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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

 Form 13F Information Table Entry Total: 323

 Form 13F Information Table Value Total: \$ 1,048,590

 (thousands)

List of Other Included Managers:

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

| No. | Form 13F File Number | Name |
|-----|----------------------|-----------------------------------|
| 01 | 28-05357 | BP Investment Management Limited |
| 02 | 28-00312 | BP Corporation North America Inc. |

BP P.L.C.
 FORM 13F INFORMATION TABLE
 MARCH 31, 2003

| ISSUER | TITLE OF CLASS | CUSIP | MARKET VALUE (\$000) | SHARES/ PRN AMT | SH/ PRN | INVESTMENT DISCRETION | OTHER MANAGERS |
|---------------------|----------------|-----------|----------------------|-----------------|---------|-----------------------|----------------|
| 1ST DATA CPUSD0.01 | COM | 319963104 | 3,738 | 101,000 | SH | DEFINED | 01 |
| 3M | COM | 604059105 | 6,502 | 50,000 | SH | DEFINED | 01 |
| 5TH 3RD BANCO NPV | COM | 316773100 | 3,460 | 69,000 | SH | DEFINED | 01 |
| ABBOTT LABS | COM | 002824100 | 6,657 | 177,000 | SH | DEFINED | 01 |
| ADOBE SYSTEMS | COM | 00724F101 | 1,233 | 40,000 | SH | DEFINED | 01 |
| AFLAC\$0.10 | COM | 001055102 | 2,035 | 63,500 | SH | DEFINED | 01 |
| AIR PROD&CHEM | COM | 009158106 | 1,657 | 40,000 | SH | DEFINED | 01 |
| ALBERTSON'S | COM | 013104104 | 660 | 35,000 | SH | DEFINED | 01 |
| ALCOA INC | COM | 013817101 | 2,035 | 105,000 | SH | DEFINED | 01 |
| ALLOS THERAPEUTICS | COM | 019777101 | 177 | 44,172 | SH | DEFINED | 02 |
| ALLSTATE CORP\$0.01 | COM | 020002101 | 2,488 | 75,000 | SH | DEFINED | 01 |
| ALLTEL | COM | 020039103 | 1,790 | 40,000 | SH | DEFINED | 01 |
| ALTERA CP | COM | 021441100 | 542 | 40,000 | SH | DEFINED | 01 |
| ALTRIA GRP INC | COM | 718154107 | 6,741 | 225,000 | SH | DEFINED | 01 |
| AMAZON COM | COM | 023135106 | 1,041 | 40,000 | SH | DEFINED | 01 |
| AMBAC FIN | COM | 023139108 | 505 | 10,000 | SH | DEFINED | 01 |
| AMER EXPRS | COM | 025816109 | 4,984 | 150,000 | SH | DEFINED | 01 |

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| | | | | | | | |
|---------------------|-----|-----------|--------|---------|----|---------|----|
| AMER INT GR | COM | 026874107 | 15,127 | 305,905 | SH | DEFINED | 01 |
| AMER MOV ADR20 | ADR | 02364W105 | 802 | 60,000 | SH | DEFINED | 01 |
| AMER MOV ADR20 | ADR | 02364W204 | 1,305 | 100,000 | SH | DEFINED | 01 |
| AMEREN\$0.01 | COM | 023608102 | 1,367 | 35,000 | SH | DEFINED | 01 |
| AMGEN\$0.0001 | COM | 031162100 | 9,093 | 158,000 | SH | DEFINED | 01 |
| AMSOUTH BNCP | COM | 032165102 | 895 | 45,000 | SH | DEFINED | 01 |
| ANADARKO PET | COM | 032511107 | 1,365 | 30,000 | SH | DEFINED | 01 |
| ANALOG\$0.166 | COM | 032654105 | 1,100 | 40,000 | SH | DEFINED | 01 |
| ANHEUSER | COM | 035229103 | 4,792 | 102,800 | SH | DEFINED | 01 |
| AOL TIME WARNER | COM | 00184A105 | 5,104 | 470,000 | SH | DEFINED | 01 |
| APACHE CORP\$1.25 | COM | 037411105 | 1,297 | 21,000 | SH | DEFINED | 01 |
| APP MATERIAL | COM | 038222105 | 2,554 | 203,000 | SH | DEFINED | 01 |
| APPLE COM NPV | COM | 037833100 | 566 | 40,000 | SH | DEFINED | 01 |
| APPLERA BIOSYS | COM | 693325102 | 317 | 20,000 | SH | DEFINED | 01 |
| ARGLNT TECH | COM | 00846U101 | 502 | 38,140 | SH | DEFINED | 01 |
| AT&T CORP | COM | 001957505 | 1,343 | 82,909 | SH | DEFINED | 01 |
| AT&T WIRELESS | COM | 00209A106 | 2,244 | 340,000 | SH | DEFINED | 01 |
| AT&T-LIB MED CORP | COM | 530718105 | 3,028 | 311,200 | SH | DEFINED | 01 |
| AUTO DATA\$0.10 | COM | 053015103 | 2,001 | 65,000 | SH | DEFINED | 01 |
| AVON PRODS | COM | 054303102 | 1,712 | 30,000 | SH | DEFINED | 01 |
| BAKER HUGHES\$1 | COM | 057224107 | 1,497 | 50,000 | SH | DEFINED | 01 |
| BANK ONE CP | COM | 06423A103 | 5,557 | 160,500 | SH | DEFINED | 01 |
| BAXTER INTL | COM | 071813109 | 1,603 | 86,000 | SH | DEFINED | 01 |
| BB&T CP USD5 | COM | 054937107 | 1,886 | 60,000 | SH | DEFINED | 01 |
| BEA SYSTEM\$0.001 | COM | 073325102 | 611 | 60,000 | SH | DEFINED | 01 |
| BECTON DICK\$1 | COM | 075887109 | 861 | 25,000 | SH | DEFINED | 01 |
| BELLSOUTH | COM | 079860102 | 4,551 | 210,000 | SH | DEFINED | 01 |
| BERKSHIRE HATH'A' | COM | 084670108 | 9,570 | 150 | SH | DEFINED | 01 |
| BEST BUY\$0.10 | COM | 086516101 | 1,011 | 37,500 | SH | DEFINED | 01 |
| BIOGEN | COM | 090597105 | 419 | 14,000 | SH | DEFINED | 01 |
| BK NEWYORK\$7.50 | COM | 064057102 | 1,742 | 85,000 | SH | DEFINED | 01 |
| BK OF AMER USD.01 | COM | 060505104 | 2,700 | 190,000 | SH | DEFINED | 01 |
| BLACK&DECKER\$0.50 | COM | 091797100 | 697 | 20,000 | SH | DEFINED | 01 |
| BLOCK (H&R) NPV | COM | 093671105 | 1,067 | 25,000 | SH | DEFINED | 01 |
| BMC SOFTWARE | COM | 055921100 | 679 | 45,000 | SH | DEFINED | 01 |
| BOEING | COM | 097023105 | 2,205 | 88,000 | SH | DEFINED | 01 |
| BOSTON SCIEN \$0.01 | COM | 101137107 | 1,834 | 45,000 | SH | DEFINED | 01 |
| BROADCOM | COM | 111320107 | 259 | 21,000 | SH | DEFINED | 01 |
| BRSTL-MYER SQ!0.10 | COM | 110122108 | 4,564 | 216,000 | SH | DEFINED | 01 |
| BURLINGTN RES\$0.01 | COM | 122014103 | 1,431 | 30,000 | SH | DEFINED | 01 |
| BURLINGTON N. NPV | COM | 12189T104 | 1,195 | 48,000 | SH | DEFINED | 01 |
| CAP1 FINL | COM | 14040H105 | 750 | 25,000 | SH | DEFINED | 01 |
| CARDINAL HLTH NPV | COM | 14149Y108 | 3,561 | 62,500 | SH | DEFINED | 01 |
| CARNIVAL | COM | 143658102 | 1,567 | 65,000 | SH | DEFINED | 01 |
| CARSO GBL SPN.ADR | ADR | 14574P107 | 1,309 | 640,000 | SH | DEFINED | 01 |
| CATERPILLAR | COM | 149123101 | 2,927 | 59,500 | SH | DEFINED | 01 |
| CEMX ADR 5 CPO | ADR | 151290889 | 2,442 | 140,000 | SH | DEFINED | 01 |
| CENDANT\$0.01 | COM | 151313103 | 1,524 | 120,000 | SH | DEFINED | 01 |
| CERIDIAN | COM | 15677T106 | 419 | 30,000 | SH | DEFINED | 01 |
| CHEVRONTEXACO | COM | 166751107 | 8,084 | 125,050 | SH | DEFINED | 01 |
| CHUBB CORP!1 | COM | 171232101 | 886 | 20,000 | SH | DEFINED | 01 |
| CIENA CP\$0.01 | COM | 171779101 | 218 | 50,000 | SH | DEFINED | 01 |
| CIGNA CP | COM | 125509109 | 777 | 17,000 | SH | DEFINED | 01 |
| CINERGY\$0.01 | COM | 172474108 | 740 | 22,000 | SH | DEFINED | 01 |
| CISCO SYSTEMS | COM | 17275R102 | 10,773 | 830,000 | SH | DEFINED | 01 |
| CITIGROUP USD0.01 | COM | 172967101 | 19,281 | 559,669 | SH | DEFINED | 01 |
| CITRIX SYS | COM | 177376100 | 395 | 30,000 | SH | DEFINED | 01 |
| CLEAR CHANNL | COM | 184502102 | 2,374 | 70,000 | SH | DEFINED | 01 |
| COCA COLA!0.25 | COM | 191216100 | 10,363 | 256,000 | SH | DEFINED | 01 |
| COCA-COLA ENT\$1 | COM | 191219104 | 748 | 40,000 | SH | DEFINED | 01 |
| COLGATE-PALMOLIVE | COM | 194162103 | 4,524 | 83,100 | SH | DEFINED | 01 |
| COMCAST CORP (NEW) | COM | 20030N200 | 3,574 | 130,000 | SH | DEFINED | 01 |

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|--------------------|-----|-----------|--------|-----------|----|---------|----|
| COMCAST'A' | COM | 20030N101 | 4,120 | 144,105 | SH | DEFINED | 01 |
| COMERICA\$5 | COM | 200340107 | 833 | 22,000 | SH | DEFINED | 01 |
| COMP SCIENCES\$1 | COM | 205363104 | 651 | 20,000 | SH | DEFINED | 01 |
| COMVERSE TEC | COM | 205862402 | 339 | 30,000 | SH | DEFINED | 01 |
| CONOCOPHILLIPS | COM | 718507106 | 3,756 | 70,077 | SH | DEFINED | 01 |
| CONSL EDISON!0.10 | COM | 209115104 | 2,308 | 60,000 | SH | DEFINED | 01 |
| CORNING\$0.50 | COM | 219350105 | 438 | 75,000 | SH | DEFINED | 01 |
| COSTCO WHLESLE | COM | 22160K105 | 1,862 | 62,000 | SH | DEFINED | 01 |
| COX COMM'A'\$1 | COM | 224044107 | 933 | 30,000 | SH | DEFINED | 01 |
| CSX CORP | COM | 126408103 | 970 | 34,000 | SH | DEFINED | 01 |
| CVS CORP | COM | 126650100 | 1,431 | 60,000 | SH | DEFINED | 01 |
| DARDEN RESTCSN | COM | 237194105 | 357 | 20,000 | SH | DEFINED | 01 |
| DEERE&CO!1 | COM | 244199105 | 1,374 | 35,000 | SH | DEFINED | 01 |
| DELL COMPUTER!0.01 | COM | 247025109 | 8,056 | 295,000 | SH | DEFINED | 01 |
| DEVON ENERGY | COM | 25179M103 | 964 | 20,000 | SH | DEFINED | 01 |
| DLP AUTO SYSM | COM | 247126105 | 410 | 60,000 | SH | DEFINED | 01 |
| DOLLAR GEN!0.50 | COM | 256669102 | 565 | 46,250 | SH | DEFINED | 01 |
| DOMINION RES(VIRG) | COM | 257470104 | 3,045 | 55,000 | SH | DEFINED | 01 |
| DOW CHEM | COM | 260543103 | 3,313 | 120,000 | SH | DEFINED | 01 |
| DTE ENRGY | COM | 233331107 | 734 | 19,000 | SH | DEFINED | 01 |
| DU PONTC/TUSD0.30 | COM | 263534109 | 5,246 | 135,000 | SH | DEFINED | 01 |
| DUKE ENGY NPV | COM | 264399106 | 1,309 | 90,000 | SH | DEFINED | 01 |
| EATON CORP | COM | 278058102 | 839 | 12,000 | SH | DEFINED | 01 |
| EBAY IUSD0.01 | COM | 278642103 | 2,218 | 26,000 | SH | DEFINED | 01 |
| ECOLAB\$1 | COM | 278865100 | 740 | 15,000 | SH | DEFINED | 01 |
| ELE DTA SYS\$0.01 | COM | 285661104 | 528 | 30,000 | SH | DEFINED | 01 |
| ELEC ARTS | COM | 285512109 | 880 | 15,000 | SH | DEFINED | 01 |
| EMC CORP\$0.01 | COM | 268648102 | 1,735 | 240,000 | SH | DEFINED | 01 |
| EMERSON ELEC\$1 | COM | 291011104 | 2,267 | 50,000 | SH | DEFINED | 01 |
| ENGELHARD | COM | 292845104 | 643 | 30,000 | SH | DEFINED | 01 |
| EQTY OFCE USD0.01 | COM | 294741103 | 1,273 | 50,000 | SH | DEFINED | 01 |
| EXELON CP NPV | COM | 30161N101 | 2,016 | 40,000 | SH | DEFINED | 01 |
| EXULT INC. | COM | 302284104 | 40,442 | 5,517,392 | SH | SOLE | |
| EXXON MOB | COM | 30231G102 | 28,309 | 810,000 | SH | DEFINED | 01 |
| FANNIE MAE | COM | 313586109 | 7,450 | 114,000 | SH | DEFINED | 01 |
| FED DEPT US\$0.01 | COM | 31410H101 | 560 | 20,000 | SH | DEFINED | 01 |
| FEDEX CORP | COM | 31428X106 | 1,542 | 28,000 | SH | DEFINED | 01 |
| FIRST ENERGY USD.1 | COM | 337932107 | 945 | 30,000 | SH | DEFINED | 01 |
| FLEET BSTN FINL | COM | 339030108 | 2,603 | 109,000 | SH | DEFINED | 01 |
| FLUOR | COM | 343861100 | 674 | 20,000 | SH | DEFINED | 01 |
| FOM ECON ADR | ADR | 344419106 | 998 | 30,000 | SH | DEFINED | 01 |
| FORD MTR | COM | 345370860 | 1,520 | 202,097 | SH | DEFINED | 01 |
| FOREST LABS | COM | 345838106 | 540 | 10,000 | SH | DEFINED | 01 |
| FOX ENT GRP'A' | COM | 35138T107 | 933 | 35,000 | SH | DEFINED | 01 |
| FPL GR\$0.01 | COM | 302571104 | 1,591 | 27,000 | SH | DEFINED | 01 |
| FRANKLIN RES | COM | 354613101 | 658 | 20,000 | SH | DEFINED | 01 |
| FRED MAC USD0.21 | COM | 313400301 | 3,478 | 65,500 | SH | DEFINED | 01 |
| GANNETT CO\$1 | COM | 364730101 | 3,127 | 44,400 | SH | DEFINED | 01 |
| GAP INC\$0.05 | COM | 364760108 | 1,232 | 85,000 | SH | DEFINED | 01 |
| GEN ELEC | COM | 369604103 | 27,922 | 1,095,000 | SH | DEFINED | 01 |
| GEN MOT 'H'USD0.10 | COM | 370442832 | 616 | 55,000 | SH | DEFINED | 01 |
| GEN MOTORS | COM | 370442105 | 1,765 | 52,500 | SH | DEFINED | 01 |
| GENERAL MLS\$0.1 | COM | 370334104 | 2,733 | 60,000 | SH | DEFINED | 01 |
| GILLETTE CO\$1 | COM | 375766102 | 3,589 | 116,000 | SH | DEFINED | 01 |
| GLBSANFE CORP | COM | G3930E101 | 962 | 46,600 | SH | DEFINED | 01 |
| GLD SACHS | COM | 38141G104 | 783 | 11,500 | SH | DEFINED | 01 |
| GOLDEN WEST\$0.10 | COM | 381317106 | 1,079 | 15,000 | SH | DEFINED | 01 |
| GPO CARSO SPN.ADR | ADR | 400485207 | 475 | 100,000 | SH | DEFINED | 01 |
| GRAINGER\$0.50 | COM | 384802104 | 644 | 15,000 | SH | DEFINED | 01 |
| GRUPO TELE SP GDR | GDR | 40049J206 | 1,132 | 45,000 | SH | DEFINED | 01 |
| GUIDNT CRP NPV | COM | 401698105 | 1,014 | 28,000 | SH | DEFINED | 01 |
| HARLEY DAVID\$0.01 | COM | 412822108 | 1,727 | 43,500 | SH | DEFINED | 01 |

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| HARRAHS ENT\$0.10 | COM | 413619107 | 411 | 11,500 | SH | DEFINED | 01 |
| HARTFORD FINL USD | COM | 416515104 | 1,390 | 39,400 | SH | DEFINED | 01 |
| HCA INC | COM | 404119109 | 2,999 | 72,500 | SH | DEFINED | 01 |
| HEINZ (HJ) | COM | 423074103 | 1,095 | 37,500 | SH | DEFINED | 01 |
| HELL TELECOM ADS | COM | 423325307 | 131 | 27,778 | SH | DEFINED | 01 |
| HERSHEY FOODS\$1 | COM | 427866108 | 627 | 10,000 | SH | DEFINED | 01 |
| HEWLETT-PKARD\$0.01 | COM | 428236103 | 5,287 | 340,000 | SH | DEFINED | 01 |
| HILTON HOTELS\$2.50 | COM | 432848109 | 581 | 50,000 | SH | DEFINED | 01 |
| HNYWELL INTL | COM | 438516106 | 1,816 | 85,000 | SH | DEFINED | 01 |
| HOME DEPOT\$0.05 | COM | 437076102 | 6,358 | 261,000 | SH | DEFINED | 01 |
| HSEHLD INTL | COM | 441815107 | 86,014 | 3,041,500 | SH | DEFINED | 01 |
| IBM | COM | 459200101 | 14,510 | 185,000 | SH | DEFINED | 01 |
| ILL TOOL NPV | COM | 452308109 | 2,326 | 40,000 | SH | DEFINED | 01 |
| INDIA FUND | COM | 454089103 | 3,174 | 309,637 | SH | DEFINED | 01 |
| INGRSL-RND'A' | COM | G4776G101 | 1,081 | 28,000 | SH | DEFINED | 01 |
| INT PAPER !1 | COM | 460146103 | 2,028 | 60,000 | SH | DEFINED | 01 |
| INTEL | COM | 458140100 | 12,861 | 790,000 | SH | DEFINED | 01 |
| INTERPUB\$0.10 | COM | 460690100 | 186 | 20,000 | SH | DEFINED | 01 |
| INTUIT 0.01 | COM | 461202103 | 751 | 20,200 | SH | DEFINED | 01 |
| IONA TECH ADR | ADR | 46206P109 | 135 | 65,000 | SH | DEFINED | 01 |
| ITT INDUST | COM | 450911102 | 1,068 | 20,000 | SH | DEFINED | 01 |
| J HANCOCK FIN SER | COM | 410145106 | 1,111 | 40,000 | SH | DEFINED | 01 |
| JANUS CAP GRP INC | COM | 860831106 | 228 | 20,000 | SH | DEFINED | 01 |
| JDS UNIPHASE CRP | COM | 46612J101 | 307 | 107,700 | SH | DEFINED | 01 |
| JOHNSN CNTL\$0.1666 | COM | 478366107 | 1,449 | 20,000 | SH | DEFINED | 01 |
| JOHNSN&JOHNSN | COM | 478160104 | 18,958 | 327,600 | SH | DEFINED | 01 |
| JP MORGAN CHASE (CS) | COM | 46625H100 | 13,325 | 562,007 | SH | DEFINED | 01 |
| KELLOGG\$0.25 | COM | 487836108 | 1,303 | 42,500 | SH | DEFINED | 01 |
| KERR-MCGEE\$1 | COM | 492386107 | 1,218 | 30,000 | SH | DEFINED | 01 |
| KEYCORP\$1 | COM | 493267108 | 1,184 | 52,500 | SH | DEFINED | 01 |
| KIMBERLY CLK ADR | ADR | 494368204 | 391 | 34,000 | SH | DEFINED | 01 |
| KIMBERLY-CL\$1.25 | COM | 494368103 | 2,637 | 58,000 | SH | DEFINED | 01 |
| KLA TENCOR | COM | 482480100 | 970 | 27,000 | SH | DEFINED | 01 |
| KOHL'S CORP | COM | 500255104 | 2,037 | 36,000 | SH | DEFINED | 01 |
| KRFT FDS INC'A' | COM | 50075N104 | 1,974 | 70,000 | SH | DEFINED | 01 |
| KROGER\$1 | COM | 501044101 | 1,052 | 80,000 | SH | DEFINED | 01 |
| LASON SYS\$0.01 | COM | 51808R107 | 0 | 1,824 | SH | DEFINED | 01 |
| LEHMAN BROS\$0.10 | COM | 524908100 | 1,848 | 32,000 | SH | DEFINED | 01 |
| LEXMARK INTL'A'\$ | COM | 529771107 | 1,339 | 20,000 | SH | DEFINED | 01 |
| LILLY ELI | COM | 532457108 | 7,001 | 122,500 | SH | DEFINED | 01 |
| LINCOLN NATL | COM | 534187109 | 560 | 20,000 | SH | DEFINED | 01 |
| LINEAR TECH NPV | COM | 535678106 | 926 | 30,000 | SH | DEFINED | 01 |
| LOCK MARTIN | COM | 539830109 | 2,615 | 55,000 | SH | DEFINED | 01 |
| LOWE'S COS\$0.50 | COM | 548661107 | 4,245 | 104,000 | SH | DEFINED | 01 |
| LSI LOGIC | COM | 502161102 | 158 | 35,000 | SH | DEFINED | 01 |
| LTD INC | COM | 532716107 | 644 | 50,000 | SH | DEFINED | 01 |
| M.B.N.A.\$0.01 | COM | 55262L100 | 2,032 | 135,000 | SH | DEFINED | 01 |
| MANULIFE FINL CORP COM (ARCO) | COM | 56501R106 | 57,645 | 2,408,906 | SH | SOLE | |
| MARATHON OIL | COM | 565849106 | 719 | 30,000 | SH | DEFINED | 01 |
| MARRIOTT INT'A' | COM | 571903202 | 1,272 | 40,000 | SH | DEFINED | 01 |
| MARSH&MCLN | COM | 571748102 | 3,496 | 82,000 | SH | DEFINED | 01 |
| MASCO CORPN\$1 | COM | 574599106 | 1,490 | 80,000 | SH | DEFINED | 01 |
| MATAV RT ADS | COM | 576561104 | 839 | 50,000 | SH | DEFINED | 01 |
| MATTEL INC\$1 | COM | 577081102 | 900 | 40,000 | SH | DEFINED | 01 |
| MAXIM INTER USD | COM | 57772K101 | 1,336 | 37,000 | SH | DEFINED | 01 |
| MBIA INC | COM | 55262C100 | 580 | 15,000 | SH | DEFINED | 01 |
| MCDONALD'S | COM | 580135101 | 2,097 | 145,000 | SH | DEFINED | 01 |
| MCGRAW HILL\$1 | COM | 580645109 | 1,279 | 23,000 | SH | DEFINED | 01 |
| MCKESSON CORP | COM | 58155Q103 | 997 | 40,000 | SH | DEFINED | 01 |
| MEADWESTVACO | COM | 583334107 | 456 | 20,000 | SH | DEFINED | 01 |
| MEDIMMUNE | COM | 584699102 | 1,559 | 47,500 | SH | DEFINED | 01 |
| MEDTRONIC INC\$0.10 | COM | 585055106 | 6,181 | 137,000 | SH | DEFINED | 01 |

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|------------------------------|-----|-----------|--------|-----------|----|---------|----|
| MELLON FINL | COM | 58551A108 | 946 | 44,500 | SH | DEFINED | 01 |
| MERANT | COM | 587336108 | 931 | 99,000 | SH | DEFINED | 01 |
| MERCK&CO NPV | COM | 589331107 | 14,298 | 261,000 | SH | DEFINED | 01 |
| MERRIL LYNCH | COM | 590188108 | 3,168 | 89,500 | SH | DEFINED | 01 |
| METLIFE INC | COM | 59156R108 | 1,715 | 65,000 | SH | DEFINED | 01 |
| MGN STN | COM | 617446448 | 4,660 | 121,500 | SH | DEFINED | 01 |
| MICRON TECH | COM | 595112103 | 733 | 90,000 | SH | DEFINED | 01 |
| MICROSOFT | COM | 594918104 | 30,020 | 1,240,000 | SH | DEFINED | 01 |
| MILLNUM PHARM | COM | 599902103 | 275 | 35,000 | SH | DEFINED | 01 |
| MOLEX | COM | 608554101 | 752 | 35,000 | SH | DEFINED | 01 |
| MOODYS | COM | 615369105 | 1,965 | 42,500 | SH | DEFINED | 01 |
| MOTOROLA | COM | 620076109 | 2,106 | 255,000 | SH | DEFINED | 01 |
| N.FORK BANC | COM | 659424105 | 1,045 | 35,500 | SH | DEFINED | 01 |
| NAT CITY CORP | COM | 635405103 | 1,810 | 65,000 | SH | DEFINED | 01 |
| NAT SEMICON\$0.50 | COM | 637640103 | 341 | 20,000 | SH | DEFINED | 01 |
| NATUZZI ADR | ADR | 456478106 | 1,463 | 181,340 | SH | DEFINED | 01 |
| NEWELL RUBBERMAID | COM | 651229106 | 1,134 | 40,000 | SH | DEFINED | 01 |
| NEWMONT\$1.60 | COM | 651639106 | 1,373 | 52,500 | SH | DEFINED | 01 |
| NEXTL COMM INC | COM | 65332V103 | 1,138 | 85,000 | SH | DEFINED | 01 |
| NIKE'B'NPV | COM | 654106103 | 1,285 | 25,000 | SH | DEFINED | 01 |
| NORFOLK S.\$1 | COM | 655844108 | 928 | 50,000 | SH | DEFINED | 01 |
| NRTHN TST | COM | 665859104 | 776 | 25,500 | SH | DEFINED | 01 |
| NRTHROP GRUM | COM | 666807102 | 1,802 | 21,000 | SH | DEFINED | 01 |
| NY TIMES | COM | 650111107 | 1,489 | 34,500 | SH | DEFINED | 01 |
| OMNICOM!0.50 | COM | 681919106 | 1,441 | 26,600 | SH | DEFINED | 01 |
| ORACLE CP\$0.01 | COM | 68389X105 | 6,672 | 615,000 | SH | DEFINED | 01 |
| ORBOTECH | COM | M75253100 | 696 | 62,500 | SH | DEFINED | 01 |
| PAYCHEX | COM | 704326107 | 1,511 | 55,000 | SH | DEFINED | 01 |
| PENNEY (JC)CO\$0.50 | COM | 708160106 | 687 | 35,000 | SH | DEFINED | 01 |
| PEOPLESFT 0.01 | COM | 712713106 | 536 | 35,000 | SH | DEFINED | 01 |
| PEPSICO CAP STK\$ | COM | 713448108 | 8,196 | 204,900 | SH | DEFINED | 01 |
| PER PERSER ADR144A | ADR | 715680104 | 1,807 | 205,300 | SH | DEFINED | 01 |
| PFIZER | COM | 717081103 | 21,033 | 675,000 | SH | DEFINED | 01 |
| PHMRC CRPRTN | COM | 71713U102 | 6,978 | 161,150 | SH | DEFINED | 01 |
| PHOENIX COS INC NEW | COM | 71902E109 | 737 | 101,817 | SH | SOLE | |
| PITNEY BOWES | COM | 724479100 | 798 | 25,000 | SH | DEFINED | 01 |
| PPG INDS\$1 2/3 | COM | 693506107 | 902 | 20,000 | SH | DEFINED | 01 |
| PPL CP | COM | 69351T106 | 1,050 | 29,500 | SH | DEFINED | 01 |
| PRAXAIR\$0.01 | COM | 74005P104 | 845 | 15,000 | SH | DEFINED | 01 |
| PRGRSS ENRGY | COM | 743263105 | 1,566 | 40,000 | SH | DEFINED | 01 |
| PRINCIPAL FINANCIAL GROUP IN | COM | 74251V102 | 281 | 10,354 | SH | SOLE | |
| PRKM SFW GDR RGS | GDR | 743394207 | 511 | 35,000 | SH | DEFINED | 01 |
| PROCTR&GMBLE | COM | 742718109 | 13,536 | 152,000 | SH | DEFINED | 01 |
| PRUDENT FINANCIAL | COM | 744320102 | 585 | 20,000 | SH | DEFINED | 01 |
| PUBLIC SERV NPV | COM | 744573106 | 917 | 25,000 | SH | DEFINED | 01 |
| QUALCOMM | COM | 747525103 | 3,245 | 90,000 | SH | DEFINED | 01 |
| RAYTHEON CO | COM | 755111507 | 1,418 | 50,000 | SH | DEFINED | 01 |
| RCHTR GEDN GDR'RS' | GDR | 368467304 | 4,536 | 72,000 | SH | DEFINED | 01 |
| RCKWLL CLLNS | COM | 774341101 | 551 | 30,000 | SH | DEFINED | 01 |
| ROC TAIWN SHS BEN | COM | 749651105 | 813 | 220,284 | SH | DEFINED | 01 |
| ROCKWELL AUTO | COM | 773903109 | 621 | 30,000 | SH | DEFINED | 01 |
| ROHM&HAAS | COM | 775371107 | 447 | 15,000 | SH | DEFINED | 01 |
| SAFEWAY INC\$0.01 | COM | 786514208 | 852 | 45,000 | SH | DEFINED | 01 |
| SANMINA CORP | COM | 800907107 | 404 | 100,000 | SH | DEFINED | 01 |
| SARA LEE | COM | 803111103 | 2,150 | 115,000 | SH | DEFINED | 01 |
| SBC COMM\$1 | COM | 78387G103 | 7,222 | 360,000 | SH | DEFINED | 01 |
| SCHERING-PLOUGH | COM | 806605101 | 2,443 | 137,000 | SH | DEFINED | 01 |
| SCHLMBGR!1 | COM | 806857108 | 2,281 | 60,000 | SH | DEFINED | 01 |
| SCHWAB CHARL\$0.01 | COM | 808513105 | 939 | 130,000 | SH | DEFINED | 01 |
| SEARS ROE!0.75 | COM | 812387108 | 966 | 40,000 | SH | DEFINED | 01 |
| SIEBEL SYS\$0.001 | COM | 826170102 | 481 | 60,000 | SH | DEFINED | 01 |
| SIGMA ALDRICH\$1 | COM | 826552101 | 667 | 15,000 | SH | DEFINED | 01 |

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| | | | | | | | |
|---------------------|-----|-----------|--------|-----------|----|---------|----|
| SIMON PROP | COM | 828806109 | 932 | 26,000 | SH | DEFINED | 01 |
| SLM CORP | COM | 78442P106 | 2,662 | 24,000 | SH | DEFINED | 01 |
| SOLECTRON 0.001 | COM | 834182107 | 385 | 127,550 | SH | DEFINED | 01 |
| SOUTHERN CO\$5 | COM | 842587107 | 4,607 | 162,000 | SH | DEFINED | 01 |
| SPRINT CR (PCS GRP) | COM | 852061506 | 436 | 100,000 | SH | DEFINED | 01 |
| SPRINT\$2.50 | COM | 852061100 | 1,175 | 100,000 | SH | DEFINED | 01 |
| SPX | COM | 784635104 | 290 | 8,500 | SH | DEFINED | 01 |
| ST PAUL COS NPV | COM | 792860108 | 1,113 | 35,000 | SH | DEFINED | 01 |
| STAPLES USD | COM | 855030102 | 1,393 | 76,000 | SH | DEFINED | 01 |
| STARBUCK NPV | COM | 855244109 | 824 | 32,000 | SH | DEFINED | 01 |
| STARWD HOTELS'B' | COM | 85590A203 | 690 | 29,000 | SH | DEFINED | 01 |
| STATE ST CP\$1 | COM | 857477103 | 1,139 | 36,000 | SH | DEFINED | 01 |
| STET HELL TEL ADR | ADR | 859823106 | 461 | 57,737 | SH | DEFINED | 01 |
| STRYKER CORP\$0.10 | COM | 863667101 | 1,030 | 15,000 | SH | DEFINED | 01 |
| SUN MICRO | COM | 866810104 | 1,271 | 390,000 | SH | DEFINED | 01 |
| SW AIR\$1 | COM | 844741108 | 1,292 | 90,000 | SH | DEFINED | 01 |
| SYNOVUS FNCL | COM | 87161C105 | 930 | 52,000 | SH | DEFINED | 01 |
| SYSCO CORP\$1 | COM | 871829107 | 2,562 | 100,700 | SH | DEFINED | 01 |
| TARGET CP | COM | 87612E106 | 2,692 | 92,000 | SH | DEFINED | 01 |
| TCF FINCL | COM | 872275102 | 801 | 20,000 | SH | DEFINED | 01 |
| TEFNDS MEX ADR | ADR | 879403707 | 3,962 | 135,000 | SH | DEFINED | 01 |
| TELE MEX ADS | COM | 879403780 | 669 | 22,500 | SH | DEFINED | 01 |
| TEMPLE-INLAND\$1 | COM | 879868107 | 374 | 10,000 | SH | DEFINED | 01 |
| TENET HLTH | COM | 88033G103 | 919 | 55,000 | SH | DEFINED | 01 |
| TERADYNE | COM | 880770102 | 233 | 20,000 | SH | DEFINED | 01 |
| TEXAS INST\$1 | COM | 882508104 | 3,438 | 210,000 | SH | DEFINED | 01 |
| TEXTRON INC\$0.125 | COM | 883203101 | 824 | 30,000 | SH | DEFINED | 01 |
| THERASENSE INC | COM | 883381105 | 774 | 115,865 | SH | DEFINED | 02 |
| TJX CO!1 | COM | 872540109 | 1,056 | 60,000 | SH | DEFINED | 01 |
| TRANSOCN INC | COM | G90078109 | 818 | 40,000 | SH | DEFINED | 01 |
| TRAV PROP CAS'B' | COM | 89420G406 | 1,468 | 104,037 | SH | DEFINED | 01 |
| TRAV PRP CAS'A' | COM | 89420G109 | 211 | 15,000 | SH | DEFINED | 01 |
| TRIBUNE (DEL)NPV | COM | 896047107 | 1,913 | 42,500 | SH | DEFINED | 01 |
| TYCO INT LD | COM | 902124106 | 2,894 | 225,000 | SH | DEFINED | 01 |
| UNION PAC CORP | COM | 907818108 | 1,623 | 29,500 | SH | DEFINED | 01 |
| UNISYS CP | COM | 909214108 | 278 | 30,000 | SH | DEFINED | 01 |
| UNITEDHEALTH GRP | COM | 910581107 | 4,538 | 49,500 | SH | DEFINED | 01 |
| UPS'B' | COM | 911312106 | 2,023 | 35,500 | SH | DEFINED | 01 |
| US BANCORP | COM | 917292104 | 3,796 | 200,000 | SH | DEFINED | 01 |
| UST INC (DEL)\$0.50 | COM | 902911106 | 966 | 35,000 | SH | DEFINED | 01 |
| UTD TECH | COM | 913017109 | 4,334 | 75,000 | SH | DEFINED | 01 |
| VERITAS SFTWRE NPV | COM | 923436109 | 615 | 35,000 | SH | DEFINED | 01 |
| VERIZON COMM | COM | 92343V104 | 10,580 | 299,300 | SH | DEFINED | 01 |
| VIACOM N.VTG'B' | COM | 925524308 | 7,140 | 195,500 | SH | DEFINED | 01 |
| VIVND UNI ADR | ADR | 92851S204 | 150 | 11,200 | SH | DEFINED | 01 |
| W.DISNEY HDS DIS | COM | 254687106 | 3,608 | 212,000 | SH | DEFINED | 01 |
| WACHOVIA CRP USD | COM | 337358105 | 6,030 | 177,000 | SH | DEFINED | 01 |
| WAL MART STRS\$0.10 | COM | 931142103 | 19,771 | 380,000 | SH | DEFINED | 01 |
| WALGREEN | COM | 931422109 | 3,532 | 119,800 | SH | DEFINED | 01 |
| WASH MUT | COM | 939322103 | 3,774 | 107,000 | SH | DEFINED | 01 |
| WASTE MGMT | COM | 94106L109 | 2,012 | 95,000 | SH | DEFINED | 01 |
| WELLPOINT\$0.01 | COM | 94973H108 | 1,190 | 15,500 | SH | DEFINED | 01 |
| WELLS FARGO | COM | 949746101 | 9,088 | 202,000 | SH | DEFINED | 01 |
| WEYERHAEUSER\$1.25 | COM | 962166104 | 2,352 | 49,168 | SH | DEFINED | 01 |
| WYETH | COM | 983024100 | 6,051 | 160,000 | SH | DEFINED | 01 |
| X1LINX\$0.01 | COM | 983919101 | 936 | 40,000 | SH | DEFINED | 01 |
| YAHOO INC | COM | 984332106 | 1,201 | 50,000 | SH | DEFINED | 01 |
| ZIMMER HOLDINGS | COM | 98956P102 | 973 | 20,000 | SH | DEFINED | 01 |
| TOTAL | | | | 1,048,590 | | | |

