

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

FIFTH THIRD BANCORP

Form 13F-HR

August 14, 2001

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: June 30, 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:

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

Name and 13F file numbers of All Institutional Investment Managers with respect to which this schedule is filed (other than the one filing this report).

| Name:<br>-----                          | 13F File No.:<br>----- | Name:<br>-----                  | 13<br>-- |
|-----------------------------------------|------------------------|---------------------------------|----------|
| Fifth Third Bank Ohio 9                 | 28-539<br>-----        | Fifth Third Bank Indiana 3      |          |
| Fifth Third Bank of Northern Kentucky 5 | 28-539<br>-----        | Fifth Third Bank Florida 10     |          |
| Fifth Third Bank Kentucky 12            | 28-539<br>-----        | Fifth Third Asset Management 11 |          |

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: Michael K. Keating  
Title: Executive Vice President, Secretary and General Counsel  
Phone: 513-579-4118

Signature, Place, and Date of Signing:

|                             |                           |                           |
|-----------------------------|---------------------------|---------------------------|
| Michael K. Keating<br>----- | Cincinnati, Ohio<br>----- | January 12, 2001<br>----- |
| [Signature]                 | [City, State]             | [Date]                    |

Report Type (Check only one):

[ x ] 13F HOLDINGS REPORT

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[ ] 13F NOTICE

[ x ] 13F COMBINATION REPORT - Fifth Third Asset Management

List of Other Managers Reporting for this Manager:

Lyon Street Asset Management 28-7690  
Heartland Capital Management 28-01397

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Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 6

Form 13F Information Table Entry Total: 1,643

Form 13F Information Table Value Total (thousands): 11,337,702

List of Other Included Managers:

| Name:<br>-----                        | 13F File No.:<br>----- | Name:<br>-----                    | 1<br>----- |
|---------------------------------------|------------------------|-----------------------------------|------------|
| Fifth Third Bank Ohio                 | _____                  | Fifth Third Bank Indiana          |            |
| Fifth Third Bank of Northern Kentucky | _____                  | Fifth Third Bank Florida          |            |
| Fifth Third Bank Kentucky             | _____                  | Fifth Third Bank Asset Management |            |

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| PAGE 1 OF 72       |                | FORM 13F                                       |                    |                    |            |              |                   |         |  |
|--------------------|----------------|------------------------------------------------|--------------------|--------------------|------------|--------------|-------------------|---------|--|
|                    |                | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |            |              |                   |         |  |
| NAME OF ISSUER     | TITLE OF CLASS | CUSIP                                          | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVTMT<br>DSCRETN | O<br>MA |  |
| DAIMLERCHRYSLER AG | ORD            | D1668R123                                      | 48                 | 1034               | SH         |              | DEFINED           | 9       |  |
|                    |                |                                                | 312                | 6765               | SH         |              | DEFINED           | 3       |  |
|                    |                |                                                | 360                | 7799               |            |              |                   |         |  |
| AMDOCS LTD         | ORD            | G02602103                                      | 421                | 7825               | SH         |              | DEFINED           | 9       |  |
|                    |                |                                                | 1212               | 22500              | SH         |              | DEFINED           | 11      |  |
|                    |                |                                                | 20                 | 371                | SH         |              | DEFINED           | 3       |  |
|                    |                |                                                | 113                | 2100               | SH         |              | DEFINED           | 5       |  |

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|                             |     |           |       |            |         |    |
|-----------------------------|-----|-----------|-------|------------|---------|----|
|                             |     |           | 1766  | 32796      |         |    |
| TRANSOCEAN SEDCO FOREX INC  | ORD | G90078109 | 3064  | 74287 SH   | DEFINED | 9  |
|                             |     |           | 2888  | 70000 SH   | DEFINED | 11 |
|                             |     |           | 499   | 12097 SH   | DEFINED | 3  |
|                             |     |           | 170   | 4117 SH    | DEFINED | 12 |
|                             |     |           | 10    | 250 SH     | DEFINED | 5  |
|                             |     |           | 11    | 264 SH     | DEFINED | 10 |
|                             |     |           | ----- | -----      |         |    |
|                             |     |           | 6642  | 161015     |         |    |
| ROYAL CARIBBEAN CRUISES LTD | COM | V7780T103 | 222   | 10020 SH   | DEFINED | 11 |
|                             |     |           | ----- | -----      |         |    |
|                             |     |           | 222   | 10020      |         |    |
| FLEXTRONICS INTL LTD        | ORD | Y2573F102 | 21347 | 817573 SH  | DEFINED | 9  |
|                             |     |           | 26058 | 998000 SH  | DEFINED | 11 |
|                             |     |           | 132   | 5072 SH    | DEFINED | 3  |
|                             |     |           | 787   | 30125 SH   | DEFINED | 12 |
|                             |     |           | 420   | 16075 SH   | DEFINED | 5  |
|                             |     |           | 78    | 3000 SH    | DEFINED | 10 |
|                             |     |           | ----- | -----      |         |    |
|                             |     |           | 48822 | 1869845    |         |    |
| A D C TELECOMMUNICATIONS    | COM | 000886101 | 7240  | 1096900 SH | DEFINED | 9  |
|                             |     |           | 5775  | 875000 SH  | DEFINED | 11 |
|                             |     |           | 48    | 7215 SH    | DEFINED | 3  |
|                             |     |           | 691   | 104680 SH  | DEFINED | 12 |
|                             |     |           | 54    | 8200 SH    | DEFINED | 5  |
|                             |     |           | 112   | 16900 SH   | DEFINED | 10 |
|                             |     |           | ----- | -----      |         |    |
|                             |     |           | 13919 | 2108895    |         |    |
| ACM GOVT INCOME FD INC      | COM | 000912105 | 81    | 9255 SH    | DEFINED | 3  |
|                             |     |           | 6     | 694 SH     | DEFINED | 5  |
|                             |     |           | 16    | 1785 SH    | DEFINED | 10 |
|                             |     |           | ----- | -----      |         |    |
|                             |     |           | 102   | 11734      |         |    |

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|                |                |           | FORM 13F                                      |           |          |         |   |    |  |
|----------------|----------------|-----------|-----------------------------------------------|-----------|----------|---------|---|----|--|
| PAGE           | 2 OF           | 72        | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |           |          |         |   |    |  |
|                |                |           | VALUE                                         | SHARES/   | SH/ PUT/ | INVSTMT |   |    |  |
| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | (X\$1000)                                     | PRN AMT   | PRN CALL | DSCRETN | O | MA |  |
| -----          |                |           | -----                                         |           |          |         |   |    |  |
| AFLAC INC      | COM            | 001055102 | 9586                                          | 304416 SH | DEFINED  | 9       |   |    |  |
|                |                |           | 2156                                          | 68470 SH  | DEFINED  | 3       |   |    |  |
|                |                |           | 214                                           | 6784 SH   | DEFINED  | 12      |   |    |  |
|                |                |           | 649                                           | 20600 SH  | DEFINED  | 10      |   |    |  |
|                |                |           | -----                                         | -----     |          |         |   |    |  |
|                |                |           | 12605                                         | 400270    |          |         |   |    |  |
| AES CORP       | COM            | 00130H105 | 3014                                          | 70023 SH  | DEFINED  | 9       |   |    |  |
|                |                |           | 1823                                          | 42344 SH  | DEFINED  | 3       |   |    |  |
|                |                |           | 58                                            | 1340 SH   | DEFINED  | 5       |   |    |  |
|                |                |           | 48                                            | 1111 SH   | DEFINED  | 10      |   |    |  |
|                |                |           | -----                                         | -----     |          |         |   |    |  |
|                |                |           | 4943                                          | 114818    |          |         |   |    |  |

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|                     |     |           |       |        |    |         |    |
|---------------------|-----|-----------|-------|--------|----|---------|----|
| AK STL HLDG CORP    | COM | 001547108 | 67    | 5380   | SH | DEFINED | 9  |
|                     |     |           | 251   | 20000  | SH | DEFINED | 11 |
|                     |     |           | 30    | 2400   | SH | DEFINED | 3  |
|                     |     |           | ----- | -----  |    |         |    |
|                     |     |           | 348   | 27780  |    |         |    |
| AOL TIME WARNER INC | COM | 00184A105 | 15968 | 301298 | SH | DEFINED | 9  |
|                     |     |           | 1723  | 32500  | SH | DEFINED | 11 |
|                     |     |           | 1750  | 33011  | SH | DEFINED | 3  |
|                     |     |           | 3278  | 61842  | SH | DEFINED | 12 |
|                     |     |           | 2703  | 51007  | SH | DEFINED | 5  |
|                     |     |           | 355   | 6695   | SH | DEFINED | 10 |
|                     |     |           | ----- | -----  |    |         |    |
|                     |     |           | 25776 | 486353 |    |         |    |
| AT&T CORP           | COM | 001957109 | 3138  | 142659 | SH | DEFINED | 9  |
|                     |     |           | 945   | 42966  | SH | DEFINED | 3  |
|                     |     |           | 59    | 2689   | SH | DEFINED | 12 |
|                     |     |           | 117   | 5326   | SH | DEFINED | 5  |
|                     |     |           | 13    | 600    | SH | DEFINED | 10 |
|                     |     |           | ----- | -----  |    |         |    |
|                     |     |           | 4273  | 194240 |    |         |    |
| AVI BIOPHARMA INC   | COM | 002346104 | 93    | 12000  | SH | DEFINED | 9  |
|                     |     |           | ----- | -----  |    |         |    |
|                     |     |           | 93    | 12000  |    |         |    |
| AXT INC             | COM | 00246W103 | 1120  | 41955  | SH | DEFINED | 9  |
|                     |     |           | 5447  | 204000 | SH | DEFINED | 11 |
|                     |     |           | ----- | -----  |    |         |    |
|                     |     |           | 6567  | 245955 |    |         |    |

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|                                    |                |           | FORM 13F                                      |                    |                 |                 |         |    |    |
|------------------------------------|----------------|-----------|-----------------------------------------------|--------------------|-----------------|-----------------|---------|----|----|
| PAGE 3 OF 72                       |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |                 |         |    |    |
| NAME OF ISSUER                     | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O  | MA |
| ABBOTT LABS                        | COM            | 002824100 | 63720                                         | 1327508            | SH              |                 | DEFINED | 9  |    |
|                                    |                |           | 3408                                          | 71000              | SH              |                 | DEFINED | 11 |    |
|                                    |                |           | 4060                                          | 84583              | SH              |                 | DEFINED | 3  |    |
|                                    |                |           | 250                                           | 5200               | SH              |                 | DEFINED | 12 |    |
|                                    |                |           | 635                                           | 13220              | SH              |                 | DEFINED | 10 |    |
|                                    |                |           | -----                                         | -----              |                 |                 |         |    |    |
|                                    |                |           | 72073                                         | 1501511            |                 |                 |         |    |    |
| ABERDEEN ASIA PACIFIC INCOM FD COM |                | 003009107 | 922                                           | 224400             | SH              |                 | DEFINED | 9  |    |
|                                    |                |           | -----                                         | -----              |                 |                 |         |    |    |
|                                    |                |           | 922                                           | 224400             |                 |                 |         |    |    |
| ABERDEEN COMWLTH INCOME FD INC COM |                | 003013109 | 1202                                          | 135000             | SH              |                 | DEFINED | 9  |    |
|                                    |                |           | -----                                         | -----              |                 |                 |         |    |    |
|                                    |                |           | 1202                                          | 135000             |                 |                 |         |    |    |
| ACTERNA CORP                       | COM            | 00503U105 | 1309                                          | 119031             | SH              |                 | DEFINED | 9  |    |
|                                    |                |           | -----                                         | -----              |                 |                 |         |    |    |
|                                    |                |           | 1309                                          | 119031             |                 |                 |         |    |    |

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|                              |              |           |       |       |    |         |    |
|------------------------------|--------------|-----------|-------|-------|----|---------|----|
| ADAMS EXPRESS CO             | COM          | 006212104 | 281   | 15750 | SH | DEFINED | 9  |
|                              |              |           | ----- | ----- |    |         |    |
|                              |              |           | 281   | 15750 |    |         |    |
| ADOBE SYS INC                | COM          | 00724F101 | 96    | 2055  | SH | DEFINED | 9  |
|                              |              |           | 823   | 17500 | SH | DEFINED | 11 |
|                              |              |           | 181   | 3861  | SH | DEFINED | 3  |
|                              |              |           | ----- | ----- |    |         |    |
|                              |              |           | 1101  | 23416 |    |         |    |
| AEGON N V                    | ORD AMER REG | 007924103 | 176   | 6183  | SH | DEFINED | 9  |
|                              |              |           | 1230  | 43300 | SH | DEFINED | 3  |
|                              |              |           | 130   | 4575  | SH | DEFINED | 12 |
|                              |              |           | 192   | 6770  | SH | DEFINED | 10 |
|                              |              |           | ----- | ----- |    |         |    |
|                              |              |           | 1728  | 60828 |    |         |    |
| AFFILIATED COMPUTER SERVICES | CL A         | 008190100 | 1222  | 16990 | SH | DEFINED | 9  |
|                              |              |           | 2876  | 40000 | SH | DEFINED | 11 |
|                              |              |           | 65    | 900   | SH | DEFINED | 3  |
|                              |              |           | 1312  | 18250 | SH | DEFINED | 5  |
|                              |              |           | 194   | 2700  | SH | DEFINED | 10 |
|                              |              |           | ----- | ----- |    |         |    |
|                              |              |           | 5669  | 78840 |    |         |    |

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|                          |                |           | FORM 13F                                      |                    |                 |                 |         |   |    |
|--------------------------|----------------|-----------|-----------------------------------------------|--------------------|-----------------|-----------------|---------|---|----|
| PAGE 4 OF 72             |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |                 |         |   |    |
| NAME OF ISSUER           | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O | MA |
| AGILENT TECHNOLOGIES INC | COM            | 00846U101 | 18575                                         | 571535             | SH              | DEFINED         | 9       |   |    |
|                          |                |           | 11213                                         | 345000             | SH              | DEFINED         | 11      |   |    |
|                          |                |           | 2712                                          | 83440              | SH              | DEFINED         | 3       |   |    |
|                          |                |           | 465                                           | 14295              | SH              | DEFINED         | 12      |   |    |
|                          |                |           | 86                                            | 2639               | SH              | DEFINED         | 5       |   |    |
|                          |                |           | 228                                           | 7007               | SH              | DEFINED         | 10      |   |    |
|                          |                |           | -----                                         | -----              |                 |                 |         |   |    |
|                          |                |           | 33277                                         | 1023916            |                 |                 |         |   |    |
| AIR PRODS & CHEMS INC    | COM            | 009158106 | 6169                                          | 134848             | SH              | DEFINED         | 9       |   |    |
|                          |                |           | 840                                           | 18351              | SH              | DEFINED         | 3       |   |    |
|                          |                |           | 12                                            | 270                | SH              | DEFINED         | 12      |   |    |
|                          |                |           | 55                                            | 1200               | SH              | DEFINED         | 5       |   |    |
|                          |                |           | 32                                            | 700                | SH              | DEFINED         | 10      |   |    |
|                          |                |           | -----                                         | -----              |                 |                 |         |   |    |
|                          |                |           | 7108                                          | 155369             |                 |                 |         |   |    |
| ALBERTSONS INC           | COM            | 013104104 | 718                                           | 23944              | SH              | DEFINED         | 9       |   |    |
|                          |                |           | 45                                            | 1512               | SH              | DEFINED         | 3       |   |    |
|                          |                |           | -----                                         | -----              |                 |                 |         |   |    |
|                          |                |           | 763                                           | 25456              |                 |                 |         |   |    |
| ALCOA INC                | COM            | 013817101 | 5039                                          | 127905             | SH              | DEFINED         | 9       |   |    |
|                          |                |           | 499                                           | 12668              | SH              | DEFINED         | 3       |   |    |
|                          |                |           | 20                                            | 500                | SH              | DEFINED         | 12      |   |    |
|                          |                |           | -----                                         | -----              |                 |                 |         |   |    |

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|                            |                |           |       |        |    |         |    |
|----------------------------|----------------|-----------|-------|--------|----|---------|----|
|                            |                |           | 5558  | 141073 |    |         |    |
| ALLEGHENY ENERGY INC       | COM            | 017361106 | 210   | 4348   | SH | DEFINED | 9  |
|                            |                |           | 164   | 3400   | SH | DEFINED | 3  |
|                            |                |           | ----- | -----  |    |         |    |
|                            |                |           | 374   | 7748   |    |         |    |
| ALLIANCE CAP MGMT HLDG L P | UNIT LTD PARTN | 01855A101 | 52    | 975    | SH | DEFINED | 9  |
|                            |                |           | 318   | 6000   | SH | DEFINED | 3  |
|                            |                |           | ----- | -----  |    |         |    |
|                            |                |           | 370   | 6975   |    |         |    |
| ALLSTATE CORP              | COM            | 020002101 | 1427  | 32435  | SH | DEFINED | 9  |
|                            |                |           | 549   | 12489  | SH | DEFINED | 3  |
|                            |                |           | 88    | 2000   | SH | DEFINED | 12 |
|                            |                |           | 81    | 1839   | SH | DEFINED | 5  |
|                            |                |           | ----- | -----  |    |         |    |
|                            |                |           | 2145  | 48763  |    |         |    |

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|-------------------------------|----------------|-----------|-----------------------------------------------|--------------------|---------------------|--------------------|------------|--|
|                               |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                     |                    |            |  |
| NAME OF ISSUER                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN |            |  |
| -----                         | -----          | -----     | -----                                         | -----              | ---                 | ---                | -----      |  |
| ALLTEL CORP                   | COM            | 020039103 | 33067                                         | 539779             | SH                  |                    | DEFINED 9  |  |
|                               |                |           | 15070                                         | 246000             | SH                  |                    | DEFINED 11 |  |
|                               |                |           | 2335                                          | 38120              | SH                  |                    | DEFINED 3  |  |
|                               |                |           | 729                                           | 11901              | SH                  |                    | DEFINED 12 |  |
|                               |                |           | 579                                           | 9457               | SH                  |                    | DEFINED 5  |  |
|                               |                |           | 365                                           | 5960               | SH                  |                    | DEFINED 10 |  |
|                               |                |           | -----                                         | -----              |                     |                    |            |  |
|                               |                |           | 52146                                         | 851217             |                     |                    |            |  |
| ALTERA CORP                   | COM            | 021441100 | 1449                                          | 49955              | SH                  |                    | DEFINED 9  |  |
|                               |                |           | 4495                                          | 155000             | SH                  |                    | DEFINED 11 |  |
|                               |                |           | -----                                         | -----              |                     |                    |            |  |
|                               |                |           | 5944                                          | 204955             |                     |                    |            |  |
| AMEREN CORP                   | COM            | 023608102 | 90                                            | 2100               | SH                  |                    | DEFINED 9  |  |
|                               |                |           | 348                                           | 8150               | SH                  |                    | DEFINED 3  |  |
|                               |                |           | -----                                         | -----              |                     |                    |            |  |
|                               |                |           | 438                                           | 10250              |                     |                    |            |  |
| AMERICAN EAGLE OUTFITTERS NEW | COM            | 02553E106 | 9199                                          | 261057             | SH                  |                    | DEFINED 9  |  |
|                               |                |           | 11982                                         | 340000             | SH                  |                    | DEFINED 11 |  |
|                               |                |           | -----                                         | -----              |                     |                    |            |  |
|                               |                |           | 21181                                         | 601057             |                     |                    |            |  |
| AMERICAN ELEC PWR INC         | COM            | 025537101 | 606                                           | 13116              | SH                  |                    | DEFINED 11 |  |
|                               |                |           | 559                                           | 12103              | SH                  |                    | DEFINED 3  |  |
|                               |                |           | 22                                            | 480                | SH                  |                    | DEFINED 10 |  |
|                               |                |           | -----                                         | -----              |                     |                    |            |  |
|                               |                |           | 1187                                          | 25699              |                     |                    |            |  |
| AMERICAN EXPRESS CO           | COM            | 025816109 | 4761                                          | 122712             | SH                  |                    | DEFINED 9  |  |
|                               |                |           | 1358                                          | 35000              | SH                  |                    | DEFINED 11 |  |
|                               |                |           | 362                                           | 9319               | SH                  |                    | DEFINED 3  |  |

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|                              |     |           |       |        |    |         |    |
|------------------------------|-----|-----------|-------|--------|----|---------|----|
|                              |     |           | 200   | 5155   | SH | DEFINED | 12 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 6681  | 172186 |    |         |    |
| AMERICAN FINL GROUP INC OHIO | COM | 025932104 | 450   | 14992  | SH | DEFINED | 9  |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 450   | 14992  |    |         |    |
| AMERICAN GENERAL CORP        | COM | 026351106 | 10792 | 232328 | SH | DEFINED | 9  |
|                              |     |           | 895   | 19268  | SH | DEFINED | 3  |
|                              |     |           | 451   | 9700   | SH | DEFINED | 12 |
|                              |     |           | 158   | 3400   | SH | DEFINED | 10 |
|                              |     |           | ----- | -----  |    |         |    |
|                              |     |           | 12295 | 264696 |    |         |    |

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|      |                              |                |                                               | FORM 13F           |                    |                     |                    |       |       |
|------|------------------------------|----------------|-----------------------------------------------|--------------------|--------------------|---------------------|--------------------|-------|-------|
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|      | NAME OF ISSUER               | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O     | MA    |
|      | -----                        | -----          | -----                                         | -----              | -----              | -----               | -----              | ----- | ----- |
|      | AMERICAN HOME PRODS CORP     | COM            | 026609107                                     | 104125             | 1772334            | SH                  | DEFINED            | 9     |       |
|      |                              |                |                                               | 12925              | 220000             | SH                  | DEFINED            | 11    |       |
|      |                              |                |                                               | 5886               | 100179             | SH                  | DEFINED            | 3     |       |
|      |                              |                |                                               | 5057               | 86068              | SH                  | DEFINED            | 12    |       |
|      |                              |                |                                               | 770                | 13100              | SH                  | DEFINED            | 5     |       |
|      |                              |                |                                               | 3099               | 52744              | SH                  | DEFINED            | 10    |       |
|      |                              |                |                                               | -----              | -----              |                     |                    |       |       |
|      |                              |                |                                               | 131860             | 2244425            |                     |                    |       |       |
|      | AMERICAN INCOME FD INC       | COM            | 02672T109                                     | 1003               | 119300             | SH                  | DEFINED            | 11    |       |
|      |                              |                |                                               | -----              | -----              |                     |                    |       |       |
|      |                              |                |                                               | 1003               | 119300             |                     |                    |       |       |
|      | AMERICAN INTL GROUP INC      | COM            | 026874107                                     | 68228              | 802794             | SH                  | DEFINED            | 9     |       |
|      |                              |                |                                               | 14877              | 175000             | SH                  | DEFINED            | 11    |       |
|      |                              |                |                                               | 5722               | 67309              | SH                  | DEFINED            | 3     |       |
|      |                              |                |                                               | 5075               | 59703              | SH                  | DEFINED            | 12    |       |
|      |                              |                |                                               | 2493               | 29331              | SH                  | DEFINED            | 5     |       |
|      |                              |                |                                               | 1785               | 20998              | SH                  | DEFINED            | 10    |       |
|      |                              |                |                                               | -----              | -----              |                     |                    |       |       |
|      |                              |                |                                               | 98180              | 1155135            |                     |                    |       |       |
|      | AMERICAN PWR CONVERSION CORP | COM            | 029066107                                     | 580                | 36850              | SH                  | DEFINED            | 9     |       |
|      |                              |                |                                               | -----              | -----              |                     |                    |       |       |
|      |                              |                |                                               | 580                | 36850              |                     |                    |       |       |
|      | AMERIPATH INC                | COM            | 03071D109                                     | 2206               | 75279              | SH                  | DEFINED            | 9     |       |
|      |                              |                |                                               | -----              | -----              |                     |                    |       |       |
|      |                              |                |                                               | 2206               | 75279              |                     |                    |       |       |
|      | AMERON INTL INC              | COM            | 030710107                                     | 668                | 10000              | SH                  | DEFINED            | 11    |       |
|      |                              |                |                                               | -----              | -----              |                     |                    |       |       |
|      |                              |                |                                               | 668                | 10000              |                     |                    |       |       |
|      | AMGEN INC                    | COM            | 031162100                                     | 68978              | 1136749            | SH                  | DEFINED            | 9     |       |
|      |                              |                |                                               | 31408              | 517600             | SH                  | DEFINED            | 11    |       |

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|      |       |    |         |    |
|------|-------|----|---------|----|
| 5108 | 84178 | SH | DEFINED | 3  |
| 5411 | 89170 | SH | DEFINED | 12 |
| 662  | 10915 | SH | DEFINED | 5  |
| 1143 | 18840 | SH | DEFINED | 10 |

|        |         |
|--------|---------|
| -----  | -----   |
| 112710 | 1857452 |

|                      |     |           |       |        |    |         |    |
|----------------------|-----|-----------|-------|--------|----|---------|----|
| AMKOR TECHNOLOGY INC | COM | 031652100 | 1969  | 89070  | SH | DEFINED | 9  |
|                      |     |           | 7094  | 321000 | SH | DEFINED | 11 |
|                      |     |           | ----- | -----  |    |         |    |
|                      |     |           | 9063  | 410070 |    |         |    |

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| FORM 13F |                          |                |                                               |                    |                    |                 |                 |         |         |
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| PAGE     | 7 OF                     | 72             | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |                 |         |         |
|          | NAME OF ISSUER           | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |
|          | ANADARKO PETE CORP       | COM            | 032511107                                     | 209                | 3877               | SH              |                 | DEFINED | 9       |
|          |                          |                |                                               | 79                 | 1462               | SH              |                 | DEFINED | 3       |
|          |                          |                |                                               | 4                  | 69                 | SH              |                 | DEFINED | 12      |
|          |                          |                |                                               | 19                 | 350                | SH              |                 | DEFINED | 10      |
|          |                          |                |                                               | -----              | -----              |                 |                 |         |         |
|          |                          |                |                                               | 310                | 5758               |                 |                 |         |         |
|          | ANALOG DEVICES INC       | COM            | 032654105                                     | 25962              | 600275             | SH              |                 | DEFINED | 9       |
|          |                          |                |                                               | 19160              | 443000             | SH              |                 | DEFINED | 11      |
|          |                          |                |                                               | 2422               | 56010              | SH              |                 | DEFINED | 3       |
|          |                          |                |                                               | 6329               | 146338             | SH              |                 | DEFINED | 12      |
|          |                          |                |                                               | 52                 | 1200               | SH              |                 | DEFINED | 5       |
|          |                          |                |                                               | 445                | 10300              | SH              |                 | DEFINED | 10      |
|          |                          |                |                                               | -----              | -----              |                 |                 |         |         |
|          |                          |                |                                               | 54371              | 1257123            |                 |                 |         |         |
|          | ANHEUSER BUSCH COS INC   | COM            | 035229103                                     | 4476               | 108638             | SH              |                 | DEFINED | 9       |
|          |                          |                |                                               | 1178               | 28590              | SH              |                 | DEFINED | 3       |
|          |                          |                |                                               | 606                | 14700              | SH              |                 | DEFINED | 12      |
|          |                          |                |                                               | 103                | 2500               | SH              |                 | DEFINED | 10      |
|          |                          |                |                                               | -----              | -----              |                 |                 |         |         |
|          |                          |                |                                               | 6362               | 154428             |                 |                 |         |         |
|          | APACHE CORP              | COM            | 037411105                                     | 1523               | 30000              | SH              |                 | DEFINED | 11      |
|          |                          |                |                                               | 10                 | 200                | SH              |                 | DEFINED | 3       |
|          |                          |                |                                               | -----              | -----              |                 |                 |         |         |
|          |                          |                |                                               | 1533               | 30200              |                 |                 |         |         |
|          | APOGENT TECHNOLOGIES INC | COM            | 03760A101                                     | 1207               | 49075              | SH              |                 | DEFINED | 9       |
|          |                          |                |                                               | 2903               | 118000             | SH              |                 | DEFINED | 11      |
|          |                          |                |                                               | -----              | -----              |                 |                 |         |         |
|          |                          |                |                                               | 4110               | 167075             |                 |                 |         |         |
|          | APPLERA CORP             | COM CE GEN GRP | 038020202                                     | 25                 | 650                | SH              |                 | DEFINED | 9       |
|          |                          |                |                                               | 397                | 10000              | SH              |                 | DEFINED | 11      |
|          |                          |                |                                               | 8                  | 200                | SH              |                 | DEFINED | 3       |
|          |                          |                |                                               | -----              | -----              |                 |                 |         |         |
|          |                          |                |                                               | 430                | 10850              |                 |                 |         |         |
|          | APPLIED MATLS INC        | COM            | 038222105                                     | 26617              | 542086             | SH              |                 | DEFINED | 9       |

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|       |        |    |         |    |
|-------|--------|----|---------|----|
| 15908 | 324000 | SH | DEFINED | 11 |
| 455   | 9270   | SH | DEFINED | 3  |
| 94    | 1915   | SH | DEFINED | 12 |
| 72    | 1460   | SH | DEFINED | 5  |
| 169   | 3450   | SH | DEFINED | 10 |
| ----- |        |    |         |    |
| 43315 | 882181 |    |         |    |

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|-------------------------------|----------------|-----------|------------------------------------------------------------|--------------------|---------------------|-------------------|---------|--|--|
| NAME OF ISSUER                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                         | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVTMT<br>DSCRETN | O<br>MA |  |  |
| ARCHER DANIELS MIDLAND CO     | COM            | 039483102 | 25                                                         | 1576               | SH                  | DEFINED           | 9       |  |  |
|                               |                |           | 1170                                                       | 90000              | SH                  | DEFINED           | 11      |  |  |
|                               |                |           | 15                                                         | 1168               | SH                  | DEFINED           | 3       |  |  |
|                               |                |           | -----                                                      |                    |                     |                   |         |  |  |
|                               |                |           | 1210                                                       | 92744              |                     |                   |         |  |  |
| AREA BANCSHARES CORP NEW      | COM            | 039872106 | 169                                                        | 10270              | SH                  | DEFINED           | 12      |  |  |
|                               |                |           | -----                                                      |                    |                     |                   |         |  |  |
|                               |                |           | 169                                                        | 10270              |                     |                   |         |  |  |
| ART TECHNOLOGY GROUP INC      | COM            | 04289L107 | 145                                                        | 25000              | SH                  | DEFINED           | 3       |  |  |
|                               |                |           | -----                                                      |                    |                     |                   |         |  |  |
|                               |                |           | 145                                                        | 25000              |                     |                   |         |  |  |
| ARTESYN TECHNOLOGIES INC      | COM            | 043127109 | 4649                                                       | 360370             | SH                  | DEFINED           | 9       |  |  |
|                               |                |           | 3354                                                       | 260000             | SH                  | DEFINED           | 11      |  |  |
|                               |                |           | 10                                                         | 800                | SH                  | DEFINED           | 3       |  |  |
|                               |                |           | 27                                                         | 2055               | SH                  | DEFINED           | 12      |  |  |
|                               |                |           | -----                                                      |                    |                     |                   |         |  |  |
|                               |                |           | 8040                                                       | 623225             |                     |                   |         |  |  |
| ASHLAND INC                   | COM            | 044204105 | 502                                                        | 12524              | SH                  | DEFINED           | 9       |  |  |
|                               |                |           | 48                                                         | 1198               | SH                  | DEFINED           | 3       |  |  |
|                               |                |           | 29                                                         | 732                | SH                  | DEFINED           | 12      |  |  |
|                               |                |           | 30                                                         | 738                | SH                  | DEFINED           | 5       |  |  |
|                               |                |           | -----                                                      |                    |                     |                   |         |  |  |
|                               |                |           | 609                                                        | 15192              |                     |                   |         |  |  |
| ASSOCIATED ESTATES RLTY CORP  | COM            | 045604105 | 763                                                        | 79000              | SH                  | DEFINED           | 11      |  |  |
|                               |                |           | -----                                                      |                    |                     |                   |         |  |  |
|                               |                |           | 763                                                        | 79000              |                     |                   |         |  |  |
| ATALANTA SOSNOFF CAP CORP     | COM            | 046499109 | 322                                                        | 29000              | SH                  | DEFINED           | 11      |  |  |
|                               |                |           | -----                                                      |                    |                     |                   |         |  |  |
|                               |                |           | 322                                                        | 29000              |                     |                   |         |  |  |
| ATLAS AIR WORLDWIDE HLDGS INC | COM            | 049164106 | 365                                                        | 25762              | SH                  | DEFINED           | 9       |  |  |
|                               |                |           | 14                                                         | 975                | SH                  | DEFINED           | 12      |  |  |
|                               |                |           | -----                                                      |                    |                     |                   |         |  |  |
|                               |                |           | 379                                                        | 26737              |                     |                   |         |  |  |
| AULT INC                      | COM            | 051503100 | 407                                                        | 75000              | SH                  | DEFINED           | 11      |  |  |
|                               |                |           | -----                                                      |                    |                     |                   |         |  |  |
|                               |                |           | 407                                                        | 75000              |                     |                   |         |  |  |

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|-------------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|----|--|-----------------------------------------------|--|
| NAME OF ISSUER                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT |    |  |                                               |  |
| AUTOMATIC DATA PROCESSING INC | COM            | 053015103 | 38652              | 777707             | SH              |                 | DEFINED | 9  |  |                                               |  |
|                               |                |           | 651                | 13095              | SH              |                 | DEFINED | 3  |  |                                               |  |
|                               |                |           | 666                | 13400              | SH              |                 | DEFINED | 12 |  |                                               |  |
|                               |                |           | 286                | 5750               | SH              |                 | DEFINED | 5  |  |                                               |  |
|                               |                |           | 184                | 3700               | SH              |                 | DEFINED | 10 |  |                                               |  |
|                               |                |           | -----              | -----              |                 |                 |         |    |  |                                               |  |
|                               |                |           | 40439              | 813652             |                 |                 |         |    |  |                                               |  |
| AVAYA INC                     | COM            | 053499109 | 198                | 14471              | SH              |                 | DEFINED | 9  |  |                                               |  |
|                               |                |           | 4                  | 274                | SH              |                 | DEFINED | 3  |  |                                               |  |
|                               |                |           | 2                  | 120                | SH              |                 | DEFINED | 12 |  |                                               |  |
|                               |                |           | 2                  | 121                | SH              |                 | DEFINED | 5  |  |                                               |  |
|                               |                |           | 1                  | 81                 | SH              |                 | DEFINED | 10 |  |                                               |  |
|                               |                |           | -----              | -----              |                 |                 |         |    |  |                                               |  |
|                               |                |           | 206                | 15067              |                 |                 |         |    |  |                                               |  |
| AVERY DENNISON CORP           | COM            | 053611109 | 45627              | 886262             | SH              |                 | DEFINED | 9  |  |                                               |  |
|                               |                |           | 2271               | 52000              | SH              |                 | DEFINED | 11 |  |                                               |  |
|                               |                |           | 51                 | 1000               | SH              |                 | DEFINED | 10 |  |                                               |  |
|                               |                |           | -----              | -----              |                 |                 |         |    |  |                                               |  |
|                               |                |           | 47949              | 939262             |                 |                 |         |    |  |                                               |  |
| AVIALL INC NEW                | COM            | 05366B102 | 768                | 70000              | SH              |                 | DEFINED | 11 |  |                                               |  |
|                               |                |           | -----              | -----              |                 |                 |         |    |  |                                               |  |
|                               |                |           | 768                | 70000              |                 |                 |         |    |  |                                               |  |
| BB&T CORP                     | COM            | 054937107 | 761                | 20725              | SH              |                 | DEFINED | 9  |  |                                               |  |
|                               |                |           | 37                 | 1000               | SH              |                 | DEFINED | 12 |  |                                               |  |
|                               |                |           | -----              | -----              |                 |                 |         |    |  |                                               |  |
|                               |                |           | 797                | 21725              |                 |                 |         |    |  |                                               |  |
| BP PLC                        | SPONSORED ADR  | 055622104 | 43668              | 875983             | SH              |                 | DEFINED | 9  |  |                                               |  |
|                               |                |           | 10922              | 219093             | SH              |                 | DEFINED | 3  |  |                                               |  |
|                               |                |           | 1425               | 28584              | SH              |                 | DEFINED | 12 |  |                                               |  |
|                               |                |           | 244                | 4892               | SH              |                 | DEFINED | 5  |  |                                               |  |
|                               |                |           | 287                | 5752               | SH              |                 | DEFINED | 10 |  |                                               |  |
|                               |                |           | -----              | -----              |                 |                 |         |    |  |                                               |  |
|                               |                |           | 56545              | 1134304            |                 |                 |         |    |  |                                               |  |
| BMC SOFTWARE INC              | COM            | 055921100 | 5281               | 234314             | SH              |                 | DEFINED | 9  |  |                                               |  |
|                               |                |           | 8182               | 363000             | SH              |                 | DEFINED | 11 |  |                                               |  |
|                               |                |           | 730                | 32380              | SH              |                 | DEFINED | 3  |  |                                               |  |
|                               |                |           | 46                 | 2050               | SH              |                 | DEFINED | 12 |  |                                               |  |
|                               |                |           | 176                | 7800               | SH              |                 | DEFINED | 10 |  |                                               |  |
|                               |                |           | -----              | -----              |                 |                 |         |    |  |                                               |  |
|                               |                |           | 14415              | 639544             |                 |                 |         |    |  |                                               |  |

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FORM 13F

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|------|-----------------------------|----------------|-----------------------------------------------|--------------------|--------------------|-----------------|-----------------|---------|----|----|
|      | NAME OF ISSUER              | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O  | MA |
|      | BANCINSURANCE CORP          | COM            | 05945K102                                     | 77                 | 15750              | SH              |                 | DEFINED | 9  |    |
|      |                             |                |                                               | 77                 | 15750              |                 |                 |         |    |    |
|      | BANK OF AMERICA CORPORATION | COM            | 060505104                                     | 3716               | 61907              | SH              |                 | DEFINED | 9  |    |
|      |                             |                |                                               | 706                | 11763              | SH              |                 | DEFINED | 3  |    |
|      |                             |                |                                               | 444                | 7389               | SH              |                 | DEFINED | 12 |    |
|      |                             |                |                                               | 101                | 1685               | SH              |                 | DEFINED | 5  |    |
|      |                             |                |                                               | 387                | 6452               | SH              |                 | DEFINED | 10 |    |
|      |                             |                |                                               | 5354               | 89196              |                 |                 |         |    |    |
|      | BANK NEW YORK INC           | COM            | 064057102                                     | 131569             | 2741012            | SH              |                 | DEFINED | 9  |    |
|      |                             |                |                                               | 60864              | 1268000            | SH              |                 | DEFINED | 11 |    |
|      |                             |                |                                               | 2026               | 42200              | SH              |                 | DEFINED | 3  |    |
|      |                             |                |                                               | 7230               | 150634             | SH              |                 | DEFINED | 12 |    |
|      |                             |                |                                               | 2992               | 62325              | SH              |                 | DEFINED | 5  |    |
|      |                             |                |                                               | 2297               | 47850              | SH              |                 | DEFINED | 10 |    |
|      |                             |                |                                               | 206977             | 4312021            |                 |                 |         |    |    |
|      | BANK ONE CORP               | COM            | 06423A103                                     | 4288               | 119769             | SH              |                 | DEFINED | 9  |    |
|      |                             |                |                                               | 537                | 15000              | SH              |                 | DEFINED | 11 |    |
|      |                             |                |                                               | 931                | 26005              | SH              |                 | DEFINED | 3  |    |
|      |                             |                |                                               | 127                | 3548               | SH              |                 | DEFINED | 12 |    |
|      |                             |                |                                               | 41                 | 1134               | SH              |                 | DEFINED | 5  |    |
|      |                             |                |                                               | 19                 | 522                | SH              |                 | DEFINED | 10 |    |
|      |                             |                |                                               | 5942               | 165978             |                 |                 |         |    |    |
|      | BARRY R G CORP OHIO         | COM            | 068798107                                     | 837                | 182000             | SH              |                 | DEFINED | 11 |    |
|      |                             |                |                                               | 837                | 182000             |                 |                 |         |    |    |
|      | BAXTER INTL INC             | COM            | 071813109                                     | 22078              | 435739             | SH              |                 | DEFINED | 9  |    |
|      |                             |                |                                               | 16463              | 326000             | SH              |                 | DEFINED | 11 |    |
|      |                             |                |                                               | 961                | 19022              | SH              |                 | DEFINED | 3  |    |
|      |                             |                |                                               | 3346               | 66250              | SH              |                 | DEFINED | 12 |    |
|      |                             |                |                                               | 2215               | 43857              | SH              |                 | DEFINED | 5  |    |
|      |                             |                |                                               | 202                | 4000               | SH              |                 | DEFINED | 10 |    |
|      |                             |                |                                               | 45264              | 894868             |                 |                 |         |    |    |
|      | BE AEROSPACE INC            | COM            | 073302101                                     | 572                | 30000              | SH              |                 | DEFINED | 9  |    |
|      |                             |                |                                               | 572                | 30000              |                 |                 |         |    |    |

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

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|                            |      |           |       |           |            |
|----------------------------|------|-----------|-------|-----------|------------|
| BEAR STEARNS COS INC       | COM  | 073902108 | 6     | 110 SH    | DEFINED 9  |
|                            |      |           | 590   | 10000 SH  | DEFINED 11 |
|                            |      |           | ----- | -----     |            |
|                            |      |           | 596   | 10110     |            |
| BECTON DICKINSON & CO      | COM  | 075887109 | 383   | 10700 SH  | DEFINED 9  |
|                            |      |           | 1074  | 30000 SH  | DEFINED 11 |
|                            |      |           | 54    | 1500 SH   | DEFINED 3  |
|                            |      |           | ----- | -----     |            |
|                            |      |           | 1510  | 42200     |            |
| BELLSOUTH CORP             | COM  | 079860102 | 19258 | 478211 SH | DEFINED 9  |
|                            |      |           | 4511  | 112024 SH | DEFINED 3  |
|                            |      |           | 658   | 16350 SH  | DEFINED 12 |
|                            |      |           | 236   | 5850 SH   | DEFINED 5  |
|                            |      |           | 243   | 6024 SH   | DEFINED 10 |
|                            |      |           | ----- | -----     |            |
|                            |      |           | 24905 | 618459    |            |
| BERKSHIRE HATHAWAY INC DEL | CL B | 084670207 | 1097  | 477 SH    | DEFINED 9  |
|                            |      |           | 2300  | 1000 SH   | DEFINED 11 |
|                            |      |           | 285   | 124 SH    | DEFINED 12 |
|                            |      |           | 9     | 4 SH      | DEFINED 5  |
|                            |      |           | ----- | -----     |            |
|                            |      |           | 3692  | 1605      |            |
| BIG LOTS INC               | COM  | 089302103 | 302   | 22044 SH  | DEFINED 9  |
|                            |      |           | ----- | -----     |            |
|                            |      |           | 302   | 22044     |            |
| BIOMET INC                 | COM  | 090613100 | 32825 | 683012 SH | DEFINED 9  |
|                            |      |           | 12640 | 263000 SH | DEFINED 11 |
|                            |      |           | 5338  | 111063 SH | DEFINED 3  |
|                            |      |           | 1624  | 33800 SH  | DEFINED 12 |
|                            |      |           | 1016  | 21150 SH  | DEFINED 5  |
|                            |      |           | 1330  | 27675 SH  | DEFINED 10 |
|                            |      |           | ----- | -----     |            |
|                            |      |           | 54774 | 1139700   |            |
| BLACK & DECKER CORP        | COM  | 091797100 | 33    | 825 SH    | DEFINED 9  |
|                            |      |           | 237   | 6000 SH   | DEFINED 3  |
|                            |      |           | ----- | -----     |            |
|                            |      |           | 269   | 6825      |            |
| BLACKROCK INCOME TR INC    | COM  | 09247F100 | 10    | 1482 SH   | DEFINED 9  |
|                            |      |           | 1076  | 150000 SH | DEFINED 11 |
|                            |      |           | ----- | -----     |            |
|                            |      |           | 1086  | 151482    |            |

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|-------------------------------|-------|----|------------------------------------------------|-----------|--------------------|--------------------|-----------------|-----------------|-----------------|
| PAGE                          | 12 OF | 72 | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |           |                    |                    |                 |                 |                 |
| NAME OF ISSUER                |       |    | TITLE OF CLASS                                 | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT<br>O MA |
| -----                         |       |    | -----                                          | -----     | -----              | -----              | -----           | -----           | -----           |
| BLACKROCK NORTH AMERN GV INCM |       |    | COM                                            | 092475102 | 10                 | 1000 SH            |                 | DEFINED 9       |                 |
|                               |       |    |                                                |           | 1291               | 126300 SH          |                 | DEFINED 11      |                 |

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|                         |     |           |        |            |         |    |  |
|-------------------------|-----|-----------|--------|------------|---------|----|--|
|                         |     |           | -----  | -----      |         |    |  |
|                         |     |           | 1301   | 127300     |         |    |  |
| BLOCK H & R INC         | COM | 093671105 | 11632  | 180205 SH  | DEFINED | 9  |  |
|                         |     |           | 90     | 1400 SH    | DEFINED | 3  |  |
|                         |     |           | -----  | -----      |         |    |  |
|                         |     |           | 11723  | 181605     |         |    |  |
| BOB EVANS FARMS INC     | COM | 096761101 | 149    | 8302 SH    | DEFINED | 9  |  |
|                         |     |           | 954    | 53000 SH   | DEFINED | 11 |  |
|                         |     |           | -----  | -----      |         |    |  |
|                         |     |           | 1103   | 61302      |         |    |  |
| BOEING CO               | COM | 097023105 | 5724   | 102942 SH  | DEFINED | 9  |  |
|                         |     |           | 200    | 3596 SH    | DEFINED | 3  |  |
|                         |     |           | 95     | 1700 SH    | DEFINED | 12 |  |
|                         |     |           | 10     | 178 SH     | DEFINED | 5  |  |
|                         |     |           | 57     | 1021 SH    | DEFINED | 10 |  |
|                         |     |           | -----  | -----      |         |    |  |
|                         |     |           | 6085   | 109437     |         |    |  |
| BORG WARNER INC         | COM | 099724106 | 992    | 20000 SH   | DEFINED | 11 |  |
|                         |     |           | -----  | -----      |         |    |  |
|                         |     |           | 992    | 20000      |         |    |  |
| BOYKIN LODGING CO       | COM | 103430104 | 16     | 1200 SH    | DEFINED | 9  |  |
|                         |     |           | 402    | 31200 SH   | DEFINED | 11 |  |
|                         |     |           | -----  | -----      |         |    |  |
|                         |     |           | 418    | 32400      |         |    |  |
| BRANTLEY CAP CORP       | COM | 105494108 | 309    | 33100 SH   | DEFINED | 11 |  |
|                         |     |           | -----  | -----      |         |    |  |
|                         |     |           | 309    | 33100      |         |    |  |
| BRISTOL MYERS SQUIBB CO | COM | 110122108 | 158316 | 3027071 SH | DEFINED | 9  |  |
|                         |     |           | 3504   | 67000 SH   | DEFINED | 11 |  |
|                         |     |           | 17325  | 331258 SH  | DEFINED | 3  |  |
|                         |     |           | 1590   | 30408 SH   | DEFINED | 12 |  |
|                         |     |           | 687    | 13134 SH   | DEFINED | 5  |  |
|                         |     |           | 1113   | 21284 SH   | DEFINED | 10 |  |
|                         |     |           | -----  | -----      |         |    |  |
|                         |     |           | 182535 | 3490155    |         |    |  |

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|      |                |                |           |                            |                     |          |       |         |       |
|------|----------------|----------------|-----------|----------------------------|---------------------|----------|-------|---------|-------|
|      |                |                |           | FORM 13F                   |                     |          |       |         |       |
| PAGE | 13 OF          | 72             |           | NAME OF REPORTING MANAGER: | FIFTH THIRD BANCORP |          |       |         |       |
|      |                |                |           | VALUE                      | SHARES/             | SH/      | PUT/  | INVSTMT | O     |
|      | NAME OF ISSUER | TITLE OF CLASS | CUSIP     | (X\$1000)                  | PRN AMT             | PRN CALL |       | DSCRETN | MA    |
|      | -----          | -----          | -----     | -----                      | -----               | -----    | ----- | -----   | ----- |
|      | BROADWING INC  | COM            | 111620100 | 43466                      | 1777765 SH          |          |       | DEFINED | 9     |
|      |                |                |           | 8313                       | 340000 SH           |          |       | DEFINED | 11    |
|      |                |                |           | 573                        | 23423 SH            |          |       | DEFINED | 3     |
|      |                |                |           | 1836                       | 75075 SH            |          |       | DEFINED | 12    |
|      |                |                |           | 2844                       | 116309 SH           |          |       | DEFINED | 5     |
|      |                |                |           | 584                        | 23874 SH            |          |       | DEFINED | 10    |
|      |                |                |           | -----                      | -----               |          |       |         |       |
|      |                |                |           | 57615                      | 2356446             |          |       |         |       |

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|                               |      |           |       |        |    |            |
|-------------------------------|------|-----------|-------|--------|----|------------|
| BROOKTROUT INC                | COM  | 114580103 | 790   | 102300 | SH | DEFINED 11 |
|                               |      |           | ----- | -----  |    |            |
|                               |      |           | 790   | 102300 |    |            |
| BROWN FORMAN CORP             | CL B | 115637209 | 327   | 5118   | SH | DEFINED 9  |
|                               |      |           | 6     | 100    | SH | DEFINED 12 |
|                               |      |           | ----- | -----  |    |            |
|                               |      |           | 334   | 5218   |    |            |
| BRUNSWICK CORP                | COM  | 117043109 | 1426  | 59323  | SH | DEFINED 9  |
|                               |      |           | ----- | -----  |    |            |
|                               |      |           | 1426  | 59323  |    |            |
| BURLINGTON NORTHN SANTA FE CP | COM  | 12189T104 | 213   | 7038   | SH | DEFINED 9  |
|                               |      |           | 45    | 1500   | SH | DEFINED 3  |
|                               |      |           | ----- | -----  |    |            |
|                               |      |           | 259   | 8538   |    |            |
| BURLINGTON RES INC            | COM  | 122014103 | 1872  | 47088  | SH | DEFINED 9  |
|                               |      |           | 1620  | 40744  | SH | DEFINED 3  |
|                               |      |           | 1344  | 33820  | SH | DEFINED 12 |
|                               |      |           | ----- | -----  |    |            |
|                               |      |           | 4836  | 121652 |    |            |
| CIGNA CORP                    | COM  | 125509109 | 2766  | 28865  | SH | DEFINED 9  |
|                               |      |           | 115   | 1200   | SH | DEFINED 3  |
|                               |      |           | ----- | -----  |    |            |
|                               |      |           | 2881  | 30065  |    |            |
| CSX CORP                      | COM  | 126408103 | 1114  | 30729  | SH | DEFINED 9  |
|                               |      |           | 170   | 4703   | SH | DEFINED 3  |
|                               |      |           | 212   | 5838   | SH | DEFINED 5  |
|                               |      |           | ----- | -----  |    |            |
|                               |      |           | 1496  | 41270  |    |            |

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|      |                              | FORM 13F       |                                                |                    |                    |                 |                 |            |  |  |  |
|------|------------------------------|----------------|------------------------------------------------|--------------------|--------------------|-----------------|-----------------|------------|--|--|--|
| PAGE | 14 OF                        | 72             | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                    |                    |                 |                 |            |  |  |  |
|      | NAME OF ISSUER               | TITLE OF CLASS | CUSIP                                          | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT    |  |  |  |
|      |                              |                |                                                |                    |                    |                 |                 |            |  |  |  |
|      | CVS CORP                     | COM            | 126650100                                      | 381                | 9875               | SH              |                 | DEFINED 9  |  |  |  |
|      |                              |                |                                                | 10                 | 250                | SH              |                 | DEFINED 3  |  |  |  |
|      |                              |                |                                                | -----              | -----              |                 |                 |            |  |  |  |
|      |                              |                |                                                | 391                | 10125              |                 |                 |            |  |  |  |
|      | CALPINE CORP                 | COM            | 131347106                                      | 225                | 5950               | SH              |                 | DEFINED 9  |  |  |  |
|      |                              |                |                                                | 84                 | 2232               | SH              |                 | DEFINED 3  |  |  |  |
|      |                              |                |                                                | 40                 | 1050               | SH              |                 | DEFINED 10 |  |  |  |
|      |                              |                |                                                | -----              | -----              |                 |                 |            |  |  |  |
|      |                              |                |                                                | 349                | 9232               |                 |                 |            |  |  |  |
|      | CAMBRIDGE TECH PARTNERS MASS | COM            | 132524109                                      | 354                | 100000             | SH              |                 | DEFINED 11 |  |  |  |
|      |                              |                |                                                | -----              | -----              |                 |                 |            |  |  |  |
|      |                              |                |                                                | 354                | 100000             |                 |                 |            |  |  |  |

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|                       |         |           |       |         |    |         |    |
|-----------------------|---------|-----------|-------|---------|----|---------|----|
| CAMPBELL RES INC NEW  | COM NEW | 134422609 | 95    | 181800  | SH | DEFINED | 11 |
|                       |         |           | ----- | -----   |    |         |    |
|                       |         |           | 95    | 181800  |    |         |    |
| CAMPBELL SOUP CO      | COM     | 134429109 | 983   | 38180   | SH | DEFINED | 9  |
|                       |         |           | 56    | 2160    | SH | DEFINED | 3  |
|                       |         |           | 24    | 931     | SH | DEFINED | 5  |
|                       |         |           | 15    | 600     | SH | DEFINED | 10 |
|                       |         |           | ----- | -----   |    |         |    |
|                       |         |           | 1078  | 41871   |    |         |    |
| CAPITAL ONE FINL CORP | COM     | 14040H105 | 18229 | 303057  | SH | DEFINED | 9  |
|                       |         |           | 15338 | 255000  | SH | DEFINED | 11 |
|                       |         |           | 18    | 300     | SH | DEFINED | 3  |
|                       |         |           | 74    | 1225    | SH | DEFINED | 12 |
|                       |         |           | 50    | 835     | SH | DEFINED | 5  |
|                       |         |           | 152   | 2530    | SH | DEFINED | 10 |
|                       |         |           | ----- | -----   |    |         |    |
|                       |         |           | 33861 | 562947  |    |         |    |
| CARDINAL HEALTH INC   | COM     | 14149Y108 | 60607 | 878358  | SH | DEFINED | 9  |
|                       |         |           | 36915 | 535000  | SH | DEFINED | 11 |
|                       |         |           | 277   | 4013    | SH | DEFINED | 3  |
|                       |         |           | 1652  | 23947   | SH | DEFINED | 12 |
|                       |         |           | 45    | 650     | SH | DEFINED | 5  |
|                       |         |           | 202   | 2925    | SH | DEFINED | 10 |
|                       |         |           | ----- | -----   |    |         |    |
|                       |         |           | 99698 | 1444893 |    |         |    |

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| FORM 13F |                       |                |                                               |                    |                    |                 |                 |         |         |
|----------|-----------------------|----------------|-----------------------------------------------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| PAGE     | 15 OF                 | 72             | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |                 |         |         |
|          | NAME OF ISSUER        | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |
|          | -----                 | -----          | -----                                         | -----              | -----              | -----           | -----           | -----   | -----   |
|          | CARNIVAL CORP         | COM            | 143658102                                     | 11489              | 374239             | SH              |                 | DEFINED | 9       |
|          |                       |                |                                               | 10438              | 340000             | SH              |                 | DEFINED | 11      |
|          |                       |                |                                               | 216                | 7025               | SH              |                 | DEFINED | 3       |
|          |                       |                |                                               | 3                  | 105                | SH              |                 | DEFINED | 5       |
|          |                       |                |                                               | 322                | 10500              | SH              |                 | DEFINED | 10      |
|          |                       |                |                                               | -----              | -----              |                 |                 |         |         |
|          |                       |                |                                               | 22468              | 731869             |                 |                 |         |         |
|          | CARRINGTON LABS INC   | COM            | 144525102                                     | 113                | 100000             | SH              |                 | DEFINED | 11      |
|          |                       |                |                                               | -----              | -----              |                 |                 |         |         |
|          |                       |                |                                               | 113                | 100000             |                 |                 |         |         |
|          | CASEYS GEN STORES INC | COM            | 147528103                                     | 1293               | 99450              | SH              |                 | DEFINED | 9       |
|          |                       |                |                                               | 3185               | 245000             | SH              |                 | DEFINED | 11      |
|          |                       |                |                                               | 85                 | 6500               | SH              |                 | DEFINED | 3       |
|          |                       |                |                                               | -----              | -----              |                 |                 |         |         |
|          |                       |                |                                               | 4562               | 350950             |                 |                 |         |         |
|          | CATERPILLAR INC DEL   | COM            | 149123101                                     | 881                | 17593              | SH              |                 | DEFINED | 9       |
|          |                       |                |                                               | 140                | 2800               | SH              |                 | DEFINED | 3       |
|          |                       |                |                                               | -----              | -----              |                 |                 |         |         |
|          |                       |                |                                               | 1021               | 20393              |                 |                 |         |         |

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|                           |                |           |       |        |    |            |
|---------------------------|----------------|-----------|-------|--------|----|------------|
| CEDAR FAIR L P            | DEPOSITRY UNIT | 150185106 | 349   | 15320  | SH | DEFINED 9  |
|                           |                |           | ----- | -----  |    |            |
|                           |                |           | 349   | 15320  |    |            |
| CENDANT CORP              | COM            | 151313103 | 777   | 39830  | SH | DEFINED 9  |
|                           |                |           | 181   | 9300   | SH | DEFINED 3  |
|                           |                |           | ----- | -----  |    |            |
|                           |                |           | 958   | 49130  |    |            |
| CENTURY BUSINESS SVCS INC | COM            | 156490104 | 1450  | 268600 | SH | DEFINED 11 |
|                           |                |           | ----- | -----  |    |            |
|                           |                |           | 1450  | 268600 |    |            |
| CENTURYTEL INC            | COM            | 156700106 | 2592  | 85544  | SH | DEFINED 9  |
|                           |                |           | 2363  | 78000  | SH | DEFINED 11 |
|                           |                |           | 8     | 270    | SH | DEFINED 3  |
|                           |                |           | 142   | 4683   | SH | DEFINED 12 |
|                           |                |           | 137   | 4525   | SH | DEFINED 5  |
|                           |                |           | 23    | 750    | SH | DEFINED 10 |
|                           |                |           | ----- | -----  |    |            |
|                           |                |           | 5265  | 173772 |    |            |
| CHARLES & COLVARD LTD     | COM            | 159765106 | 289   | 229520 | SH | DEFINED 9  |
|                           |                |           | ----- | -----  |    |            |
|                           |                |           | 289   | 229520 |    |            |

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|      |                      |                | FORM 13F                                      |                    |                    |                 |                 |        |            |    |
|------|----------------------|----------------|-----------------------------------------------|--------------------|--------------------|-----------------|-----------------|--------|------------|----|
| PAGE | 16 OF                | 72             | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |                 |        |            |    |
|      | NAME OF ISSUER       | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVTMT |            | O  |
|      |                      |                |                                               |                    |                    |                 |                 |        |            | MA |
|      | CHARTER ONE FINL INC | COM            | 160903100                                     | 222                | 6946               | SH              |                 |        | DEFINED 9  |    |
|      |                      |                |                                               | -----              | -----              |                 |                 |        |            |    |
|      |                      |                |                                               | 222                | 6946               |                 |                 |        |            |    |
|      | CHEVRON CORPORATION  | COM            | 166751107                                     | 54742              | 604886             | SH              |                 |        | DEFINED 9  |    |
|      |                      |                |                                               | 6154               | 68000              | SH              |                 |        | DEFINED 11 |    |
|      |                      |                |                                               | 6479               | 71592              | SH              |                 |        | DEFINED 3  |    |
|      |                      |                |                                               | 4241               | 46863              | SH              |                 |        | DEFINED 12 |    |
|      |                      |                |                                               | 321                | 3542               | SH              |                 |        | DEFINED 5  |    |
|      |                      |                |                                               | 628                | 6942               | SH              |                 |        | DEFINED 10 |    |
|      |                      |                |                                               | -----              | -----              |                 |                 |        |            |    |
|      |                      |                |                                               | 72565              | 801825             |                 |                 |        |            |    |
|      | CHOICEPOINT INC      | COM            | 170388102                                     | 222                | 5280               | SH              |                 |        | DEFINED 9  |    |
|      |                      |                |                                               | 45                 | 1080               | SH              |                 |        | DEFINED 3  |    |
|      |                      |                |                                               | 136                | 3234               | SH              |                 |        | DEFINED 12 |    |
|      |                      |                |                                               | -----              | -----              |                 |                 |        |            |    |
|      |                      |                |                                               | 403                | 9594               |                 |                 |        |            |    |
|      | CHUBB CORP           | COM            | 171232101                                     | 1648               | 21290              | SH              |                 |        | DEFINED 9  |    |
|      |                      |                |                                               | 70                 | 900                | SH              |                 |        | DEFINED 3  |    |
|      |                      |                |                                               | 46                 | 600                | SH              |                 |        | DEFINED 12 |    |
|      |                      |                |                                               | -----              | -----              |                 |                 |        |            |    |
|      |                      |                |                                               | 1765               | 22790              |                 |                 |        |            |    |

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|                      |               |           |        |         |    |         |    |
|----------------------|---------------|-----------|--------|---------|----|---------|----|
| CIENA CORP           | COM           | 171779101 | 372    | 9800    | SH | DEFINED | 9  |
|                      |               |           | 27     | 700     | SH | DEFINED | 5  |
|                      |               |           | -----  | -----   |    |         |    |
|                      |               |           | 399    | 10500   |    |         |    |
| CINCINNATI FINL CORP | SR CV DB 5.5% | 172062AB7 | 4700   | 20000   | SH | DEFINED | 9  |
|                      |               |           | -----  | -----   |    |         |    |
|                      |               |           | 4700   | 20000   |    |         |    |
| CINCINNATI FINL CORP | COM           | 172062101 | 156833 | 3970472 | SH | DEFINED | 9  |
|                      |               |           | 1916   | 48500   | SH | DEFINED | 11 |
|                      |               |           | 22     | 550     | SH | DEFINED | 3  |
|                      |               |           | 1074   | 27197   | SH | DEFINED | 12 |
|                      |               |           | 296    | 7488    | SH | DEFINED | 5  |
|                      |               |           | 1781   | 45098   | SH | DEFINED | 10 |
|                      |               |           | -----  | -----   |    |         |    |
|                      |               |           | 161923 | 4099305 |    |         |    |

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|                        |                |           | FORM 13F                                      |                    |                     |                   |    |  |  |  |
|------------------------|----------------|-----------|-----------------------------------------------|--------------------|---------------------|-------------------|----|--|--|--|
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| NAME OF ISSUER         | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVTMT<br>DSCRETN |    |  |  |  |
| CINERGY CORP           | COM            | 172474108 | 4012                                          | 114788             | SH                  | DEFINED           | 9  |  |  |  |
|                        |                |           | 2534                                          | 72500              | SH                  | DEFINED           | 11 |  |  |  |
|                        |                |           | 251                                           | 7191               | SH                  | DEFINED           | 3  |  |  |  |
|                        |                |           | 215                                           | 6150               | SH                  | DEFINED           | 12 |  |  |  |
|                        |                |           | 35                                            | 1005               | SH                  | DEFINED           | 5  |  |  |  |
|                        |                |           | -----                                         | -----              |                     |                   |    |  |  |  |
|                        |                |           | 7047                                          | 201634             |                     |                   |    |  |  |  |
| CIRCUIT CITY STORE INC | CIRCT CITY GRP | 172737108 | 180                                           | 10000              | SH                  | DEFINED           | 9  |  |  |  |
|                        |                |           | 540                                           | 30000              | SH                  | DEFINED           | 11 |  |  |  |
|                        |                |           | 14                                            | 800                | SH                  | DEFINED           | 3  |  |  |  |
|                        |                |           | -----                                         | -----              |                     |                   |    |  |  |  |
|                        |                |           | 734                                           | 40800              |                     |                   |    |  |  |  |
| CISCO SYS INC          | COM            | 17275R102 | 68369                                         | 3756534            | SH                  | DEFINED           | 9  |  |  |  |
|                        |                |           | 19079                                         | 1048300            | SH                  | DEFINED           | 11 |  |  |  |
|                        |                |           | 2892                                          | 158887             | SH                  | DEFINED           | 3  |  |  |  |
|                        |                |           | 4632                                          | 254531             | SH                  | DEFINED           | 12 |  |  |  |
|                        |                |           | 1915                                          | 105216             | SH                  | DEFINED           | 5  |  |  |  |
|                        |                |           | 1718                                          | 94418              | SH                  | DEFINED           | 10 |  |  |  |
|                        |                |           | -----                                         | -----              |                     |                   |    |  |  |  |
|                        |                |           | 98606                                         | 5417886            |                     |                   |    |  |  |  |
| CINTAS CORP            | COM            | 172908105 | 174209                                        | 3766682            | SH                  | DEFINED           | 9  |  |  |  |
|                        |                |           | 32976                                         | 713000             | SH                  | DEFINED           | 11 |  |  |  |
|                        |                |           | 1222                                          | 26427              | SH                  | DEFINED           | 3  |  |  |  |
|                        |                |           | 5060                                          | 109404             | SH                  | DEFINED           | 12 |  |  |  |
|                        |                |           | 1613                                          | 34880              | SH                  | DEFINED           | 5  |  |  |  |
|                        |                |           | 724                                           | 15650              | SH                  | DEFINED           | 10 |  |  |  |
|                        |                |           | -----                                         | -----              |                     |                   |    |  |  |  |
|                        |                |           | 215805                                        | 4666043            |                     |                   |    |  |  |  |
| CITIGROUP INC          | COM            | 172967101 | 21908                                         | 414600             | SH                  | DEFINED           | 9  |  |  |  |
|                        |                |           | 18494                                         | 350000             | SH                  | DEFINED           | 11 |  |  |  |

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|                            |     |           |       |        |    |         |    |
|----------------------------|-----|-----------|-------|--------|----|---------|----|
|                            |     |           | 2701  | 51117  | SH | DEFINED | 3  |
|                            |     |           | 195   | 3699   | SH | DEFINED | 12 |
|                            |     |           | 124   | 2354   | SH | DEFINED | 5  |
|                            |     |           | 194   | 3676   | SH | DEFINED | 10 |
|                            |     |           | ----- | -----  |    |         |    |
|                            |     |           | 43617 | 825446 |    |         |    |
| CITIZENS COMMUNICATIONS CO | COM | 17453B101 | 808   | 67048  | SH | DEFINED | 9  |
|                            |     |           | ----- | -----  |    |         |    |
|                            |     |           | 808   | 67048  |    |         |    |
| CITRIX SYS INC             | COM | 177376100 | 460   | 13175  | SH | DEFINED | 9  |
|                            |     |           | 1396  | 40000  | SH | DEFINED | 11 |
|                            |     |           | 68    | 1960   | SH | DEFINED | 3  |
|                            |     |           | 17    | 480    | SH | DEFINED | 12 |
|                            |     |           | ----- | -----  |    |         |    |
|                            |     |           | 1941  | 55615  |    |         |    |

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|                              |       |    | FORM 13F                                       |           |                    |                    |                     |                    |         |       |
|------------------------------|-------|----|------------------------------------------------|-----------|--------------------|--------------------|---------------------|--------------------|---------|-------|
| PAGE                         | 18 OF | 72 | NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |           |                    |                    |                     |                    |         |       |
| NAME OF ISSUER               |       |    | TITLE OF CLASS                                 | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |       |
| -----                        |       |    | -----                                          | -----     | -----              | -----              | -----               | -----              | -----   | ----- |
| CLARCOR INC                  |       |    | COM                                            | 179895107 | 4513               | 168066             | SH                  | DEFINED            | 9       |       |
|                              |       |    |                                                |           | -----              | -----              |                     |                    |         |       |
|                              |       |    |                                                |           | 4513               | 168066             |                     |                    |         |       |
| CLEAR CHANNEL COMMUNICATIONS |       |    | COM                                            | 184502102 | 581                | 9274               | SH                  | DEFINED            | 9       |       |
|                              |       |    |                                                |           | 63                 | 1000               | SH                  | DEFINED            | 3       |       |
|                              |       |    |                                                |           | 94                 | 1504               | SH                  | DEFINED            | 12      |       |
|                              |       |    |                                                |           | -----              | -----              |                     |                    |         |       |
|                              |       |    |                                                |           | 738                | 11778              |                     |                    |         |       |
| CLOROX CO DEL                |       |    | COM                                            | 189054109 | 1101               | 32531              | SH                  | DEFINED            | 9       |       |
|                              |       |    |                                                |           | 1318               | 38927              | SH                  | DEFINED            | 3       |       |
|                              |       |    |                                                |           | 300                | 8858               | SH                  | DEFINED            | 12      |       |
|                              |       |    |                                                |           | 14                 | 400                | SH                  | DEFINED            | 10      |       |
|                              |       |    |                                                |           | -----              | -----              |                     |                    |         |       |
|                              |       |    |                                                |           | 2732               | 80716              |                     |                    |         |       |
| COACH INC                    |       |    | COM                                            | 189754104 | 213                | 5598               | SH                  | DEFINED            | 9       |       |
|                              |       |    |                                                |           | -----              | -----              |                     |                    |         |       |
|                              |       |    |                                                |           | 213                | 5598               |                     |                    |         |       |
| COCA COLA CO                 |       |    | COM                                            | 191216100 | 42805              | 951217             | SH                  | DEFINED            | 9       |       |
|                              |       |    |                                                |           | 2218               | 49288              | SH                  | DEFINED            | 3       |       |
|                              |       |    |                                                |           | 803                | 17840              | SH                  | DEFINED            | 12      |       |
|                              |       |    |                                                |           | 249                | 5534               | SH                  | DEFINED            | 5       |       |
|                              |       |    |                                                |           | 387                | 8600               | SH                  | DEFINED            | 10      |       |
|                              |       |    |                                                |           | -----              | -----              |                     |                    |         |       |
|                              |       |    |                                                |           | 46462              | 1032479            |                     |                    |         |       |
| COLGATE PALMOLIVE CO         |       |    | COM                                            | 194162103 | 13130              | 222581             | SH                  | DEFINED            | 9       |       |
|                              |       |    |                                                |           | 2046               | 34687              | SH                  | DEFINED            | 3       |       |
|                              |       |    |                                                |           | 214                | 3628               | SH                  | DEFINED            | 12      |       |
|                              |       |    |                                                |           | 53                 | 904                | SH                  | DEFINED            | 10      |       |
|                              |       |    |                                                |           | -----              | -----              |                     |                    |         |       |

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|              |          |           |       |        |    |         |    |  |  |
|--------------|----------|-----------|-------|--------|----|---------|----|--|--|
|              |          |           | 15444 | 261800 |    |         |    |  |  |
| COMCAST CORP | CL A SPL | 200300200 | 290   | 6686   | SH | DEFINED | 9  |  |  |
|              |          |           | 65    | 1500   | SH | DEFINED | 3  |  |  |
|              |          |           | 28    | 650    | SH | DEFINED | 12 |  |  |
|              |          |           | ----- | -----  |    |         |    |  |  |
|              |          |           | 383   | 8836   |    |         |    |  |  |

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| FORM 13F                                       |       |    |                         |                |           |                    |                    |                 |                 |         |       |
|------------------------------------------------|-------|----|-------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|-------|
| NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |       |    |                         |                |           |                    |                    |                 |                 |         |       |
| PAGE                                           | 19 OF | 72 | NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O     |
|                                                |       |    |                         |                |           |                    |                    |                 |                 |         | MA    |
|                                                |       |    | -----                   | -----          | -----     | -----              | -----              | -----           | -----           | -----   | ----- |
|                                                |       |    | COMPAQ COMPUTER CORP    | COM            | 204493100 | 432                | 28190              | SH              | DEFINED         | 9       |       |
|                                                |       |    |                         |                |           | 145                | 9450               | SH              | DEFINED         | 3       |       |
|                                                |       |    |                         |                |           | 2                  | 100                | SH              | DEFINED         | 12      |       |
|                                                |       |    |                         |                |           | 24                 | 1550               | SH              | DEFINED         | 5       |       |
|                                                |       |    |                         |                |           | -----              | -----              |                 |                 |         |       |
|                                                |       |    |                         |                |           | 602                | 39290              |                 |                 |         |       |
|                                                |       |    | COMPUTER SCIENCES CORP  | COM            | 205363104 | 1154               | 33355              | SH              | DEFINED         | 9       |       |
|                                                |       |    |                         |                |           | 340                | 9830               | SH              | DEFINED         | 3       |       |
|                                                |       |    |                         |                |           | 28                 | 800                | SH              | DEFINED         | 12      |       |
|                                                |       |    |                         |                |           | 223                | 6450               | SH              | DEFINED         | 10      |       |
|                                                |       |    |                         |                |           | -----              | -----              |                 |                 |         |       |
|                                                |       |    |                         |                |           | 1745               | 50435              |                 |                 |         |       |
|                                                |       |    | COMVERSE TECHNOLOGY INC | COM PAR \$0.10 | 205862402 | 7050               | 123451             | SH              | DEFINED         | 9       |       |
|                                                |       |    |                         |                |           | 7965               | 139500             | SH              | DEFINED         | 11      |       |
|                                                |       |    |                         |                |           | 138                | 2425               | SH              | DEFINED         | 3       |       |
|                                                |       |    |                         |                |           | 104                | 1825               | SH              | DEFINED         | 12      |       |
|                                                |       |    |                         |                |           | 54                 | 950                | SH              | DEFINED         | 5       |       |
|                                                |       |    |                         |                |           | 97                 | 1700               | SH              | DEFINED         | 10      |       |
|                                                |       |    |                         |                |           | -----              | -----              |                 |                 |         |       |
|                                                |       |    |                         |                |           | 15409              | 269851             |                 |                 |         |       |
|                                                |       |    | CONAGRA FOODS INC       | COM            | 205887102 | 735                | 37092              | SH              | DEFINED         | 9       |       |
|                                                |       |    |                         |                |           | 44                 | 2225               | SH              | DEFINED         | 3       |       |
|                                                |       |    |                         |                |           | -----              | -----              |                 |                 |         |       |
|                                                |       |    |                         |                |           | 779                | 39317              |                 |                 |         |       |
|                                                |       |    | CONCORD EFS INC         | COM            | 206197105 | 3419               | 65743              | SH              | DEFINED         | 9       |       |
|                                                |       |    |                         |                |           | 26                 | 500                | SH              | DEFINED         | 10      |       |
|                                                |       |    |                         |                |           | -----              | -----              |                 |                 |         |       |
|                                                |       |    |                         |                |           | 3445               | 66243              |                 |                 |         |       |
|                                                |       |    | CONEXANT SYSTEMS INC    | COM            | 207142100 | 110                | 12301              | SH              | DEFINED         | 9       |       |
|                                                |       |    |                         |                |           | 9                  | 1000               | SH              | DEFINED         | 5       |       |
|                                                |       |    |                         |                |           | 9                  | 1000               | SH              | DEFINED         | 10      |       |
|                                                |       |    |                         |                |           | -----              | -----              |                 |                 |         |       |
|                                                |       |    |                         |                |           | 128                | 14301              |                 |                 |         |       |
|                                                |       |    | CONOCO INC              | CL A           | 208251306 | 45                 | 1600               | SH              | DEFINED         | 9       |       |
|                                                |       |    |                         |                |           | 254                | 9000               | SH              | DEFINED         | 12      |       |
|                                                |       |    |                         |                |           | 11                 | 400                | SH              | DEFINED         | 10      |       |
|                                                |       |    |                         |                |           | -----              | -----              |                 |                 |         |       |
|                                                |       |    |                         |                |           | 310                | 11000              |                 |                 |         |       |

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| PAGE 20 OF 72                  |                |           | FORM 13F<br>NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |            |              |                    |         |  |
|--------------------------------|----------------|-----------|-----------------------------------------------------------|--------------------|------------|--------------|--------------------|---------|--|
| NAME OF ISSUER                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                        | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | C<br>MA |  |
| CONOCO INC                     | CL B           | 208251405 | 11624                                                     | 402208             | SH         |              | DEFINED            | 9       |  |
|                                |                |           | 2167                                                      | 74998              | SH         |              | DEFINED            | 3       |  |
|                                |                |           | 30                                                        | 1050               | SH         |              | DEFINED            | 12      |  |
|                                |                |           | 286                                                       | 9886               | SH         |              | DEFINED            | 10      |  |
|                                |                |           | 14107                                                     | 488142             |            |              |                    |         |  |
| CONSECO INC                    | COM            | 208464107 | 207                                                       | 14958              | SH         |              | DEFINED            | 9       |  |
|                                |                |           | 633                                                       | 45700              | SH         |              | DEFINED            | 3       |  |
|                                |                |           | 59                                                        | 4260               | SH         |              | DEFINED            | 5       |  |
|                                |                |           | 899                                                       | 64918              |            |              |                    |         |  |
| CONSOLIDATED EDISON INC        | COM            | 209115104 | 162                                                       | 4066               | SH         |              | DEFINED            | 9       |  |
|                                |                |           | 148                                                       | 3710               | SH         |              | DEFINED            | 3       |  |
|                                |                |           | 309                                                       | 7776               |            |              |                    |         |  |
| CONSTELLATION ENERGY GROUP INC | COM            | 210371100 | 177                                                       | 4150               | SH         |              | DEFINED            | 9       |  |
|                                |                |           | 26                                                        | 600                | SH         |              | DEFINED            | 3       |  |
|                                |                |           | 202                                                       | 4750               |            |              |                    |         |  |
| CONVERGYS CORP                 | COM            | 212485106 | 34410                                                     | 1137519            | SH         |              | DEFINED            | 9       |  |
|                                |                |           | 6050                                                      | 200000             | SH         |              | DEFINED            | 11      |  |
|                                |                |           | 186                                                       | 6158               | SH         |              | DEFINED            | 3       |  |
|                                |                |           | 57                                                        | 1875               | SH         |              | DEFINED            | 12      |  |
|                                |                |           | 3106                                                      | 102668             | SH         |              | DEFINED            | 5       |  |
|                                |                |           | 62                                                        | 2050               | SH         |              | DEFINED            | 10      |  |
|                                |                |           | 43871                                                     | 1450270            |            |              |                    |         |  |
| COOPER INDS INC                | COM            | 216669101 | 264                                                       | 6668               | SH         |              | DEFINED            | 9       |  |
|                                |                |           | 16                                                        | 407                | SH         |              | DEFINED            | 3       |  |
|                                |                |           | 280                                                       | 7075               |            |              |                    |         |  |
| COOPER TIRE & RUBR CO          | COM            | 216831107 | 128                                                       | 9051               | SH         |              | DEFINED            | 9       |  |
|                                |                |           | 50                                                        | 3500               | SH         |              | DEFINED            | 11      |  |
|                                |                |           | 178                                                       | 12551              |            |              |                    |         |  |
| CORN PRODS INTL INC            | COM            | 219023108 | 318                                                       | 9950               | SH         |              | DEFINED            | 9       |  |
|                                |                |           | 4                                                         | 135                | SH         |              | DEFINED            | 3       |  |
|                                |                |           | 323                                                       | 10085              |            |              |                    |         |  |

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|----------------|----------------|-----------|-----------------------------------------------------------|--------------------|-----------------|-----------------|---------|---------|--|
| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                        | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | C<br>MA |  |
| CORNING INC    | COM            | 219350105 | 14878                                                     | 890318             | SH              |                 | DEFINED | 9       |  |
|                |                |           | 9608                                                      | 575000             | SH              |                 | DEFINED | 11      |  |
|                |                |           | 193                                                       | 11549              | SH              |                 | DEFINED | 3       |  |
|                |                |           | 1444                                                      | 86400              | SH              |                 | DEFINED | 12      |  |
|                |                |           | 50                                                        | 2968               | SH              |                 | DEFINED | 5       |  |
|                |                |           | 207                                                       | 12400              | SH              |                 | DEFINED | 10      |  |
|                |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                |                |           | 26379                                                     | 1578635            |                 |                 |         |         |  |
| CREE INC       | COM            | 225447101 | 3329                                                      | 127350             | SH              |                 | DEFINED | 9       |  |
|                |                |           | 6824                                                      | 261000             | SH              |                 | DEFINED | 11      |  |
|                |                |           | 478                                                       | 18300              | SH              |                 | DEFINED | 3       |  |
|                |                |           | 1187                                                      | 45415              | SH              |                 | DEFINED | 12      |  |
|                |                |           | 374                                                       | 14300              | SH              |                 | DEFINED | 10      |  |
| -----          | -----          |           |                                                           |                    |                 |                 |         |         |  |
|                |                |           | 12193                                                     | 466365             |                 |                 |         |         |  |
| CUBIC CORP     | COM            | 229669106 | 648                                                       | 20500              | SH              |                 | DEFINED | 11      |  |
|                |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                |                |           | 648                                                       | 20500              |                 |                 |         |         |  |
| CUMMINS INC    | COM            | 231021106 | 410                                                       | 10600              | SH              |                 | DEFINED | 3       |  |
|                |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                |                |           | 410                                                       | 10600              |                 |                 |         |         |  |
| DPL INC        | COM            | 233293109 | 4176                                                      | 144193             | SH              |                 | DEFINED | 9       |  |
|                |                |           | 104                                                       | 3605               | SH              |                 | DEFINED | 3       |  |
|                |                |           | 80                                                        | 2750               | SH              |                 | DEFINED | 5       |  |
|                |                |           | 117                                                       | 4050               | SH              |                 | DEFINED | 10      |  |
| -----          | -----          |           |                                                           |                    |                 |                 |         |         |  |
|                |                |           | 4477                                                      | 154598             |                 |                 |         |         |  |
| DSP GROUP INC  | COM            | 23332B106 | 751                                                       | 35000              | SH              |                 | DEFINED | 11      |  |
|                |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                |                |           | 751                                                       | 35000              |                 |                 |         |         |  |
| DTE ENERGY CO  | COM            | 233331107 | 307                                                       | 6606               | SH              |                 | DEFINED | 9       |  |
|                |                |           | 184                                                       | 3966               | SH              |                 | DEFINED | 3       |  |
|                |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                |                |           | 491                                                       | 10572              |                 |                 |         |         |  |
| DANA CORP      | COM            | 235811106 | 1057                                                      | 45308              | SH              |                 | DEFINED | 9       |  |
|                |                |           | 378                                                       | 16195              | SH              |                 | DEFINED | 3       |  |
|                |                |           | 29                                                        | 1250               | SH              |                 | DEFINED | 12      |  |
|                |                |           | 4                                                         | 150                | SH              |                 | DEFINED | 10      |  |
|                |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                |                |           | 1468                                                      | 62903              |                 |                 |         |         |  |

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|                |  |  |                                                           |         |          |         |    |  |  |
|----------------|--|--|-----------------------------------------------------------|---------|----------|---------|----|--|--|
| PAGE 22 OF 72  |  |  | FORM 13F<br>NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |         |          |         |    |  |  |
|                |  |  | VALUE                                                     | SHARES/ | SH/ PUT/ | INVSTMT |    |  |  |
| NAME OF ISSUER |  |  | (X\$1000)                                                 | PRN AMT | PRN CALL | DSCRETN | MA |  |  |
|                |  |  |                                                           |         |          |         |    |  |  |

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|                                    |     |           |      |        |    |         |    |
|------------------------------------|-----|-----------|------|--------|----|---------|----|
| DANAHER CORP DEL                   | COM | 235851102 | 1915 | 34200  | SH | DEFINED | 9  |
|                                    |     |           | 879  | 15705  | SH | DEFINED | 3  |
|                                    |     |           | 53   | 950    | SH | DEFINED | 12 |
|                                    |     |           | 50   | 900    | SH | DEFINED | 10 |
|                                    |     |           | 2898 | 51755  |    |         |    |
| DATUM INC                          | COM | 238208102 | 548  | 40600  | SH | DEFINED | 11 |
|                                    |     |           | 548  | 40600  |    |         |    |
| DEBT STRATEGIES FD INC NEW         | COM | 24276Q109 | 567  | 80000  | SH | DEFINED | 11 |
|                                    |     |           | 567  | 80000  |    |         |    |
| DEERE & CO                         | COM | 244199105 | 897  | 23706  | SH | DEFINED | 9  |
|                                    |     |           | 189  | 4998   | SH | DEFINED | 3  |
|                                    |     |           | 1086 | 28704  |    |         |    |
| DELL COMPUTER CORP                 | COM | 247025109 | 2385 | 91192  | SH | DEFINED | 9  |
|                                    |     |           | 915  | 35000  | SH | DEFINED | 11 |
|                                    |     |           | 317  | 12139  | SH | DEFINED | 3  |
|                                    |     |           | 213  | 8150   | SH | DEFINED | 12 |
|                                    |     |           | 22   | 830    | SH | DEFINED | 5  |
|                                    |     |           | 191  | 7300   | SH | DEFINED | 10 |
|                                    |     |           | 4043 | 154611 |    |         |    |
| DELPHI AUTOMOTIVE SYS CORP         | COM | 247126105 | 97   | 6065   | SH | DEFINED | 9  |
|                                    |     |           | 120  | 7510   | SH | DEFINED | 3  |
|                                    |     |           | 11   | 698    | SH | DEFINED | 5  |
|                                    |     |           | 227  | 14273  |    |         |    |
| DEVELOPERS DIVERSIFIED RLTY CO COM |     | 251591103 | 5    | 300    | SH | DEFINED | 9  |
|                                    |     |           | 460  | 25000  | SH | DEFINED | 11 |
|                                    |     |           | 465  | 25300  |    |         |    |
| DIEBOLD INC                        | COM | 253651103 | 547  | 16993  | SH | DEFINED | 9  |
|                                    |     |           | 48   | 1500   | SH | DEFINED | 11 |
|                                    |     |           | 595  | 18493  |    |         |    |
| DIGITAL IMPACT INC DEL             | COM | 25385G106 | 63   | 50000  | SH | DEFINED | 9  |
|                                    |     |           | 63   | 50000  |    |         |    |

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| FORM 13F |                |                |                                               |                    |                    |                 |                 |         |         |
|----------|----------------|----------------|-----------------------------------------------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| PAGE     | 23 OF          | 72             | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |                 |         |         |
|          | NAME OF ISSUER | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |
|          | DISNEY WALT CO | COM DISNEY     | 254687106                                     | 17021              | 589172             | SH              | DEFINED         | 9       |         |
|          |                |                |                                               | 3148               | 108959             | SH              | DEFINED         | 3       |         |

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|                             |     |           |       |        |    |         |    |
|-----------------------------|-----|-----------|-------|--------|----|---------|----|
|                             |     |           | 507   | 17556  | SH | DEFINED | 12 |
|                             |     |           | 186   | 6427   | SH | DEFINED | 5  |
|                             |     |           | 74    | 2550   | SH | DEFINED | 10 |
|                             |     |           | ----- | -----  |    |         |    |
|                             |     |           | 20936 | 724664 |    |         |    |
| DOLLAR GEN CORP             | COM | 256669102 | 3442  | 176528 | SH | DEFINED | 9  |
|                             |     |           | 74    | 3807   | SH | DEFINED | 3  |
|                             |     |           | 20    | 1015   | SH | DEFINED | 10 |
|                             |     |           | ----- | -----  |    |         |    |
|                             |     |           | 3536  | 181350 |    |         |    |
| DOMINION RES INC VA NEW     | COM | 25746U109 | 3731  | 62050  | SH | DEFINED | 9  |
|                             |     |           | 139   | 2309   | SH | DEFINED | 3  |
|                             |     |           | 10    | 164    | SH | DEFINED | 5  |
|                             |     |           | 6     | 100    | SH | DEFINED | 10 |
|                             |     |           | ----- | -----  |    |         |    |
|                             |     |           | 3886  | 64623  |    |         |    |
| DONNELLEY R R & SONS CO     | COM | 257867101 | 1232  | 41497  | SH | DEFINED | 9  |
|                             |     |           | 30    | 1000   | SH | DEFINED | 3  |
|                             |     |           | 137   | 4600   | SH | DEFINED | 12 |
|                             |     |           | ----- | -----  |    |         |    |
|                             |     |           | 1399  | 47097  |    |         |    |
| DOVER CORP                  | COM | 260003108 | 4696  | 124734 | SH | DEFINED | 9  |
|                             |     |           | 335   | 8890   | SH | DEFINED | 3  |
|                             |     |           | ----- | -----  |    |         |    |
|                             |     |           | 5031  | 133624 |    |         |    |
| DOW CHEM CO                 | COM | 260543103 | 2027  | 60970  | SH | DEFINED | 9  |
|                             |     |           | 395   | 11868  | SH | DEFINED | 3  |
|                             |     |           | ----- | -----  |    |         |    |
|                             |     |           | 2422  | 72838  |    |         |    |
| DOW JONES & CO INC          | COM | 260561105 | 280   | 4686   | SH | DEFINED | 9  |
|                             |     |           | ----- | -----  |    |         |    |
|                             |     |           | 280   | 4686   |    |         |    |
| DREYFUS STRATEGIC MUN BD FD | COM | 26202F107 | 134   | 14920  | SH | DEFINED | 9  |
|                             |     |           | ----- | -----  |    |         |    |
|                             |     |           | 134   | 14920  |    |         |    |

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| FORM 13F |                                |                |                                               |                    |                    |                 |                |                   |         |
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|          | NAME OF ISSUER                 | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>INVTMT | INVTMT<br>DSCRETN | O<br>MA |
|          | DU PONT E I DE NEMOURS & CO    | COM            | 263534109                                     | 22229              | 460799             | SH              |                | DEFINED           | 9       |
|          |                                |                |                                               | 2481               | 51437              | SH              |                | DEFINED           | 3       |
|          |                                |                |                                               | 88                 | 1815               | SH              |                | DEFINED           | 12      |
|          |                                |                |                                               | 5                  | 100                | SH              |                | DEFINED           | 5       |
|          |                                |                |                                               | 481                | 9965               | SH              |                | DEFINED           | 10      |
|          |                                |                |                                               | -----              | -----              |                 |                |                   |         |
|          |                                |                |                                               | 25283              | 524116             |                 |                |                   |         |
|          | DUFF & PHELPS UTILS INCOME INC | COM            | 264324104                                     | 154                | 14290              | SH              |                | DEFINED           | 9       |

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|                  |      |           |       |         |    |         |    |
|------------------|------|-----------|-------|---------|----|---------|----|
|                  |      |           | 73    | 6792    | SH | DEFINED | 3  |
|                  |      |           | 4     | 414     | SH | DEFINED | 5  |
|                  |      |           | ----- | -----   |    |         |    |
|                  |      |           | 232   | 21496   |    |         |    |
| DUKE ENERGY CORP | COM  | 264399106 | 8828  | 226298  | SH | DEFINED | 9  |
|                  |      |           | 1569  | 40217   | SH | DEFINED | 3  |
|                  |      |           | 763   | 19558   | SH | DEFINED | 12 |
|                  |      |           | 39    | 992     | SH | DEFINED | 5  |
|                  |      |           | 23    | 582     | SH | DEFINED | 10 |
|                  |      |           | ----- | -----   |    |         |    |
|                  |      |           | 11221 | 287647  |    |         |    |
| DYNEGY INC NEW   | CL A | 26816Q101 | 131   | 3853    | SH | DEFINED | 9  |
|                  |      |           | 123   | 2706    | SH | DEFINED | 3  |
|                  |      |           | ----- | -----   |    |         |    |
|                  |      |           | 254   | 6559    |    |         |    |
| E M C CORP MASS  | COM  | 268648102 | 34610 | 1183109 | SH | DEFINED | 9  |
|                  |      |           | 12063 | 412400  | SH | DEFINED | 11 |
|                  |      |           | 672   | 22980   | SH | DEFINED | 3  |
|                  |      |           | 1382  | 47261   | SH | DEFINED | 12 |
|                  |      |           | 361   | 12350   | SH | DEFINED | 5  |
|                  |      |           | 536   | 18320   | SH | DEFINED | 10 |
|                  |      |           | ----- | -----   |    |         |    |
|                  |      |           | 49624 | 1696420 |    |         |    |
| EASTMAN KODAK CO | COM  | 277461109 | 462   | 9895    | SH | DEFINED | 9  |
|                  |      |           | 529   | 11339   | SH | DEFINED | 3  |
|                  |      |           | 14    | 300     | SH | DEFINED | 12 |
|                  |      |           | ----- | -----   |    |         |    |
|                  |      |           | 1005  | 21534   |    |         |    |
| EATON CORP       | COM  | 278058102 | 406   | 5796    | SH | DEFINED | 9  |
|                  |      |           | ----- | -----   |    |         |    |
|                  |      |           | 406   | 5796    |    |         |    |

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|      | NAME OF ISSUER | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVTMT  |       | O  |
|      | -----          | -----          | -----                                         | -----              | -----              | -----           | -----           | -----   | ----- | MA |
|      | EBAY INC       | COM            | 278642103                                     | 1027               | 15000              | SH              |                 | DEFINED | 11    |    |
|      |                |                |                                               | 33                 | 475                | SH              |                 | DEFINED | 12    |    |
|      |                |                |                                               | -----              | -----              |                 |                 |         |       |    |
|      |                |                |                                               | 1060               | 15475              |                 |                 |         |       |    |
|      | ECOLAB INC     | COM            | 278865100                                     | 19137              | 467100             | SH              |                 | DEFINED | 9     |    |
|      |                |                |                                               | 752                | 18350              | SH              |                 | DEFINED | 11    |    |
|      |                |                |                                               | -----              | -----              |                 |                 |         |       |    |
|      |                |                |                                               | 19889              | 485450             |                 |                 |         |       |    |
|      | EDWARDS AG INC | COM            | 281760108                                     | 10281              | 228457             | SH              |                 | DEFINED | 9     |    |
|      |                |                |                                               | 16335              | 363000             | SH              |                 | DEFINED | 11    |    |
|      |                |                |                                               | 1883               | 41846              | SH              |                 | DEFINED | 3     |    |
|      |                |                |                                               | 281                | 6250               | SH              |                 | DEFINED | 12    |    |
|      |                |                |                                               | 976                | 21680              | SH              |                 | DEFINED | 10    |    |

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|                               |     |           |       |          |         |    |
|-------------------------------|-----|-----------|-------|----------|---------|----|
|                               |     |           | 29755 | 661233   |         |    |
| 1838 BD-DEB TRADING FD        | COM | 282520105 | 1088  | 55500 SH | DEFINED | 11 |
|                               |     |           | 1088  | 55500    |         |    |
| EL PASO CORP                  | COM | 28336L109 | 2195  | 41772 SH | DEFINED | 9  |
|                               |     |           | 730   | 13889 SH | DEFINED | 3  |
|                               |     |           | 26    | 500 SH   | DEFINED | 12 |
|                               |     |           | 5     | 100 SH   | DEFINED | 10 |
|                               |     |           | 2956  | 56261    |         |    |
| ELAN PLC                      | ADR | 284131208 | 154   | 2525 SH  | DEFINED | 9  |
|                               |     |           | 24    | 400 SH   | DEFINED | 3  |
|                               |     |           | 55    | 900 SH   | DEFINED | 12 |
|                               |     |           | 12    | 200 SH   | DEFINED | 5  |
|                               |     |           | 245   | 4025     |         |    |
| ELDER BEERMAN STORES CORP NEW | COM | 284470101 | 16    | 4421 SH  | DEFINED | 9  |
|                               |     |           | 23    | 6000 SH  | DEFINED | 11 |
|                               |     |           | 39    | 10421    |         |    |
| ELECTRONIC DATA SYS NEW       | COM | 285661104 | 338   | 5407 SH  | DEFINED | 9  |
|                               |     |           | 99    | 1580 SH  | DEFINED | 3  |
|                               |     |           | 13    | 204 SH   | DEFINED | 12 |
|                               |     |           | 27    | 438 SH   | DEFINED | 5  |
|                               |     |           | 477   | 7629     |         |    |

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| FORM 13F            |                |           |                                               |                    |                 |                 |         |    |    |
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| PAGE                | 26 OF          | 72        | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |                 |         |    |    |
| NAME OF ISSUER      | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O  | MA |
| EMERSON ELEC CO     | COM            | 291011104 | 73471                                         | 1168048 SH         |                 |                 | DEFINED | 9  |    |
|                     |                |           | 602                                           | 56300 SH           |                 |                 | DEFINED | 11 |    |
|                     |                |           | 3400                                          | 56205 SH           |                 |                 | DEFINED | 3  |    |
|                     |                |           | 230                                           | 3800 SH            |                 |                 | DEFINED | 12 |    |
|                     |                |           | 133                                           | 2200 SH            |                 |                 | DEFINED | 5  |    |
|                     |                |           | 529                                           | 8750 SH            |                 |                 | DEFINED | 10 |    |
|                     |                |           | 78366                                         | 1295303            |                 |                 |         |    |    |
| ENCOMPASS SVCS CORP | COM            | 29255U104 | 91                                            | 10122 SH           |                 |                 | DEFINED | 9  |    |
|                     |                |           | 91                                            | 10122              |                 |                 |         |    |    |
| ENRON CORP          | COM            | 293561106 | 17716                                         | 360724 SH          |                 |                 | DEFINED | 9  |    |
|                     |                |           | 8985                                          | 183000 SH          |                 |                 | DEFINED | 11 |    |
|                     |                |           | 865                                           | 17624 SH           |                 |                 | DEFINED | 3  |    |
|                     |                |           | 1866                                          | 38000 SH           |                 |                 | DEFINED | 12 |    |
|                     |                |           | 31                                            | 636 SH             |                 |                 | DEFINED | 5  |    |
|                     |                |           | 531                                           | 10810 SH           |                 |                 | DEFINED | 10 |    |

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|                             |                | -----     |        | -----  |    |         |    |
|-----------------------------|----------------|-----------|--------|--------|----|---------|----|
|                             |                | 29994     | 610794 |        |    |         |    |
| ENTRUST INC                 | COM            | 293848107 | 177    | 25030  | SH | DEFINED | 9  |
|                             |                |           | 19     | 2700   | SH | DEFINED | 10 |
|                             |                |           | -----  | -----  |    |         |    |
|                             |                |           | 197    | 27730  |    |         |    |
| ENZON INC                   | COM            | 293904108 | 1778   | 28445  | SH | DEFINED | 9  |
|                             |                |           | 4625   | 74000  | SH | DEFINED | 11 |
|                             |                |           | -----  | -----  |    |         |    |
|                             |                |           | 6403   | 102445 |    |         |    |
| EQUIFAX INC                 | COM            | 294429105 | 682    | 18600  | SH | DEFINED | 9  |
|                             |                |           | 132    | 3600   | SH | DEFINED | 3  |
|                             |                |           | 396    | 10784  | SH | DEFINED | 12 |
|                             |                |           | -----  | -----  |    |         |    |
|                             |                |           | 1210   | 32984  |    |         |    |
| EQUITY INCOME FD            | UT 1 EX SR-ATT | 294700703 | 583    | 4618   | SH | DEFINED | 9  |
|                             |                |           | -----  | -----  |    |         |    |
|                             |                |           | 583    | 4618   |    |         |    |
| EQUITY RESIDENTIAL PPTYS TR | PFD CV 1/10 G  | 29476L859 | 883    | 35000  | SH | DEFINED | 11 |
|                             |                |           | -----  | -----  |    |         |    |
|                             |                |           | 883    | 35000  |    |         |    |
| EQUUS II INC                | COM            | 294766100 | 655    | 70000  | SH | DEFINED | 11 |
|                             |                |           | -----  | -----  |    |         |    |
|                             |                |           | 655    | 70000  |    |         |    |

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| NAME OF ISSUER            |  | TITLE OF CLASS |  | CUSIP     |  | VALUE<br>(X\$1000) |  | SHARES/<br>PRN AMT                            |  | SH/ PUT/<br>PRN CALL |  | INVSTMT<br>DSCRETN |  |
| -----                     |  | -----          |  | -----     |  | -----              |  | -----                                         |  | -----                |  | -----              |  |
| ERICSSON L M TEL CO       |  | ADR CL B SEK10 |  | 294821400 |  | 60                 |  | 11080                                         |  | SH                   |  | DEFINED 9          |  |
|                           |  |                |  |           |  | 62                 |  | 11400                                         |  | SH                   |  | DEFINED 3          |  |
|                           |  |                |  |           |  | 48                 |  | 8800                                          |  | SH                   |  | DEFINED 12         |  |
|                           |  |                |  |           |  | 28                 |  | 5224                                          |  | SH                   |  | DEFINED 5          |  |
|                           |  |                |  |           |  | -----              |  | -----                                         |  |                      |  |                    |  |
|                           |  |                |  |           |  | 198                |  | 36504                                         |  |                      |  |                    |  |
| ETHYL CORP                |  | COM            |  | 297659104 |  | 223                |  | 165000                                        |  | SH                   |  | DEFINED 11         |  |
|                           |  |                |  |           |  | -----              |  | -----                                         |  |                      |  |                    |  |
|                           |  |                |  |           |  | 223                |  | 165000                                        |  |                      |  |                    |  |
| EXCEL LEGACY CORP         |  | COM            |  | 300665106 |  | 497                |  | 240000                                        |  | SH                   |  | DEFINED 11         |  |
|                           |  |                |  |           |  | -----              |  | -----                                         |  |                      |  |                    |  |
|                           |  |                |  |           |  | 497                |  | 240000                                        |  |                      |  |                    |  |
| EXELON CORP               |  | COM            |  | 30161N101 |  | 256                |  | 3996                                          |  | SH                   |  | DEFINED 9          |  |
|                           |  |                |  |           |  | 580                |  | 9046                                          |  | SH                   |  | DEFINED 3          |  |
|                           |  |                |  |           |  | 19                 |  | 300                                           |  | SH                   |  | DEFINED 5          |  |
|                           |  |                |  |           |  | -----              |  | -----                                         |  |                      |  |                    |  |
|                           |  |                |  |           |  | 855                |  | 13342                                         |  |                      |  |                    |  |
| EXODUS COMMUNICATIONS INC |  | COM            |  | 302088109 |  | 23                 |  | 11185                                         |  | SH                   |  | DEFINED 9          |  |

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|                         |         |           |        |         |    |         |    |
|-------------------------|---------|-----------|--------|---------|----|---------|----|
|                         |         |           | 3      | 1300    | SH | DEFINED | 3  |
|                         |         |           | -----  | -----   |    |         |    |
|                         |         |           | 26     | 12485   |    |         |    |
| EXXON MOBIL CORP        | COM     | 30231G102 | 241132 | 2746845 | SH | DEFINED | 9  |
|                         |         |           | 20215  | 231425  | SH | DEFINED | 11 |
|                         |         |           | 17637  | 201917  | SH | DEFINED | 3  |
|                         |         |           | 6762   | 77409   | SH | DEFINED | 12 |
|                         |         |           | 1046   | 11975   | SH | DEFINED | 5  |
|                         |         |           | 3543   | 40556   | SH | DEFINED | 10 |
|                         |         |           | -----  | -----   |    |         |    |
|                         |         |           | 290335 | 3310127 |    |         |    |
| FPL GROUP INC           | COM     | 302571104 | 498    | 8268    | SH | DEFINED | 9  |
|                         |         |           | 418    | 6942    | SH | DEFINED | 3  |
|                         |         |           | 18     | 300     | SH | DEFINED | 5  |
|                         |         |           | -----  | -----   |    |         |    |
|                         |         |           | 934    | 15510   |    |         |    |
| FARMSTEAD TEL GROUP INC | COM NEW | 311565303 | 25     | 20000   | SH | DEFINED | 9  |
|                         |         |           | -----  | -----   |    |         |    |
|                         |         |           | 25     | 20000   |    |         |    |

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| NAME OF ISSUER           | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O     | MA    |
| -----                    | -----          | -----     | -----                                         | -----              | -----           | -----           | -----   | ----- | ----- |
| FASTENAL CO              | COM            | 311900104 | 2279                                          | 36770              | SH              | DEFINED         | 9       |       |       |
|                          |                |           | 7190                                          | 116000             | SH              | DEFINED         | 11      |       |       |
|                          |                |           | 19                                            | 300                | SH              | DEFINED         | 3       |       |       |
|                          |                |           | -----                                         | -----              |                 |                 |         |       |       |
|                          |                |           | 9487                                          | 153070             |                 |                 |         |       |       |
| FEDERAL HOME LN MTG CORP | COM            | 313400301 | 98757                                         | 1452021            | SH              | DEFINED         | 9       |       |       |
|                          |                |           | 43212                                         | 635000             | SH              | DEFINED         | 11      |       |       |
|                          |                |           | 2004                                          | 29445              | SH              | DEFINED         | 3       |       |       |
|                          |                |           | 2381                                          | 34995              | SH              | DEFINED         | 12      |       |       |
|                          |                |           | 822                                           | 12080              | SH              | DEFINED         | 5       |       |       |
|                          |                |           | 947                                           | 13920              | SH              | DEFINED         | 10      |       |       |
|                          |                |           | -----                                         | -----              |                 |                 |         |       |       |
|                          |                |           | 148124                                        | 2177461            |                 |                 |         |       |       |
| FEDERAL MOGUL CORP       | COM            | 313549107 | 7                                             | 4000               | SH              | DEFINED         | 9       |       |       |
|                          |                |           | 10                                            | 6000               | SH              | DEFINED         | 3       |       |       |
|                          |                |           | 0                                             | 2                  | SH              | DEFINED         | 12      |       |       |
|                          |                |           | -----                                         | -----              |                 |                 |         |       |       |
|                          |                |           | 17                                            | 10002              |                 |                 |         |       |       |
| FEDERAL NATL MTG ASSN    | COM            | 313586109 | 36917                                         | 433583             | SH              | DEFINED         | 9       |       |       |
|                          |                |           | 1582                                          | 18600              | SH              | DEFINED         | 11      |       |       |
|                          |                |           | 4617                                          | 54303              | SH              | DEFINED         | 3       |       |       |
|                          |                |           | 1192                                          | 14015              | SH              | DEFINED         | 12      |       |       |
|                          |                |           | 172                                           | 2025               | SH              | DEFINED         | 5       |       |       |
|                          |                |           | 1207                                          | 14200              | SH              | DEFINED         | 10      |       |       |
|                          |                |           | -----                                         | -----              |                 |                 |         |       |       |
|                          |                |           | 45638                                         | 536726             |                 |                 |         |       |       |

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|                               |     |           |       |       |    |         |    |
|-------------------------------|-----|-----------|-------|-------|----|---------|----|
| FEDERAL SIGNAL CORP           | COM | 313855108 | 140   | 5966  | SH | DEFINED | 9  |
|                               |     |           | 9     | 400   | SH | DEFINED | 3  |
|                               |     |           | 47    | 2000  | SH | DEFINED | 12 |
|                               |     |           | 9     | 400   | SH | DEFINED | 5  |
|                               |     |           | ----- | ----- |    |         |    |
|                               |     |           | 206   | 8766  |    |         |    |
| FEDERATED DEPT STORES INC DEL | COM | 31410H101 | 412   | 9692  | SH | DEFINED | 9  |
|                               |     |           | ----- | ----- |    |         |    |
|                               |     |           | 412   | 9692  |    |         |    |
| FEDEX CORP                    | COM | 31428X106 | 2260  | 56214 | SH | DEFINED | 9  |
|                               |     |           | 221   | 5500  | SH | DEFINED | 3  |
|                               |     |           | ----- | ----- |    |         |    |
|                               |     |           | 2481  | 61714 |    |         |    |

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| NAME OF ISSUER            |  |  | TITLE OF CLASS                                | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVTMT     |  |
| -----                     |  |  | -----                                         | -----     | -----              | -----              | -----           | -----           | -----      |  |
| FIFTH THIRD BANCORP       |  |  | COM                                           | 316773100 | 1136782            | 18930590           | SH              |                 | DEFINED 9  |  |
|                           |  |  |                                               |           | 182264             | 3035198            | SH              |                 | DEFINED 3  |  |
|                           |  |  |                                               |           | 3709               | 61760              | SH              |                 | DEFINED 12 |  |
|                           |  |  |                                               |           | 28365              | 472355             | SH              |                 | DEFINED 5  |  |
|                           |  |  |                                               |           | 10434              | 173760             | SH              |                 | DEFINED 10 |  |
|                           |  |  |                                               | -----     | -----              |                    |                 |                 |            |  |
|                           |  |  |                                               |           | 1361554            | 22673663           |                 |                 |            |  |
| FINISAR                   |  |  | COM                                           | 31787A101 | 234                | 12500              | SH              |                 | DEFINED 11 |  |
|                           |  |  |                                               |           | -----              | -----              |                 |                 |            |  |
|                           |  |  |                                               |           | 234                | 12500              |                 |                 |            |  |
| FIRST BANCORP IND INC NEW |  |  | COM                                           | 31867T103 | 134                | 10500              | SH              |                 | DEFINED 3  |  |
|                           |  |  |                                               |           | 5                  | 400                | SH              |                 | DEFINED 5  |  |
|                           |  |  |                                               |           | -----              | -----              |                 |                 |            |  |
|                           |  |  |                                               |           | 140                | 10900              |                 |                 |            |  |
| FIRST DATA CORP           |  |  | COM                                           | 319963104 | 5253               | 81618              | SH              |                 | DEFINED 9  |  |
|                           |  |  |                                               |           | 62                 | 970                | SH              |                 | DEFINED 3  |  |
|                           |  |  |                                               |           | 71                 | 1100               | SH              |                 | DEFINED 12 |  |
|                           |  |  |                                               |           | 212                | 3300               | SH              |                 | DEFINED 10 |  |
|                           |  |  |                                               |           | -----              | -----              |                 |                 |            |  |
|                           |  |  |                                               |           | 5598               | 86988              |                 |                 |            |  |
| FIRST FINL BANCORP OH     |  |  | COM                                           | 320209109 | 314                | 18374              | SH              |                 | DEFINED 9  |  |
|                           |  |  |                                               |           | -----              | -----              |                 |                 |            |  |
|                           |  |  |                                               |           | 314                | 18374              |                 |                 |            |  |
| FIRST IND CORP            |  |  | COM                                           | 32054R108 | 1906               | 73222              | SH              |                 | DEFINED 3  |  |
|                           |  |  |                                               |           | -----              | -----              |                 |                 |            |  |
|                           |  |  |                                               |           | 1906               | 73222              |                 |                 |            |  |
| FIRST TENN NATL CORP      |  |  | COM                                           | 337162101 | 60433              | 1741073            | SH              |                 | DEFINED 9  |  |
|                           |  |  |                                               |           | 29934              | 862400             | SH              |                 | DEFINED 11 |  |
|                           |  |  |                                               |           | 4795               | 138155             | SH              |                 | DEFINED 3  |  |

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|               |     |           |       |         |    |         |    |
|---------------|-----|-----------|-------|---------|----|---------|----|
|               |     |           | 2125  | 61225   | SH | DEFINED | 12 |
|               |     |           | 675   | 19460   | SH | DEFINED | 5  |
|               |     |           | 104   | 3000    | SH | DEFINED | 10 |
|               |     |           | ----- | -----   |    |         |    |
|               |     |           | 98067 | 2825313 |    |         |    |
| FIRST UN CORP | COM | 337358105 | 408   | 11669   | SH | DEFINED | 9  |
|               |     |           | 35    | 1000    | SH | DEFINED | 3  |
|               |     |           | 19    | 552     | SH | DEFINED | 5  |
|               |     |           | 4     | 106     | SH | DEFINED | 10 |
|               |     |           | ----- | -----   |    |         |    |
|               |     |           | 466   | 13327   |    |         |    |

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|      | NAME OF ISSUER          | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN |    |  |  |  |
|      |                         |                |                                               |                    |                    |                     |                    |    |  |  |  |
|      | FISERV INC              | COM            | 337738108                                     | 28525              | 445846             | SH                  | DEFINED            | 9  |  |  |  |
|      |                         |                |                                               | 13308              | 208000             | SH                  | DEFINED            | 11 |  |  |  |
|      |                         |                |                                               | 331                | 5180               | SH                  | DEFINED            | 3  |  |  |  |
|      |                         |                |                                               | 136                | 2125               | SH                  | DEFINED            | 10 |  |  |  |
|      |                         |                |                                               | -----              | -----              |                     |                    |    |  |  |  |
|      |                         |                |                                               | 42300              | 661151             |                     |                    |    |  |  |  |
|      | FIRSTMERIT CORP         | COM            | 337915102                                     | 293                | 11095              | SH                  | DEFINED            | 9  |  |  |  |
|      |                         |                |                                               | -----              | -----              |                     |                    |    |  |  |  |
|      |                         |                |                                               | 293                | 11095              |                     |                    |    |  |  |  |
|      | FIRSTENERGY CORP        | COM            | 337932107                                     | 211                | 6558               | SH                  | DEFINED            | 9  |  |  |  |
|      |                         |                |                                               | 256                | 7968               | SH                  | DEFINED            | 3  |  |  |  |
|      |                         |                |                                               | 13                 | 407                | SH                  | DEFINED            | 5  |  |  |  |
|      |                         |                |                                               | -----              | -----              |                     |                    |    |  |  |  |
|      |                         |                |                                               | 480                | 14933              |                     |                    |    |  |  |  |
|      | FLEETBOSTON FINL CORP   | COM            | 339030108                                     | 674                | 17077              | SH                  | DEFINED            | 9  |  |  |  |
|      |                         |                |                                               | 32                 | 800                | SH                  | DEFINED            | 3  |  |  |  |
|      |                         |                |                                               | -----              | -----              |                     |                    |    |  |  |  |
|      |                         |                |                                               | 705                | 17877              |                     |                    |    |  |  |  |
|      | FLORIDA EAST COAST INDS | CL B           | 340632207                                     | 745                | 21100              | SH                  | DEFINED            | 11 |  |  |  |
|      |                         |                |                                               | -----              | -----              |                     |                    |    |  |  |  |
|      |                         |                |                                               | 745                | 21100              |                     |                    |    |  |  |  |
|      | FLOW INTL CORP          | COM            | 343468104                                     | 486                | 45000              | SH                  | DEFINED            | 11 |  |  |  |
|      |                         |                |                                               | -----              | -----              |                     |                    |    |  |  |  |
|      |                         |                |                                               | 486                | 45000              |                     |                    |    |  |  |  |
|      | FORD MTR CO DEL         | COM PAR \$0.01 | 345370860                                     | 572                | 23316              | SH                  | DEFINED            | 9  |  |  |  |
|      |                         |                |                                               | 1247               | 50807              | SH                  | DEFINED            | 3  |  |  |  |
|      |                         |                |                                               | 172                | 7000               | SH                  | DEFINED            | 12 |  |  |  |
|      |                         |                |                                               | 13                 | 514                | SH                  | DEFINED            | 5  |  |  |  |
|      |                         |                |                                               | 44                 | 1800               | SH                  | DEFINED            | 10 |  |  |  |
|      |                         |                |                                               | -----              | -----              |                     |                    |    |  |  |  |
|      |                         |                |                                               | 2048               | 83437              |                     |                    |    |  |  |  |
|      | FOREST LABS INC         | COM            | 345838106                                     | 9189               | 129425             | SH                  | DEFINED            | 9  |  |  |  |
|      |                         |                |                                               | 10579              | 149000             | SH                  | DEFINED            | 11 |  |  |  |

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|       |        |    |         |    |
|-------|--------|----|---------|----|
| 89    | 1254   | SH | DEFINED | 12 |
| ----- | -----  |    |         |    |
| 19857 | 279679 |    |         |    |

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| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                        | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O  | MA |
| FORTUNE BRANDS INC        | COM            | 349631101 | 1184                                                      | 30872              | SH              |                 | DEFINED | 9  |    |
|                           |                |           | 1151                                                      | 30000              | SH              |                 | DEFINED | 11 |    |
|                           |                |           | 31                                                        | 800                | SH              |                 | DEFINED | 3  |    |
|                           |                |           | 153                                                       | 4000               | SH              |                 | DEFINED | 12 |    |
|                           |                |           | -----                                                     | -----              |                 |                 |         |    |    |
|                           |                |           | 2519                                                      | 65672              |                 |                 |         |    |    |
| GATX CORP                 | COM            | 361448103 | 33788                                                     | 842593             | SH              |                 | DEFINED | 9  |    |
|                           |                |           | 9624                                                      | 240000             | SH              |                 | DEFINED | 11 |    |
|                           |                |           | 554                                                       | 13815              | SH              |                 | DEFINED | 3  |    |
|                           |                |           | 48                                                        | 1200               | SH              |                 | DEFINED | 10 |    |
|                           |                |           | -----                                                     | -----              |                 |                 |         |    |    |
|                           |                |           | 44014                                                     | 1097608            |                 |                 |         |    |    |
| GABELLI EQUITY TR INC     | COM            | 362397101 | 45                                                        | 3908               | SH              |                 | DEFINED | 9  |    |
|                           |                |           | 99                                                        | 8600               | SH              |                 | DEFINED | 3  |    |
|                           |                |           | 20                                                        | 1762               | SH              |                 | DEFINED | 10 |    |
|                           |                |           | -----                                                     | -----              |                 |                 |         |    |    |
|                           |                |           | 164                                                       | 14270              |                 |                 |         |    |    |
| GANNETT INC               | COM            | 364730101 | 6615                                                      | 100375             | SH              |                 | DEFINED | 9  |    |
|                           |                |           | 1004                                                      | 15235              | SH              |                 | DEFINED | 3  |    |
|                           |                |           | 12                                                        | 175                | SH              |                 | DEFINED | 12 |    |
|                           |                |           | 79                                                        | 1200               | SH              |                 | DEFINED | 5  |    |
|                           |                |           | 40                                                        | 600                | SH              |                 | DEFINED | 10 |    |
|                           |                |           | -----                                                     | -----              |                 |                 |         |    |    |
|                           |                |           | 7749                                                      | 117585             |                 |                 |         |    |    |
| GAP INC DEL               | COM            | 364760108 | 872                                                       | 30064              | SH              |                 | DEFINED | 9  |    |
|                           |                |           | 84                                                        | 2907               | SH              |                 | DEFINED | 3  |    |
|                           |                |           | -----                                                     | -----              |                 |                 |         |    |    |
|                           |                |           | 956                                                       | 32971              |                 |                 |         |    |    |
| GENELABS TECHNOLOGIES INC | COM            | 368706107 | 26                                                        | 12500              | SH              |                 | DEFINED | 9  |    |
|                           |                |           | -----                                                     | -----              |                 |                 |         |    |    |
|                           |                |           | 26                                                        | 12500              |                 |                 |         |    |    |
| GENENTECH INC             | COM NEW        | 368710406 | 1168                                                      | 21195              | SH              |                 | DEFINED | 9  |    |
|                           |                |           | 964                                                       | 17500              | SH              |                 | DEFINED | 11 |    |
|                           |                |           | 738                                                       | 13398              | SH              |                 | DEFINED | 3  |    |
|                           |                |           | 16                                                        | 299                | SH              |                 | DEFINED | 12 |    |
|                           |                |           | 22                                                        | 400                | SH              |                 | DEFINED | 10 |    |
|                           |                |           | -----                                                     | -----              |                 |                 |         |    |    |
|                           |                |           | 2909                                                      | 52792              |                 |                 |         |    |    |
| GENERAL DYNAMICS CORP     | COM            | 369550108 | 362                                                       | 4655               | SH              |                 | DEFINED | 9  |    |
|                           |                |           | 88                                                        | 1130               | SH              |                 | DEFINED | 3  |    |
|                           |                |           | -----                                                     | -----              |                 |                 |         |    |    |

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|---------------------|----------------|-----------|-----------------------------------------------------------|--------------------|-----------------|-----------------|---------|----|--|
| NAME OF ISSUER      | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                        | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT |    |  |
| GENERAL ELEC CO     | COM            | 369604103 | 393677                                                    | 8075424            | SH              |                 | DEFINED | 9  |  |
|                     |                |           | 29611                                                     | 607400             | SH              |                 | DEFINED | 11 |  |
|                     |                |           | 32286                                                     | 662279             | SH              |                 | DEFINED | 3  |  |
|                     |                |           | 13410                                                     | 275073             | SH              |                 | DEFINED | 12 |  |
|                     |                |           | 3402                                                      | 69792              | SH              |                 | DEFINED | 5  |  |
|                     |                |           | 6188                                                      | 126930             | SH              |                 | DEFINED | 10 |  |
|                     |                |           | -----                                                     | -----              |                 |                 |         |    |  |
|                     |                |           | 478574                                                    | 9816898            |                 |                 |         |    |  |
| GENERAL MLS INC     | COM            | 370334104 | 2233                                                      | 50995              | SH              |                 | DEFINED | 9  |  |
|                     |                |           | 337                                                       | 7707               | SH              |                 | DEFINED | 3  |  |
|                     |                |           | 26                                                        | 600                | SH              |                 | DEFINED | 12 |  |
|                     |                |           | -----                                                     | -----              |                 |                 |         |    |  |
|                     |                |           | 2596                                                      | 59302              |                 |                 |         |    |  |
| GENERAL MTRS CORP   | COM            | 370442105 | 1136                                                      | 17656              | SH              |                 | DEFINED | 9  |  |
|                     |                |           | 842                                                       | 13079              | SH              |                 | DEFINED | 3  |  |
|                     |                |           | 64                                                        | 1001               | SH              |                 | DEFINED | 12 |  |
|                     |                |           | 45                                                        | 700                | SH              |                 | DEFINED | 5  |  |
|                     |                |           | -----                                                     | -----              |                 |                 |         |    |  |
|                     |                |           | 2087                                                      | 32436              |                 |                 |         |    |  |
| GENUINE PARTS CO    | COM            | 372460105 | 33                                                        | 1050               | SH              |                 | DEFINED | 3  |  |
|                     |                |           | 315                                                       | 10000              | SH              |                 | DEFINED | 12 |  |
|                     |                |           | -----                                                     | -----              |                 |                 |         |    |  |
|                     |                |           | 348                                                       | 11050              |                 |                 |         |    |  |
| GEORGIA PAC CORP    | COM GA PAC GRP | 373298108 | 89                                                        | 2627               | SH              |                 | DEFINED | 9  |  |
|                     |                |           | 45                                                        | 1316               | SH              |                 | DEFINED | 3  |  |
|                     |                |           | 88                                                        | 2600               | SH              |                 | DEFINED | 12 |  |
|                     |                |           | -----                                                     | -----              |                 |                 |         |    |  |
|                     |                |           | 221                                                       | 6543               |                 |                 |         |    |  |
| GILLETTE CO         | COM            | 375766102 | 10407                                                     | 358979             | SH              |                 | DEFINED | 9  |  |
|                     |                |           | 1002                                                      | 34578              | SH              |                 | DEFINED | 3  |  |
|                     |                |           | 173                                                       | 5952               | SH              |                 | DEFINED | 12 |  |
|                     |                |           | 97                                                        | 3354               | SH              |                 | DEFINED | 5  |  |
|                     |                |           | 110                                                       | 3800               | SH              |                 | DEFINED | 10 |  |
| -----               | -----          |           |                                                           |                    |                 |                 |         |    |  |
|                     |                |           | 11789                                                     | 406663             |                 |                 |         |    |  |
| GLAXOSMITHKLINE PLC | SPONSORED ADR  | 37733W105 | 2071                                                      | 36854              | SH              |                 | DEFINED | 9  |  |
|                     |                |           | 405                                                       | 7204               | SH              |                 | DEFINED | 3  |  |
|                     |                |           | 94                                                        | 1665               | SH              |                 | DEFINED | 10 |  |
|                     |                |           | -----                                                     | -----              |                 |                 |         |    |  |
|                     |                |           | 2570                                                      | 45723              |                 |                 |         |    |  |

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|-------------------------------------------|----------------|-----------|-----------------------------------------------------------|--------------------|-----------------|-----------------|---------|---------|--|
| NAME OF ISSUER                            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                        | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | C<br>MA |  |
| GLENBOROUGH RLTY TR INC                   | PFD CV SER A%  | 37803P204 | 1016                                                      | 51600              | SH              |                 | DEFINED | 11      |  |
|                                           |                |           | 1016                                                      | 51600              |                 |                 |         |         |  |
| GLOBAL MARINE INC                         | COM            | 379352404 | 553                                                       | 29675              | SH              |                 | DEFINED | 9       |  |
|                                           |                |           | 553                                                       | 29675              |                 |                 |         |         |  |
| GOODRICH CORP                             | COM            | 382388106 | 82                                                        | 2177               | SH              |                 | DEFINED | 9       |  |
|                                           |                |           | 950                                                       | 25000              | SH              |                 | DEFINED | 11      |  |
|                                           |                |           | 1032                                                      | 27177              |                 |                 |         |         |  |
| GOODYEAR TIRE & RUBR CO                   | COM            | 382550101 | 173                                                       | 6196               | SH              |                 | DEFINED | 9       |  |
|                                           |                |           | 240                                                       | 8570               | SH              |                 | DEFINED | 3       |  |
|                                           |                |           | 413                                                       | 14766              |                 |                 |         |         |  |
| GRAINGER W W INC                          | COM            | 384802104 | 543                                                       | 13200              | SH              |                 | DEFINED | 9       |  |
|                                           |                |           | 21                                                        | 500                | SH              |                 | DEFINED | 5       |  |
|                                           |                |           | 564                                                       | 13700              |                 |                 |         |         |  |
| GUIDANT CORP                              | COM            | 401698105 | 43865                                                     | 1218485            | SH              |                 | DEFINED | 9       |  |
|                                           |                |           | 24894                                                     | 691500             | SH              |                 | DEFINED | 11      |  |
|                                           |                |           | 644                                                       | 17900              | SH              |                 | DEFINED | 3       |  |
|                                           |                |           | 951                                                       | 26405              | SH              |                 | DEFINED | 12      |  |
|                                           |                |           | 223                                                       | 6183               | SH              |                 | DEFINED | 5       |  |
|                                           |                |           | 110                                                       | 3050               | SH              |                 | DEFINED | 10      |  |
|                                           |                |           | 70687                                                     | 1963523            |                 |                 |         |         |  |
| HCA-HEALTHCARE CO                         | COM            | 404119109 | 60                                                        | 1326               | SH              |                 | DEFINED | 9       |  |
|                                           |                |           | 45                                                        | 1000               | SH              |                 | DEFINED | 3       |  |
|                                           |                |           | 105                                                       | 2326               |                 |                 |         |         |  |
| HALLIBURTON CO                            | COM            | 406216101 | 7530                                                      | 211522             | SH              |                 | DEFINED | 9       |  |
|                                           |                |           | 937                                                       | 26325              | SH              |                 | DEFINED | 3       |  |
|                                           |                |           | 178                                                       | 5000               | SH              |                 | DEFINED | 12      |  |
|                                           |                |           | 11                                                        | 300                | SH              |                 | DEFINED | 5       |  |
|                                           |                |           | 112                                                       | 3155               | SH              |                 | DEFINED | 10      |  |
|                                           |                |           | 8768                                                      | 246302             |                 |                 |         |         |  |
| JOHN HANCOCK BK &THRIFT OPP FD SH BEN INT |                | 409735107 | 1685                                                      | 190000             | SH              |                 | DEFINED | 11      |  |
|                                           |                |           | 1685                                                      | 190000             |                 |                 |         |         |  |

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|               |  |  | VALUE                                                     | SHARES/ | SH/ PUT/ | INVSTMT |  |

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| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | (X\$1000) | PRN    | AMT | SH | CALL | DISCRETN | MA |
|------------------------------|----------------|-----------|-----------|--------|-----|----|------|----------|----|
| HARKEN ENERGY CORP           | COM NEW        | 412552309 | 172       | 70000  | SH  |    |      | DEFINED  | 11 |
|                              |                |           | 172       | 70000  |     |    |      |          |    |
| HARLEY DAVIDSON INC          | COM            | 412822108 | 1522      | 32320  | SH  |    |      | DEFINED  | 9  |
|                              |                |           | 361       | 7675   | SH  |    |      | DEFINED  | 3  |
|                              |                |           | 2526      | 53650  | SH  |    |      | DEFINED  | 12 |
|                              |                |           | 5         | 100    | SH  |    |      | DEFINED  | 5  |
|                              |                |           | 56        | 1200   | SH  |    |      | DEFINED  | 10 |
|                              |                |           | 4470      | 94945  |     |    |      |          |    |
| HARRIS CORP DEL              | COM            | 413875105 | 19        | 700    | SH  |    |      | DEFINED  | 9  |
|                              |                |           | 816       | 30000  | SH  |    |      | DEFINED  | 11 |
|                              |                |           | 835       | 30700  |     |    |      |          |    |
| HARTFORD FINL SVCS GROUP INC | COM            | 416515104 | 144       | 2108   | SH  |    |      | DEFINED  | 9  |
|                              |                |           | 170       | 2490   | SH  |    |      | DEFINED  | 3  |
|                              |                |           | 315       | 4598   |     |    |      |          |    |
| HARTMARX CORP                | COM            | 417119104 | 439       | 175000 | SH  |    |      | DEFINED  | 11 |
|                              |                |           | 439       | 175000 |     |    |      |          |    |
| HEALTHSOUTH CORP             | COM            | 421924101 | 563       | 35276  | SH  |    |      | DEFINED  | 9  |
|                              |                |           | 32        | 2000   | SH  |    |      | DEFINED  | 12 |
|                              |                |           | 595       | 37276  |     |    |      |          |    |
| HEALTH CARE REIT INC         | COM            | 42217K106 | 299       | 12600  | SH  |    |      | DEFINED  | 9  |
|                              |                |           | 28        | 1182   | SH  |    |      | DEFINED  | 10 |
|                              |                |           | 327       | 13782  |     |    |      |          |    |
| HEINZ H J CO                 | COM            | 423074103 | 21588     | 527946 | SH  |    |      | DEFINED  | 9  |
|                              |                |           | 188       | 4600   | SH  |    |      | DEFINED  | 3  |
|                              |                |           | 16        | 400    | SH  |    |      | DEFINED  | 12 |
|                              |                |           | 16        | 400    | SH  |    |      | DEFINED  | 5  |
|                              |                |           | 21809     | 533346 |     |    |      |          |    |

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| NAME OF ISSUER     | TITLE OF CLASS | CUSIP     | VALUE (X\$1000)                               | SHARES/ PRN | AMT | SH/ PUT/ CALL | INVSTMT | DISCRETN | O  |
| HERSHEY FOODS CORP | COM            | 427866108 | 932                                           | 15100       | SH  |               |         | DEFINED  | 9  |
|                    |                |           | 6                                             | 100         | SH  |               |         | DEFINED  | 3  |
|                    |                |           | 275                                           | 4450        | SH  |               |         | DEFINED  | 12 |
|                    |                |           | 1213                                          | 19650       |     |               |         |          |    |

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|                        |     |           |        |         |    |         |    |
|------------------------|-----|-----------|--------|---------|----|---------|----|
| HEWLETT PACKARD CO     | COM | 428236103 | 23466  | 820479  | SH | DEFINED | 9  |
|                        |     |           | 572    | 20000   | SH | DEFINED | 11 |
|                        |     |           | 4299   | 150312  | SH | DEFINED | 3  |
|                        |     |           | 2664   | 93130   | SH | DEFINED | 12 |
|                        |     |           | 69     | 2400    | SH | DEFINED | 5  |
|                        |     |           | 738    | 25800   | SH | DEFINED | 10 |
|                        |     |           | -----  | -----   |    |         |    |
|                        |     |           | 31807  | 1112121 |    |         |    |
| HIGH SPEED ACCESS CORP | COM | 42979U102 | 14     | 11413   | SH | DEFINED | 12 |
|                        |     |           | -----  | -----   |    |         |    |
|                        |     |           | 14     | 11413   |    |         |    |
| HILLENBRAND INDS INC   | COM | 431573104 | 60203  | 1054152 | SH | DEFINED | 9  |
|                        |     |           | 37     | 650     | SH | DEFINED | 3  |
|                        |     |           | 57     | 1000    | SH | DEFINED | 5  |
|                        |     |           | 34     | 600     | SH | DEFINED | 10 |
|                        |     |           | -----  | -----   |    |         |    |
|                        |     |           | 60331  | 1056402 |    |         |    |
| HOME DEPOT INC         | COM | 437076102 | 116558 | 2503932 | SH | DEFINED | 9  |
|                        |     |           | 45852  | 985000  | SH | DEFINED | 11 |
|                        |     |           | 6014   | 129201  | SH | DEFINED | 3  |
|                        |     |           | 5652   | 121426  | SH | DEFINED | 12 |
|                        |     |           | 1229   | 26392   | SH | DEFINED | 5  |
|                        |     |           | 2654   | 57005   | SH | DEFINED | 10 |
|                        |     |           | -----  | -----   |    |         |    |
|                        |     |           | 177959 | 3822956 |    |         |    |
| HONEYWELL INTL INC     | COM | 438516106 | 2569   | 73408   | SH | DEFINED | 9  |
|                        |     |           | 264    | 7540    | SH | DEFINED | 3  |
|                        |     |           | 124    | 3550    | SH | DEFINED | 12 |
|                        |     |           | 89     | 2530    | SH | DEFINED | 10 |
|                        |     |           | -----  | -----   |    |         |    |
|                        |     |           | 3045   | 87028   |    |         |    |
| HOUSEHOLD INTL INC     | COM | 441815107 | 6557   | 98311   | SH | DEFINED | 9  |
|                        |     |           | 110    | 1650    | SH | DEFINED | 3  |
|                        |     |           | -----  | -----   |    |         |    |
|                        |     |           | 6667   | 99961   |    |         |    |

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| FORM 13F                  |       |    |                                               |                |       |                    |                    |                      |                    |         |
|---------------------------|-------|----|-----------------------------------------------|----------------|-------|--------------------|--------------------|----------------------|--------------------|---------|
| PAGE                      | 36 OF | 72 | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                |       |                    |                    |                      |                    |         |
|                           |       |    | NAME OF ISSUER                                | TITLE OF CLASS | CUSIP | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/ PUT/<br>PRN CALL | INVSTMT<br>DSCRETN | C<br>MA |
| -----                     |       |    |                                               |                |       |                    |                    |                      |                    |         |
| HUBBELL INC               |       |    | CL A                                          | 443510102      | 553   | 19704              | SH                 |                      | DEFINED            | 9       |
|                           |       |    |                                               |                | 135   | 4800               | SH                 |                      | DEFINED            | 10      |
|                           |       |    |                                               |                | ----- | -----              |                    |                      |                    |         |
|                           |       |    |                                               |                |       | 687                | 24504              |                      |                    |         |
| HUBBELL INC               |       |    | CL B                                          | 443510201      | 1431  | 49340              | SH                 |                      | DEFINED            | 9       |
|                           |       |    |                                               |                | 23    | 780                | SH                 |                      | DEFINED            | 10      |
|                           |       |    |                                               |                | ----- | -----              |                    |                      |                    |         |
|                           |       |    |                                               |                |       | 1453               | 50120              |                      |                    |         |
| HUNTINGTON BANCSHARES INC |       |    | COM                                           | 446150104      | 2517  | 153941             | SH                 |                      | DEFINED            | 9       |

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|                       |               |                 |       |         |    |         |    |
|-----------------------|---------------|-----------------|-------|---------|----|---------|----|
|                       |               |                 | 53    | 3234    | SH | DEFINED | 3  |
|                       |               |                 | 26    | 1585    | SH | DEFINED | 5  |
|                       |               |                 | 8     | 500     | SH | DEFINED | 10 |
|                       |               |                 | ----- | -----   |    |         |    |
|                       |               |                 | 2604  | 159260  |    |         |    |
| IGO CORP              | COM           | 449592104       | 19    | 20000   | SH | DEFINED | 9  |
|                       |               |                 | ----- | -----   |    |         |    |
|                       |               |                 | 19    | 20000   |    |         |    |
| IMS HEALTH INC        | COM           | 449934108       | 736   | 25823   | SH | DEFINED | 9  |
|                       |               |                 | 21    | 740     | SH | DEFINED | 3  |
|                       |               |                 | ----- | -----   |    |         |    |
|                       |               |                 | 757   | 26563   |    |         |    |
| ILLINOIS TOOL WKS INC | COM           | 452308109       | 62006 | 979558  | SH | DEFINED | 9  |
|                       |               |                 | 23934 | 378100  | SH | DEFINED | 11 |
|                       |               |                 | 4219  | 66656   | SH | DEFINED | 3  |
|                       |               |                 | 2849  | 45015   | SH | DEFINED | 12 |
|                       |               |                 | 97    | 1525    | SH | DEFINED | 5  |
|                       |               |                 | 1371  | 21660   | SH | DEFINED | 10 |
|                       |               |                 | ----- | -----   |    |         |    |
|                       |               |                 | 94476 | 1492514 |    |         |    |
| INCO LTD              | DEB CV        | 7.75% 453258AH8 | 21743 | 223000  | SH | DEFINED | 11 |
|                       |               |                 | ----- | -----   |    |         |    |
|                       |               |                 | 21743 | 223000  |    |         |    |
| INFOSPACE INC         | COM           | 45678T102       | 14    | 3640    | SH | DEFINED | 9  |
|                       |               |                 | 384   | 100000  | SH | DEFINED | 11 |
|                       |               |                 | 0     | 1       | SH | DEFINED | 3  |
|                       |               |                 | ----- | -----   |    |         |    |
|                       |               |                 | 398   | 103641  |    |         |    |
| ING GROEP N V         | SPONSORED ADR | 456837103       | 347   | 5273    | SH | DEFINED | 9  |
|                       |               |                 | ----- | -----   |    |         |    |
|                       |               |                 | 347   | 5273    |    |         |    |

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| FORM 13F                                       |                |           |                    |                    |                 |                 |         |   |    |
|------------------------------------------------|----------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---|----|
| NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                |           |                    |                    |                 |                 |         |   |    |
| NAME OF ISSUER                                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O | MA |
| INGERSOLL-RAND CO                              | COM            | 456866102 | 221                | 5369               | SH              | DEFINED         | 9       |   |    |
|                                                |                |           | 8                  | 205                | SH              | DEFINED         | 3       |   |    |
|                                                |                |           | -----              | -----              |                 |                 |         |   |    |
|                                                |                |           | 230                | 5574               |                 |                 |         |   |    |
| INTEGRATED CIRCUIT SYS INC                     | COM            | 45811K208 | 1665               | 86695              | SH              | DEFINED         | 9       |   |    |
|                                                |                |           | 6672               | 347500             | SH              | DEFINED         | 11      |   |    |
|                                                |                |           | -----              | -----              |                 |                 |         |   |    |
|                                                |                |           | 8337               | 434195             |                 |                 |         |   |    |
| INTEGRATED DEVICE TECHNOLOGY                   | COM            | 458118106 | 5334               | 168345             | SH              | DEFINED         | 9       |   |    |
|                                                |                |           | 8018               | 253000             | SH              | DEFINED         | 11      |   |    |
|                                                |                |           | 3                  | 100                | SH              | DEFINED         | 3       |   |    |
|                                                |                |           | -----              | -----              |                 |                 |         |   |    |

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|                                |     |           |        |         |    |            |
|--------------------------------|-----|-----------|--------|---------|----|------------|
|                                |     |           | 13356  | 421445  |    |            |
| INTEGRA BK CORP                | COM | 45814P105 | 3215   | 129788  | SH | DEFINED 3  |
|                                |     |           | -----  | -----   |    |            |
|                                |     |           | 3215   | 129788  |    |            |
| INTEL CORP                     | COM | 458140100 | 148007 | 5060059 | SH | DEFINED 9  |
|                                |     |           | 42807  | 1463500 | SH | DEFINED 11 |
|                                |     |           | 7385   | 252465  | SH | DEFINED 3  |
|                                |     |           | 4993   | 170685  | SH | DEFINED 12 |
|                                |     |           | 1873   | 64025   | SH | DEFINED 5  |
|                                |     |           | 2734   | 93470   | SH | DEFINED 10 |
|                                |     |           | -----  | -----   |    |            |
|                                |     |           | 207798 | 7104204 |    |            |
| INTERNATIONAL BUSINESS MACHS   | COM | 459200101 | 86516  | 765636  | SH | DEFINED 9  |
|                                |     |           | 42477  | 375900  | SH | DEFINED 11 |
|                                |     |           | 5656   | 50052   | SH | DEFINED 3  |
|                                |     |           | 2226   | 19701   | SH | DEFINED 12 |
|                                |     |           | 411    | 3640    | SH | DEFINED 5  |
|                                |     |           | 1949   | 17248   | SH | DEFINED 10 |
|                                |     |           | -----  | -----   |    |            |
|                                |     |           | 139236 | 1232177 |    |            |
| INTERNATIONAL FLAVORS&FRAGRANC | COM | 459506101 | 479    | 19050   | SH | DEFINED 9  |
|                                |     |           | 3      | 100     | SH | DEFINED 3  |
|                                |     |           | -----  | -----   |    |            |
|                                |     |           | 481    | 19150   |    |            |
| INTL PAPER CO                  | COM | 460146103 | 693    | 19412   | SH | DEFINED 9  |
|                                |     |           | 40     | 1127    | SH | DEFINED 3  |
|                                |     |           | -----  | -----   |    |            |
|                                |     |           | 733    | 20539   |    |            |

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|                           |                |           | FORM 13F                                      |             |     |                  |         |   |    |
|---------------------------|----------------|-----------|-----------------------------------------------|-------------|-----|------------------|---------|---|----|
| PAGE 38 OF 72             |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |             |     |                  |         |   |    |
| NAME OF ISSUER            | TITLE OF CLASS | CUSIP     | VALUE (X\$1000)                               | SHARES/ PRN | AMT | SH/ PUT/ INVSTMT | DSCRETN | O | MA |
| INTERNET SEC SYS INC      | COM            | 46060X107 | 735                                           | 15135       | SH  | DEFINED 9        |         |   |    |
|                           |                |           | 3763                                          | 77500       | SH  | DEFINED 11       |         |   |    |
|                           |                |           | 5                                             | 100         | SH  | DEFINED 3        |         |   |    |
|                           |                |           | -----                                         | -----       |     |                  |         |   |    |
|                           |                |           | 4503                                          | 92735       |     |                  |         |   |    |
| INTERPUBLIC GROUP COS INC | COM            | 460690100 | 39686                                         | 1352157     | SH  | DEFINED 9        |         |   |    |
|                           |                |           | 699                                           | 23800       | SH  | DEFINED 3        |         |   |    |
|                           |                |           | 1265                                          | 43090       | SH  | DEFINED 12       |         |   |    |
|                           |                |           | 220                                           | 7512        | SH  | DEFINED 5        |         |   |    |
|                           |                |           | 678                                           | 23110       | SH  | DEFINED 10       |         |   |    |
|                           |                |           | -----                                         | -----       |     |                  |         |   |    |
|                           |                |           | 42548                                         | 1449669     |     |                  |         |   |    |
| IOMEGA CORP               | COM            | 462030107 | 406                                           | 170000      | SH  | DEFINED 11       |         |   |    |
|                           |                |           | 5                                             | 2000        | SH  | DEFINED 10       |         |   |    |
|                           |                |           | -----                                         | -----       |     |                  |         |   |    |
|                           |                |           | 411                                           | 172000      |     |                  |         |   |    |

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|                       |              |           |       |        |    |         |    |
|-----------------------|--------------|-----------|-------|--------|----|---------|----|
| IONICS INC            | COM          | 462218108 | 945   | 30000  | SH | DEFINED | 11 |
|                       |              |           | ----- | -----  |    |         |    |
|                       |              |           | 945   | 30000  |    |         |    |
| ISHARES TR            | RUSSELL 2000 | 464287655 | 1019  | 10000  | SH | DEFINED | 11 |
|                       |              |           | ----- | -----  |    |         |    |
|                       |              |           | 1019  | 10000  |    |         |    |
| ISHARES TR            | RUSSELL 3000 | 464287689 | 2045  | 30000  | SH | DEFINED | 11 |
|                       |              |           | ----- | -----  |    |         |    |
|                       |              |           | 2045  | 30000  |    |         |    |
| JDS UNIPHASE CORP     | COM          | 46612J101 | 1449  | 115904 | SH | DEFINED | 9  |
|                       |              |           | 54    | 4337   | SH | DEFINED | 3  |
|                       |              |           | 9     | 700    | SH | DEFINED | 12 |
|                       |              |           | 7     | 528    | SH | DEFINED | 5  |
|                       |              |           | 441   | 35275  | SH | DEFINED | 10 |
|                       |              |           | ----- | -----  |    |         |    |
|                       |              |           | 1959  | 156744 |    |         |    |
| J P MORGAN CHASE & CO | COM          | 46625H100 | 16352 | 366639 | SH | DEFINED | 9  |
|                       |              |           | 930   | 20857  | SH | DEFINED | 3  |
|                       |              |           | 806   | 18071  | SH | DEFINED | 12 |
|                       |              |           | 10    | 232    | SH | DEFINED | 5  |
|                       |              |           | 17    | 375    | SH | DEFINED | 10 |
|                       |              |           | ----- | -----  |    |         |    |
|                       |              |           | 18115 | 406174 |    |         |    |

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|                      |       |    | FORM 13F                                      |           |                    |                    |                 |                 |         |         |
|----------------------|-------|----|-----------------------------------------------|-----------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| PAGE                 | 39 OF | 72 | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |           |                    |                    |                 |                 |         |         |
| NAME OF ISSUER       |       |    | TITLE OF CLASS                                | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |
| -----                |       |    | -----                                         | -----     | -----              | -----              | -----           | -----           | -----   | -----   |
| JABIL CIRCUIT INC    |       |    | COM                                           | 466313103 | 18758              | 607821             | SH              |                 | DEFINED | 9       |
|                      |       |    |                                               |           | 9952               | 322500             | SH              |                 | DEFINED | 11      |
|                      |       |    |                                               |           | 815                | 26408              | SH              |                 | DEFINED | 3       |
|                      |       |    |                                               |           | 1623               | 52600              | SH              |                 | DEFINED | 12      |
|                      |       |    |                                               |           | 123                | 4000               | SH              |                 | DEFINED | 5       |
|                      |       |    |                                               |           | 319                | 10350              | SH              |                 | DEFINED | 10      |
|                      |       |    |                                               |           | -----              | -----              |                 |                 |         |         |
|                      |       |    |                                               |           | 31591              | 1023679            |                 |                 |         |         |
| JEFFERSON PILOT CORP |       |    | COM                                           | 475070108 | 36608              | 757616             | SH              |                 | DEFINED | 9       |
|                      |       |    |                                               |           | -----              | -----              |                 |                 |         |         |
|                      |       |    |                                               |           | 36608              | 757616             |                 |                 |         |         |
| JOHNSON & JOHNSON    |       |    | COM                                           | 478160104 | 97594              | 1951875            | SH              |                 | DEFINED | 9       |
|                      |       |    |                                               |           | 3890               | 77800              | SH              |                 | DEFINED | 11      |
|                      |       |    |                                               |           | 8918               | 178360             | SH              |                 | DEFINED | 3       |
|                      |       |    |                                               |           | 2028               | 40558              | SH              |                 | DEFINED | 12      |
|                      |       |    |                                               |           | 688                | 13750              | SH              |                 | DEFINED | 5       |
|                      |       |    |                                               |           | 1170               | 23400              | SH              |                 | DEFINED | 10      |
|                      |       |    |                                               |           | -----              | -----              |                 |                 |         |         |
|                      |       |    |                                               |           | 114287             | 2285743            |                 |                 |         |         |
| KANEB SERVICES INC   |       |    | COM                                           | 484170105 | 806                | 110000             | SH              |                 | DEFINED | 11      |

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|                     |     |           |       |        |    |         |    |
|---------------------|-----|-----------|-------|--------|----|---------|----|
|                     |     |           | 806   | 110000 |    |         |    |
| KELLOGG CO          | COM | 487836108 | 1055  | 36378  | SH | DEFINED | 9  |
|                     |     |           | 238   | 8212   | SH | DEFINED | 3  |
|                     |     |           | 46    | 1600   | SH | DEFINED | 5  |
|                     |     |           | 1340  | 46190  |    |         |    |
| KEYCORP NEW         | COM | 493267108 | 5070  | 194637 | SH | DEFINED | 9  |
|                     |     |           | 20    | 770    | SH | DEFINED | 3  |
|                     |     |           | 5     | 200    | SH | DEFINED | 5  |
|                     |     |           | 5096  | 195607 |    |         |    |
| KIMBERLY CLARK CORP | COM | 494368103 | 9064  | 162147 | SH | DEFINED | 9  |
|                     |     |           | 3014  | 53917  | SH | DEFINED | 3  |
|                     |     |           | 80    | 1437   | SH | DEFINED | 12 |
|                     |     |           | 45    | 800    | SH | DEFINED | 5  |
|                     |     |           | 89    | 1600   | SH | DEFINED | 10 |
|                     |     |           | 12292 | 219901 |    |         |    |

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|-----------------------------------------------|----------------|-----------------------------------------------------------|--------------------|--------------------|-----------------|-----------------|---------|----|---|
| NAME OF ISSUER                                | TITLE OF CLASS | CUSIP                                                     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | MA |   |
| KINDER MORGAN ENERGY PARTNERS                 | UT LTD PARTNER | 494550106                                                 | 825                | 12000              | SH              |                 | DEFINED | 9  |   |
|                                               |                |                                                           | 825                | 12000              |                 |                 |         |    |   |
| KOHL'S CORP                                   | COM            | 500255104                                                 | 444                | 7084               | SH              |                 | DEFINED | 9  |   |
|                                               |                |                                                           | 466                | 7431               | SH              |                 | DEFINED | 3  |   |
|                                               |                |                                                           | 911                | 14515              |                 |                 |         |    |   |
| KONINKLIJKE PHILIPS ELECTRS NV SP ADR NEW2000 |                | 500472303                                                 | 355                | 13440              | SH              |                 | DEFINED | 9  |   |
|                                               |                |                                                           | 355                | 13440              |                 |                 |         |    |   |
| KROGER CO                                     | COM            | 501044101                                                 | 15373              | 614901             | SH              |                 | DEFINED | 9  |   |
|                                               |                |                                                           | 1217               | 48665              | SH              |                 | DEFINED | 3  |   |
|                                               |                |                                                           | 2208               | 88335              | SH              |                 | DEFINED | 12 |   |
|                                               |                |                                                           | 1530               | 61187              | SH              |                 | DEFINED | 5  |   |
|                                               |                |                                                           | 977                | 39090              | SH              |                 | DEFINED | 10 |   |
|                                               |                |                                                           | 21304              | 852178             |                 |                 |         |    |   |
| LSI LOGIC CORP                                | COM            | 502161102                                                 | 3                  | 150                | SH              |                 | DEFINED | 9  |   |
|                                               |                |                                                           | 376                | 20000              | SH              |                 | DEFINED | 11 |   |
|                                               |                |                                                           | 9                  | 500                | SH              |                 | DEFINED | 3  |   |
|                                               |                |                                                           | 388                | 20650              |                 |                 |         |    |   |
| LAZARE KAPLAN INTL INC                        | COM            | 521078105                                                 | 711                | 139400             | SH              |                 | DEFINED | 11 |   |

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|                        |     |           |       |        |    |            |
|------------------------|-----|-----------|-------|--------|----|------------|
|                        |     |           | 711   | 139400 |    |            |
| LEGETT & PLATT INC     | COM | 524660107 | 709   | 32199  | SH | DEFINED 9  |
|                        |     |           | ----- | -----  |    |            |
|                        |     |           | 709   | 32199  |    |            |
| LEHMAN BROS HLDGS INC  | COM | 524908100 | 1036  | 13413  | SH | DEFINED 9  |
|                        |     |           | 128   | 1660   | SH | DEFINED 3  |
|                        |     |           | 19    | 250    | SH | DEFINED 10 |
|                        |     |           | ----- | -----  |    |            |
|                        |     |           | 1184  | 15323  |    |            |
| LEITCH TECHNOLOGY CORP | COM | 52543H107 | 377   | 40741  | SH | DEFINED 5  |
|                        |     |           | ----- | -----  |    |            |
|                        |     |           | 377   | 40741  |    |            |

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|      |                       |                |                                               |                    |                    |                     |                    |
|------|-----------------------|----------------|-----------------------------------------------|--------------------|--------------------|---------------------|--------------------|
|      |                       |                |                                               | FORM 13F           |                    |                     |                    |
| PAGE | 41 OF                 | 72             | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                     |                    |
|      | NAME OF ISSUER        | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN |
|      | -----                 | -----          | -----                                         | -----              | -----              | -----               | -----              |
|      | LESCO INC OHIO        | COM            | 526872106                                     | 417                | 35000              | SH                  | DEFINED 11         |
|      |                       |                |                                               | -----              | -----              |                     |                    |
|      |                       |                |                                               | 417                | 35000              |                     |                    |
|      | LEXMARK INTL NEW      | CL A           | 529771107                                     | 1068               | 15888              | SH                  | DEFINED 9          |
|      |                       |                |                                               | 108                | 1600               | SH                  | DEFINED 3          |
|      |                       |                |                                               | 121                | 1800               | SH                  | DEFINED 12         |
|      |                       |                |                                               | 101                | 1500               | SH                  | DEFINED 5          |
|      |                       |                |                                               | 81                 | 1200               | SH                  | DEFINED 10         |
|      |                       |                |                                               | -----              | -----              |                     |                    |
|      |                       |                |                                               | 1479               | 21988              |                     |                    |
|      | LILLY ELI & CO        | COM            | 532457108                                     | 26985              | 364664             | SH                  | DEFINED 9          |
|      |                       |                |                                               | 138068             | 1865778            | SH                  | DEFINED 3          |
|      |                       |                |                                               | 556                | 7510               | SH                  | DEFINED 12         |
|      |                       |                |                                               | 428                | 5788               | SH                  | DEFINED 5          |
|      |                       |                |                                               | 371                | 5020               | SH                  | DEFINED 10         |
|      |                       |                |                                               | -----              | -----              |                     |                    |
|      |                       |                |                                               | 166409             | 2248760            |                     |                    |
|      | LIMITED INC           | COM            | 532716107                                     | 572                | 34620              | SH                  | DEFINED 9          |
|      |                       |                |                                               | -----              | -----              |                     |                    |
|      |                       |                |                                               | 572                | 34620              |                     |                    |
|      | LINCOLN NATL CORP IND | COM            | 534187109                                     | 2005               | 38738              | SH                  | DEFINED 9          |
|      |                       |                |                                               | 112                | 2160               | SH                  | DEFINED 3          |
|      |                       |                |                                               | -----              | -----              |                     |                    |
|      |                       |                |                                               | 2116               | 40898              |                     |                    |
|      | LOCKHEED MARTIN CORP  | COM            | 539830109                                     | 498                | 13450              | SH                  | DEFINED 9          |
|      |                       |                |                                               | 2                  | 46                 | SH                  | DEFINED 3          |
|      |                       |                |                                               | 17                 | 464                | SH                  | DEFINED 5          |
|      |                       |                |                                               | -----              | -----              |                     |                    |
|      |                       |                |                                               | 517                | 13960              |                     |                    |
|      | LOEWS CORP            | COM            | 540424108                                     | 361                | 5600               | SH                  | DEFINED 9          |

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|               |     |           |        |         |    |         |    |
|---------------|-----|-----------|--------|---------|----|---------|----|
|               |     |           | -----  | -----   |    |         |    |
|               |     |           | 361    | 5600    |    |         |    |
| LOWES COS INC | COM | 548661107 | 92228  | 1271229 | SH | DEFINED | 9  |
|               |     |           | 58403  | 805000  | SH | DEFINED | 11 |
|               |     |           | 5152   | 71016   | SH | DEFINED | 3  |
|               |     |           | 3270   | 45072   | SH | DEFINED | 12 |
|               |     |           | 1503   | 20720   | SH | DEFINED | 5  |
|               |     |           | 2104   | 29000   | SH | DEFINED | 10 |
|               |     |           | -----  | -----   |    |         |    |
|               |     |           | 162660 | 2242037 |    |         |    |

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|      |                         |                | FORM 13F                                      |                    |                    |                 |                 |         |         |
|------|-------------------------|----------------|-----------------------------------------------|--------------------|--------------------|-----------------|-----------------|---------|---------|
| PAGE | 42 OF                   | 72             | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |                 |         |         |
|      | NAME OF ISSUER          | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O<br>MA |
|      | -----                   | -----          | -----                                         | -----              | -----              | -----           | -----           | -----   | -----   |
|      | LUCENT TECHNOLOGIES INC | COM            | 549463107                                     | 2342               | 377155             | SH              |                 | DEFINED | 9       |
|      |                         |                |                                               | 443                | 71379              | SH              |                 | DEFINED | 3       |
|      |                         |                |                                               | 44                 | 7150               | SH              |                 | DEFINED | 12      |
|      |                         |                |                                               | 224                | 36068              | SH              |                 | DEFINED | 5       |
|      |                         |                |                                               | 46                 | 7462               | SH              |                 | DEFINED | 10      |
|      |                         |                |                                               | -----              | -----              |                 |                 |         |         |
|      |                         |                |                                               | 3100               | 499214             |                 |                 |         |         |
|      | MBIA INC                | COM            | 55262C100                                     | 747                | 13410              | SH              |                 | DEFINED | 9       |
|      |                         |                |                                               | 376                | 6750               | SH              |                 | DEFINED | 3       |
|      |                         |                |                                               | -----              | -----              |                 |                 |         |         |
|      |                         |                |                                               | 1123               | 20160              |                 |                 |         |         |
|      | MBNA CORP               | COM            | 55262L100                                     | 705                | 21373              | SH              |                 | DEFINED | 9       |
|      |                         |                |                                               | 10                 | 300                | SH              |                 | DEFINED | 5       |
|      |                         |                |                                               | -----              | -----              |                 |                 |         |         |
|      |                         |                |                                               | 715                | 21673              |                 |                 |         |         |
|      | MFS INTER INCOME TR     | SH BEN INT     | 55273C107                                     | 30                 | 4340               | SH              |                 | DEFINED | 9       |
|      |                         |                |                                               | 1161               | 170000             | SH              |                 | DEFINED | 11      |
|      |                         |                |                                               | -----              | -----              |                 |                 |         |         |
|      |                         |                |                                               | 1191               | 174340             |                 |                 |         |         |
|      | MGIC INVT CORP WIS      | COM            | 552848103                                     | 893                | 12300              | SH              |                 | DEFINED | 9       |
|      |                         |                |                                               | 29                 | 400                | SH              |                 | DEFINED | 3       |
|      |                         |                |                                               | 145                | 2000               | SH              |                 | DEFINED | 12      |
|      |                         |                |                                               | -----              | -----              |                 |                 |         |         |
|      |                         |                |                                               | 1068               | 14700              |                 |                 |         |         |
|      | MFS GOVT MKTS INCOME TR | SH BEN INT     | 552939100                                     | 1121               | 173300             | SH              |                 | DEFINED | 11      |
|      |                         |                |                                               | 3                  | 500                | SH              |                 | DEFINED | 3       |
|      |                         |                |                                               | -----              | -----              |                 |                 |         |         |
|      |                         |                |                                               | 1124               | 173800             |                 |                 |         |         |
|      | MACROVISION CORP        | COM            | 555904101                                     | 1370               | 20000              | SH              |                 | DEFINED | 11      |
|      |                         |                |                                               | -----              | -----              |                 |                 |         |         |
|      |                         |                |                                               | 1370               | 20000              |                 |                 |         |         |
|      | MALAYSIA FD INC         | COM            | 560905101                                     | 403                | 115000             | SH              |                 | DEFINED | 11      |
|      |                         |                |                                               | -----              | -----              |                 |                 |         |         |
|      |                         |                |                                               | 403                | 115000             |                 |                 |         |         |

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|                    |     |           |     |      |    |         |   |
|--------------------|-----|-----------|-----|------|----|---------|---|
| MANOR CARE INC NEW | COM | 564055101 | 210 | 6600 | SH | DEFINED | 9 |
|                    |     |           | 210 | 6600 |    |         |   |

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|                            |                |           | FORM 13F                                      |                    |                     |                    |         |  |
|----------------------------|----------------|-----------|-----------------------------------------------|--------------------|---------------------|--------------------|---------|--|
| PAGE 43 OF 72              |                |           | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                     |                    |         |  |
| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
| MANULIFE FINL CORP         | COM            | 56501R106 | 1180                                          | 42280              | SH                  | DEFINED            | 9       |  |
|                            |                |           | 352                                           | 12614              | SH                  | DEFINED            | 3       |  |
|                            |                |           | 163                                           | 5853               | SH                  | DEFINED            | 5       |  |
|                            |                |           | 1695                                          | 60747              |                     |                    |         |  |
| MARSH & MCLENNAN COS INC   | COM            | 571748102 | 121266                                        | 1200658            | SH                  | DEFINED            | 9       |  |
|                            |                |           | 52924                                         | 524000             | SH                  | DEFINED            | 11      |  |
|                            |                |           | 1560                                          | 15449              | SH                  | DEFINED            | 3       |  |
|                            |                |           | 2799                                          | 27712              | SH                  | DEFINED            | 12      |  |
|                            |                |           | 159                                           | 1575               | SH                  | DEFINED            | 5       |  |
|                            |                |           | 566                                           | 5600               | SH                  | DEFINED            | 10      |  |
|                            |                |           | 179274                                        | 1774994            |                     |                    |         |  |
| MARSHALL & ILSLEY CORP     | COM            | 571834100 | 54                                            | 1000               | SH                  | DEFINED            | 9       |  |
|                            |                |           | 151                                           | 2800               | SH                  | DEFINED            | 3       |  |
|                            |                |           | 5                                             | 100                | SH                  | DEFINED            | 10      |  |
|                            |                |           | 210                                           | 3900               |                     |                    |         |  |
| MARRIOTT INTL INC NEW      | CL A           | 571903202 | 208                                           | 4400               | SH                  | DEFINED            | 9       |  |
|                            |                |           | 188                                           | 3975               | SH                  | DEFINED            | 3       |  |
|                            |                |           | 396                                           | 8375               |                     |                    |         |  |
| MAXIM INTEGRATED PRODS INC | COM            | 57772K101 | 17210                                         | 389289             | SH                  | DEFINED            | 9       |  |
|                            |                |           | 14678                                         | 332000             | SH                  | DEFINED            | 11      |  |
|                            |                |           | 579                                           | 13105              | SH                  | DEFINED            | 3       |  |
|                            |                |           | 98                                            | 2225               | SH                  | DEFINED            | 12      |  |
|                            |                |           | 163                                           | 3690               | SH                  | DEFINED            | 5       |  |
|                            |                |           | 22                                            | 500                | SH                  | DEFINED            | 10      |  |
|                            |                |           | 32751                                         | 740809             |                     |                    |         |  |
| MAY DEPT STORES CO         | COM            | 577778103 | 1052                                          | 30710              | SH                  | DEFINED            | 9       |  |
|                            |                |           | 35                                            | 1032               | SH                  | DEFINED            | 3       |  |
|                            |                |           | 1087                                          | 31742              |                     |                    |         |  |
| MCCORMICK & CO INC         | COM NON VTG    | 579780206 | 99                                            | 2358               | SH                  | DEFINED            | 9       |  |
|                            |                |           | 126                                           | 3000               | SH                  | DEFINED            | 3       |  |
|                            |                |           | 225                                           | 5358               |                     |                    |         |  |

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| PAGE 44 OF 72       |                |           | FORM 13F<br>NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                 |                 |         |         |  |
|---------------------|----------------|-----------|-----------------------------------------------------------|--------------------|-----------------|-----------------|---------|---------|--|
| NAME OF ISSUER      | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                        | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | C<br>MA |  |
| <hr/>               |                |           |                                                           |                    |                 |                 |         |         |  |
| MCDONALDS CORP      | COM            | 580135101 | 13893                                                     | 513425             | SH              |                 | DEFINED | 9       |  |
|                     |                |           | 1160                                                      | 42885              | SH              |                 | DEFINED | 3       |  |
|                     |                |           | 738                                                       | 27255              | SH              |                 | DEFINED | 12      |  |
|                     |                |           | 47                                                        | 1732               | SH              |                 | DEFINED | 5       |  |
|                     |                |           | 116                                                       | 4300               | SH              |                 | DEFINED | 10      |  |
|                     |                |           | <hr/>                                                     | <hr/>              |                 |                 |         |         |  |
|                     |                |           | 15955                                                     | 589597             |                 |                 |         |         |  |
| MCGRAW HILL COS INC | COM            | 580645109 | 3281                                                      | 49598              | SH              |                 | DEFINED | 9       |  |
|                     |                |           | 542                                                       | 8192               | SH              |                 | DEFINED | 3       |  |
|                     |                |           | <hr/>                                                     |                    |                 |                 |         |         |  |
|                     |                |           | 3823                                                      | 57790              |                 |                 |         |         |  |
| MCKESSON HBOC INC   | COM            | 58155Q103 | 188                                                       | 5069               | SH              |                 | DEFINED | 9       |  |
|                     |                |           | 13                                                        | 347                | SH              |                 | DEFINED | 3       |  |
|                     |                |           | 74                                                        | 2000               | SH              |                 | DEFINED | 12      |  |
|                     |                |           | <hr/>                                                     |                    |                 |                 |         |         |  |
|                     |                |           | 275                                                       | 7416               |                 |                 |         |         |  |
| MEAD CORP           | COM            | 582834107 | 1084                                                      | 39924              | SH              |                 | DEFINED | 9       |  |
|                     |                |           | 22                                                        | 800                | SH              |                 | DEFINED | 12      |  |
|                     |                |           | <hr/>                                                     |                    |                 |                 |         |         |  |
|                     |                |           | 1105                                                      | 40724              |                 |                 |         |         |  |
| MEDIA 100 INC       | COM            | 58440W105 | 208                                                       | 130700             | SH              |                 | DEFINED | 11      |  |
|                     |                |           | <hr/>                                                     |                    |                 |                 |         |         |  |
|                     |                |           | 208                                                       | 130700             |                 |                 |         |         |  |
| MEDIMMUNE INC       | COM            | 584699102 | 16949                                                     | 359081             | SH              |                 | DEFINED | 9       |  |
|                     |                |           | 14396                                                     | 305000             | SH              |                 | DEFINED | 11      |  |
|                     |                |           | 1427                                                      | 30239              | SH              |                 | DEFINED | 3       |  |
|                     |                |           | 936                                                       | 19835              | SH              |                 | DEFINED | 12      |  |
|                     |                |           | 37                                                        | 790                | SH              |                 | DEFINED | 5       |  |
|                     |                |           | 42                                                        | 900                | SH              |                 | DEFINED | 10      |  |
|                     |                |           | <hr/>                                                     | <hr/>              |                 |                 |         |         |  |
|                     |                |           | 33788                                                     | 715845             |                 |                 |         |         |  |
| MEDTRONIC INC       | COM            | 585055106 | 49793                                                     | 1082206            | SH              |                 | DEFINED | 9       |  |
|                     |                |           | 19034                                                     | 413700             | SH              |                 | DEFINED | 11      |  |
|                     |                |           | 6847                                                      | 148818             | SH              |                 | DEFINED | 3       |  |
|                     |                |           | 4197                                                      | 91221              | SH              |                 | DEFINED | 12      |  |
|                     |                |           | 2175                                                      | 47280              | SH              |                 | DEFINED | 5       |  |
|                     |                |           | 347                                                       | 7550               | SH              |                 | DEFINED | 10      |  |
|                     |                |           | <hr/>                                                     | <hr/>              |                 |                 |         |         |  |
|                     |                |           | 82394                                                     | 1790775            |                 |                 |         |         |  |

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|                |  |  |                                                           |         |          |         |         |  |  |
|----------------|--|--|-----------------------------------------------------------|---------|----------|---------|---------|--|--|
| PAGE 45 OF 72  |  |  | FORM 13F<br>NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |         |          |         |         |  |  |
|                |  |  | VALUE                                                     | SHARES/ | SH/      | PUT/    | INVSTMT |  |  |
| NAME OF ISSUER |  |  | (X\$1000)                                                 | PRN AMT | PRN CALL | DSCRETN |         |  |  |
| TITLE OF CLASS |  |  | CUSIP                                                     |         |          |         |         |  |  |

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|                              |     |           |        |         |    |         |    |
|------------------------------|-----|-----------|--------|---------|----|---------|----|
| MELLON FINL CORP             | COM | 58551A108 | 134392 | 2999141 | SH | DEFINED | 9  |
|                              |     |           | 61766  | 1378400 | SH | DEFINED | 11 |
|                              |     |           | 964    | 21505   | SH | DEFINED | 3  |
|                              |     |           | 6226   | 138935  | SH | DEFINED | 12 |
|                              |     |           | 797    | 17795   | SH | DEFINED | 5  |
|                              |     |           | 1192   | 26600   | SH | DEFINED | 10 |
|                              |     |           | -----  | -----   |    |         |    |
|                              |     |           | 205336 | 4582376 |    |         |    |
| MERCANTILE BANKSHARES CORP   | COM | 587405101 | 7816   | 199743  | SH | DEFINED | 9  |
|                              |     |           | -----  | -----   |    |         |    |
|                              |     |           | 7816   | 199743  |    |         |    |
| MERCK & CO INC               | COM | 589331107 | 136771 | 2140046 | SH | DEFINED | 9  |
|                              |     |           | 2556   | 40000   | SH | DEFINED | 11 |
|                              |     |           | 8402   | 131470  | SH | DEFINED | 3  |
|                              |     |           | 4371   | 68398   | SH | DEFINED | 12 |
|                              |     |           | 428    | 6700    | SH | DEFINED | 5  |
|                              |     |           | 2040   | 31919   | SH | DEFINED | 10 |
|                              |     |           | -----  | -----   |    |         |    |
|                              |     |           | 154569 | 2418533 |    |         |    |
| MERCURY AIR GROUP INC        | COM | 589354109 | 743    | 107000  | SH | DEFINED | 11 |
|                              |     |           | -----  | -----   |    |         |    |
|                              |     |           | 743    | 107000  |    |         |    |
| MERRILL LYNCH & CO INC       | COM | 590188108 | 487    | 8225    | SH | DEFINED | 9  |
|                              |     |           | 100    | 1690    | SH | DEFINED | 3  |
|                              |     |           | -----  | -----   |    |         |    |
|                              |     |           | 587    | 9915    |    |         |    |
| METLIFE INC                  | COM | 59156R108 | 227    | 7312    | SH | DEFINED | 9  |
|                              |     |           | 80     | 2576    | SH | DEFINED | 3  |
|                              |     |           | 8      | 271     | SH | DEFINED | 12 |
|                              |     |           | 11     | 364     | SH | DEFINED | 5  |
|                              |     |           | -----  | -----   |    |         |    |
|                              |     |           | 326    | 10523   |    |         |    |
| MICHAEL ANTHONY JEWELERS INC | COM | 594060105 | 248    | 90000   | SH | DEFINED | 11 |
|                              |     |           | -----  | -----   |    |         |    |
|                              |     |           | 248    | 90000   |    |         |    |

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| FORM 13F |                |                |                                               |                 |                 |                  |                  |                  |                  |
|----------|----------------|----------------|-----------------------------------------------|-----------------|-----------------|------------------|------------------|------------------|------------------|
| PAGE     | 46 OF          | 72             | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                 |                 |                  |                  |                  |                  |
|          | NAME OF ISSUER | TITLE OF CLASS | CUSIP                                         | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT | SH/ PUT/ INVSTMT | SH/ PUT/ INVSTMT | SH/ PUT/ INVSTMT |
|          |                |                |                                               |                 |                 | PRN CALL         | DSCRETN          |                  | MA               |
|          | MICROSOFT CORP | COM            | 594918104                                     | 175487          | 2403925         | SH               | DEFINED          | 9                |                  |
|          |                |                |                                               | 61466           | 842000          | SH               | DEFINED          | 11               |                  |
|          |                |                |                                               | 10338           | 141611          | SH               | DEFINED          | 3                |                  |
|          |                |                |                                               | 7318            | 100253          | SH               | DEFINED          | 12               |                  |
|          |                |                |                                               | 3419            | 46838           | SH               | DEFINED          | 5                |                  |
|          |                |                |                                               | 3116            | 42685           | SH               | DEFINED          | 10               |                  |
|          |                |                |                                               | -----           | -----           |                  |                  |                  |                  |
|          |                |                |                                               | 261144          | 3577312         |                  |                  |                  |                  |

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|                          |     |           |        |        |       |         |    |  |
|--------------------------|-----|-----------|--------|--------|-------|---------|----|--|
| MICROCHIP TECHNOLOGY INC | COM | 595017104 | 8219   | 245843 | SH    | DEFINED | 9  |  |
|                          |     |           | 17634  | 527500 | SH    | DEFINED | 11 |  |
|                          |     |           | 99     | 2965   | SH    | DEFINED | 3  |  |
|                          |     |           | 595    | 17812  | SH    | DEFINED | 12 |  |
|                          |     |           | 196    | 5850   | SH    | DEFINED | 5  |  |
|                          |     |           | 23     | 675    | SH    | DEFINED | 10 |  |
|                          |     |           | -----  |        | ----- |         |    |  |
|                          |     | 26766     | 800645 |        |       |         |    |  |
| MICRON TECHNOLOGY INC    | COM | 595112103 | 210    | 5110   | SH    | DEFINED | 9  |  |
|                          |     |           | 95     | 2320   | SH    | DEFINED | 3  |  |
|                          |     |           | 4      | 100    | SH    | DEFINED | 10 |  |
|                          |     |           | -----  |        | ----- |         |    |  |
|                          |     | 309       | 7530   |        |       |         |    |  |
| MILACRON INC             | COM | 598709103 | 396    | 25300  | SH    | DEFINED | 9  |  |
|                          |     |           | -----  |        | ----- |         |    |  |
|                          |     |           |        |        | 396   | 25300   |    |  |
| MINNESOTA MNG & MFG CO   | COM | 604059105 | 22459  | 196840 | SH    | DEFINED | 9  |  |
|                          |     |           | 5719   | 50121  | SH    | DEFINED | 3  |  |
|                          |     |           | 342    | 3000   | SH    | DEFINED | 12 |  |
|                          |     |           | 57     | 500    | SH    | DEFINED | 10 |  |
|                          |     |           | -----  |        | ----- |         |    |  |
|                          |     | 28578     | 250461 |        |       |         |    |  |
| MIRANT CORP              | COM | 604675108 | 1617   | 47020  | SH    | DEFINED | 9  |  |
|                          |     |           | 901    | 26190  | SH    | DEFINED | 3  |  |
|                          |     |           | 7      | 199    | SH    | DEFINED | 5  |  |
|                          |     |           | 3      | 79     | SH    | DEFINED | 10 |  |
| -----                    |     | -----     |        |        |       |         |    |  |
|                          |     | 2528      | 73488  |        |       |         |    |  |
| MOLEX INC                | COM | 608554101 | 1106   | 30288  | SH    | DEFINED | 9  |  |
|                          |     |           | 251    | 6868   | SH    | DEFINED | 12 |  |
|                          |     |           | 168    | 4595   | SH    | DEFINED | 10 |  |
|                          |     |           | -----  |        | ----- |         |    |  |
|                          |     | 1525      | 41751  |        |       |         |    |  |

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| FORM 13F |       |    |                                               |                |           |                    |                    |                      |                    |         |
|----------|-------|----|-----------------------------------------------|----------------|-----------|--------------------|--------------------|----------------------|--------------------|---------|
| PAGE     | 47 OF | 72 | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                |           |                    |                    |                      |                    |         |
|          |       |    | NAME OF ISSUER                                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/ PUT/<br>PRN CALL | INVSTMT<br>DSCRETN | C<br>MA |
| -----    |       |    |                                               |                |           |                    |                    |                      |                    |         |
|          |       |    | MONTGOMERY STR INCOME SECS INC                | COM            | 614115103 | 107                | 5700               | SH                   | DEFINED            | 9       |
|          |       |    |                                               |                |           | 283                | 15000              | SH                   | DEFINED            | 11      |
|          |       |    |                                               |                |           | -----              | -----              |                      |                    |         |
|          |       |    |                                               |                |           | 390                | 20700              |                      |                    |         |
|          |       |    | MOODYS CORP                                   | COM            | 615369105 | 547                | 16324              | SH                   | DEFINED            | 9       |
|          |       |    |                                               |                |           | 34                 | 1000               | SH                   | DEFINED            | 3       |
|          |       |    |                                               |                |           | -----              | -----              |                      |                    |         |
|          |       |    |                                               |                |           | 580                | 17324              |                      |                    |         |
|          |       |    | MORGAN STANLEY DEAN WITTER&CO                 | COM NEW        | 617446448 | 1123               | 17484              | SH                   | DEFINED            | 9       |
|          |       |    |                                               |                |           | 996                | 15512              | SH                   | DEFINED            | 3       |

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|                            |                |           |       |        |    |         |    |
|----------------------------|----------------|-----------|-------|--------|----|---------|----|
|                            |                |           | 110   | 1718   | SH | DEFINED | 5  |
|                            |                |           | 13    | 200    | SH | DEFINED | 10 |
|                            |                |           | ----- | -----  |    |         |    |
|                            |                |           | 2243  | 34914  |    |         |    |
| MORGAN STANLEY DEAN WITTER | MUN PREM INCOM | 61745P429 | 85    | 9470   | SH | DEFINED | 9  |
|                            |                |           | 86    | 9600   | SH | DEFINED | 10 |
|                            |                |           | ----- | -----  |    |         |    |
|                            |                |           | 171   | 19070  |    |         |    |
| MORGAN STANLEY DEAN WITTER | MUN INC OPP II | 61745P445 | 108   | 13450  | SH | DEFINED | 9  |
|                            |                |           | ----- | -----  |    |         |    |
|                            |                |           | 108   | 13450  |    |         |    |
| MOTOROLA INC               | COM            | 620076109 | 4257  | 257077 | SH | DEFINED | 9  |
|                            |                |           | 998   | 60244  | SH | DEFINED | 3  |
|                            |                |           | 167   | 10078  | SH | DEFINED | 12 |
|                            |                |           | 469   | 28329  | SH | DEFINED | 5  |
|                            |                |           | 332   | 20050  | SH | DEFINED | 10 |
|                            |                |           | ----- | -----  |    |         |    |
|                            |                |           | 6223  | 375778 |    |         |    |
| MOVADO GROUP INC           | COM            | 624580106 | 562   | 27800  | SH | DEFINED | 11 |
|                            |                |           | ----- | -----  |    |         |    |
|                            |                |           | 562   | 27800  |    |         |    |
| MYLAN LABS INC             | COM            | 628530107 | 242   | 8600   | SH | DEFINED | 9  |
|                            |                |           | ----- | -----  |    |         |    |
|                            |                |           | 242   | 8600   |    |         |    |
| NASDAQ 100 TR              | UNIT SER 1     | 631100104 | 183   | 3995   | SH | DEFINED | 9  |
|                            |                |           | 32    | 700    | SH | DEFINED | 12 |
|                            |                |           | 27    | 580    | SH | DEFINED | 10 |
|                            |                |           | ----- | -----  |    |         |    |
|                            |                |           | 241   | 5275   |    |         |    |

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| FORM 13F |                             |                |                                               |                    |                    |                 |              |                     |         |
|----------|-----------------------------|----------------|-----------------------------------------------|--------------------|--------------------|-----------------|--------------|---------------------|---------|
| PAGE     | 48 OF                       | 72             | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |              |                     |         |
|          | NAME OF ISSUER              | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DISCRETN | O<br>MA |
|          | NATIONAL CITY CORP          | COM            | 635405103                                     | 17137              | 556762             | SH              |              | DEFINED             | 9       |
|          |                             |                |                                               | 1441               | 46816              | SH              |              | DEFINED             | 3       |
|          |                             |                |                                               | 62                 | 2000               | SH              |              | DEFINED             | 12      |
|          |                             |                |                                               | 6                  | 200                | SH              |              | DEFINED             | 10      |
|          |                             |                |                                               | -----              | -----              |                 |              |                     |         |
|          |                             |                |                                               | 18646              | 605778             |                 |              |                     |         |
|          | NATIONAL COMMERCE FINL CORP | COM            | 63545P104                                     | 45922              | 1884355            | SH              |              | DEFINED             | 9       |
|          |                             |                |                                               | 12670              | 519900             | SH              |              | DEFINED             | 11      |
|          |                             |                |                                               | 1226               | 50325              | SH              |              | DEFINED             | 3       |
|          |                             |                |                                               | 3959               | 162465             | SH              |              | DEFINED             | 12      |
|          |                             |                |                                               | 290                | 11900              | SH              |              | DEFINED             | 10      |
|          |                             |                |                                               | -----              | -----              |                 |              |                     |         |
|          |                             |                |                                               | 64067              | 2628945            |                 |              |                     |         |
|          | NATIONAL FUEL GAS CO N J    | COM            | 636180101                                     | 575                | 11057              | SH              |              | DEFINED             | 9       |

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|                       |               |           |       |         |    |         |    |
|-----------------------|---------------|-----------|-------|---------|----|---------|----|
|                       |               |           | 46    | 880     | SH | DEFINED | 5  |
|                       |               |           | ----- | -----   |    |         |    |
|                       |               |           | 621   | 11937   |    |         |    |
| NETWORK APPLIANCE INC | COM           | 64120L104 | 65    | 4736    | SH | DEFINED | 9  |
|                       |               |           | 788   | 57500   | SH | DEFINED | 11 |
|                       |               |           | 5     | 400     | SH | DEFINED | 3  |
|                       |               |           | 8     | 600     | SH | DEFINED | 12 |
|                       |               |           | ----- | -----   |    |         |    |
|                       |               |           | 866   | 63236   |    |         |    |
| NEWELL RUBBERMAID INC | COM           | 651229106 | 814   | 32447   | SH | DEFINED | 9  |
|                       |               |           | 232   | 9261    | SH | DEFINED | 3  |
|                       |               |           | 20    | 800     | SH | DEFINED | 5  |
|                       |               |           | ----- | -----   |    |         |    |
|                       |               |           | 1067  | 42508   |    |         |    |
| NISOURCE INC          | COM           | 65473P105 | 40626 | 1486516 | SH | DEFINED | 9  |
|                       |               |           | 5439  | 199000  | SH | DEFINED | 11 |
|                       |               |           | 6470  | 236721  | SH | DEFINED | 3  |
|                       |               |           | 1867  | 68319   | SH | DEFINED | 12 |
|                       |               |           | 11    | 415     | SH | DEFINED | 5  |
|                       |               |           | ----- | -----   |    |         |    |
|                       |               |           | 54413 | 1990971 |    |         |    |
| NOKIA CORP            | SPONSORED ADR | 654902204 | 16092 | 725187  | SH | DEFINED | 9  |
|                       |               |           | 7545  | 340000  | SH | DEFINED | 11 |
|                       |               |           | 1659  | 74745   | SH | DEFINED | 3  |
|                       |               |           | 1523  | 68630   | SH | DEFINED | 12 |
|                       |               |           | 578   | 26035   | SH | DEFINED | 5  |
|                       |               |           | 164   | 7400    | SH | DEFINED | 10 |
|                       |               |           | ----- | -----   |    |         |    |
|                       |               |           | 27560 | 1241997 |    |         |    |

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| FORM 13F |                          |                |                                               |                    |                    |                 |              |                    |         |
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| PAGE     | 49 OF                    | 72             | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |              |                    |         |
|          | NAME OF ISSUER           | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|          | NORFOLK SOUTHERN CORP    | COM            | 655844108                                     | 1848               | 89064              | SH              |              | DEFINED            | 9       |
|          |                          |                |                                               | 125                | 6000               | SH              |              | DEFINED            | 3       |
|          |                          |                |                                               | -----              | -----              |                 |              |                    |         |
|          |                          |                |                                               | 1973               | 95064              |                 |              |                    |         |
|          | NORTEL NETWORKS CORP NEW | COM            | 656568102                                     | 2971               | 328998             | SH              |              | DEFINED            | 9       |
|          |                          |                |                                               | 285                | 31594              | SH              |              | DEFINED            | 3       |
|          |                          |                |                                               | 87                 | 9600               | SH              |              | DEFINED            | 12      |
|          |                          |                |                                               | 15                 | 1700               | SH              |              | DEFINED            | 5       |
|          |                          |                |                                               | 51                 | 5700               | SH              |              | DEFINED            | 10      |
|          |                          |                |                                               | -----              | -----              |                 |              |                    |         |
|          |                          |                |                                               | 3410               | 377592             |                 |              |                    |         |

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|                               |     |           |       |         |    |         |    |
|-------------------------------|-----|-----------|-------|---------|----|---------|----|
| NORTH FORK BANCORPORATION NY  | COM | 659424105 | 17318 | 558640  | SH | DEFINED | 9  |
|                               |     |           | 13485 | 435000  | SH | DEFINED | 11 |
|                               |     |           | 274   | 8825    | SH | DEFINED | 3  |
|                               |     |           | 2117  | 68300   | SH | DEFINED | 12 |
|                               |     |           | 860   | 27750   | SH | DEFINED | 10 |
|                               |     |           | ----- | -----   |    |         |    |
|                               |     |           | 34054 | 1098515 |    |         |    |
| NORTHERN TR CORP              | COM | 665859104 | 1337  | 21385   | SH | DEFINED | 9  |
|                               |     |           | 941   | 15055   | SH | DEFINED | 3  |
|                               |     |           | 216   | 3450    | SH | DEFINED | 10 |
|                               |     |           | ----- | -----   |    |         |    |
|                               |     |           | 2493  | 39890   |    |         |    |
| NORTHWEST PIPE CO             | COM | 667746101 | 795   | 50000   | SH | DEFINED | 11 |
|                               |     |           | ----- | -----   |    |         |    |
|                               |     |           | 795   | 50000   |    |         |    |
| NUVEEN MUN MKT OPPORTUNITY FD | COM | 67062W103 | 119   | 8322    | SH | DEFINED | 9  |
|                               |     |           | 29    | 2000    | SH | DEFINED | 3  |
|                               |     |           | ----- | -----   |    |         |    |
|                               |     |           | 147   | 10322   |    |         |    |
| OM GROUP INC                  | COM | 670872100 | 1659  | 29495   | SH | DEFINED | 9  |
|                               |     |           | 3938  | 70000   | SH | DEFINED | 11 |
|                               |     |           | ----- | -----   |    |         |    |
|                               |     |           | 5597  | 99495   |    |         |    |
| NUVEEN MUN VALUE FD INC       | COM | 670928100 | 143   | 15499   | SH | DEFINED | 9  |
|                               |     |           | 214   | 23260   | SH | DEFINED | 3  |
|                               |     |           | ----- | -----   |    |         |    |
|                               |     |           | 357   | 38759   |    |         |    |

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| FORM 13F |       |    |                                               |                |           |                    |                    |                         |                    |         |  |
|----------|-------|----|-----------------------------------------------|----------------|-----------|--------------------|--------------------|-------------------------|--------------------|---------|--|
| PAGE     | 50 OF | 72 | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                |           |                    |                    |                         |                    |         |  |
|          |       |    | NAME OF ISSUER                                | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>PRN CALL | INVSTMT<br>DSCRETN | O<br>MA |  |
|          |       |    | -----                                         |                |           |                    |                    |                         |                    |         |  |
|          |       |    | NUVEEN MICH QUALITY INCOME MUN COM            |                | 670979103 | 272                | 17500              | SH                      | DEFINED            | 9       |  |
|          |       |    |                                               |                |           | -----              | -----              |                         |                    |         |  |
|          |       |    |                                               |                |           | 272                | 17500              |                         |                    |         |  |
|          |       |    | NUVEEN OHIO QUALITY INCOME MUN COM            |                | 670980101 | 542                | 32384              | SH                      | DEFINED            | 9       |  |
|          |       |    |                                               |                |           | -----              | -----              |                         |                    |         |  |
|          |       |    |                                               |                |           | 542                | 32384              |                         |                    |         |  |

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|                                    |     |           |       |        |    |            |
|------------------------------------|-----|-----------|-------|--------|----|------------|
| NUVEEN INSD MUN OPPORTUNITY FD COM |     | 670984103 | 63    | 4350   | SH | DEFINED 9  |
|                                    |     |           | 108   | 7450   | SH | DEFINED 3  |
|                                    |     |           | ----- | -----  |    |            |
|                                    |     |           | 172   | 11800  |    |            |
| NUVEEN MICH PREM INCOME MUN FD COM |     | 67101Q109 | 285   | 19500  | SH | DEFINED 9  |
|                                    |     |           | ----- | -----  |    |            |
|                                    |     |           | 285   | 19500  |    |            |
| OGLEBAY NORTON CO                  | COM | 677007106 | 594   | 22500  | SH | DEFINED 11 |
|                                    |     |           | ----- | -----  |    |            |
|                                    |     |           | 594   | 22500  |    |            |
| OHIO CAS CORP                      | COM | 677240103 | 413   | 31888  | SH | DEFINED 9  |
|                                    |     |           | 46    | 3569   | SH | DEFINED 5  |
|                                    |     |           | ----- | -----  |    |            |
|                                    |     |           | 459   | 35457  |    |            |
| OLD NATL BANCORP IND               | COM | 680033107 | 5351  | 202700 | SH | DEFINED 3  |
|                                    |     |           | ----- | -----  |    |            |
|                                    |     |           | 5351  | 202700 |    |            |
| OLYMPIC STEEL INC                  | COM | 68162K106 | 830   | 210000 | SH | DEFINED 11 |
|                                    |     |           | ----- | -----  |    |            |
|                                    |     |           | 830   | 210000 |    |            |
| OMNICOM GROUP INC                  | COM | 681919106 | 30951 | 359900 | SH | DEFINED 9  |
|                                    |     |           | 6171  | 71750  | SH | DEFINED 11 |
|                                    |     |           | 739   | 8590   | SH | DEFINED 3  |
|                                    |     |           | 4612  | 53630  | SH | DEFINED 12 |
|                                    |     |           | 74    | 860    | SH | DEFINED 5  |
|                                    |     |           | 565   | 6575   | SH | DEFINED 10 |
|                                    |     |           | ----- | -----  |    |            |
|                                    |     |           | 43112 | 501305 |    |            |

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| FORM 13F       |       |    |                                               |           |                    |                    |                 |                |                    |
|----------------|-------|----|-----------------------------------------------|-----------|--------------------|--------------------|-----------------|----------------|--------------------|
| PAGE           | 51 OF | 72 | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |           |                    |                    |                 |                |                    |
| NAME OF ISSUER |       |    | TITLE OF CLASS                                | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>INVTMT | INVSTMT<br>DSCRETN |
| -----          |       |    | -----                                         | -----     | -----              | -----              | -----           | -----          | -----              |
| ORACLE CORP    |       |    | COM                                           | 68389X105 | 90906              | 4784494            | SH              |                | DEFINED 9          |
|                |       |    |                                               |           | 30989              | 1631000            | SH              |                | DEFINED 11         |
|                |       |    |                                               |           | 3085               | 162354             | SH              |                | DEFINED 3          |
|                |       |    |                                               |           | 2271               | 119512             | SH              |                | DEFINED 12         |
|                |       |    |                                               |           | 1893               | 99643              | SH              |                | DEFINED 5          |

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|                         |     |           |        |         |    |         |    |
|-------------------------|-----|-----------|--------|---------|----|---------|----|
|                         |     |           | 1676   | 88200   | SH | DEFINED | 10 |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 130819 | 6885203 |    |         |    |
| ORTHOLOGIC CORP         | COM | 68750J107 | 441    | 100000  | SH | DEFINED | 11 |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 441    | 100000  |    |         |    |
| OVERLAND DATA INC       | COM | 690213103 | 715    | 100000  | SH | DEFINED | 11 |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 715    | 100000  |    |         |    |
| OWENS CORNING           | COM | 69073F103 | 127    | 63000   | SH | DEFINED | 9  |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 127    | 63000   |    |         |    |
| PMC-SIERRA INC          | COM | 69344F106 | 9020   | 290290  | SH | DEFINED | 9  |
|                         |     |           | 7969   | 256500  | SH | DEFINED | 11 |
|                         |     |           | 58     | 1865    | SH | DEFINED | 3  |
|                         |     |           | 14     | 450     | SH | DEFINED | 5  |
|                         |     |           | 42     | 1350    | SH | DEFINED | 10 |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 17103  | 550455  |    |         |    |
| PNC FINL SVCS GROUP INC | COM | 693475105 | 8390   | 127526  | SH | DEFINED | 9  |
|                         |     |           | 363    | 5512    | SH | DEFINED | 3  |
|                         |     |           | 29     | 442     | SH | DEFINED | 12 |
|                         |     |           | 161    | 2451    | SH | DEFINED | 5  |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 8943   | 135931  |    |         |    |
| PPG INDS INC            | COM | 693506107 | 7654   | 145598  | SH | DEFINED | 9  |
|                         |     |           | 387    | 7359    | SH | DEFINED | 3  |
|                         |     |           | 74     | 1400    | SH | DEFINED | 12 |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 8115   | 154357  |    |         |    |
| PPL CORP                | COM | 69351T106 | 55     | 1000    | SH | DEFINED | 9  |
|                         |     |           | 171    | 3100    | SH | DEFINED | 3  |
|                         |     |           | -----  | -----   |    |         |    |
|                         |     |           | 226    | 4100    |    |         |    |

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| FORM 13F                                       |                |           |                    |                    |            |              |                    |       |       |
|------------------------------------------------|----------------|-----------|--------------------|--------------------|------------|--------------|--------------------|-------|-------|
| NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP |                |           |                    |                    |            |              |                    |       |       |
| NAME OF ISSUER                                 | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O     | MA    |
| -----                                          | -----          | -----     | -----              | -----              | -----      | -----        | -----              | ----- | ----- |
| PALL CORP                                      | COM            | 696429307 | 95                 | 4050               | SH         |              | DEFINED            | 9     |       |

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|                       |     |           |       |        |    |            |
|-----------------------|-----|-----------|-------|--------|----|------------|
|                       |     |           | 941   | 40000  | SH | DEFINED 11 |
|                       |     |           | 66    | 2800   | SH | DEFINED 3  |
|                       |     |           | ----- | -----  |    |            |
|                       |     |           | 1102  | 46850  |    |            |
| PALM INC              | COM | 696642107 | 96    | 15852  | SH | DEFINED 9  |
|                       |     |           | 2     | 248    | SH | DEFINED 12 |
|                       |     |           | 0     | 40     | SH | DEFINED 5  |
|                       |     |           | ----- | -----  |    |            |
|                       |     |           | 98    | 16140  |    |            |
| PARK NATL CORP        | COM | 700658107 | 2292  | 22363  | SH | DEFINED 9  |
|                       |     |           | ----- | -----  |    |            |
|                       |     |           | 2292  | 22363  |    |            |
| PATINA OIL & GAS CORP | COM | 703224105 | 477   | 18000  | SH | DEFINED 11 |
|                       |     |           | ----- | -----  |    |            |
|                       |     |           | 477   | 18000  |    |            |
| PAYCHEX INC           | COM | 704326107 | 15822 | 395552 | SH | DEFINED 9  |
|                       |     |           | 2360  | 59000  | SH | DEFINED 11 |
|                       |     |           | 54    | 1357   | SH | DEFINED 3  |
|                       |     |           | 55    | 1375   | SH | DEFINED 12 |
|                       |     |           | 90    | 2250   | SH | DEFINED 10 |
|                       |     |           | ----- | -----  |    |            |
|                       |     |           | 18381 | 459534 |    |            |
| PEOPLES BANCORP INC   | COM | 709789101 | 549   | 28587  | SH | DEFINED 9  |
|                       |     |           | ----- | -----  |    |            |
|                       |     |           | 549   | 28587  |    |            |
| PEPSICO INC           | COM | 713448108 | 33721 | 762913 | SH | DEFINED 9  |
|                       |     |           | 4536  | 102624 | SH | DEFINED 3  |
|                       |     |           | 1022  | 23116  | SH | DEFINED 12 |
|                       |     |           | 84    | 1900   | SH | DEFINED 5  |
|                       |     |           | 89    | 2005   | SH | DEFINED 10 |
|                       |     |           | ----- | -----  |    |            |
|                       |     |           | 39451 | 892558 |    |            |
| PERCEPTRON INC        | COM | 71361F100 | 135   | 100000 | SH | DEFINED 11 |
|                       |     |           | ----- | -----  |    |            |
|                       |     |           | 135   | 100000 |    |            |
| PERKINELMER INC       | COM | 714046109 | 324   | 11780  | SH | DEFINED 9  |
|                       |     |           | 14    | 500    | SH | DEFINED 3  |
|                       |     |           | ----- | -----  |    |            |
|                       |     |           | 338   | 12280  |    |            |

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| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | (X\$1000) | PRN     | AMT | PRN | CALL | DSCRETN | MA |
|-------------------------|----------------|-----------|-----------|---------|-----|-----|------|---------|----|
| PETSMART INC            | COM            | 716768106 | 71        | 10000   | SH  |     |      | DEFINED | 9  |
|                         |                |           | 599       | 85000   | SH  |     |      | DEFINED | 11 |
|                         |                |           | 670       | 95000   |     |     |      |         |    |
| PFIZER INC              | COM            | 717081103 | 181526    | 4532491 | SH  |     |      | DEFINED | 9  |
|                         |                |           | 23395     | 584125  | SH  |     |      | DEFINED | 11 |
|                         |                |           | 9357      | 233637  | SH  |     |      | DEFINED | 3  |
|                         |                |           | 6815      | 170169  | SH  |     |      | DEFINED | 12 |
|                         |                |           | 2157      | 53845   | SH  |     |      | DEFINED | 5  |
|                         |                |           | 2178      | 54384   | SH  |     |      | DEFINED | 10 |
|                         |                |           | 225428    | 5628651 |     |     |      |         |    |
| PHARMACIA CORP          | COM            | 71713U102 | 4904      | 106727  | SH  |     |      | DEFINED | 9  |
|                         |                |           | 584       | 12720   | SH  |     |      | DEFINED | 3  |
|                         |                |           | 5489      | 119447  |     |     |      |         |    |
| PHILIP MORRIS COS INC   | COM            | 718154107 | 10315     | 203244  | SH  |     |      | DEFINED | 9  |
|                         |                |           | 246       | 4850    | SH  |     |      | DEFINED | 3  |
|                         |                |           | 124       | 2445    | SH  |     |      | DEFINED | 12 |
|                         |                |           | 148       | 2925    | SH  |     |      | DEFINED | 5  |
|                         |                |           | 10833     | 213464  |     |     |      |         |    |
| PHILLIPS PETE CO        | COM            | 718507106 | 207       | 3626    | SH  |     |      | DEFINED | 9  |
|                         |                |           | 207       | 3626    |     |     |      |         |    |
| PIER 1 IMPORTS INC      | COM            | 720279108 | 863       | 75000   | SH  |     |      | DEFINED | 11 |
|                         |                |           | 863       | 75000   |     |     |      |         |    |
| PIONEER INTREST SHS     | COM            | 723703104 | 15        | 1300    | SH  |     |      | DEFINED | 9  |
|                         |                |           | 956       | 81700   | SH  |     |      | DEFINED | 11 |
|                         |                |           | 971       | 83000   |     |     |      |         |    |
| PIONEER STD ELECTRS INC | COM            | 723877106 | 768       | 60000   | SH  |     |      | DEFINED | 11 |
|                         |                |           | 768       | 60000   |     |     |      |         |    |

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| FORM 13F         |                |           |                                               |                |     |            |              |                    |         |
|------------------|----------------|-----------|-----------------------------------------------|----------------|-----|------------|--------------|--------------------|---------|
| PAGE             | 54 OF          | 72        | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                |     |            |              |                    |         |
| NAME OF ISSUER   | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN | AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
| PITNEY BOWES INC | COM            | 724479100 | 16557                                         | 393086         | SH  |            |              | DEFINED            | 9       |
|                  |                |           | 89                                            | 2120           | SH  |            |              | DEFINED            | 3       |
|                  |                |           | 335                                           | 7950           | SH  |            |              | DEFINED            | 12      |
|                  |                |           | 51                                            | 1200           | SH  |            |              | DEFINED            | 5       |
|                  |                |           | 1019                                          | 24200          | SH  |            |              | DEFINED            | 10      |

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|                          |     |           |        |          |    |            |
|--------------------------|-----|-----------|--------|----------|----|------------|
|                          |     |           | 18051  | 428556   |    |            |
| POLYONE CORP             | COM | 73179P106 | 28     | 2600     | SH | DEFINED 9  |
|                          |     |           | 1103   | 106000   | SH | DEFINED 11 |
|                          |     |           | -----  | -----    |    |            |
|                          |     |           | 1131   | 108600   |    |            |
| PRAXAIR INC              | COM | 74005P104 | 2505   | 53305    | SH | DEFINED 9  |
|                          |     |           | 1036   | 22043    | SH | DEFINED 3  |
|                          |     |           | 47     | 1000     | SH | DEFINED 5  |
|                          |     |           | 85     | 1805     | SH | DEFINED 10 |
|                          |     |           | -----  | -----    |    |            |
|                          |     |           | 3673   | 78153    |    |            |
| PRICE T ROWE GROUP INC   | COM | 74144T108 | 19240  | 514594   | SH | DEFINED 9  |
|                          |     |           | 12526  | 335000   | SH | DEFINED 11 |
|                          |     |           | 1995   | 53360    | SH | DEFINED 3  |
|                          |     |           | 199    | 5325     | SH | DEFINED 12 |
|                          |     |           | 54     | 1450     | SH | DEFINED 10 |
|                          |     |           | -----  | -----    |    |            |
|                          |     |           | 34015  | 909729   |    |            |
| PROCTER & GAMBLE CO      | COM | 742718109 | 643654 | 10088620 | SH | DEFINED 9  |
|                          |     |           | 4785   | 75000    | SH | DEFINED 11 |
|                          |     |           | 5553   | 87045    | SH | DEFINED 3  |
|                          |     |           | 2832   | 44385    | SH | DEFINED 12 |
|                          |     |           | 5427   | 85068    | SH | DEFINED 5  |
|                          |     |           | 4471   | 70085    | SH | DEFINED 10 |
|                          |     |           | -----  | -----    |    |            |
|                          |     |           | 666723 | 10450203 |    |            |
| PROGRESS ENERGY INC      | COM | 743263105 | 520    | 11570    | SH | DEFINED 9  |
|                          |     |           | 12     | 270      | SH | DEFINED 10 |
|                          |     |           | -----  | -----    |    |            |
|                          |     |           | 532    | 11840    |    |            |
| PROGRESSIVE CORP OHIO    | COM | 743315103 | 324    | 2400     | SH | DEFINED 9  |
|                          |     |           | -----  | -----    |    |            |
|                          |     |           | 324    | 2400     |    |            |
| PROVIDENT FINL GROUP INC | COM | 743866105 | 2597   | 78897    | SH | DEFINED 9  |
|                          |     |           | -----  | -----    |    |            |
|                          |     |           | 2597   | 78897    |    |            |

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|          |                     |                |                                               |                    |                    |                 |              |                    |         |
|----------|---------------------|----------------|-----------------------------------------------|--------------------|--------------------|-----------------|--------------|--------------------|---------|
| FORM 13F |                     |                |                                               |                    |                    |                 |              |                    |         |
| PAGE     | 55 OF               | 72             | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |              |                    |         |
|          | NAME OF ISSUER      | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>CALL | INVSTMT<br>DSCRETN | O<br>MA |
|          | -----               | -----          | -----                                         | -----              | -----              | -----           | -----        | -----              | -----   |
|          | PROVIDIAN FINL CORP | COM            | 74406A102                                     | 382                | 6457               | SH              |              | DEFINED 9          |         |

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|                               |                |           |       |        |    |            |
|-------------------------------|----------------|-----------|-------|--------|----|------------|
|                               |                |           | 2003  | 33836  | SH | DEFINED 3  |
|                               |                |           | 487   | 8233   | SH | DEFINED 12 |
|                               |                |           | ----- | -----  |    |            |
|                               |                |           | 2873  | 48526  |    |            |
| PUBLIC SVC ENTERPRISE GROUP   | COM            | 744573106 | 158   | 3235   | SH | DEFINED 9  |
|                               |                |           | 129   | 2635   | SH | DEFINED 3  |
|                               |                |           | ----- | -----  |    |            |
|                               |                |           | 287   | 5870   |    |            |
| PUBLIC STORAGE INC            | COM A DP1/1000 | 74460D729 | 368   | 15000  | SH | DEFINED 11 |
|                               |                |           | ----- | -----  |    |            |
|                               |                |           | 368   | 15000  |    |            |
| PURCHASEPRO COM               | COM            | 746144104 | 1     | 1000   | SH | DEFINED 9  |
|                               |                |           | 33    | 22090  | SH | DEFINED 12 |
|                               |                |           | ----- | -----  |    |            |
|                               |                |           | 34    | 23090  |    |            |
| PUTNAM MASTER INCOME TR       | SH BEN INT     | 74683K104 | 10    | 1550   | SH | DEFINED 9  |
|                               |                |           | 599   | 90000  | SH | DEFINED 11 |
|                               |                |           | ----- | -----  |    |            |
|                               |                |           | 609   | 91550  |    |            |
| PUTNAM PREMIER INCOME TR      | SH BEN INT     | 746853100 | 43    | 6859   | SH | DEFINED 9  |
|                               |                |           | 632   | 100000 | SH | DEFINED 11 |
|                               |                |           | 3     | 400    | SH | DEFINED 3  |
|                               |                |           | 19    | 3000   | SH | DEFINED 10 |
|                               |                |           | ----- | -----  |    |            |
|                               |                |           | 697   | 110259 |    |            |
| PUTNAM MASTER INTER INCOME TR | SH BEN INT     | 746909100 | 9     | 1481   | SH | DEFINED 9  |
|                               |                |           | 517   | 80000  | SH | DEFINED 11 |
|                               |                |           | ----- | -----  |    |            |
|                               |                |           | 526   | 81481  |    |            |
| QLOGIC CORP                   | COM            | 747277101 | 16103 | 249843 | SH | DEFINED 9  |
|                               |                |           | 16950 | 263000 | SH | DEFINED 11 |
|                               |                |           | 170   | 2645   | SH | DEFINED 3  |
|                               |                |           | 708   | 10980  | SH | DEFINED 12 |
|                               |                |           | 625   | 9700   | SH | DEFINED 10 |
|                               |                |           | ----- | -----  |    |            |
|                               |                |           | 34556 | 536168 |    |            |
| QUAKER OATS CO                | COM            | 747402105 | 927   | 10166  | SH | DEFINED 9  |
|                               |                |           | 950   | 10406  | SH | DEFINED 3  |
|                               |                |           | ----- | -----  |    |            |
|                               |                |           | 1877  | 20572  |    |            |

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|                               |       |    |                                               |           |           |         |          |         |       |  |
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|                               |       |    | VALUE                                         | SHARES/   | SH/ PUT/  | INVSTMT |          |         |       |  |
| NAME OF ISSUER                |       |    | TITLE OF CLASS                                | CUSIP     | (X\$1000) | PRN AMT | PRN CALL | DSCRETN |       |  |
| -----                         |       |    | -----                                         | -----     | -----     | -----   | -----    | -----   | ----- |  |
| QUALCOMM INC                  |       |    | COM                                           | 747525103 | 3819      | 65309   | SH       | DEFINED | 9     |  |
|                               |       |    |                                               |           | 731       | 12500   | SH       | DEFINED | 11    |  |
|                               |       |    |                                               |           | 125       | 2135    | SH       | DEFINED | 3     |  |
|                               |       |    |                                               |           | 509       | 8705    | SH       | DEFINED | 12    |  |
|                               |       |    |                                               |           | 384       | 6574    | SH       | DEFINED | 5     |  |
|                               |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                               |       |    |                                               |           | 5569      | 95223   |          |         |       |  |
| QUEST DIAGNOSTICS INC         |       |    | COM                                           | 74834L100 | 42        | 550     | SH       | DEFINED | 9     |  |
|                               |       |    |                                               |           | 37        | 500     | SH       | DEFINED | 3     |  |
|                               |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                               |       |    |                                               |           | 79        | 1050    |          |         |       |  |
| QUESTAR CORP                  |       |    | COM                                           | 748356102 | 5660      | 228585  | SH       | DEFINED | 9     |  |
|                               |       |    |                                               |           | 387       | 15650   | SH       | DEFINED | 3     |  |
|                               |       |    |                                               |           | 1750      | 70670   | SH       | DEFINED | 12    |  |
|                               |       |    |                                               |           | 64        | 2600    | SH       | DEFINED | 5     |  |
|                               |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                               |       |    |                                               |           | 7861      | 317505  |          |         |       |  |
| QWEST COMMUNICATIONS INTL INC |       |    | COM                                           | 749121109 | 2591      | 81301   | SH       | DEFINED | 9     |  |
|                               |       |    |                                               |           | 897       | 28137   | SH       | DEFINED | 3     |  |
|                               |       |    |                                               |           | 57        | 1776    | SH       | DEFINED | 12    |  |
|                               |       |    |                                               |           | 20        | 614     | SH       | DEFINED | 5     |  |
|                               |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                               |       |    |                                               |           | 3564      | 111828  |          |         |       |  |
| RPM INC OHIO                  |       |    | COM                                           | 749685103 | 631       | 68623   | SH       | DEFINED | 9     |  |
|                               |       |    |                                               |           | 8         | 835     | SH       | DEFINED | 3     |  |
|                               |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                               |       |    |                                               |           | 639       | 69458   |          |         |       |  |
| RADIOSHACK CORP               |       |    | COM                                           | 750438103 | 2344      | 76837   | SH       | DEFINED | 9     |  |
|                               |       |    |                                               |           | 2135      | 70000   | SH       | DEFINED | 11    |  |
|                               |       |    |                                               |           | 151       | 4940    | SH       | DEFINED | 3     |  |
|                               |       |    |                                               |           | 60        | 1980    | SH       | DEFINED | 12    |  |
|                               |       |    |                                               |           | 2405      | 78850   | SH       | DEFINED | 5     |  |
|                               |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                               |       |    |                                               |           | 7095      | 232607  |          |         |       |  |
| RALSTON PURINA CO             |       |    | COM                                           | 751277302 | 607       | 20205   | SH       | DEFINED | 9     |  |
|                               |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                               |       |    |                                               |           | 607       | 20205   |          |         |       |  |

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|------|-------------------------|----------------|-----------------------------------------------|---------------------------------------------|-----------------------------------------------------|----------------------|-----------------|------------------------------------------|--------------------|----|
|      | NAME OF ISSUER          | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000)                          | SHARES/<br>PRN AMT                                  | SH/<br>PRN CALL      | PUT/<br>DSCRETN | INVSTMT                                  | O                  | MA |
|      | RAYTHEON CO             | COM NEW        | 755111507                                     | 277<br>122<br>165<br>-----<br>564           | 10448<br>4611<br>6200<br>-----<br>21259             | SH<br>SH<br>SH       |                 | DEFINED<br>DEFINED<br>DEFINED            | 9<br>3<br>12       |    |
|      | REGIONS FINL CORP       | COM            | 758940100                                     | 7067<br>7136<br>640<br>26<br>-----<br>14869 | 220852<br>223000<br>20000<br>800<br>-----<br>464652 | SH<br>SH<br>SH<br>SH |                 | DEFINED<br>DEFINED<br>DEFINED<br>DEFINED | 9<br>11<br>3<br>10 |    |
|      | RELIANT ENERGY INC      | COM            | 75952J108                                     | 194<br>89<br>12<br>-----<br>295             | 6025<br>2750<br>383<br>-----<br>9158                | SH<br>SH<br>SH       |                 | DEFINED<br>DEFINED<br>DEFINED            | 9<br>3<br>12       |    |
|      | REUTERS GROUP PLC       | SPONSORED ADR  | 76132M102                                     | 204<br>-----<br>204                         | 2621<br>-----<br>2621                               | SH                   |                 | DEFINED                                  | 9                  |    |
|      | REYNOLDS & REYNOLDS CO  | CL A           | 761695105                                     | 801<br>10<br>-----<br>811                   | 36500<br>460<br>-----<br>36960                      | SH<br>SH             |                 | DEFINED<br>DEFINED                       | 9<br>3             |    |
|      | RITE AID CORP           | COM            | 767754104                                     | 243<br>18<br>-----<br>261                   | 27000<br>2000<br>-----<br>29000                     | SH<br>SH             |                 | DEFINED<br>DEFINED                       | 9<br>12            |    |
|      | ROCKWELL INTL CORP NEW  | COM            | 773903109                                     | 752<br>146<br>-----<br>898                  | 19723<br>3828<br>-----<br>23551                     | SH<br>SH             |                 | DEFINED<br>DEFINED                       | 9<br>5             |    |
|      | ROCKY SHOES & BOOTS INC | COM            | 774830103                                     | 635<br>-----<br>635                         | 139000<br>-----<br>139000                           | SH                   |                 | DEFINED                                  | 11                 |    |
|      | ROHM & HAAS CO          | COM            | 775371107                                     | 292<br>40<br>-----<br>332                   | 8872<br>1205<br>-----<br>10077                      | SH<br>SH             |                 | DEFINED<br>DEFINED                       | 9<br>3             |    |

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|-----------------------------|----------------|-----------|-----------------------------------------------------------|--------------------|-----------------|-----------------|---------|---------|--|
| NAME OF ISSUER              | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                        | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | C<br>MA |  |
| -----                       | -----          | -----     | -----                                                     | -----              | ---             | ---             | -----   | -----   |  |
| ROYAL DUTCH PETE CO         | NY REG GLD1.25 | 780257804 | 16291                                                     | 279572             | SH              |                 | DEFINED | 9       |  |
|                             |                |           | 1333                                                      | 22881              | SH              |                 | DEFINED | 3       |  |
|                             |                |           | 613                                                       | 10520              | SH              |                 | DEFINED | 12      |  |
|                             |                |           | 12                                                        | 200                | SH              |                 | DEFINED | 5       |  |
|                             |                |           | 202                                                       | 3474               | SH              |                 | DEFINED | 10      |  |
|                             |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                             |                |           | 18451                                                     | 316647             |                 |                 |         |         |  |
| RUBY TUESDAY INC            | COM            | 781182100 | 322                                                       | 18812              | SH              |                 | DEFINED | 9       |  |
|                             |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                             |                |           | 322                                                       | 18812              |                 |                 |         |         |  |
| S&P 500 PROTECTED EQUITY FD | COM            | 78379P103 | 170                                                       | 20000              | SH              |                 | DEFINED | 12      |  |
|                             |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                             |                |           | 170                                                       | 20000              |                 |                 |         |         |  |
| SBC COMMUNICATIONS INC      | COM            | 78387G103 | 30589                                                     | 763588             | SH              |                 | DEFINED | 9       |  |
|                             |                |           | 2504                                                      | 62500              | SH              |                 | DEFINED | 11      |  |
|                             |                |           | 9970                                                      | 248884             | SH              |                 | DEFINED | 3       |  |
|                             |                |           | 701                                                       | 17493              | SH              |                 | DEFINED | 12      |  |
|                             |                |           | 636                                                       | 15867              | SH              |                 | DEFINED | 5       |  |
|                             |                |           | 502                                                       | 12537              | SH              |                 | DEFINED | 10      |  |
|                             |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                             |                |           | 44902                                                     | 1120869            |                 |                 |         |         |  |
| SPDR TR                     | UNIT SER 1     | 78462F103 | 1314                                                      | 10716              | SH              |                 | DEFINED | 9       |  |
|                             |                |           | 1839                                                      | 15000              | SH              |                 | DEFINED | 11      |  |
|                             |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                             |                |           | 3153                                                      | 25716              |                 |                 |         |         |  |
| SAFEGUARD SCIENTIFICS INC   | COM            | 786449108 | 617                                                       | 120000             | SH              |                 | DEFINED | 11      |  |
|                             |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                             |                |           | 617                                                       | 120000             |                 |                 |         |         |  |
| SAFEWAY INC                 | COM NEW        | 786514208 | 338                                                       | 7039               | SH              |                 | DEFINED | 9       |  |
|                             |                |           | 11                                                        | 230                | SH              |                 | DEFINED | 3       |  |
|                             |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                             |                |           | 349                                                       | 7269               |                 |                 |         |         |  |
| SAKS INC                    | COM            | 79377W108 | 1104                                                      | 115000             | SH              |                 | DEFINED | 11      |  |
|                             |                |           | -----                                                     | -----              |                 |                 |         |         |  |
|                             |                |           | 1104                                                      | 115000             |                 |                 |         |         |  |

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|-------------------------|----------------|-----------|-----------------------------------------------------------|--------------------|------------|--------------|--------------------|---------|--|
| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                        | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | C<br>MA |  |
| SARA LEE CORP           | COM            | 803111103 | 13423                                                     | 708713             | SH         |              | DEFINED            | 9       |  |
|                         |                |           | 85                                                        | 4500               | SH         |              | DEFINED            | 3       |  |
|                         |                |           | 314                                                       | 16600              | SH         |              | DEFINED            | 12      |  |
|                         |                |           | 38                                                        | 2000               | SH         |              | DEFINED            | 5       |  |
|                         |                |           | 242                                                       | 12800              | SH         |              | DEFINED            | 10      |  |
|                         |                |           | -----                                                     | -----              |            |              |                    |         |  |
|                         |                |           | 14103                                                     | 744613             |            |              |                    |         |  |
| SATYAM INFOWAY LTD      | SPONSORED ADR  | 804099109 | 145                                                       | 43000              | SH         |              | DEFINED            | 9       |  |
|                         |                |           | -----                                                     | -----              |            |              |                    |         |  |
|                         |                |           | 145                                                       | 43000              |            |              |                    |         |  |
| SAUCONY INC             | CL A           | 804120103 | 162                                                       | 25000              | SH         |              | DEFINED            | 11      |  |
|                         |                |           | -----                                                     | -----              |            |              |                    |         |  |
|                         |                |           | 162                                                       | 25000              |            |              |                    |         |  |
| SCHERING PLOUGH CORP    | COM            | 806605101 | 39476                                                     | 1089283            | SH         |              | DEFINED            | 9       |  |
|                         |                |           | 514                                                       | 14170              | SH         |              | DEFINED            | 3       |  |
|                         |                |           | 1205                                                      | 33241              | SH         |              | DEFINED            | 12      |  |
|                         |                |           | 694                                                       | 19140              | SH         |              | DEFINED            | 5       |  |
|                         |                |           | 1667                                                      | 46000              | SH         |              | DEFINED            | 10      |  |
|                         |                |           | -----                                                     | -----              |            |              |                    |         |  |
|                         |                |           | 43554                                                     | 1201834            |            |              |                    |         |  |
| SCHLUMBERGER LTD        | COM            | 806857108 | 32549                                                     | 618202             | SH         |              | DEFINED            | 9       |  |
|                         |                |           | 16058                                                     | 305000             | SH         |              | DEFINED            | 11      |  |
|                         |                |           | 792                                                       | 15045              | SH         |              | DEFINED            | 3       |  |
|                         |                |           | 1312                                                      | 24920              | SH         |              | DEFINED            | 12      |  |
|                         |                |           | 45                                                        | 850                | SH         |              | DEFINED            | 5       |  |
|                         |                |           | 289                                                       | 5480               | SH         |              | DEFINED            | 10      |  |
|                         |                |           | -----                                                     | -----              |            |              |                    |         |  |
|                         |                |           | 51045                                                     | 969497             |            |              |                    |         |  |
| SCHWAB CHARLES CORP NEW | COM            | 808513105 | 19598                                                     | 1244271            | SH         |              | DEFINED            | 9       |  |
|                         |                |           | 8426                                                      | 535000             | SH         |              | DEFINED            | 11      |  |
|                         |                |           | 772                                                       | 48988              | SH         |              | DEFINED            | 3       |  |
|                         |                |           | 443                                                       | 28125              | SH         |              | DEFINED            | 12      |  |
|                         |                |           | 39                                                        | 2500               | SH         |              | DEFINED            | 5       |  |
|                         |                |           | 548                                                       | 34775              | SH         |              | DEFINED            | 10      |  |
|                         |                |           | -----                                                     | -----              |            |              |                    |         |  |
|                         |                |           | 29825                                                     | 1893659            |            |              |                    |         |  |
| SCRIPPS E W CO OHIO     | CL A           | 811054204 | 1939                                                      | 28100              | SH         |              | DEFINED            | 9       |  |
|                         |                |           | -----                                                     | -----              |            |              |                    |         |  |
|                         |                |           | 1939                                                      | 28100              |            |              |                    |         |  |

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| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                         | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O  | MA |
| SEARS ROEBUCK & CO         | COM            | 812387108 | 218                                                        | 5158               | SH              |                 | DEFINED | 9  |    |
|                            |                |           | 208                                                        | 4911               | SH              |                 | DEFINED | 3  |    |
|                            |                |           | 12                                                         | 272                | SH              |                 | DEFINED | 5  |    |
|                            |                |           | 438                                                        | 10341              |                 |                 |         |    |    |
| SENSIENT TECHNOLOGIES CORP | COM            | 81725T100 | 718                                                        | 34972              | SH              |                 | DEFINED | 9  |    |
|                            |                |           | 718                                                        | 34972              |                 |                 |         |    |    |
| SENSORMATIC ELECTRS CORP   | COM            | 817265101 | 765                                                        | 45000              | SH              |                 | DEFINED | 11 |    |
|                            |                |           | 765                                                        | 45000              |                 |                 |         |    |    |
| SERVICEMASTER CO           | COM            | 81760N109 | 482                                                        | 40125              | SH              |                 | DEFINED | 9  |    |
|                            |                |           | 5                                                          | 450                | SH              |                 | DEFINED | 3  |    |
|                            |                |           | 487                                                        | 40575              |                 |                 |         |    |    |
| SHERWIN WILLIAMS CO        | COM            | 824348106 | 17056                                                      | 768310             | SH              |                 | DEFINED | 9  |    |
|                            |                |           | 22                                                         | 1000               | SH              |                 | DEFINED | 12 |    |
|                            |                |           | 17079                                                      | 769310             |                 |                 |         |    |    |
| SIEBEL SYS INC             | COM            | 826170102 | 26172                                                      | 558056             | SH              |                 | DEFINED | 9  |    |
|                            |                |           | 18057                                                      | 385000             | SH              |                 | DEFINED | 11 |    |
|                            |                |           | 148                                                        | 3160               | SH              |                 | DEFINED | 3  |    |
|                            |                |           | 782                                                        | 16675              | SH              |                 | DEFINED | 12 |    |
|                            |                |           | 139                                                        | 2960               | SH              |                 | DEFINED | 5  |    |
|                            |                |           | 431                                                        | 9200               | SH              |                 | DEFINED | 10 |    |
|                            |                |           | 45730                                                      | 975051             |                 |                 |         |    |    |
| SIGMA ALDRICH CORP         | COM            | 826552101 | 108                                                        | 2800               | SH              |                 | DEFINED | 9  |    |
|                            |                |           | 98                                                         | 2550               | SH              |                 | DEFINED | 3  |    |
|                            |                |           | 42                                                         | 1100               | SH              |                 | DEFINED | 12 |    |
|                            |                |           | 249                                                        | 6450               |                 |                 |         |    |    |
| SIMON PPTY GROUP INC NEW   | PFD CV B 6.50% | 828806406 | 1127                                                       | 14000              | SH              |                 | DEFINED | 9  |    |
|                            |                |           | 1127                                                       | 14000              |                 |                 |         |    |    |
| SINGAPORE FD INC           | COM            | 82929L109 | 271                                                        | 50000              | SH              |                 | DEFINED | 11 |    |
|                            |                |           | 271                                                        | 50000              |                 |                 |         |    |    |

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|------------------------------|----------------|-----------|------------------------------------------------------------|--------------------|-----------------|-----------------|---------|----|--|---|--|
| NAME OF ISSUER               | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                         | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT |    |  |   |  |
| SKY FINL GROUP INC           | COM            | 83080P103 | 714                                                        | 37727              | SH              |                 | DEFINED | 9  |  |   |  |
|                              |                |           | 17                                                         | 886                | SH              |                 | DEFINED | 5  |  |   |  |
|                              |                |           | 731                                                        | 38613              |                 |                 |         |    |  |   |  |
| SMITH CHARLES E RESDNTL RLTY | COM            | 832197107 | 281                                                        | 5609               | SH              |                 | DEFINED | 9  |  |   |  |
|                              |                |           | 281                                                        | 5609               |                 |                 |         |    |  |   |  |
| SMUCKER J M CO               | COM            | 832696306 | 597                                                        | 22946              | SH              |                 | DEFINED | 9  |  |   |  |
|                              |                |           | 65                                                         | 2500               | SH              |                 | DEFINED | 11 |  |   |  |
|                              |                |           | 52                                                         | 2000               | SH              |                 | DEFINED | 3  |  |   |  |
|                              |                |           | 714                                                        | 27446              |                 |                 |         |    |  |   |  |
| SOLECTRON CORP               | COM            | 834182107 | 131                                                        | 7168               | SH              |                 | DEFINED | 9  |  |   |  |
|                              |                |           | 112                                                        | 6103               | SH              |                 | DEFINED | 3  |  |   |  |
|                              |                |           | 27                                                         | 1485               | SH              |                 | DEFINED | 12 |  |   |  |
|                              |                |           | 270                                                        | 14756              |                 |                 |         |    |  |   |  |
| SONOCO PRODS CO              | COM            | 835495102 | 423                                                        | 17010              | SH              |                 | DEFINED | 9  |  |   |  |
|                              |                |           | 423                                                        | 17010              |                 |                 |         |    |  |   |  |
| SOUTH FINL GROUP INC         | COM            | 837841105 | 1250                                                       | 66223              | SH              |                 | DEFINED | 9  |  |   |  |
|                              |                |           | 1250                                                       | 66223              |                 |                 |         |    |  |   |  |
| SOUTHERN CO                  | COM            | 842587107 | 745                                                        | 32058              | SH              |                 | DEFINED | 9  |  |   |  |
|                              |                |           | 775                                                        | 33352              | SH              |                 | DEFINED | 3  |  |   |  |
|                              |                |           | 12                                                         | 503                | SH              |                 | DEFINED | 5  |  |   |  |
|                              |                |           | 5                                                          | 200                | SH              |                 | DEFINED | 10 |  |   |  |
|                              |                |           | 1537                                                       | 66113              |                 |                 |         |    |  |   |  |
| SOUTHTRUST CORP              | COM            | 844730101 | 67977                                                      | 2614504            | SH              |                 | DEFINED | 9  |  |   |  |
|                              |                |           | 29973                                                      | 1152800            | SH              |                 | DEFINED | 11 |  |   |  |
|                              |                |           | 3219                                                       | 123815             | SH              |                 | DEFINED | 3  |  |   |  |
|                              |                |           | 915                                                        | 35200              | SH              |                 | DEFINED | 12 |  |   |  |
|                              |                |           | 26                                                         | 1010               | SH              |                 | DEFINED | 5  |  |   |  |
|                              |                |           | 1025                                                       | 39410              | SH              |                 | DEFINED | 10 |  |   |  |

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|----------------------|----------------|-----------|-----------------------------------------------------------|--------------------|------------|--------------|--------------------|---------|--|
| NAME OF ISSUER       | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                                        | SHARES/<br>PRN AMT | SH/<br>PRN | PUT/<br>CALL | INVSTMT<br>DSCRETN | C<br>MA |  |
| SOUTHWEST AIRLS CO   | COM            | 844741108 | 165                                                       | 8927               | SH         |              | DEFINED            | 9       |  |
|                      |                |           | 28                                                        | 1518               | SH         |              | DEFINED            | 3       |  |
|                      |                |           | 193                                                       | 10445              |            |              |                    |         |  |
| SPACELABS MED INC    | COM            | 846247104 | 749                                                       | 61400              | SH         |              | DEFINED            | 11      |  |
|                      |                |           | 749                                                       | 61400              |            |              |                    |         |  |
| SPRINT CORP          | COM FON GROUP  | 852061100 | 6443                                                      | 301660             | SH         |              | DEFINED            | 9       |  |
|                      |                |           | 95                                                        | 4425               | SH         |              | DEFINED            | 3       |  |
|                      |                |           | 331                                                       | 15486              | SH         |              | DEFINED            | 12      |  |
|                      |                |           | 11                                                        | 500                | SH         |              | DEFINED            | 10      |  |
|                      |                |           | 6879                                                      | 322071             |            |              |                    |         |  |
| SPRINT CORP          | PCS COM SER 1  | 852061506 | 1796                                                      | 74370              | SH         |              | DEFINED            | 9       |  |
|                      |                |           | 40                                                        | 1640               | SH         |              | DEFINED            | 3       |  |
|                      |                |           | 144                                                       | 5968               | SH         |              | DEFINED            | 12      |  |
|                      |                |           | 176                                                       | 7300               | SH         |              | DEFINED            | 10      |  |
|                      |                |           | 2156                                                      | 89278              |            |              |                    |         |  |
| STANDARD REGISTER CO | COM            | 853887107 | 95593                                                     | 5167224            | SH         |              | DEFINED            | 9       |  |
|                      |                |           | 65                                                        | 3500               | SH         |              | DEFINED            | 11      |  |
|                      |                |           | 95658                                                     | 5170724            |            |              |                    |         |  |
| STARBUCKS CORP       | COM            | 855244109 | 911                                                       | 39600              | SH         |              | DEFINED            | 9       |  |
|                      |                |           | 23                                                        | 1000               | SH         |              | DEFINED            | 3       |  |
|                      |                |           | 934                                                       | 40600              |            |              |                    |         |  |
| STATE STR CORP       | COM            | 857477103 | 3076                                                      | 62148              | SH         |              | DEFINED            | 9       |  |
|                      |                |           | 371                                                       | 7500               | SH         |              | DEFINED            | 3       |  |
|                      |                |           | 195                                                       | 3950               | SH         |              | DEFINED            | 12      |  |
|                      |                |           | 20                                                        | 400                | SH         |              | DEFINED            | 5       |  |
|                      |                |           | 99                                                        | 2000               | SH         |              | DEFINED            | 10      |  |

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|                              |     |           |       |       |    |  |         |   |  |
|------------------------------|-----|-----------|-------|-------|----|--|---------|---|--|
|                              |     |           | 3761  | 75998 |    |  |         |   |  |
| STEWART & STEVENSON SVCS INC | COM | 860342104 | 849   | 25734 | SH |  | DEFINED | 9 |  |
|                              |     |           | ----- | ----- |    |  |         |   |  |
|                              |     |           | 849   | 25734 |    |  |         |   |  |

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| NAME OF ISSUER             | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                             | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVTMT<br>DSCRETN |    |  |  |
| STILWELL FINL INC          | COM            | 860831106 | 9403                                           | 280170             | SH                  | DEFINED           | 9  |  |  |
|                            |                |           | 11578                                          | 345000             | SH                  | DEFINED           | 11 |  |  |
|                            |                |           | 204                                            | 6080               | SH                  | DEFINED           | 3  |  |  |
|                            |                |           | -----                                          | -----              |                     |                   |    |  |  |
|                            |                |           | 21185                                          | 631250             |                     |                   |    |  |  |
| STRATEGIC DISTR INC        | COM NEW        | 862701307 | 422                                            | 52200              | SH                  | DEFINED           | 11 |  |  |
|                            |                |           | -----                                          | -----              |                     |                   |    |  |  |
|                            |                |           | 422                                            | 52200              |                     |                   |    |  |  |
| STRATEGIC GLOBAL INCOME FD | COM            | 862719101 | 901                                            | 80000              | SH                  | DEFINED           | 11 |  |  |
|                            |                |           | -----                                          | -----              |                     |                   |    |  |  |
|                            |                |           | 901                                            | 80000              |                     |                   |    |  |  |
| STRYKER CORP               | COM            | 863667101 | 141                                            | 2576               | SH                  | DEFINED           | 9  |  |  |
|                            |                |           | 233                                            | 4240               | SH                  | DEFINED           | 3  |  |  |
|                            |                |           | 66                                             | 1200               | SH                  | DEFINED           | 5  |  |  |
|                            |                |           | -----                                          | -----              |                     |                   |    |  |  |
|                            |                |           | 440                                            | 8016               |                     |                   |    |  |  |
| SUN LIFE FINL SVCS CDA INC | COM            | 866796105 | 1002                                           | 42175              | SH                  | DEFINED           | 9  |  |  |
|                            |                |           | 135                                            | 5679               | SH                  | DEFINED           | 3  |  |  |
|                            |                |           | -----                                          | -----              |                     |                   |    |  |  |
|                            |                |           | 1137                                           | 47854              |                     |                   |    |  |  |
| SUN MICROSYSTEMS INC       | COM            | 866810104 | 14761                                          | 939000             | SH                  | DEFINED           | 9  |  |  |
|                            |                |           | 1100                                           | 70000              | SH                  | DEFINED           | 11 |  |  |
|                            |                |           | 625                                            | 39734              | SH                  | DEFINED           | 3  |  |  |
|                            |                |           | 2077                                           | 132123             | SH                  | DEFINED           | 12 |  |  |
|                            |                |           | 1971                                           | 125380             | SH                  | DEFINED           | 5  |  |  |
|                            |                |           | 1201                                           | 76380              | SH                  | DEFINED           | 10 |  |  |
|                            |                |           | -----                                          | -----              |                     |                   |    |  |  |
|                            |                |           | 21735                                          | 1382617            |                     |                   |    |  |  |
| SUNGARD DATA SYS INC       | COM            | 867363103 | 4840                                           | 161280             | SH                  | DEFINED           | 9  |  |  |
|                            |                |           | 6902                                           | 230000             | SH                  | DEFINED           | 11 |  |  |
|                            |                |           | 507                                            | 16900              | SH                  | DEFINED           | 3  |  |  |
|                            |                |           | 83                                             | 2750               | SH                  | DEFINED           | 12 |  |  |
|                            |                |           | 138                                            | 4600               | SH                  | DEFINED           | 10 |  |  |
|                            |                |           | -----                                          | -----              |                     |                   |    |  |  |
|                            |                |           | 12470                                          | 415530             |                     |                   |    |  |  |
| SUNTRUST BKS INC           | COM            | 867914103 | 1686                                           | 26020              | SH                  | DEFINED           | 9  |  |  |
|                            |                |           | 65                                             | 1000               | SH                  | DEFINED           | 3  |  |  |
|                            |                |           | 65                                             | 1000               | SH                  | DEFINED           | 12 |  |  |

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|       |        |            |
|-------|--------|------------|
| 13    | 205 SH | DEFINED 10 |
| ----- | -----  |            |
| 1828  | 28225  |            |

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|------------------------|----------------|-----------|-----------------|-----------------------------------------------|-----------------------------------|------|
| NAME OF ISSUER         | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT                               | SH/ PUT/ INVSTMT PRN CALL DSCRETN | O MA |
| -----                  |                |           |                 |                                               |                                   |      |
| SUPERIOR INDS INTL INC | COM            | 868168105 | 206             | 5384 SH                                       | DEFINED 3                         |      |
|                        |                |           | -----           | -----                                         |                                   |      |
|                        |                |           | 206             | 5384                                          |                                   |      |
| SYS CO CORP            | COM            | 871829107 | 28626           | 1054375 SH                                    | DEFINED 9                         |      |
|                        |                |           | 1857            | 68400 SH                                      | DEFINED 11                        |      |
|                        |                |           | 49              | 1800 SH                                       | DEFINED 3                         |      |
|                        |                |           | 1553            | 57200 SH                                      | DEFINED 12                        |      |
|                        |                |           | 98              | 3600 SH                                       | DEFINED 10                        |      |
|                        |                |           | -----           | -----                                         |                                   |      |
|                        |                |           | 32183           | 1185375                                       |                                   |      |
| TECO ENERGY INC        | COM            | 872375100 | 309             | 10135 SH                                      | DEFINED 9                         |      |
|                        |                |           | 137             | 4500 SH                                       | DEFINED 3                         |      |
|                        |                |           | 46              | 1500 SH                                       | DEFINED 12                        |      |
|                        |                |           | 61              | 2000 SH                                       | DEFINED 5                         |      |
|                        |                |           | 64              | 2100 SH                                       | DEFINED 10                        |      |
|                        |                |           | -----           | -----                                         |                                   |      |
|                        |                |           | 617             | 20235                                         |                                   |      |
| TXU CORP               | COM            | 873168108 | 338             | 7018 SH                                       | DEFINED 9                         |      |
|                        |                |           | 147             | 3050 SH                                       | DEFINED 3                         |      |
|                        |                |           | 36              | 750 SH                                        | DEFINED 12                        |      |
|                        |                |           | 5               | 100 SH                                        | DEFINED 5                         |      |
|                        |                |           | -----           | -----                                         |                                   |      |
|                        |                |           | 526             | 10918                                         |                                   |      |
| TARGET CORP            | COM            | 87612E106 | 30707           | 887486 SH                                     | DEFINED 9                         |      |
|                        |                |           | 23182           | 670000 SH                                     | DEFINED 11                        |      |
|                        |                |           | 4425            | 127895 SH                                     | DEFINED 3                         |      |
|                        |                |           | 342             | 9875 SH                                       | DEFINED 12                        |      |
|                        |                |           | 114             | 3290 SH                                       | DEFINED 5                         |      |
|                        |                |           | 374             | 10800 SH                                      | DEFINED 10                        |      |
|                        |                |           | -----           | -----                                         |                                   |      |
|                        |                |           | 59143           | 1709346                                       |                                   |      |
| TELLABS INC            | COM            | 879664100 | 26393           | 1360877 SH                                    | DEFINED 9                         |      |
|                        |                |           | 23058           | 1189800 SH                                    | DEFINED 11                        |      |
|                        |                |           | 130             | 6695 SH                                       | DEFINED 3                         |      |
|                        |                |           | 1174            | 60583 SH                                      | DEFINED 12                        |      |
|                        |                |           | 237             | 12240 SH                                      | DEFINED 5                         |      |
|                        |                |           | 137             | 7050 SH                                       | DEFINED 10                        |      |
|                        |                |           | -----           | -----                                         |                                   |      |
|                        |                |           | 51128           | 2637245                                       |                                   |      |

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| NAME OF ISSUER                            | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVTMT<br>DSCRETN | O<br>MA |
|-------------------------------------------|----------------|-----------|--------------------|--------------------|---------------------|-------------------|---------|
| TEMPLE INLAND INC                         | COM            | 879868107 | 192                | 3600               | SH                  | DEFINED           | 9       |
|                                           |                |           | 8                  | 142                | SH                  | DEFINED           | 3       |
|                                           |                |           | 37                 | 700                | SH                  | DEFINED           | 5       |
|                                           |                |           | 237                | 4442               |                     |                   |         |
| TEMPLETON GLOBAL GOVT INCOM FD SH BEN INT |                | 879929107 | 922                | 155000             | SH                  | DEFINED           | 11      |
|                                           |                |           | 922                | 155000             |                     |                   |         |
| TEMPLETON CHINA WORLD FD INC              | COM            | 88018X102 | 188                | 20000              | SH                  | DEFINED           | 11      |
|                                           |                |           | 188                | 20000              |                     |                   |         |
| TEMPLETON GLOBAL INCOME FD INC COM        |                | 880198106 | 653                | 101500             | SH                  | DEFINED           | 11      |
|                                           |                |           | 653                | 101500             |                     |                   |         |
| TEXACO INC                                | COM            | 881694103 | 1491               | 22367              | SH                  | DEFINED           | 9       |
|                                           |                |           | 1246               | 18698              | SH                  | DEFINED           | 3       |
|                                           |                |           | 133                | 2000               | SH                  | DEFINED           | 12      |
|                                           |                |           | 87                 | 1300               | SH                  | DEFINED           | 5       |
|                                           |                |           | 12                 | 180                | SH                  | DEFINED           | 10      |
|                                           |                |           | 2969               | 44545              |                     |                   |         |
| TEXAS INSTRS INC                          | COM            | 882508104 | 58543              | 1834884            | SH                  | DEFINED           | 9       |
|                                           |                |           | 34931              | 1095000            | SH                  | DEFINED           | 11      |
|                                           |                |           | 2435               | 76325              | SH                  | DEFINED           | 3       |
|                                           |                |           | 2660               | 83391              | SH                  | DEFINED           | 12      |
|                                           |                |           | 1066               | 33425              | SH                  | DEFINED           | 5       |
|                                           |                |           | 831                | 26050              | SH                  | DEFINED           | 10      |
|                                           |                |           | 100466             | 3149075            |                     |                   |         |
| TEXTRON INC                               | COM            | 883203101 | 3458               | 62829              | SH                  | DEFINED           | 9       |
|                                           |                |           | 45                 | 810                | SH                  | DEFINED           | 3       |
|                                           |                |           | 223                | 4050               | SH                  | DEFINED           | 12      |
|                                           |                |           | 138                | 2510               | SH                  | DEFINED           | 10      |
|                                           |                |           | 3864               | 70199              |                     |                   |         |
| THIRD WAVE TECHNOLOGIES INC               | COM            | 88428W108 | 1169               | 113225             | SH                  | DEFINED           | 9       |
|                                           |                |           | 2996               | 290000             | SH                  | DEFINED           | 11      |
|                                           |                |           | 4165               | 403225             |                     |                   |         |

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|                           |       |    |                                               |           |           |         |          |         |       |  |
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|                           |       |    | VALUE                                         | SHARES/   | SH/ PUT/  | INVSTMT |          |         |       |  |
| NAME OF ISSUER            |       |    | TITLE OF CLASS                                | CUSIP     | (X\$1000) | PRN AMT | PRN CALL | DSCRETN |       |  |
| -----                     |       |    | -----                                         | -----     | -----     | -----   | -----    | -----   | ----- |  |
| 3COM CORP                 |       |    | COM                                           | 885535104 | 1024      | 215500  | SH       | DEFINED | 11    |  |
|                           |       |    |                                               |           | 0         | 100     | SH       | DEFINED | 12    |  |
|                           |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                           |       |    |                                               |           | 1024      | 215600  |          |         |       |  |
| TORO CO                   |       |    | COM                                           | 891092108 | 899       | 20000   | SH       | DEFINED | 11    |  |
|                           |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                           |       |    |                                               |           | 899       | 20000   |          |         |       |  |
| TRICON GLOBAL RESTAURANTS |       |    | COM                                           | 895953107 | 324       | 7381    | SH       | DEFINED | 9     |  |
|                           |       |    |                                               |           | 350       | 7963    | SH       | DEFINED | 3     |  |
|                           |       |    |                                               |           | 9         | 205     | SH       | DEFINED | 12    |  |
|                           |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                           |       |    |                                               |           | 683       | 15549   |          |         |       |  |
| TRIBUNE CO NEW            |       |    | COM                                           | 896047107 | 1029      | 25710   | SH       | DEFINED | 9     |  |
|                           |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                           |       |    |                                               |           | 1029      | 25710   |          |         |       |  |
| TYCO INTL LTD NEW         |       |    | COM                                           | 902124106 | 101759    | 1866773 | SH       | DEFINED | 9     |  |
|                           |       |    |                                               |           | 61596     | 1130000 | SH       | DEFINED | 11    |  |
|                           |       |    |                                               |           | 6082      | 111579  | SH       | DEFINED | 3     |  |
|                           |       |    |                                               |           | 5875      | 107786  | SH       | DEFINED | 12    |  |
|                           |       |    |                                               |           | 3853      | 70691   | SH       | DEFINED | 5     |  |
|                           |       |    |                                               |           | 1417      | 26000   | SH       | DEFINED | 10    |  |
|                           |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                           |       |    |                                               |           | 180583    | 3312829 |          |         |       |  |
| USX MARATHON GROUP        |       |    | COM NEW                                       | 902905827 | 164       | 5560    | SH       | DEFINED | 9     |  |
|                           |       |    |                                               |           | 87        | 2958    | SH       | DEFINED | 3     |  |
|                           |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                           |       |    |                                               |           | 251       | 8518    |          |         |       |  |
| US BANCORP DEL            |       |    | COM NEW                                       | 902973304 | 63473     | 2785143 | SH       | DEFINED | 9     |  |
|                           |       |    |                                               |           | 570       | 25000   | SH       | DEFINED | 11    |  |
|                           |       |    |                                               |           | 732       | 32110   | SH       | DEFINED | 3     |  |
|                           |       |    |                                               |           | 666       | 29209   | SH       | DEFINED | 12    |  |
|                           |       |    |                                               |           | 1221      | 53560   | SH       | DEFINED | 5     |  |
|                           |       |    |                                               |           | 268       | 11744   | SH       | DEFINED | 10    |  |
|                           |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                           |       |    |                                               |           | 66929     | 2936766 |          |         |       |  |
| USEC INC                  |       |    | COM                                           | 90333E108 | 1180      | 140000  | SH       | DEFINED | 3     |  |
|                           |       |    |                                               |           | -----     | -----   |          |         |       |  |
|                           |       |    |                                               |           | 1180      | 140000  |          |         |       |  |

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|      |                |                |                                                           |                    |                    |                 |                 |         |       |  |
|------|----------------|----------------|-----------------------------------------------------------|--------------------|--------------------|-----------------|-----------------|---------|-------|--|
| PAGE | 67 OF          | 72             | FORM 13F<br>NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                 |                 |         |       |  |
|      | NAME OF ISSUER | TITLE OF CLASS | CUSIP                                                     | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVSTMT | O     |  |
|      | -----          | -----          | -----                                                     | -----              | -----              | -----           | -----           | -----   | ----- |  |
|      | USA ED INC     | COM            | 90390U102                                                 | 577                | 7910               | SH              |                 | DEFINED | 9     |  |

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|                               |      |           |       |        |    |         |    |
|-------------------------------|------|-----------|-------|--------|----|---------|----|
|                               |      |           | 20    | 270    | SH | DEFINED | 3  |
|                               |      |           | ----- | -----  |    |         |    |
|                               |      |           | 597   | 8180   |    |         |    |
| UNION PAC CORP                | COM  | 907818108 | 732   | 13340  | SH | DEFINED | 9  |
|                               |      |           | 271   | 4934   | SH | DEFINED | 3  |
|                               |      |           | 110   | 2000   | SH | DEFINED | 12 |
|                               |      |           | ----- | -----  |    |         |    |
|                               |      |           | 1113  | 20274  |    |         |    |
| UNITED PARCEL SERVICE INC     | CL B | 911312106 | 64    | 1115   | SH | DEFINED | 9  |
|                               |      |           | 17    | 300    | SH | DEFINED | 3  |
|                               |      |           | 124   | 2143   | SH | DEFINED | 12 |
|                               |      |           | 1637  | 28318  | SH | DEFINED | 5  |
|                               |      |           | ----- | -----  |    |         |    |
|                               |      |           | 1842  | 31876  |    |         |    |
| UNITED TECHNOLOGIES CORP      | COM  | 913017109 | 9822  | 134067 | SH | DEFINED | 9  |
|                               |      |           | 844   | 11516  | SH | DEFINED | 3  |
|                               |      |           | 89    | 1220   | SH | DEFINED | 12 |
|                               |      |           | ----- | -----  |    |         |    |
|                               |      |           | 10755 | 146803 |    |         |    |
| UNOCAL CORP                   | COM  | 915289102 | 160   | 4683   | SH | DEFINED | 9  |
|                               |      |           | 92    | 2684   | SH | DEFINED | 3  |
|                               |      |           | ----- | -----  |    |         |    |
|                               |      |           | 252   | 7367   |    |         |    |
| VAN KAMPEN TR INVT GRADE MUNS | COM  | 920929106 | 15    | 1000   | SH | DEFINED | 9  |
|                               |      |           | 209   | 14300  | SH | DEFINED | 3  |
|                               |      |           | ----- | -----  |    |         |    |
|                               |      |           | 224   | 15300  |    |         |    |
| VAN KAMPEN BD FD              | COM  | 920955101 | 30    | 1600   | SH | DEFINED | 9  |
|                               |      |           | 1245  | 65000  | SH | DEFINED | 11 |
|                               |      |           | ----- | -----  |    |         |    |
|                               |      |           | 1275  | 66600  |    |         |    |
| VARCO INTL INC DEL            | COM  | 922122106 | 8605  | 462390 | SH | DEFINED | 9  |
|                               |      |           | ----- | -----  |    |         |    |
|                               |      |           | 8605  | 462390 |    |         |    |
| VECTREN CORP                  | COM  | 92240G101 | 1423  | 68758  | SH | DEFINED | 9  |
|                               |      |           | 14866 | 718150 | SH | DEFINED | 3  |
|                               |      |           | ----- | -----  |    |         |    |
|                               |      |           | 16289 | 786908 |    |         |    |

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|----------------|----------------|-----------|------------------------------------------------|---------|----------|---------|---------|-------|-------|-------|
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|                |                |           | VALUE                                          | SHARES/ | SH/      | PUT/    | INVSTMT |       |       |       |
|                |                |           | (X\$1000)                                      | PRN AMT | PRN CALL | DSCRETN |         |       |       |       |
| NAME OF ISSUER | TITLE OF CLASS | CUSIP     |                                                |         |          |         |         |       |       |       |
| -----          | -----          | -----     | -----                                          | -----   | -----    | -----   | -----   | ----- | ----- | ----- |
| VERISIGN INC   | COM            | 92343E102 | 10048                                          | 167440  | SH       |         | DEFINED | 9     |       |       |
|                |                |           | 1200                                           | 20000   | SH       |         | DEFINED | 11    |       |       |
|                |                |           | 37                                             | 614     | SH       |         | DEFINED | 3     |       |       |
|                |                |           | 64                                             | 1060    | SH       |         | DEFINED | 5     |       |       |

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|                            |               |           |       |           |         |    |
|----------------------------|---------------|-----------|-------|-----------|---------|----|
|                            |               |           | 11349 | 189114    |         |    |
| VERIZON COMMUNICATIONS     | COM           | 92343V104 | 24431 | 456648 SH | DEFINED | 9  |
|                            |               |           | 1070  | 20000 SH  | DEFINED | 11 |
|                            |               |           | 5551  | 103750 SH | DEFINED | 3  |
|                            |               |           | 965   | 18044 SH  | DEFINED | 12 |
|                            |               |           | 385   | 7193 SH   | DEFINED | 5  |
|                            |               |           | 346   | 6458 SH   | DEFINED | 10 |
|                            |               |           | 32747 | 612093    |         |    |
| VIACOM INC                 | CL B          | 925524308 | 1060  | 20485 SH  | DEFINED | 9  |
|                            |               |           | 207   | 4002 SH   | DEFINED | 3  |
|                            |               |           | 1267  | 24487     |         |    |
| VICINITY CORP              | COM           | 925653107 | 286   | 166201 SH | DEFINED | 11 |
|                            |               |           | 286   | 166201    |         |    |
| VISHAY INTERTECHNOLOGY INC | COM           | 928298108 | 193   | 8384 SH   | DEFINED | 9  |
|                            |               |           | 460   | 20000 SH  | DEFINED | 11 |
|                            |               |           | 12    | 525 SH    | DEFINED | 12 |
|                            |               |           | 665   | 28909     |         |    |
| VITESSE SEMICONDUCTOR CORP | COM           | 928497106 | 2896  | 137630 SH | DEFINED | 9  |
|                            |               |           | 2735  | 130000 SH | DEFINED | 11 |
|                            |               |           | 27    | 1276 SH   | DEFINED | 3  |
|                            |               |           | 46    | 2200 SH   | DEFINED | 5  |
|                            |               |           | 11    | 500 SH    | DEFINED | 10 |
|                            |               |           | 5715  | 271606    |         |    |
| VIVENDI UNIVERSAL          | SPON ADR NEW  | 92851S204 | 250   | 4315 SH   | DEFINED | 9  |
|                            |               |           | 116   | 2000 SH   | DEFINED | 12 |
|                            |               |           | 366   | 6315      |         |    |
| VODAFONE GROUP PLC NEW     | SPONSORED ADR | 92857W100 | 3327  | 148837 SH | DEFINED | 9  |
|                            |               |           | 399   | 17830 SH  | DEFINED | 3  |
|                            |               |           | 45    | 1995 SH   | DEFINED | 5  |
|                            |               |           | 34    | 1500 SH   | DEFINED | 10 |
|                            |               |           | 3803  | 170162    |         |    |

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| FORM 13F       |                |           |                                               |                    |                 |                 |        |  |   |
|----------------|----------------|-----------|-----------------------------------------------|--------------------|-----------------|-----------------|--------|--|---|
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| NAME OF ISSUER | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                            | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DSCRETN | INVTMT |  | O |
| WACHOVIA CORP  | COM            | 929771103 | 6534                                          | 91832 SH           |                 | DEFINED         | 9      |  |   |
|                |                |           | 161                                           | 2260 SH            |                 | DEFINED         | 12     |  |   |
|                |                |           | 470                                           | 6609 SH            |                 | DEFINED         | 10     |  |   |
|                |                |           | 7165                                          | 100701             |                 |                 |        |  |   |

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|                      |         |           |        |         |       |         |    |  |
|----------------------|---------|-----------|--------|---------|-------|---------|----|--|
| WAL MART STORES INC  | COM     | 931142103 | 50059  | 1546569 | SH    | DEFINED | 9  |  |
|                      |         |           | 29036  | 595000  | SH    | DEFINED | 11 |  |
|                      |         |           | 4297   | 88048   | SH    | DEFINED | 3  |  |
|                      |         |           | 2634   | 53981   | SH    | DEFINED | 12 |  |
|                      |         |           | 1025   | 21005   | SH    | DEFINED | 5  |  |
|                      |         |           | 1848   | 37860   | SH    | DEFINED | 10 |  |
|                      |         |           | -----  |         | ----- |         |    |  |
|                      |         |           | 114312 | 2342463 |       |         |    |  |
| WALGREEN CO          | COM     | 931422109 | 29682  | 861340  | SH    | DEFINED | 9  |  |
|                      |         |           | 549    | 15930   | SH    | DEFINED | 3  |  |
|                      |         |           | 395    | 11475   | SH    | DEFINED | 12 |  |
|                      |         |           | 106    | 3065    | SH    | DEFINED | 5  |  |
|                      |         |           | 307    | 8900    | SH    | DEFINED | 10 |  |
|                      |         |           | -----  |         | ----- |         |    |  |
| 31038                | 900710  |           |        |         |       |         |    |  |
| WASHINGTON MUT INC   | COM     | 939322103 | 4      | 1118056 | SH    | DEFINED | 9  |  |
|                      |         |           | 304    | 8100    | SH    | DEFINED | 11 |  |
|                      |         |           | -----  |         | ----- |         |    |  |
| 42287                | 1126156 |           |        |         |       |         |    |  |
| WATERS CORP          | COM     | 941848103 | 3696   | 133864  | SH    | DEFINED | 9  |  |
|                      |         |           | 9194   | 333000  | SH    | DEFINED | 11 |  |
|                      |         |           | 470    | 17010   | SH    | DEFINED | 3  |  |
|                      |         |           | 1267   | 45905   | SH    | DEFINED | 12 |  |
|                      |         |           | 23     | 850     | SH    | DEFINED | 10 |  |
|                      |         |           | -----  |         | ----- |         |    |  |
| 14651                | 530629  |           |        |         |       |         |    |  |
| WELLS FARGO & CO NEW | COM     | 949746101 | 161819 | 3485238 | SH    | DEFINED | 9  |  |
|                      |         |           | 56450  | 1215800 | SH    | DEFINED | 11 |  |
|                      |         |           | 5906   | 127193  | SH    | DEFINED | 3  |  |
|                      |         |           | 8566   | 184492  | SH    | DEFINED | 12 |  |
|                      |         |           | 2389   | 51450   | SH    | DEFINED | 5  |  |
|                      |         |           | 1187   | 25555   | SH    | DEFINED | 10 |  |
| -----                |         | -----     |        |         |       |         |    |  |
| 236316               | 5089728 |           |        |         |       |         |    |  |
| WESTVACO CORP        | COM     | 961548104 | 646    | 26575   | SH    | DEFINED | 9  |  |
|                      |         |           | -----  |         | ----- |         |    |  |
| 646                  | 26575   |           |        |         |       |         |    |  |

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| FORM 13F |       |    |                                               |                |           |                 |                 |                          |            |
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| PAGE     | 70 OF | 72 | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                |           |                 |                 |                          |            |
|          |       |    | NAME OF ISSUER                                | TITLE OF CLASS | CUSIP     | VALUE (X\$1000) | SHARES/ PRN AMT | SH/ PUT/ INVSTMT DSCRETN | O MA       |
|          |       |    | -----                                         |                |           |                 |                 |                          |            |
|          |       |    | WEYERHAEUSER CO                               | COM            | 962166104 | 192             | 3500            | SH                       | DEFINED 9  |
|          |       |    |                                               |                |           | 110             | 2000            | SH                       | DEFINED 12 |
|          |       |    |                                               |                |           | -----           | -----           |                          |            |
|          |       |    |                                               |                |           | 302             | 5500            |                          |            |
|          |       |    | WHIRLPOOL CORP                                | COM            | 963320106 | 227             | 3625            | SH                       | DEFINED 9  |
|          |       |    |                                               |                |           | 3178            | 50843           | SH                       | DEFINED 3  |
|          |       |    | -----                                         |                |           |                 |                 |                          |            |

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|                               |      |           |       |           |         |    |
|-------------------------------|------|-----------|-------|-----------|---------|----|
|                               |      |           | 3404  | 54468     |         |    |
| WILLIAMS COMMUNICATIONS GROUP | CL A | 969455104 | 28    | 9541 SH   | DEFINED | 9  |
|                               |      |           | 3     | 1108 SH   | DEFINED | 3  |
|                               |      |           | 6     | 2000 SH   | DEFINED | 12 |
|                               |      |           | ----- | -----     |         |    |
|                               |      |           | 38    | 12649     |         |    |
| WILLIAMS COS INC DEL          | COM  | 969457100 | 392   | 11907 SH  | DEFINED | 9  |
|                               |      |           | 44    | 1350 SH   | DEFINED | 3  |
|                               |      |           | ----- | -----     |         |    |
|                               |      |           | 437   | 13257     |         |    |
| WILMINGTON TRUST CORP         | COM  | 971807102 | 595   | 9500 SH   | DEFINED | 9  |
|                               |      |           | 31    | 500 SH    | DEFINED | 3  |
|                               |      |           | ----- | -----     |         |    |
|                               |      |           | 627   | 10000     |         |    |
| WIND RIVER SYSTEMS INC        | COM  | 973149107 | 955   | 54690 SH  | DEFINED | 9  |
|                               |      |           | 3876  | 222000 SH | DEFINED | 11 |
|                               |      |           | 2     | 141 SH    | DEFINED | 3  |
|                               |      |           | ----- | -----     |         |    |
|                               |      |           | 4833  | 276831    |         |    |
| WISCONSIN ENERGY CORP         | COM  | 976657106 | 422   | 17750 SH  | DEFINED | 9  |
|                               |      |           | 12    | 500 SH    | DEFINED | 10 |
|                               |      |           | ----- | -----     |         |    |
|                               |      |           | 434   | 18250     |         |    |
| WOODHEAD INDS INC             | COM  | 979438108 | 554   | 32589 SH  | DEFINED | 9  |
|                               |      |           | ----- | -----     |         |    |
|                               |      |           | 554   | 32589     |         |    |

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|      |                      |                | FORM 13F                                      |                    |                    |                     |                    |    |    |
|------|----------------------|----------------|-----------------------------------------------|--------------------|--------------------|---------------------|--------------------|----|----|
| PAGE | 71 OF                | 72             | NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP |                    |                    |                     |                    |    |    |
|      | NAME OF ISSUER       | TITLE OF CLASS | CUSIP                                         | VALUE<br>(X\$1000) | SHARES/<br>PRN AMT | SH/<br>PUT/<br>CALL | INVSTMT<br>DSCRETN | O  | MA |
|      | WORLD COM INC GA NEW | WRLDCOM GP COM | 98157D106                                     | 25827              | 1821211 SH         |                     | DEFINED            | 9  |    |
|      |                      |                |                                               | 589                | 41446 SH           |                     | DEFINED            | 3  |    |
|      |                      |                |                                               | 1056               | 74375 SH           |                     | DEFINED            | 12 |    |
|      |                      |                |                                               | 1656               | 116596 SH          |                     | DEFINED            | 5  |    |
|      |                      |                |                                               | 601                | 42325 SH           |                     | DEFINED            | 10 |    |
|      |                      |                |                                               | -----              | -----              |                     |                    |    |    |
|      |                      |                |                                               | 29729              | 1995953            |                     |                    |    |    |
|      | WORLD COM INC GA NEW | MCI GROUP COM  | 98157D304                                     | 530                | 32943 SH           |                     | DEFINED            | 9  |    |
|      |                      |                |                                               | 29                 | 1800 SH            |                     | DEFINED            | 11 |    |
|      |                      |                |                                               | 26                 | 1605 SH            |                     | DEFINED            | 3  |    |
|      |                      |                |                                               | 47                 | 2926 SH            |                     | DEFINED            | 12 |    |
|      |                      |                |                                               | 73                 | 4536 SH            |                     | DEFINED            | 5  |    |
|      |                      |                |                                               | 27                 | 1684 SH            |                     | DEFINED            | 10 |    |
|      |                      |                |                                               | -----              | -----              |                     |                    |    |    |
|      |                      |                |                                               | 732                | 45494              |                     |                    |    |    |
|      | WORTHINGTON INDS INC | COM            | 981811102                                     | 509                | 37446 SH           |                     | DEFINED            | 9  |    |
|      |                      |                |                                               | 13                 | 958 SH             |                     | DEFINED            | 12 |    |

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|                  |      |           |      |           |         |    |
|------------------|------|-----------|------|-----------|---------|----|
|                  |      |           | 522  | 38404     |         |    |
| WRIGLEY WM JR CO | COM  | 982526105 | 691  | 14746 SH  | DEFINED | 9  |
|                  |      |           | 355  | 7584 SH   | DEFINED | 3  |
|                  |      |           | 1046 | 22330     |         |    |
| WYNDHAM INTL INC | CL A | 983101106 | 275  | 110000 SH | DEFINED | 11 |
|                  |      |           | 275  | 110000    |         |    |
| XCEL ENERGY INC  | COM  | 98389B100 | 329  | 11548 SH  | DEFINED | 9  |
|                  |      |           | 56   | 1985 SH   | DEFINED | 3  |
|                  |      |           | 385  | 13533     |         |    |
| XILINX INC       | COM  | 983919101 | 25   | 600 SH    | DEFINED | 9  |
|                  |      |           | 928  | 22505 SH  | DEFINED | 11 |
|                  |      |           | 25   | 600 SH    | DEFINED | 3  |
|                  |      |           | 978  | 23705     |         |    |
| XEROX CORP       | COM  | 984121103 | 205  | 21402 SH  | DEFINED | 9  |
|                  |      |           | 2    | 200 SH    | DEFINED | 3  |
|                  |      |           | 207  | 21602     |         |    |

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|                         |                |           | FORM 13F                                       |                    |                 |                  |         |      |    |
|-------------------------|----------------|-----------|------------------------------------------------|--------------------|-----------------|------------------|---------|------|----|
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| NAME OF ISSUER          | TITLE OF CLASS | CUSIP     | VALUE<br>(X\$1000)                             | SHARES/<br>PRN AMT | SH/<br>PRN CALL | PUT/<br>DISCRETN | INVSTMT | O    | MA |
| ZEBRA TECHNOLOGIES CORP | CL A           | 989207105 | 7813                                           | 159054 SH          |                 | DEFINED          | 9       |      |    |
|                         |                |           | 4912                                           | 100000 SH          |                 | DEFINED          | 11      |      |    |
|                         |                |           | 6                                              | 125 SH             |                 | DEFINED          | 3       |      |    |
|                         |                |           | 47                                             | 950 SH             |                 | DEFINED          | 12      |      |    |
|                         |                |           | 88                                             | 1800 SH            |                 | DEFINED          | 5       |      |    |
|                         |                |           | 12866                                          | 261929             |                 |                  |         |      |    |
| GRAND TOTAL             |                |           | 11337702                                       | TOTAL ENTRIES      |                 |                  |         | 1643 |    |