059100 | 1,598  | 56,182    |
| WAL MART STORES INC          | COM      | 931142103 | 25,062 | 510,527   |
| WALGREEN CO                  | COM      | 931422109 | 8,973  | 239,472   |
| WALTER ENERGY INC            | COM      | 93317Q105 | 295    | 4,904     |
| WASTE MGMT INC DEL           | COM      | 94106L109 | 3,218  | 107,930   |
| WASTE SERVICES INC DEL       | COM NEW  | 941075202 | 50     | 10,800    |
| WATERS CORP                  | COM      | 941848103 | 1,002  | 17,941    |
| WELLPOINT INC                | COM      | 94973V107 | 5,003  | 105,630   |
| WELLS FARGO & CO NEW         | COM      | 949746101 | 14,915 | 529,279   |
| WENDYS ARBYS GROUP INC       | COM      | 950587105 | 64     | 13,607    |
| WESCO INTL INC               | COM      | 95082P105 | 345    | 11,962    |
| WESTERN DIGITAL CORP         | COM      | 958102105 | 3,117  | 85,325    |
| WESTERN UN CO                | COM      | 959802109 | 2,479  | 131,037   |
| WEYERHAEUSER CO              | COM      | 962166104 | 330    | 9,000     |
| WHOLE FOODS MKT INC          | COM      | 966837106 | 260    | 8,514     |
| WINDSTREAM CORP              | COM      | 97381W104 | 273    | 26,992    |
| WISCONSIN ENERGY CORP        | COM      | 976657106 | 430    | 9,518     |
| WYETH                        | COM      | 983024100 | 7,642  | 157,304   |
| WYNN RESORTS LTD             | COM      | 983134107 | 2,361  | 33,300    |
| XTO ENERGY INC               | COM      | 98385X106 | 2,107  | 51,000    |
| XCEL ENERGY INC              | COM      | 98389B100 | 433    | 22,500    |
| XILINX INC                   | COM      | 983919101 | 595    | 25,422    |
| XEROX CORP                   | COM      | 984121103 | 480    | 62,000    |
| YAHOO INC                    | COM      | 984332106 | 5,200  | 291,969   |
| YUM BRANDS INC               | COM      | 988498101 | 3,785  | 112,107   |
| ZIMMER HLDGS INC             | COM      | 98956P102 | 1,411  | 26,400    |

GRAND TOTAL

1,686,693.00