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EDWARDS A G INC  
Form 13F-HR  
August 12, 2004

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2004

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: A.G. Edwards, Inc.  
Address: One North Jefferson  
St. Louis, MO 63103

Form 13F File Number: 28-4192

The institutional investment manager filing this report and the person by who 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: Joseph G. Porter  
Assistant Treasurer  
314-955-3462

Signature, Place, and Date of Signing:

/s/ Joseph G. Porter St. Louis, MO 08/12/04  
[Signature] [City, State] [Date]

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 reporting manager(s).)

List of Other Managers Reporting for this Manager:  
[If there are no entries in this list, omit this section.]

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 395

Form 13F Information Table Value Total: \$2,799,725  
(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.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
1	28-3548	A.G. Edwards & Sons, Inc.
2	28-6731	A.G. Edwards Trust Company FSB

NAME OF ISSUER	-TITLE OF CLASS-	--CUSIP--	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	-M
D * ADC TELECOMMUNICATIONS INC	COM	000886101	29	10110			DEFINED	01
D AFLAC INC	COM	001055102	1882	46126			DEFINED	01
D AMB PROPERTY CORP	COM	00163T109	4679	135125			DEFINED	01
D AT&T CORP #	COM	001957505	1529	104508			DEFINED	01
D ABBOTT LABORATORIES	COM	002824100	4037	99042			DEFINED	01
D ABERDEEN ASIA-PACIFIC INCOME	COM	003009107	181	31502			DEFINED	01
D ADOBE SYSTEMS INC	COM	00724F101	238	5120			DEFINED	01
D ADVENT CLAYMORE CONVERTIBLE	COM	00764C109	499	20000			DEFINED	01
D AFFILIATED COMPUTER SVCS INC	COM	008190100	1082	20436			DEFINED	01
D AFFILIATED MANAGERS GROUP INC	COM	008252108	3207	63673			DEFINED	02
D ALCOA INC	COM	013817101	12860	389332			DEFINED	01
D ALLETE INC	COM	018522102	18427	553366			DEFINED	01
D * ALLIANCE RES PARTNERS LP	COM	01877R108	293	6277			DEFINED	01
D ALLIED CAPITAL CORP NEW	COM	01903Q108	499	20428			DEFINED	01
D ALLSTATE CORP	COM	020002101	1991	42773			DEFINED	01
D ALLTEL CORP	COM	020039103	258	5101			DEFINED	01
D ALTRIA GROUP INC	COM	02209S103	2001	39979			DEFINED	01
D AMBASSADORS GROUP INC	COM	023177108	3547	150859			DEFINED	01
D AMEREN CORP	COM	023608102	1251	29111			DEFINED	01
D * AMERICAN CAP STRATEGIES LTD	COM	024937104	2088	74509			DEFINED	01
D AMERICAN EXPRESS CO	COM	025816109	25038	487307			DEFINED	01
D AMERICAN INTL GROUP INC	COM	026874107	9630	135104			DEFINED	01
D AMERIGAS PARTNERS L.P.	COM	030975106	319	12301			DEFINED	01
D * AMGEN	COM	031162100	1164	21327			DEFINED	01

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D AMSOUTH BANCORPORATION	COM	032165102	452	17755	DEFINED	01
D ANADARKO PETROLEUM CORP	COM	032511107	895	15279	DEFINED	01
D ANHEUSER-BUSCH COS INC	COM	035229103	30531	565383	DEFINED	01
D ANNALY MORTGAGE MANAGEMENT INC	COM	035710409	13891	819063	DEFINED	01
D APACHE CORP	COM	037411105	822	18873	DEFINED	01
D APOLLO GROUP INC	COM	037604105	748	8475	DEFINED	01
D APOLLO INVESTMENT CORP	COM	03761U106	10782	783008	DEFINED	01
D * APPLIED MATERIALS	COM	038222105	761	38772	DEFINED	01
D ARCHER-DANIELS-MIDLAND CO.	COM	039483102	288	17141	DEFINED	01
D ARCHSTONE-SMITH TRUST	COM	039583109	382	13026	DEFINED	01
D ARGOSY GAMING COMPANY	COM	040228108	29763	791568	DEFINED	01
D * ATMEL CORP	COM	049513104	69	11600	DEFINED	01
D AUTOMATIC DATA PROCESSING INC	COM	053015103	4722	112749	DEFINED	01
D AUTOZONE INC	COM	053332102	619	7725	DEFINED	01
D AVERY DENNISON CORP	COM	053611109	12208	190718	DEFINED	01
D BB&T CORP	COM	054937107	1104	29857	DEFINED	01
D BP P.L.C. SPONSORED ADR	COM	055622104	21363	398780	DEFINED	01
D BAKER HUGHES INC	COM	057224107	346	9199	DEFINED	01
D BALL CORP	COM	058498106	1173	16281	DEFINED	01
D BANK OF AMERICA CORP	COM	060505104	6569	77633	DEFINED	01
D BANK ONE CORP	COM	06423A103	957	18768	DEFINED	01
D BECTON DICKINSON CO	COM	075887109	536	10347	DEFINED	01
D * BED BATH & BEYOND INC	COM	075896100	682	17738	DEFINED	01
D BELLSOUTH CORPORATION	COM	079860102	1833	69922	DEFINED	01
D BERKSHIRE HATHAWAY INC	COM	084670108	1334	15	DEFINED	01
D BERKSHIRE HATHAWAY INC DEL	COM	084670207	30558	10341	DEFINED	01
D * BIOMET INC	COM	090613100	1121	25223	DEFINED	01
D BLACK & DECKER CORP	COM	091797100	284	4574	DEFINED	01
D BLACKROCK MUNI TARGET TERM	COM	09247M105	2621	246083	DEFINED	01
D BLACKROCK DIVIDEND ACHIEVERS	COM	09250N107	357	25522	DEFINED	01
D H & R BLOCK INC	COM	093671105	324	6792	DEFINED	01
D BOEING COMPANY	COM	097023105	641	12543	DEFINED	01
D BRISTOL-MYERS SQUIBB CO	COM	110122108	16572	676408	DEFINED	01
D BROWN & BROWN INC	COM	115236101	3109	72123	DEFINED	01
D BROWN SHOE CO INC NEW	COM	115736100	688	16818	DEFINED	01
D BRUNSWICK CORP	COM	117043109	11761	288272	DEFINED	01
D BRUSH ENGINEERED MATERIALS INC	COM	117421107	189	10001	DEFINED	01
D BUCKEYE PARTNERS L.P.	COM	118230101	303	7461	DEFINED	01
D BURLINGTON NORTHERN SANTA FE	COM	12189T104	734	20920	DEFINED	01
D BURLINGTON RESOURCES INC	COM	122014103	266	7341	DEFINED	01
D CBL & ASSOCIATES PROPERTIES	COM	124830100	901	16388	DEFINED	01
D CPI CORP	COM	125902106	2063	140175	DEFINED	01
D CALIFORNIA PIZZA KITCHEN INC	COM	13054D109	4576	238846	DEFINED	01
D CANADIAN NATURAL RESOURCES LTD	COM	136385101	401	13400	DEFINED	01
D CAPITAL ONE FINANCIAL CORP	COM	14040H105	32566	476254	DEFINED	01
D CARDINAL HEALTH INC	COM	14149Y108	2528	36089	DEFINED	01
D CARNIVAL CORP	COM	143658300	494	10509	DEFINED	01
D CATERPILLAR INC	COM	149123101	8669	109123	DEFINED	01
D CENDANT CORP	COM	151313103	432	17656	DEFINED	01
D CEPHALON INC	COM	156708109	270	5000	DEFINED	01
D CHARLES RIVER LABS INTL INC	COM	159864107	6100	124820	DEFINED	02
D CHEVRONTEXACO CORP	COM	166764100	37364	397024	DEFINED	01
D CHOICE HOTELS INTL INC NEW	COM	169905106	1772	35318	DEFINED	01
D * CHIRON CORP	COM	170040109	339	7590	DEFINED	01
D CINCINNATI BELL INC (NEW)	COM	171871106	53	12001	DEFINED	01
D * CINCINNATI FINANCIAL CORP	COM	172062101	379	8709	DEFINED	01
D CINERGY CORP	COM	172474108	293	7722	DEFINED	01
D * CISCO SYSTEMS INC	COM	17275R102	4071	171783	DEFINED	01
D CITIGROUP INC	COM	172967101	4013	86305	DEFINED	01
D CLEAR CHANNEL COMMUNICATIONS	COM	184502102	44810	1212726	DEFINED	01
D CLOROX CO	COM	189054109	274	5100	DEFINED	01
D COCA-COLA CO	COM	191216100	6940	137491	DEFINED	01

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D COLGATE-PALMOLIVE CO	COM	194162103	2172	37163	DEFINED	01
D * COMCAST CORP NEW CL A	COM	20030N101	497	17683	DEFINED	01
D * COMCAST CORP NEW CL A SPL	COM	20030N200	27469	994903	DEFINED	01
D * COMMERCE BANCSHARES INC	COM	200525103	438	9543	DEFINED	01
D CONAGRA FOODS INC	COM	205887102	8798	324879	DEFINED	01
D CONOCOPHILLIPS	COM	20825C104	3747	49121	DEFINED	01
D CONSOLIDATED EDISON INC	COM	209115104	679	17090	DEFINED	01
D CORNING INC	COM	219350105	350	26801	DEFINED	01
D * COSTCO WHSL CORP NEW	COM	22160K105	277	6736	DEFINED	01
D COUNTRYWIDE FINANCIAL CORP	COM	222372104	335	4768	DEFINED	01
D * CROSSTEX ENERGY L.P.	COM	22765U102	557	21099	DEFINED	01
D CYBERGUARD CORP	COM	231910100	114	14000	DEFINED	01
D DNP SELECT INCOME FUND INC	COM	23325P104	371	35293	DEFINED	01
D DARDEN RESTAURANTS INC	COM	237194105	14134	687793	DEFINED	01
D DATASCOPE CORP	COM	238113104	210	5300	DEFINED	01
D DEAN FOODS COMPANY NEW	COM	242370104	1677	44957	DEFINED	01
D DEERE & CO	COM	244199105	401	5715	DEFINED	01
D * DELL INC	COM	24702R101	1032	28802	DEFINED	01
D DELTA & PINE LAND CO	COM	247357106	2159	98359	DEFINED	01
D DENTSPLY INTERNATIONAL INC NEW	COM	249030107	1994	38273	DEFINED	01
D DEVELOPERS DIVERSIFIED RLTY CP	COM	251591103	739	20892	DEFINED	01
D DIAGEO PLC NEW	COM	25243Q205	47690	871057	DEFINED	01
D WALT DISNEY CO	COM	254687106	1084	42533	DEFINED	01
D DOMINION RES INC NEW (VA)	COM	25746U109	1032	16362	DEFINED	01
D DONALDSON CO INC	COM	257651109	1083	36948	DEFINED	01
D DOVER CORPORATION	COM	260003108	261	6204	DEFINED	02
D DOW CHEMICAL COMPANY	COM	260543103	29010	712788	DEFINED	01
D E.I. DU PONT DE NEMOURS&CO	COM	263534109	2738	61631	DEFINED	01
D DUKE ENERGY CORP	COM	264399106	366	18035	DEFINED	01
D DYNEX CAPITAL INC #	COM	26817Q506	73	10901	DEFINED	01
D EMC CORPORATION (MA)	COM	268648102	649	56898	DEFINED	01
D EATON CORP	COM	278058102	224	3457	DEFINED	01
D EATON VANCE LIMITED DURATION	COM	27828H105	415	22952	DEFINED	01
D EBAY INC	COM	278642103	352	3829	DEFINED	01
D ECOLAB INC	COM	278865100	572	18058	DEFINED	01
D A.G. EDWARDS, INC	COM	281760108	4848	142457	DEFINED	01
D ELAN CORP PLC ADR	COM	284131208	482	19500	DEFINED	01
D EMERSON ELECTRIC CO	COM	291011104	27126	426851	DEFINED	01
D EMPIRE DISTRICT ELECTRIC CO	COM	291641108	345	17158	DEFINED	01
D ENBRIDGE ENERGY PARTNERS L.P.	COM	29250R106	317	6841	DEFINED	01
D ENERGEN CORP	COM	29265N108	480	10001	DEFINED	01
D ENERGIZER HOLDINGS INC	COM	29266R108	5542	123158	DEFINED	02
D ENERPLUS RESOURCE FUND #	COM	29274D604	13606	478085	DEFINED	01
D ENTERCOM COMMUNICATIONS CORP	COM	293639100	7910	212076	DEFINED	02
D ENTERPRISE PRODS PARTNERS L.P.	COM	293792107	674	31701	DEFINED	01
D ETHAN ALLEN INTERIORS INC	COM	297602104	3077	85697	DEFINED	01
D EXELON CORP	COM	30161N101	237	7122	DEFINED	01
D * EXPEDITORS INTL WASHINGTON	COM	302130109	13682	276912	DEFINED	01
D * EXPRESS SCRIPTS INC	COM	302182100	658	8311	DEFINED	01
D EXXON MOBIL CORP	COM	30231G102	51331	1155841	DEFINED	01
D FPL GROUP INC	COM	302571104	573	8956	DEFINED	01
D FACTSET RESEARCH SYSTEMS INC	COM	303075105	1019	21556	DEFINED	01
D FREDDIE MAC	COM	313400301	769	12155	DEFINED	01
D FANNIE MAE	COM	313586109	5222	73174	DEFINED	01
D FEDEX CORP	COM	31428X106	856	10483	DEFINED	01
D * FIFTH THIRD BANCORP	COM	316773100	2135	39690	DEFINED	01
D FINANCIAL FEDERAL CORP	COM	317492106	10385	294538	DEFINED	02
D FIRST DATA CORP	COM	319963104	37723	847324	DEFINED	01
D * FISERV INC	COM	337738108	1261	32429	DEFINED	01
D FLORIDA BANKS INC	COM	340560101	433	20000	DEFINED	01
D FLORIDA EAST COAST INDS INC	COM	340632108	967	25010	DEFINED	01
D FORD MOTOR CO (NEW)	COM	345370860	965	61671	DEFINED	01

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D FORTUNE BRANDS INC	COM	349631101	817	10829	DEFINED	01
D FORWARD AIR CORP	COM	349853101	3424	91554	DEFINED	01
D GABELLI GLOBAL MULTIMEDIA TR	COM	36239Q109	6871	750056	DEFINED	01
D GANNETT CO INC	COM	364730101	938	11050	DEFINED	01
D GAP INC	COM	364760108	319	13176	DEFINED	01
D GENERAL ELECTRIC CO	COM	369604103	33021	1019159	DEFINED	01
D GENERAL MILLS INC	COM	370334104	1398	29416	DEFINED	01
D GENERAL MOTORS CORP	COM	370442105	608	13040	DEFINED	01
D * GENTEX CORP	COM	371901109	355	8955	DEFINED	01
D GENUINE PARTS CO	COM	372460105	322	8126	DEFINED	01
D GILLETTE CO	COM	375766102	2570	60607	DEFINED	01
D GLADSTONE CAPITAL CORP	COM	376535100	11017	546758	DEFINED	01
D GLADSTONE COMMERCIAL CORP	COM	376536108	5636	341601	DEFINED	01
D GLAXOSMITHKLINE PLC	COM	37733W105	266	6418	DEFINED	01
D GRACO INC	COM	384109104	303	9758	DEFINED	01
D GREATER BAY BANCORP	COM	391648102	9914	343058	DEFINED	01
D GUIDANT CORP	COM	401698105	252	4516	DEFINED	01
D GULFTERRA ENERGY PARTNERS LP	COM	40274U108	232	6001	DEFINED	01
D HSBC HLDGS PLC NEW	COM	404280406	246	3286	DEFINED	01
D HALLIBURTON CO	COM	406216101	219	7245	DEFINED	01
D HARLEY DAVIDSON INC	COM	412822108	13806	222902	DEFINED	01
D HARMAN INTL INDUSTRIES INC NEW	COM	413086109	1296	14244	DEFINED	01
D HARSCO CORP	COM	415864107	3805	80968	DEFINED	01
D HEARST-ARGYLE TELEVISION INC	COM	422317107	773	29994	DEFINED	01
D HEARTLAND EXPRESS INC	COM	422347104	6757	246984	DEFINED	02
D H.J. HEINZ CO	COM	423074103	438	11181	DEFINED	01
D HERSHEY FOODS CORP	COM	427866108	18277	395014	DEFINED	01
D HEWLETT-PACKARD CO	COM	428236103	440	20841	DEFINED	01
D HILTON HOTELS CORP	COM	432848109	28769	1541743	DEFINED	01
D HOME DEPOT INC	COM	437076102	11291	320764	DEFINED	01
D HONEYWELL INTERNATIONAL INC	COM	438516106	763	20825	DEFINED	01
D * HOT TOPIC INC	COM	441339108	694	33875	DEFINED	01
D HUBBELL INC CLASS B	COM	443510201	504	10801	DEFINED	01
D IMS HEALTH INC	COM	449934108	287	12237	DEFINED	01
D ISTAR FINANCIAL INC	COM	45031U101	16406	410152	DEFINED	01
D ILL TOOL WORKS INC	COM	452308109	18039	188123	DEFINED	01
D IMCOR PHARMACEUTICAL CO	COM	45248E106	19	63000	DEFINED	01
D IMPERIAL OIL LTD NEW	COM	453038408	702	15001	DEFINED	01
D * INERGY L P	COM	456615103	408	16994	DEFINED	01
D * INTEL CORP	COM	458140100	5282	191394	DEFINED	01
D INTL BUSINESS MACHINES CORP	COM	459200101	4836	54856	DEFINED	01
D * INTERNATIONAL SPEEDWAY CORP	COM	460335201	3691	75895	DEFINED	01
D * INVESTORS FINL SERVICES CORP	COM	461915100	349	8006	DEFINED	01
D IRON MOUNTAIN INC (PA) NEW	COM	462846106	8358	259777	DEFINED	02
D ISHARES INC	COM	464287234	31072	192241	DEFINED	01
D ISHARES TRUST	COM	464287242	13389	124314	DEFINED	01
D ISHARES TRUST	COM	464287309	15455	272041	DEFINED	01
D ISHARES TRUST	COM	464287408	12536	218855	DEFINED	01
D ISHARES TRUST	COM	464287457	46620	570549	DEFINED	01
D ISHARES TRUST	COM	464287465	142634	997439	DEFINED	01
D ISHARES TRUST	COM	464287549	1094	23606	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287580	7875	141558	DEFINED	01
D ISHARES INC	COM	464287606	158191	1268164	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287697	19413	330269	DEFINED	01
D ISHARES INC	COM	464287705	130693	1120293	DEFINED	01
D ISHARES TRUST-DOW JONES U.S.	COM	464287713	5984	280131	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287762	55415	944525	DEFINED	01
D ISHARES TRUST	COM	464287788	696	7751	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287796	662	11815	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287812	30343	578511	DEFINED	01
D ISHARES INC	COM	464287879	23258	212016	DEFINED	01
D ISHARES INC	COM	464287887	28579	292815	DEFINED	01

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D JDS UNIPHASE CORP	COM	46612J101	65	17100	DEFINED	01
D JP MORGAN CHASE & CO	COM	46625H100	1255	32380	DEFINED	01
D JEFFERSON PILOT CORP	COM	475070108	378	7433	DEFINED	01
D JOHNSON & JOHNSON	COM	478160104	48161	864648	DEFINED	01
D KANEB PIPE LINE PARTNERS L.P.	COM	484169107	668	14565	DEFINED	01
D KELLOGG CO	COM	487836108	409	9773	DEFINED	01
D KIMBERLY CLARK CORP	COM	494368103	1772	26905	DEFINED	01
D KINDER MORGAN ENRGY PARTNRS LP	COM	494550106	510	12535	DEFINED	01
D LSI LOGIC CORP	COM	502161102	103	13500	DEFINED	01
D LACLEDE GROUP INC	COM	505597104	370	13502	DEFINED	01
D LEGGETT AND PLATT	COM	524660107	479	17922	DEFINED	01
D LEXINGTON CORP PPTYS TRUST SBI	COM	529043101	352	17700	DEFINED	01
D LIBERTY MEDIA CORP NEW	COM	530718105	18692	2079220	DEFINED	01
D LIBERTY MEDIA INTL INC	COM	530719103	3317	89418	DEFINED	01
D LIBERTY PROPERTY TRUST	COM	531172104	631	15700	DEFINED	01
D LIFELINE SYSTEMS INC	COM	532192101	3405	143917	DEFINED	01
D ELI LILLY AND CO	COM	532457108	1206	17255	DEFINED	01
D LINCARE HOLDINGS INC	COM	532791100	988	30058	DEFINED	01
D LINCOLN NATL CONV SECS FD INC	COM	534183108	190	15000	DEFINED	01
D LOWE'S COMPANIES INC	COM	548661107	2816	53593	DEFINED	01
D LUCENT TECHNOLOGIES INC	COM	549463107	140	37052	DEFINED	01
D MBNA CORP	COM	55262L100	1503	58295	DEFINED	01
D MAGELLAN MIDSTREAM PARTNERS LP	COM	559080106	293	5756	DEFINED	01
D MANAGED MUNIS PORTFOLIO INC	COM	561662107	2602	241348	DEFINED	01
D MARKEL CORP (HOLDING COMPANY)	COM	570535104	17044	61420	DEFINED	02
D MARRIOTT INTL INC NEW	COM	571903202	245	4911	DEFINED	01
D MAY DEPARTMENT STORES CO	COM	577778103	546	19855	DEFINED	02
D MAYTAG CORP	COM	578592107	206	8400	DEFINED	01
D MCDONALD'S CORP	COM	580135101	1042	40070	DEFINED	01
D MEDCO HEALTH SOLUTIONS INC	COM	58405U102	303	8085	DEFINED	01
D MEDTRONIC INC	COM	585055106	6445	132293	DEFINED	01
D MERCK & COMPANY INC	COM	589331107	46384	976497	DEFINED	01
D MERCURY GENERAL CORP NEW	COM	589400100	2968	59788	DEFINED	01
D MERRILL LYNCH & CO	COM	590188108	665	12314	DEFINED	01
D * MICROSOFT CORP	COM	594918104	27148	950565	DEFINED	01
D MOHAWK INDUSTRIES INC	COM	608190104	330	4500	DEFINED	02
D MORGAN STANLEY NEW	COM	617446448	1323	25070	DEFINED	01
D MOTOROLA INC	COM	620076109	672	36815	DEFINED	01
D MYLAN LABORATORIES	COM	628530107	354	17475	DEFINED	01
D NN INC	COM	629337106	5851	460358	DEFINED	01
D NATIONAL CITY CORP	COM	635405103	1611	46006	DEFINED	01
D NATIONAL COMMERCE FINL CORP	COM	63545P104	341	10481	DEFINED	01
D NATUZZI S P A ADR	COM	63905A101	10777	1003452	DEFINED	02
D NEW YORK TIMES CL A	COM	650111107	15714	351461	DEFINED	01
D NEWELL RUBBERMAID INC	COM	651229106	429	18264	DEFINED	01
D NICOR INC	COM	654086107	12301	362125	DEFINED	01
D NOKIA CORP	COM	654902204	1632	112261	DEFINED	01
D NORFOLK SOUTHERN CORP	COM	655844108	856	32289	DEFINED	01
D NORTH FORK BANCORPORATION (NY)	COM	659424105	14379	377894	DEFINED	01
D NORTHERN BORDER PARTNERS L P	COM	664785102	1359	34025	DEFINED	01
D NUVEEN DIVIDEND ADVANTAGE	COM	67066V101	2565	179753	DEFINED	01
D NUVEEN PREFERRED & CONVERTIBLE	COM	67073B106	142	10680	DEFINED	01
D NUVEEN PREFERRED & CONV INCOME	COM	67073D102	202	15638	DEFINED	01
D NUVEEN MUNICIPAL VALUE FD INC	COM	670928100	7562	862311	DEFINED	01
D OCCIDENTAL PETROLEUM CORP	COM	674599105	615	12711	DEFINED	01
D * ORACLE CORP	COM	68389X105	1253	105047	DEFINED	01
D * O'REILLY AUTOMOTIVE INC	COM	686091109	229	5066	DEFINED	01
D OWENS-ILLINOIS INC NEW	COM	690768403	218	13000	DEFINED	01
D PEOPLES BANK	COM	710198102	339	10876	DEFINED	01
D PEPSICO INC	COM	713448108	34718	644355	DEFINED	01
D PETROFUND ENERGY TRUST	COM	71648W108	355	31800	DEFINED	01
D PFIZER INC	COM	717081103	25320	738635	DEFINED	01

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D PIEDMONT NATURAL GAS CO INC	COM	720186105	214	5022	DEFINED	01
D PIMCO HIGH INCOME FUND	COM	722014107	213	15490	DEFINED	01
D PLAINS ALL AMERN PIPELINE L.P.	COM	726503105	421	12601	DEFINED	01
D PLANTRONICS INC NEW	COM	727493108	7770	184568	DEFINED	02
D PLUM CREEK TIMBER CO INC	COM	729251108	7562	232103	DEFINED	01
D PROCTER & GAMBLE CO	COM	742718109	15100	277365	DEFINED	01
D PROGRESS ENERGY INC	COM	743263105	745	16907	DEFINED	01
D PULITZER INC	COM	745769109	1115	22806	DEFINED	01
D PULTE HOMES INC	COM	745867101	1055	20278	DEFINED	01
D PUTNAM MASTER INCOME TRUST SBI	COM	74683K104	67	10920	DEFINED	01
D QUAKER FABRIC CORP	COM	747399103	672	87371	DEFINED	01
D * QUALCOMM INC	COM	747525103	946	12969	DEFINED	01
D QWEST COMMUNICATIONS	COM	749121109	65	18066	DEFINED	01
D RALCORP HOLDINGS INC NEW	COM	751028101	929	26386	DEFINED	02
D RAYONIER INC	COM	754907103	12400	278957	DEFINED	01
D RAYTHEON CO NEW	COM	755111507	812	22693	DEFINED	01
D REAVES UTILITY INCOME FUND	COM	756158101	242	15000	DEFINED	01
D REGIONS FINANCIAL CORP	COM	758940100	245	6703	DEFINED	01
D REINSURANCE GROUP OF AMERICA	COM	759351109	251	6173	DEFINED	01
D RENAL CARE GROUP INC	COM	759930100	424	12803	DEFINED	01
D RESMED INC	COM	761152107	949	18615	DEFINED	01
D ROCKWELL AUTOMATION INC	COM	773903109	515	13742	DEFINED	01
D ROCKWELL COLLINS INC	COM	774341101	424	12737	DEFINED	01
D ROYAL DUTCH PETROLEUM CO #	COM	780257804	2712	52485	DEFINED	01
D RUBY TUESDAY INC	COM	781182100	985	35890	DEFINED	01
D SBC COMMUNICATIONS INC	COM	78387G103	4127	170205	DEFINED	01
D SLM CORP	COM	78442P106	402	9946	DEFINED	01
D ST JOE COMPANY	COM	790148100	2402	60501	DEFINED	01
D ST JUDE MEDICAL INC	COM	790849103	416	5500	DEFINED	01
D ST. PAUL TRAVELERS COS INC	COM	792860108	557	13735	DEFINED	01
D SARA LEE CORP	COM	803111103	1566	68111	DEFINED	01
D SCANA CORP NEW	COM	80589M102	800	21995	DEFINED	01
D SCHERING-PLOUGH CORP	COM	806605101	1462	79117	DEFINED	01
D SCHLUMBERGER LTD	COM	806857108	434	6830	DEFINED	01
D A. SCHULMAN INC	COM	808194104	14327	666676	DEFINED	01
D SCOTTS COMPANY	COM	810186106	4119	64477	DEFINED	01
D E W SCRIPPS CO NEW CL A	COM	811054204	6892	65643	DEFINED	01
D SEARS, ROEBUCK & CO	COM	812387108	215	5697	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y100	220	8233	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y209	935	30589	DEFINED	01
D SECTOR SPDR TRUST	COM	81369Y308	15569	674269	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y407	21443	677937	DEFINED	01
D SECTOR SPDR TRUST (ENERGY)	COM	81369Y506	23153	735479	DEFINED	01
D SECTOR SPDR TRUST (FINANCIAL)	COM	81369Y605	63401	2218353	DEFINED	01
D SECTOR SPDR TRUST (INDUSTRIAL)	COM	81369Y704	36554	1275432	DEFINED	01
D SECTOR SPDR TRUST (TECHNOLOGY)	COM	81369Y803	45690	2207227	DEFINED	01
D SECTOR SPDR TRUST (UTILITIES)	COM	81369Y886	274	11514	DEFINED	01
D SERVICE CORP INTL	COM	817565104	89	12025	DEFINED	01
D * SIGMA ALDRICH CORP	COM	826552101	15389	258155	DEFINED	01
D SMITH & WOLLENSKY RESTAURANT	COM	831758107	2734	438804	DEFINED	01
D * SMURFIT-STONE CONTAINER CORP	COM	832727101	298	14941	DEFINED	01
D SNAP-ON INC	COM	833034101	11001	327902	DEFINED	01
D * SONIC CORP	COM	835451105	3070	134935	DEFINED	01
D * SONICWALL INC	COM	835470105	98	11400	DEFINED	01
D SOUTHERN COMPANY	COM	842587107	17360	595531	DEFINED	01
D SOUTHWEST AIRLINES CO	COM	844741108	188	11219	DEFINED	01
D SPRINT CORP (FON GROUP)	COM	852061100	241	13683	DEFINED	01
D STAR GAS PARTNERS L.P.	COM	85512C105	302	12901	DEFINED	01
D STATE STREET CORP	COM	857477103	829	16915	DEFINED	01
D STEWART ENTERPRISES INC	COM	860370105	394	48373	DEFINED	01
D STOCKERYALE INC NEW	COM	86126T203	41	20000	DEFINED	01
D STREETTRACKS SERIES TRUST	COM	86330E604	27700	178835	DEFINED	01

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D STRYKER CORP	COM	863667101	309	5619	DEFINED	01
D * SUN MICROSYSTEMS INC	COM	866810104	786	181576	DEFINED	01
D SUNGARD DATA SYSTEMS INC	COM	867363103	911	35027	DEFINED	01
D SUNTRUST BANKS INC	COM	867914103	561	8629	DEFINED	01
D SURMODICS INC	COM	868873100	283	11500	DEFINED	01
D SYSCO CORPORATION	COM	871829107	8263	230352	DEFINED	01
D TCF FINANCIAL CORP	COM	872275102	33293	573524	DEFINED	01
D TECO ENERGY INC	COM	872375100	218	18154	DEFINED	01
D TEPPCO PARTNERS L.P.	COM	872384102	410	10768	DEFINED	01
D TII NETWORK TECH INC	COM	872479209	31	20000	DEFINED	01
D TARGET CORP	COM	87612E106	8705	204968	DEFINED	01
D * TEVA PHARMACEUTICAL INDS ADR	COM	881624209	2037	60642	DEFINED	01
D TEXAS INSTRUMENTS INC	COM	882508104	1087	44959	DEFINED	01
D 3M COMPANY	COM	88579Y101	5736	63723	DEFINED	01
D TIME WARNER INC	COM	887317105	915	52035	DEFINED	01
D TRANSCANADA CORP	COM	89353D107	218	11001	DEFINED	01
D TRIBUNE CO NEW	COM	896047107	4925	108151	DEFINED	01
D TRIQUINT SEMICONDUCTOR INC #	COM	89674K103	66	12000	DEFINED	01
D TYCO INTERNATIONAL LTD NEW	COM	902124106	2367	71422	DEFINED	01
D US BANCORP NEW	COM	902973304	2279	82691	DEFINED	01
D UNION PACIFIC CORP	COM	907818108	1008	16955	DEFINED	01
D UNION PLANTERS CORP	COM	908068109	651	21834	DEFINED	01
D UNITED PARCEL SERVICE INC	COM	911312106	204	2720	DEFINED	01
D UNITED TECHNOLOGIES CORP	COM	913017109	2276	24878	DEFINED	01
D VARIAN MEDICAL SYSTEMS INC	COM	92220P105	11973	150889	DEFINED	01
D VECTREN CORP	COM	92240G101	13058	520463	DEFINED	01
D VERIZON COMMUNICATIONS	COM	92343V104	3210	88698	DEFINED	01
D VIACOM INC CL B	COM	925524308	468	13089	DEFINED	01
D VODAFONE GROUP PLC NEW	COM	92857W100	458	20740	DEFINED	01
D WD-40 COMPANY	COM	929236107	240	8012	DEFINED	01
D W.P. CAREY & CO LLC	COM	92930Y107	223	7505	DEFINED	01
D WPS RESOURCES CORP	COM	92931B106	591	12755	DEFINED	01
D WACHOVIA CORP (2ND NEW)	COM	929903102	2374	53345	DEFINED	01
D WAL-MART STORES INC	COM	931142103	47217	894932	DEFINED	01
D WALGREEN COMPANY	COM	931422109	6015	166110	DEFINED	01
D WASHINGTON MUTUAL INC	COM	939322103	1057	27356	DEFINED	01
D WASHINGTON POST CO CL B	COM	939640108	302	325	DEFINED	02
D WASTE MANAGEMENT INC NEW	COM	94106L109	266	8669	DEFINED	01
D WEIGHT WATCHERS INTL INC NEW	COM	948626106	857	21890	DEFINED	02
D WELLMAN INC	COM	949702104	81	10000	DEFINED	01
D WELLPOINT HEALTH NETWORKS NEW	COM	94973H108	245	2185	DEFINED	01
D WELLS FARGO & CO NEW	COM	949746101	37753	659673	DEFINED	01
D WESTWOOD ONE INC	COM	961815107	2187	91908	DEFINED	02
D WHOLE FOODS MARKET INC	COM	966837106	297	3114	DEFINED	01
D JOHN WILEY & SONS INC	COM	968223206	2875	89838	DEFINED	01
D WILMINGTON TRUST CORP	COM	971807102	388	10433	DEFINED	01
D WM. WRIGLEY JR CO	COM	982526105	266	4222	DEFINED	01
D WYETH	COM	983024100	2285	63203	DEFINED	01
D XEROX CORPORATION	COM	984121103	313	21589	DEFINED	01
D ZEBRA TECHNOLOGIES CORP	COM	989207105	17475	200862	DEFINED	02
D ZILA INC	COM	989513205	100	20428	DEFINED	01
D ZIMMER HOLDINGS INC	COM	98956P102	1300	14744	DEFINED	01
D COOPER INDUSTRIES LTD	COM	G24182100	469	7900	DEFINED	01
D INGERSOLL-RAND COMPANY LIMITED	COM	G4776G101	23251	340382	DEFINED	01
D MONTEPELLIER RE HOLDINGS LTD	COM	G62185106	15178	434272	DEFINED	01
D NABORS INDUSTRIES LTD	COM	G6359F103	244	5394	DEFINED	01
D W.P. STEWART & CO LTD	COM	G84922106	18167	886627	DEFINED	01
D TRANSOCEAN INC	COM	G90078109	565	19535	DEFINED	01
D WHITE MTNS INS GROUP LTD	COM	G9618E107	17424	34165	DEFINED	02
D WILLIS GROUP HOLDINGS LTD	COM	G96655108	13106	349966	DEFINED	01
D XL CAPITAL LTD	COM	G98255105	291	3859	DEFINED	01
S REPORT SUMMARY	395 DATA RECORDS		2799725			2 OTHER MANAGERS



