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FIFTH THIRD BANCORP  
Form 13F-HR  
November 15, 2004

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: September 30, 2004

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

Institutional Investment Manager Filing this Report:

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

13F File Number - #28-03158

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

Name:	Manager #
----	-----
Fifth Third Bank Ohio	4
Fifth Third Bank Michigan	15
Fifth Third Bank Tennessee	36
Fifth Third Asset Management	85

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: Neal Arnold  
Title: Executive Vice President, CFO  
Phone: 513-534-8577  
Signature, Place, and Date of Signing:

/s/ Neal Arnold ----- [Signature]	Cincinnati, Ohio ----- [City, State]	November 12, 2004 ----- [Date]
---	--	--------------------------------------

Report Type (Check only one):

- [ ] 13F HOLDINGS REPORT
- [ ] 13F NOTICE
- [X] 13F COMBINATION REPORT

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List of Other Managers Reporting for this Manager:

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 3

Form 13F Information Table Entry Total: 2,973

Form 13F Information Table Value Total (x\$1000): 14,534,540

List of Other Included Managers:

Name:	13F File No.:
-----	-----
Fifth Third Bank	28-539
Fifth Third Bank Asset Management	28-10115
Fifth Third Bank Tennessee	
Fifth Third Bank, a Michigan Corporation	28-10119

FORM 13F BREAKDOWN REPORT  
 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
 AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
DAIMLERCHRYSLER AG	ORD	D1668R123	\$323	7,805	SH		DEFINED	
			\$323	7,805				
ACE LTD	ORD	G0070K103	\$307	7,655	SH		DEFINED	
			\$86	2,150	SH		DEFINED	
			\$1,614	40,297	SH		DEFINED	
			\$2,007	50,102				
COOPER INDS LTD	CL A	G24182100	\$356	6,029	SH		DEFINED	
			\$541	9,162	SH		DEFINED	
			\$280	4,753	SH		DEFINED	
			\$1,177	19,944				
ENDURANCE SPECIALTY	SHS	G30397106	\$2,222	69,100	SH		DEFINED	
			\$2,222	69,100				

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GLOBAL SANTAFE CORP	SHS	G3930E101	\$83	2,706	SH	DEFINED
			\$225	7,353	SH	DEFINED
			-	-----	-----	
			\$308	10,059		
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	\$460	6,773	SH	DEFINED
			\$172	2,525	SH	DEFINED
			\$1,703	25,050	SH	DEFINED
			-	-----	-----	
			\$2,335	34,348		
NABORS INDUSTRIES LTD	SHS	G6359F103	\$1,017	21,471	SH	DEFINED
			\$162	3,430	SH	DEFINED
			\$40	850	SH	DEFINED
			\$359	7,573	SH	DEFINED
			-	-----	-----	
			\$1,578	33,324		
NOBLE CORPORATION	SHS	G65422100	\$2,232	49,654	SH	DEFINED

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
			\$1,437	31,975	SH		DEFINED	
			\$1,397	31,090	SH		DEFINED	
			-	-----	-----			
			\$5,067	112,719				
PLATINUM UNDERWRITER HLDGS LT	COM	G7127P100	\$1,268	43,300	SH		DEFINED	
			-	-----	-----			
			\$1,268	43,300				
SCOTTISH RE GROUP LTD	ORD	G7885T104	\$2,274	107,400	SH		DEFINED	
			-	-----	-----			
			\$2,274	107,400				
TRANSOCEAN INC	ORD	G90078109	\$2,892	80,822	SH		DEFINED	
			\$315	8,817	SH		DEFINED	
			\$8,099	226,342	SH		DEFINED	
			-	-----	-----			
			\$11,306	315,981				
XL CAP LTD	CL A	G98255105	\$383	5,177	SH		DEFINED	
			\$120	1,620	SH		DEFINED	
			\$519	7,011	SH		DEFINED	
			-	-----	-----			
			\$1,022	13,808				

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CHECK POINT SOFTWARE TECH LT	ORD	M22465104	\$2,303	135,749	SH	DEFINED
			\$2,327	137,104	SH	DEFINED
			\$4	225	SH	DEFINED
			\$1,477	87,013	SH	DEFINED
			-----	-----		
			\$6,111	360,091		
GIVEN IMAGING	ORD SHS	M52020100	\$2,308	60,000	SH	DEFINED
			-----	-----		
			\$2,308	60,000		
CORE LABORATORIES N V	COM	N22717107	\$11	464	SH	DEFINED
			\$28	1,154	SH	DEFINED
			\$738	30,000	SH	DEFINED
			-----	-----		
			\$777	31,618		
STEINER LEISURE LTD	ORD	P8744Y102	\$1,814	82,100	SH	DEFINED
			-----	-----		
			\$1,814	82,100		

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SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DISCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
FLEXTRONICS INTL LTD	ORD	Y2573F102	\$6,324	477,356	SH		DEFINED	
			\$1,434	108,223	SH		DEFINED	
			\$3	200	SH		DEFINED	
			\$8,666	654,000	SH		DEFINED	
			-----	-----				
			\$16,427	1,239,779				
GENERAL MARITIME CORP	SHS	Y2692M103	\$45	1,280	SH		DEFINED	
			\$119	3,414	SH		DEFINED	
			\$2,264	65,000	SH		DEFINED	
			-----	-----				
			\$2,427	69,694				
OMI CORP NEW	COM	Y6476W104	\$1,628	101,645	SH		DEFINED	
			\$111	6,934	SH		DEFINED	
			\$2,243	140,000	SH		DEFINED	
			-----	-----				
			\$3,982	248,579				
TOP TANKERS INC	COM	Y8897Y107	\$2,399	150,000	SH		DEFINED	
			-----	-----				
			\$2,399	150,000				
A D C TELECOMMUN- ICATIONS	COM	886101	\$41	22,502	SH		DEFINED	
			\$51	28,300	SH		DEFINED	
			\$465	256,985	SH		DEFINED	

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				\$557	307,787		
ACM INCOME FUND INC	COM	912105	\$19	2,300	SH	DEFINED	
			\$183	22,424	SH	DEFINED	
			\$201	24,724			
AFLAC INC	COM	1055102	\$13,828	352,684	SH	DEFINED	
			\$7,109	181,313	SH	DEFINED	
			\$6	145	SH	DEFINED	
			\$1,017	25,933	SH	DEFINED	
			\$21,961	560,075			
AES CORP	COM	00130H105	\$191	19,081	SH	DEFINED	
			\$13	1,280	SH	DEFINED	
			\$324	32,401	SH	DEFINED	
			\$527	52,762			

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AK STL HLDG CORP	COM	1547108	\$101	12,378	SH		DEFINED	
			\$16	2,000	SH		DEFINED	
			\$898	110,000	SH		DEFINED	
			\$1,015	124,378				
AMB PROPERTY CORP	COM	00163T109	\$41	1,117	SH		DEFINED	
			\$416	11,250	SH		DEFINED	
			\$458	12,367				
AMR CORP	COM	1765106	\$4	600	SH		DEFINED	
			\$74	10,120	SH		DEFINED	
			\$79	10,720				
APAC CUSTOMER SERVICES INC	COM	1.85E+108	\$221	140,500	SH		DEFINED	
			\$667	425,000	SH		DEFINED	
			\$888	565,500				
AT&T CORP	COM NEW	1957505	\$568	39,658	SH		DEFINED	
			\$315	21,997	SH		DEFINED	
			\$1,297	90,596	SH		DEFINED	
			\$2,180	152,251				

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AT&T WIRELESS SVCS INC	COM	00209A106	\$3,044	205,905	SH	DEFINED
			\$581	39,311	SH	DEFINED
			\$78	5,300	SH	DEFINED
			\$3,017	204,095	SH	DEFINED
		-	-----	-----		
			\$6,719	454,611		
ABBOTT LABS	COM	2824100	\$81,909	1,933,654	SH	DEFINED
			\$29,585	698,419	SH	DEFINED
			\$59	1,385	SH	DEFINED
			\$16,974	400,709	SH	DEFINED
		-	-----	-----		
			\$128,527	3,034,167		
ABERCROMBIE & FITCH CO	CL A	2896207	\$9	300	SH	DEFINED
			\$2,237	71,000	SH	DEFINED
			-	-----	-----	
			\$2,246	71,300		

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-----	-----	-----	-----	-----	-----	-----	-----	-----
ABBEY NATL PLC	ADR PRF B7.375	2920700	\$27	1,000	SH		DEFINED	
			\$673	24,900	SH		DEFINED	
			-	-----	-----			
			\$700	25,900				
ABBEY NATL PLC	GDR	2920809	\$1,881	70,600	SH		DEFINED	
			-	-----	-----			
			\$1,881	70,600				
ABERDEEN ASIA PACIFIC INCOM	COM	3009107	\$240	39,000	SH		DEFINED	
			-	-----	-----			
			\$240	39,000				
ACCELRY S INC	COM	00430U103	\$132	20,150	SH		DEFINED	
			\$1,271	195,000	SH		DEFINED	
			-	-----	-----			
			\$1,403	215,150				
ACTIVCARD CORP	COM	00506J107	\$322	52,342	SH		DEFINED	
			\$1,688	275,000	SH		DEFINED	
			-	-----	-----			
			\$2,010	327,342				
ACXIOM CORP	COM	5125109	\$2	80	SH		DEFINED	
			\$1,003	42,250	SH		DEFINED	
			-	-----	-----			
			\$1,005	42,330				
ADOBE SYS INC	COM	00724F101	\$430	8,697	SH		DEFINED	

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			\$153	3,088	SH	DEFINED
			\$602	12,162	SH	DEFINED
		-	-----	-----		
			\$1,185	23,947		
ADVANCE AUTO PARTS INC	COM	00751Y106	\$1,230	35,767	SH	DEFINED
			\$833	24,227	SH	DEFINED
			\$6,037	175,500	SH	DEFINED
		-	-----	-----		
			\$8,101	235,494		
ADVISORY BRD CO	COM	00762W107	\$1,841	54,802	SH	DEFINED
		-	-----	-----		
			\$1,841	54,802		
ADVENTRX PHARMACEUTICALS INC	COM	00764X103	\$30	25,126	SH	DEFINED
		-	-----	-----		
			\$30	25,126		

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-----	-----	-----	-----	-----	-----	-----	-----	-----
AEROPOSTALE	COM	7865108	\$1,268	48,400	SH		DEFINED	
			\$68	2,605	SH		DEFINED	
			\$2,388	91,142	SH		DEFINED	
		-	-----	-----				
			\$3,724	142,147				
ADVANCED MICRO DEVICES INC	COM	7903107	\$132	10,137	SH		DEFINED	
			\$26	2,000	SH		DEFINED	
			\$236	18,124	SH		DEFINED	
		-	-----	-----				
			\$393	30,261				
AEGON N V	ORD AMER REG	7924103	\$65	5,981	SH		DEFINED	
			\$588	54,449	SH		DEFINED	
		-	-----	-----				
			\$653	60,430				
AETNA INC NEW	COM	00817Y108	\$651	6,510	SH		DEFINED	
			\$157	1,575	SH		DEFINED	
			\$777	7,776	SH		DEFINED	
		-	-----	-----				
			\$1,585	15,861				
AFFILIATED COMPUTER SERVICES	CL A	8190100	\$3,742	67,218	SH		DEFINED	
			\$2,077	37,315	SH		DEFINED	
			\$384	6,899	SH		DEFINED	
		-	-----	-----				
			\$6,203	111,432				

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AFFILIATED MANAGERS GROUP	COM	8252108	\$2,157	40,288	SH	DEFINED
			\$64	1,202	SH	DEFINED
			\$2,005	37,450	SH	DEFINED
		-	-----	-----		
			\$4,226	78,940		
AGERE SYS INC	CL B	00845V209	\$8	7,616	SH	DEFINED
			\$8	7,958	SH	DEFINED
		-	-----	-----		
			\$16	15,574		
AGILENT TECHNOLOGIES INC	COM	00846U101	\$25,868	1,199,250	SH	DEFINED
			\$3,390	157,152	SH	DEFINED
			\$32,075	1,487,021	SH	DEFINED
		-	-----	-----		
			\$61,333	2,843,423		

FORM 13F BREAKDOWN REPORT  
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-----	-----	-----	-----	-----	-----	-----	-----	-----
AGILYSYS INC	COM	00847J105	\$104	6,000	SH		DEFINED	
			\$5,159	298,400	SH		DEFINED	
		-	-----	-----				
			\$5,263	304,400				
AGRIUM INC	COM	8916108	\$3,907	220,000	SH		DEFINED	
		-	-----	-----				
			\$3,907	220,000				
AIR PRODS & CHEMS INC	COM	9158106	\$12,286	225,938	SH		DEFINED	
			\$2,929	53,860	SH		DEFINED	
			\$3	50	SH		DEFINED	
			\$2,341	43,046	SH		DEFINED	
		-	-----	-----				
			\$17,559	322,894				
AKAMAI TECHNOLOGIES INC	COM	00971T101	\$25	1,800	SH		DEFINED	
			\$2,915	207,500	SH		DEFINED	
		-	-----	-----				
			\$2,941	209,300				
ALBERTO CULVER CO	COM	13068101	\$12,624	290,345	SH		DEFINED	
			\$8,113	186,588	SH		DEFINED	
			\$11	242	SH		DEFINED	
			\$5,316	122,262	SH		DEFINED	
		-	-----	-----				
			\$26,064	599,437				
ALBERTSONS INC	COM	13104104	\$700	29,256	SH		DEFINED	



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			\$52	2,179	SH	DEFINED
			\$449	18,763	SH	DEFINED
			-----	-----		
			\$1,201	50,198		
ALCOA INC	COM	13817101	\$13,688	408,905	SH	DEFINED
			\$6,719	200,030	SH	DEFINED
			\$52	1,550	SH	DEFINED
			\$4,317	128,535	SH	DEFINED
			-----	-----		
			\$24,777	737,620		
ALFA CORP	COM	15385107	\$273	19,528	SH	DEFINED
			-----	-----		
			\$273	19,528		

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-----	-----	-----	-----	-----	-----	-----	-----	-----
ALIGN TECHNOLOGY INC	COM	16255101	\$2	100	SH		DEFINED	
			\$1,083	70,850	SH		DEFINED	
			-----	-----				
			\$1,084	70,950				
ALLEGHENY ENERGY INC	COM	17361106	\$76	4,746	SH		DEFINED	
			\$29	1,800	SH		DEFINED	
			\$3,632	227,596	SH		DEFINED	
			-----	-----				
			\$3,737	234,142				
ALLERGAN INC	COM	18490102	\$299	4,128	SH		DEFINED	
			\$138	1,901	SH		DEFINED	
			\$487	6,709	SH		DEFINED	
			-----	-----				
			\$924	12,738				
ALLIANCE CAP MGMT HLDG L P	UNIT LTD PARTN	01855A101	\$111	3,125	SH		DEFINED	
			\$589	16,600	SH		DEFINED	
			-----	-----				
			\$700	19,725				
ALLIED WASTE INDS INC	COM PAR\$.01NEW	19589308	\$73	8,279	SH		DEFINED	
			\$143	16,103	SH		DEFINED	
			-----	-----				
			\$216	24,382				
ALLSTATE CORP	COM	20002101	\$12,730	265,250	SH		DEFINED	
			\$24,627	513,173	SH		DEFINED	
			\$2	50	SH		DEFINED	
			\$6,828	142,270	SH		DEFINED	
			-----	-----				

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			\$44,187	920,743		
ALLTEL CORP	COM	20039103	\$27,730	505,008	SH	DEFINED
			\$10,479	190,843	SH	DEFINED
			\$10	175	SH	DEFINED
			\$19,658	358,008	SH	DEFINED
		-	-----	-----		
			\$57,877	1,054,034		
ALTERA CORP	COM	21441100	\$204	10,403	SH	DEFINED
			\$59	3,023	SH	DEFINED
			\$374	19,109	SH	DEFINED
		-	-----	-----		
			\$637	32,535		

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ALTIRIS INC	COM	02148M100	\$70	2,212	SH		DEFINED	
			\$91	2,874	SH		DEFINED	
			\$2,959	93,478	SH		DEFINED	
		-	-----	-----				
			\$3,120	98,564				
ALTRIA GROUP INC	COM	02209S103	\$9,195	195,473	SH		DEFINED	
			\$4,119	87,562	SH		DEFINED	
			\$6,208	131,981	SH		DEFINED	
		-	-----	-----				
			\$19,522	415,016				
AMAZON COM INC	COM	23135106	\$48	1,185	SH		DEFINED	
			\$197	4,833	SH		DEFINED	
		-	-----	-----				
			\$246	6,018				
AMBAC FINL GROUP INC	COM	23139108	\$349	4,361	SH		DEFINED	
			\$95	1,190	SH		DEFINED	
			\$441	5,516	SH		DEFINED	
		-	-----	-----				
			\$885	11,067				
AMERADA HESS CORP	COM	23551104	\$254	2,853	SH		DEFINED	
			\$411	4,614	SH		DEFINED	
		-	-----	-----				
			\$665	7,467				
AMEREN CORP	COM	23608102	\$272	5,886	SH		DEFINED	
			\$1,112	24,104	SH		DEFINED	
			\$453	9,822	SH		DEFINED	
		-	-----	-----				

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			\$1,837	39,812		
AMCORE FINL INC	COM	23912108	\$549	19,328	SH	DEFINED
		-	-----	-----		
			\$549	19,328		
AMERICAN AXLE & MFG HLDGS IN	COM	24061103	\$237	8,100	SH	DEFINED
		-	-----	-----		
			\$237	8,100		
AMERICAN CAPITAL STRATEGIES	COM	24937104	\$3,376	107,716	SH	DEFINED

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-----	-----	-----	-----	-----	-----	-----	-----	-----
			\$1,746	55,705	SH		DEFINED	
			\$6,115	195,110	SH		DEFINED	
		-	-----	-----				
			\$11,236	358,531				
AMERICAN ELEC PWR INC	COM	25537101	\$11,710	366,397	SH		DEFINED	
			\$3,667	114,736	SH		DEFINED	
			\$16,437	514,290	SH		DEFINED	
		-	-----	-----				
			\$31,814	995,423				
AMERICAN EXPRESS CO	COM	25816109	\$5,508	107,030	SH		DEFINED	
			\$3,830	74,435	SH		DEFINED	
			\$23	450	SH		DEFINED	
			\$6,441	125,164	SH		DEFINED	
		-	-----	-----				
			\$15,802	307,079				
AMERICAN FINL GROUP INC OHIO	COM	25932104	\$632	21,157	SH		DEFINED	
		-	-----	-----				
			\$632	21,157				
AMERICAN INCOME FD INC	COM	02672T109	\$1,147	135,400	SH		DEFINED	
		-	-----	-----				
			\$1,147	135,400				
AMERICAN INTL GROUP INC	COM	26874107	\$76,212	1,120,921	SH		DEFINED	
			\$29,487	433,689	SH		DEFINED	
			\$78	1,150	SH		DEFINED	
			\$41,402	608,948	SH		DEFINED	

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			-	-----	-----		
				\$147,179	2,164,708		
AMERICAN ITALIAN PASTA CO	CL A	27070101	-	-----	-----		
				\$973	37,200	SH	DEFINED
			-	-----	-----		
				\$973	37,200		
AMERICAN MED SYS HLDGS INC	COM	02744M108	-	-----	-----		
				\$1,814	50,000	SH	DEFINED
			-	-----	-----		
				\$1,814	50,000		
AMERICAN PHYSICIANS CAPITAL	COM	28884104	-	-----	-----		
				\$228	7,440	SH	DEFINED
			-	-----	-----		
				\$228	7,440		
AMERICAN PWR CONVERSION CORP	COM	29066107	-	-----	-----		
				\$134	7,708	SH	DEFINED

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
			-	-----	-----			
				\$1,397	80,313	SH	DEFINED	
			-	-----	-----			
				\$1,531	88,021			
AMERICAN STD COS INC DEL	COM	29712106	-	-----	-----			
				\$218	5,598	SH	DEFINED	
				\$2	40	SH	DEFINED	
				\$532	13,680	SH	DEFINED	
			-	-----	-----			
				\$752	19,318			
AMERON INTL INC	COM	30710107	-	-----	-----			
				\$587	17,872	SH	DEFINED	
				\$2,139	65,000	SH	DEFINED	
			-	-----	-----			
				\$2,726	82,872			
AMERISOURCEBERGEN CORP	COM	3.07E+108	-	-----	-----			
				\$230	4,288	SH	DEFINED	
				\$306	5,702	SH	DEFINED	
			-	-----	-----			
				\$537	9,990			
AMERITRADE HLDG CORP NEW	COM	03074K100	-	-----	-----			
				\$5	450	SH	DEFINED	
				\$16	1,300	SH	DEFINED	
				\$1,501	125,000	SH	DEFINED	
			-	-----	-----			

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			\$1,522	126,750		
AMGEN INC	NOTE 3	031162AE0	\$292	4,000	SH	DEFINED
		-	-----	-----		
			\$292	4,000		
AMGEN INC	COM	31162100	\$53,844	947,802	SH	DEFINED
			\$16,598	292,168	SH	DEFINED
			\$43	750	SH	DEFINED
			\$20,700	364,380	SH	DEFINED
		-	-----	-----		
			\$91,186	1,605,100		
AMKOR TECHNOLOGY INC	COM	31652100	\$71	19,579	SH	DEFINED
		-	-----	-----		
			\$71	19,579		
AMREIT	CL A	32158107	\$565	75,743	SH	DEFINED
		-	-----	-----		
			\$565	75,743		
AMSOUTH BANCORPORATION	COM	32165102	\$232	9,536	SH	DEFINED

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
			\$75	3,075	SH		DEFINED	
			\$98	4,006	SH		DEFINED	
			\$436	17,885	SH		DEFINED	
		-	-----	-----				
			\$842	34,502				
ANADARKO PETE CORP	COM	32511107	\$10,095	152,126	SH		DEFINED	
			\$7,286	109,794	SH		DEFINED	
			\$56	850	SH		DEFINED	
			\$11,970	180,384	SH		DEFINED	
		-	-----	-----				
			\$29,408	443,154				
ANALOG DEVICES INC	COM	32654105	\$37,623	970,175	SH		DEFINED	
			\$6,713	173,098	SH		DEFINED	
			\$35,558	916,925	SH		DEFINED	
		-	-----	-----				
			\$79,895	2,060,198				
ANALYSTS INTL CORP	COM	32681108	\$592	135,000	SH		DEFINED	
			\$2	500	SH		DEFINED	
			\$1,171	267,500	SH		DEFINED	

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				\$1,765	403,000		
ANAREN INC	COM	32744104		\$1,279	95,000	SH	DEFINED
				\$1,279	95,000		
ANDREW CORP	COM	34425108		\$2,922	238,696	SH	DEFINED
				\$658	53,729	SH	DEFINED
				\$10,914	891,703	SH	DEFINED
				\$14,494	1,184,128		
ANDRX CORP DEL	ANDRX GROUP	34553107		\$67	3,000	SH	DEFINED
				\$2,220	99,300	SH	DEFINED
				\$2,287	102,300		
ANGELICA CORP	COM	34663104		\$498	20,000	SH	DEFINED
				\$2,239	90,000	SH	DEFINED
				\$2,737	110,000		
ANHEUSER BUSCH COS INC	COM	35229103		\$46,543	931,779	SH	DEFINED

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
			\$15,898	318,270	SH		DEFINED	
			\$18	365	SH		DEFINED	
			\$2,073	41,510	SH		DEFINED	
			\$64,532	1,291,924				
ANIXTER INTL INC	COM	35290105	\$2,112	60,200	SH		DEFINED	
			\$2,112	60,200				
ANN TAYLOR STORES CORP	COM	36115103	\$2,181	93,200	SH		DEFINED	
			\$2,181	93,200				
ANTHEM INC	COM	03674B104	\$20,447	234,354	SH		DEFINED	
			\$2,943	33,727	SH		DEFINED	
			\$24,498	280,784	SH		DEFINED	
			\$47,889	548,865				
ANTHRACITE CAP INC	COM	37023108	\$278	25,000	SH		DEFINED	

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				\$278	25,000		
AON CORP	COM	37389103	\$5,660	196,935	SH	DEFINED	
			\$3,742	130,186	SH	DEFINED	
			\$15,304	532,500	SH	DEFINED	
			\$24,706	859,621			
APACHE CORP	COM	37411105	\$2,306	46,018	SH	DEFINED	
			\$1,932	38,557	SH	DEFINED	
			\$10,408	207,696	SH	DEFINED	
			\$14,646	292,271			
APARTMENT INVT & MGMT CO	CL A	03748R101	\$192	5,510	SH	DEFINED	
			\$51	1,474	SH	DEFINED	
			\$168	4,823	SH	DEFINED	
			\$411	11,807			
APHTON CORP	COM	03759P101	\$50	14,050	SH	DEFINED	
			\$50	14,050			

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	O MA
APOGEE ENTERPRISES INC	COM	37598109	\$776	59,990	SH		DEFINED	
			\$3,167	245,000	SH		DEFINED	
			\$3,944	304,990				
APOLLO GROUP INC	CL A	37604105	\$398	5,430	SH		DEFINED	
			\$78	1,058	SH		DEFINED	
			\$719	9,800	SH		DEFINED	
			\$1,195	16,288				
APPLE COMPUTER INC	COM	37833100	\$443	11,423	SH		DEFINED	
			\$215	5,540	SH		DEFINED	
			\$6,564	169,384	SH		DEFINED	
			\$7,221	186,347				
APPLERA CORP	COM AP BIO GRP	38020103	\$149	7,912	SH		DEFINED	
			\$195	10,342	SH		DEFINED	
			\$344	18,254				

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APPLERA CORP	COM CE GEN GRP	38020202	\$51	4,375	SH	DEFINED
			\$2,513	215,000	SH	DEFINED
			-	-----	-----	
			\$2,564	219,375		
APPLIED FILMS CORP	COM	38197109	\$925	51,343	SH	DEFINED
			\$2	106	SH	DEFINED
			-	-----	-----	
			\$927	51,449		
APPLIED MICRO CIRCUITS CORP	COM	03822W109	\$26	8,189	SH	DEFINED
			\$51	16,164	SH	DEFINED
			-	-----	-----	
			\$76	24,353		
APPLIED MATLS INC	COM	38222105	\$21,804	1,322,276	SH	DEFINED
			\$2,194	133,038	SH	DEFINED
			\$23	1,400	SH	DEFINED
			\$28,179	1,708,855	SH	DEFINED
			-	-----	-----	
			\$52,200	3,165,569		
ARCHER DANIELS MIDLAND CO	COM	39483102	\$615	36,207	SH	DEFINED
			\$194	11,396	SH	DEFINED

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
			\$2,763	162,718	SH		DEFINED	
			-	-----	-----			
			\$3,571	210,321				
ARIAD PHARMACEUTICALS INC	COM	04033A100	\$36	5,426	SH		DEFINED	
			\$60	9,037	SH		DEFINED	
			\$937	140,000	SH		DEFINED	
			-	-----	-----			
			\$1,033	154,463				
ARRAY BIOPHARMA INC	COM	04269X105	\$19	2,690	SH		DEFINED	
			\$49	6,984	SH		DEFINED	
			\$699	100,000	SH		DEFINED	
			-	-----	-----			
			\$767	109,674				
ARTHROCARE CORP	COM	43136100	\$1,465	50,000	SH		DEFINED	



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				\$1,465	50,000		
ASHLAND INC	COM	44204105	\$921	16,419	SH	DEFINED	
			\$265	4,718	SH	DEFINED	
			\$198	3,538	SH	DEFINED	
			\$1,384	24,675			
ASK JEEVES INC	COM	45174109	\$59	1,809	SH	DEFINED	
			\$77	2,353	SH	DEFINED	
			\$1,252	38,278	SH	DEFINED	
			\$1,388	42,440			
ASSOCIATED ESTATES RLTY CORP	COM	45604105	\$221	22,056	SH	DEFINED	
			\$1,198	120,000	SH	DEFINED	
			\$1,419	142,056			
ASTA FDG INC	COM	46220109	\$30	1,868	SH	DEFINED	
			\$3	168	SH	DEFINED	
			\$278	17,183	SH	DEFINED	
			\$311	19,219			
AT ROAD INC	COM	04648K105	\$422	100,000	SH	DEFINED	
			\$422	100,000			

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ATHEROGENICS INC	COM	47439104	\$2,218	67,300	SH		DEFINED	
			\$2,218	67,300				
AUGUST TECHNOLOGY CORP	COM	05106U105	\$689	100,344	SH		DEFINED	
			\$73	10,674	SH		DEFINED	
			\$1,567	228,156	SH		DEFINED	
			\$2,330	339,174				
AULT INC	COM	51503100	\$45	14,720	SH		DEFINED	
			\$995	323,000	SH		DEFINED	
			\$1,040	337,720				
AUTODESK INC	COM	52769106	\$174	3,570	SH		DEFINED	

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			\$5	100	SH	DEFINED
			\$284	5,830	SH	DEFINED
			-----	-----		
			\$462	9,500		
AUTOLIV INC	COM	52800109	\$12	306	SH	DEFINED
			\$49	1,211	SH	DEFINED
			\$311	7,700	SH	DEFINED
			-----	-----		
			\$372	9,217		
AUTOMATIC DATA PROCESSING IN	COM	53015103	\$23,777	575,442	SH	DEFINED
			\$4,090	98,993	SH	DEFINED
			\$25	600	SH	DEFINED
			\$2,054	49,721	SH	DEFINED
			-----	-----		
			\$29,947	724,756		
AUTONATION INC	COM	05329W102	\$118	6,914	SH	DEFINED
			\$96	5,600	SH	DEFINED
			\$234	13,681	SH	DEFINED
			-----	-----		
			\$447	26,195		
AUTOZONE INC	COM	53332102	\$179	2,320	SH	DEFINED
			\$16	210	SH	DEFINED
			\$328	4,247	SH	DEFINED
			-----	-----		
			\$524	6,777		

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----	-----
AVAYA INC	COM	53499109	\$291	20,893	SH		DEFINED	
			\$27	1,913	SH		DEFINED	
			\$2,710	194,403	SH		DEFINED	
			-----	-----				
			\$3,028	217,209				
AVERY DENNISON CORP	COM	53611109	\$15,022	228,367	SH		DEFINED	
			\$5,750	87,415	SH		DEFINED	
			\$71	1,075	SH		DEFINED	
			\$4,246	64,541	SH		DEFINED	
			-----	-----				
			\$25,088	381,398				
AVIALL INC NEW	COM	05366B102	\$239	11,736	SH		DEFINED	
			\$3,060	150,000	SH		DEFINED	
			-----	-----				

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			\$3,299	161,736		
AVID TECHNOLOGY INC	COM	05367P100	\$40	848	SH	DEFINED
			\$52	1,100	SH	DEFINED
			\$1,754	37,417	SH	DEFINED
			-----	-----		
			\$1,845	39,365		
AVOCENT CORP	COM	53893103	\$2,127	81,723	SH	DEFINED
			\$341	13,099	SH	DEFINED
			\$6,527	250,750	SH	DEFINED
			-----	-----		
			\$8,995	345,572		
AVON PRODS INC	COM	54303102	\$652	14,928	SH	DEFINED
			\$932	21,329	SH	DEFINED
			\$1,051	24,069	SH	DEFINED
			-----	-----		
			\$2,635	60,326		
AXCELIS TECHNOLOGIES INC	COM	54540109	\$35	4,174	SH	DEFINED
			\$83	10,027	SH	DEFINED
			\$994	120,000	SH	DEFINED
			-----	-----		
			\$1,111	134,201		
BB&T CORP	COM	54937107	\$3,475	87,556	SH	DEFINED
			\$10,134	255,332	SH	DEFINED
			\$1,136	28,614	SH	DEFINED
			-----	-----		
			\$14,745	371,502		

FORM 13F BREAKDOWN REPORT  
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-----	-----	-----	-----	-----	-----	-----	-----	-----
B A S F A G	SPONSORED ADR	55262505	\$118	2,000	SH		DEFINED	
			\$105	1,777	SH		DEFINED	
			-----	-----				
			\$223	3,777				
BEI TECHNOLOGIES INC	COM	05538P104	\$11	400	SH		DEFINED	
			\$2,466	90,000	SH		DEFINED	
			-----	-----				
			\$2,477	90,400				
BKF CAP GROUP INC	COM	05548G102	\$381	13,000	SH		DEFINED	
			\$3,662	125,000	SH		DEFINED	

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				\$4,043	138,000		
BJ SVCS CO	COM	55482103	\$220	4,196	SH	DEFINED	
			\$431	8,230	SH	DEFINED	
				\$651	12,426		
BP PLC	SPONSORED ADR	55622104	\$40,915	711,202	SH	DEFINED	
			\$20,453	355,522	SH	DEFINED	
			\$9	150	SH	DEFINED	
				\$61,377	1,066,874		
BMC SOFTWARE INC	COM	55921100	\$894	56,531	SH	DEFINED	
			\$25	1,600	SH	DEFINED	
			\$1,204	76,142	SH	DEFINED	
				\$2,123	134,273		
BAKER MICHAEL CORP	COM	57149106	\$589	37,500	SH	DEFINED	
			\$4,239	270,000	SH	DEFINED	
				\$4,828	307,500		
BAKER HUGHES INC	COM	57224107	\$598	13,672	SH	DEFINED	
			\$217	4,955	SH	DEFINED	
			\$742	16,981	SH	DEFINED	
				\$1,557	35,608		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DCRETN	O MA
BALL CORP	COM	58498106	\$281	7,520	SH		DEFINED	
			\$794	21,205	SH		DEFINED	
			\$447	11,944	SH		DEFINED	
				\$1,522	40,669			
BANCINSURANCE CORP	COM	05945K102	\$118	15,750	SH		DEFINED	
				\$118	15,750			
BANK OF AMERICA CORPORATION	COM	60505104	\$74,540	1,720,289	SH		DEFINED	
			\$22,372	516,322	SH		DEFINED	
			\$69	1,600	SH		DEFINED	
			\$31,282	721,952	SH		DEFINED	
				\$128,264	2,960,163			

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BANK NEW YORK INC	COM	64057102	\$65,143	2,233,225	SH	DEFINED
			\$9,608	329,367	SH	DEFINED
			\$10	350	SH	DEFINED
			\$12,604	432,094	SH	DEFINED
		-	-----	-----		
			\$87,365	2,995,036		
BANKUNITED FINL CORP	CL A	06652B103	\$729	25,000	SH	DEFINED
		-	-----	-----		
			\$729	25,000		
BARD C R INC	COM	67383109	\$155	2,733	SH	DEFINED
			\$221	3,910	SH	DEFINED
			\$427	7,542	SH	DEFINED
		-	-----	-----		
			\$803	14,185		
BARRY RG CORP-OHIO	COM	68798107	\$77	30,000	SH	DEFINED
		-	-----	-----		
			\$77	30,000		
BASSETT FURNITURE INDS INC	COM	70203104	\$907	47,995	SH	DEFINED
			\$4,663	247,000	SH	DEFINED
		-	-----	-----		
			\$5,570	294,995		
BAUSCH & LOMB INC	COM	71707103	\$107	1,612	SH	DEFINED
			\$173	2,600	SH	DEFINED
			\$1,283	19,310	SH	DEFINED
		-	-----	-----		
			\$1,563	23,522		

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-----	-----	-----	-----	-----	-----	-----	-----	-----
BAXTER INTL INC	COM	71813109	\$2,380	74,010	SH		DEFINED	
			\$708	22,019	SH		DEFINED	
			\$8	250	SH		DEFINED	
			\$1,006	31,279	SH		DEFINED	
		-	-----	-----				
			\$4,102	127,558				
BE AEROSPACE INC	COM	73302101	\$1,092	120,000	SH		DEFINED	
			\$9	1,000	SH		DEFINED	
		-	-----	-----				
			\$1,101	121,000				

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BEA SYS INC	COM	73325102	\$358	51,845	SH	DEFINED
			\$161	23,310	SH	DEFINED
			-	-----	-----	
			\$519	75,155		
BEAR STEARNS COS INC	COM	73902108	\$390	4,054	SH	DEFINED
			\$8	78	SH	DEFINED
			\$513	5,332	SH	DEFINED
			-	-----	-----	
			\$910	9,464		
BECKMAN COULTER INC	COM	75811109	\$2,179	38,834	SH	DEFINED
			\$323	5,750	SH	DEFINED
			\$5,974	106,450	SH	DEFINED
			-	-----	-----	
			\$8,476	151,034		
BECTON DICKINSON & CO	COM	75887109	\$1,339	25,892	SH	DEFINED
			\$165	3,200	SH	DEFINED
			\$4,432	85,718	SH	DEFINED
			-	-----	-----	
			\$5,936	114,810		
BED BATH & BEYOND INC	COM	75896100	\$723	19,476	SH	DEFINED
			\$466	12,555	SH	DEFINED
			\$571	15,384	SH	DEFINED
			-	-----	-----	
			\$1,760	47,415		
BELDEN CDT INC	COM	77454106	\$2,616	120,000	SH	DEFINED
			-	-----	-----	
			\$2,616	120,000		

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BELLSOUTH CORP	COM	79860102	\$9,672	356,645	SH		DEFINED	
			\$6,033	222,443	SH		DEFINED	
			\$8	300	SH		DEFINED	
			\$3,156	116,361	SH		DEFINED	
			-	-----	-----			
			\$18,869	695,749				
BEMA GOLD CORP	COM	08135F107	\$2	500	SH		DEFINED	
			\$2,219	695,500	SH		DEFINED	
			-	-----	-----			

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			\$2,220	696,000		
BEMIS INC	COM	81437105	\$75	2,818	SH	DEFINED
			\$146	5,482	SH	DEFINED
		-	-----	-----		
			\$221	8,300		
BENCHMARK ELECTRS INC	COM	08160H101	\$62	2,078	SH	DEFINED
			\$86	2,883	SH	DEFINED
			\$2,419	81,158	SH	DEFINED
		-	-----	-----		
			\$2,566	86,119		
BENIHANA INC	CL A	82047200	\$402	30,000	SH	DEFINED
			\$1,840	137,500	SH	DEFINED
		-	-----	-----		
			\$2,241	167,500		
BERKLEY W R CORP	COM	84423102	\$31	737	SH	DEFINED
			\$325	7,705	SH	DEFINED
		-	-----	-----		
			\$356	8,442		
BERKSHIRE HATHAWAY INC DEL	CL B	84670207	\$746	260	SH	DEFINED
			\$1,272	443	SH	DEFINED
			\$2,871	1,000	SH	DEFINED
		-	-----	-----		
			\$4,889	1,703		
BEST BUY INC	COM	86516101	\$29,685	547,282	SH	DEFINED
			\$8,004	147,563	SH	DEFINED
			\$31,273	576,558	SH	DEFINED
		-	-----	-----		
			\$68,961	1,271,403		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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BIG LOTS INC	COM	89302103	\$40	3,231	SH		DEFINED	
			\$558	45,649	SH		DEFINED	
		-	-----	-----				
			\$598	48,880				
BIOMET INC	COM	90613100	\$41,064	875,929	SH		DEFINED	
			\$17,238	367,711	SH		DEFINED	
			\$73	1,560	SH		DEFINED	
			\$7,476	159,479	SH		DEFINED	
		-	-----	-----				

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			\$65,851	1,404,679		
BIOGEN IDEC INC	COM	09062X103	\$849	13,887	SH	DEFINED
			\$452	7,389	SH	DEFINED
			\$1,152	18,836	SH	DEFINED
			-	-----		
			\$2,454	40,112		
BIOMIRA INC	COM	09161R106	\$19	13,400	SH	DEFINED
			-	-----		
			\$19	13,400		
BLACK & DECKER CORP	COM	91797100	\$383	4,944	SH	DEFINED
			\$521	6,725	SH	DEFINED
			\$675	8,721	SH	DEFINED
			-	-----		
			\$1,579	20,390		
BLACKROCK INCOME TR INC	COM	09247F100	\$78	10,438	SH	DEFINED
			\$24	3,199	SH	DEFINED
			\$810	108,600	SH	DEFINED
			-	-----		
			\$912	122,237		
BLACKROCK MUN TARGET TERM TR	COM	09247M105	\$85	8,000	SH	DEFINED
			\$93	8,765	SH	DEFINED
			-	-----		
			\$179	16,765		
BLACKROCK INCOME OPP TRUST I	COM	92475102	\$35	3,100	SH	DEFINED
			\$2,536	225,000	SH	DEFINED
			-	-----		
			\$2,571	228,100		
BLAIR CORP	COM	92828102	\$367	13,000	SH	DEFINED

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
			\$3,381	120,000	SH		DEFINED	
			\$3,748	133,000				
BLOCK H & R INC	COM	93671105	\$2,879	58,246	SH		DEFINED	
			\$391	7,910	SH		DEFINED	
			\$441	8,929	SH		DEFINED	



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				\$3,711	75,085		
BOB EVANS FARMS INC	COM	96761101	\$5,500	202,511	SH	DEFINED	
			\$868	31,958	SH	DEFINED	
			\$4,644	171,000	SH	DEFINED	
			\$11,013	405,469			
BOEING CO	COM	97023105	\$6,028	116,770	SH	DEFINED	
			\$1,025	19,864	SH	DEFINED	
			\$2,847	55,151	SH	DEFINED	
			\$9,900	191,785			
BOISE CASCADE CORP	COM	97383103	\$76	2,283	SH	DEFINED	
			\$151	4,525	SH	DEFINED	
			\$227	6,808			
BOMBAY CO INC	COM	97924104	\$738	100,628	SH	DEFINED	
			\$2,382	325,000	SH	DEFINED	
			\$3,120	425,628			
BORG WARNER INC	COM	99724106	\$27	625	SH	DEFINED	
			\$3	58	SH	DEFINED	
			\$5,195	120,000	SH	DEFINED	
			\$5,224	120,683			
BOSTON SCIENTIFIC CORP	COM	101137107	\$42,722	1,075,309	SH	DEFINED	
			\$5,683	143,046	SH	DEFINED	
			\$20	500	SH	DEFINED	
			\$50,648	1,274,798	SH	DEFINED	
			\$99,073	2,493,653			
BOYKIN LODGING CO	COM	103430104	\$532	63,180	SH	DEFINED	

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
			\$1,514	180,000	SH		DEFINED	
			\$2,045	243,180				
BRANTLEY CAP CORP	COM	105494108	\$748	67,500	SH		DEFINED	

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			\$11	1,000	SH	DEFINED
			-----	-----		
			\$760	68,500		
BRISTOL MYERS SQUIBB CO	COM	110122108	\$34,366	1,451,901	SH	DEFINED
			\$14,106	595,940	SH	DEFINED
			\$6	250	SH	DEFINED
			\$14,513	613,128	SH	DEFINED
			-----	-----		
			\$62,991	2,661,219		
BROADCOM CORP	CL A	111320107	\$15,962	584,907	SH	DEFINED
			\$1,776	65,069	SH	DEFINED
			\$21,662	793,774	SH	DEFINED
			-----	-----		
			\$39,400	1,443,750		
BROCADE COMMUNICATIONS SYS I	NOTE 2.000% 1	111621AB4	\$748	8,000	SH	DEFINED
			-----	-----		
			\$748	8,000		
BROWN FORMAN CORP	CL B	115637209	\$614	13,406	SH	DEFINED
			\$847	18,490	SH	DEFINED
			\$282	6,163	SH	DEFINED
			-----	-----		
			\$1,743	38,059		
BRUNSWICK CORP	COM	117043109	\$3,776	82,524	SH	DEFINED
			\$1,262	27,588	SH	DEFINED
			\$2,511	54,884	SH	DEFINED
			-----	-----		
			\$7,550	164,996		
BRUSH ENGINEERED MATLS INC	COM	117421107	\$467	22,500	SH	DEFINED
			\$25	1,200	SH	DEFINED
			\$4,711	227,500	SH	DEFINED
			-----	-----		
			\$5,202	251,200		
BUCA INC	COM	117769109	\$129	30,000	SH	DEFINED
			\$1,112	260,014	SH	DEFINED
			-----	-----		
			\$1,241	290,014		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	O MA
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BURLINGTON NORTHN SANTA FE C	COM	12189T104	\$688	17,956	SH	DEFINED
			\$579	15,121	SH	DEFINED
			\$725	18,913	SH	DEFINED
		-	-----	-----		
			\$1,992	51,990		
BURLINGTON RES INC	COM	122014103	\$2,735	67,042	SH	DEFINED
			\$2,790	68,382	SH	DEFINED
			\$6,815	167,045	SH	DEFINED
		-	-----	-----		
			\$12,341	302,469		
C H ROBINSON WORLDWIDE INC	COM	12541W100	\$23,015	496,118	SH	DEFINED
			\$7,545	162,650	SH	DEFINED
			\$16	345	SH	DEFINED
			\$93	2,000	SH	DEFINED
		-	-----	-----		
			\$30,669	661,113		
CIGNA CORP	COM	125509109	\$2,635	37,846	SH	DEFINED
			\$324	4,654	SH	DEFINED
			\$6,427	92,309	SH	DEFINED
		-	-----	-----		
			\$9,387	134,809		
CIT GROUP INC	COM	125581108	\$4,742	126,830	SH	DEFINED
			\$5,658	151,330	SH	DEFINED
			\$12,226	326,999	SH	DEFINED
		-	-----	-----		
			\$22,627	605,159		
CKE RESTAURANTS INC	COM	1.26E+109	\$19	1,721	SH	DEFINED
			\$49	4,463	SH	DEFINED
			\$2,652	240,000	SH	DEFINED
		-	-----	-----		
			\$2,720	246,184		
CMS ENERGY CORP	COM	125896100	\$44	4,620	SH	DEFINED
			\$111	11,632	SH	DEFINED
			\$80	8,403	SH	DEFINED
		-	-----	-----		
			\$235	24,655		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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CNET NETWORKS INC	COM	12613R104	\$1,746	190,794	SH	DEFINED
			\$233	25,430	SH	DEFINED
			\$4,908	536,420	SH	DEFINED
			-	-	-	-
			\$6,887	752,644		
CSX CORP	COM	126408103	\$852	25,672	SH	DEFINED
			\$327	9,842	SH	DEFINED
			\$2,022	60,917	SH	DEFINED
			-	-	-	-
			\$3,202	96,431		
CVS CORP	COM	126650100	\$9,866	234,187	SH	DEFINED
			\$12,378	293,795	SH	DEFINED
			\$22,921	544,055	SH	DEFINED
			-	-	-	-
			\$45,165	1,072,037		
CABOT MICROELECTRONICS CORP	COM	12709P103	\$65	1,792	SH	DEFINED
			\$725	20,000	SH	DEFINED
			-	-	-	-
			\$790	21,792		
CACI INTL INC	CL A	127190304	\$957	18,124	SH	DEFINED
			-	-	-	-
			\$957	18,124		
CADBURY SCHWEPPES PLC	ADR	127209302	\$11,879	384,322	SH	DEFINED
			\$3,924	126,961	SH	DEFINED
			\$14,798	478,750	SH	DEFINED
			-	-	-	-
			\$30,602	990,033		
CAL DIVE INTL INC	COM	127914109	\$1,984	55,700	SH	DEFINED
			-	-	-	-
			\$1,984	55,700		
CALAMP CORP	COM	128126109	\$357	50,000	SH	DEFINED
			\$1,192	167,500	SH	DEFINED
			-	-	-	-
			\$1,549	217,500		
CALGON CARBON CORP	COM	129603106	\$429	59,361	SH	DEFINED
			\$1,787	247,500	SH	DEFINED
			-	-	-	-
			\$2,216	306,861		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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VALUE SHARES/ PUT/ INVSTMT O

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	SH/PRN	CALL	DCRETN	MA
CALPINE CORP	COM	131347106	\$32	10,888	SH		DEFINED	
			\$6	1,964	SH		DEFINED	
			\$62	21,507	SH		DEFINED	
			-	\$100		34,359		
CAMBIOR INC	COM	13201L103	\$767	249,100	SH		DEFINED	
			-	\$767		249,100		
CAMPBELL SOUP CO	COM	134429109	\$762	28,996	SH		DEFINED	
			\$115	4,374	SH		DEFINED	
			\$552	20,978	SH		DEFINED	
			-	\$1,429		54,348		
CANADIAN SUPERIOR ENERGY INC	COM	136644101	\$28	15,000	SH		DEFINED	
			-	\$28		15,000		
CANDELA CORP	COM	136907102	\$1,154	100,000	SH		DEFINED	
			-	\$1,154		100,000		
CAPITAL ONE FINL CORP	COM	14040H105	\$1,262	17,078	SH		DEFINED	
			\$594	8,039	SH		DEFINED	
			\$904	12,232	SH		DEFINED	
			-	\$2,760		37,349		
CAPSTONE TURBINE CORP	COM	14067D102	\$9	6,000	SH		DEFINED	
			\$459	300,000	SH		DEFINED	
			-	\$468		306,000		
CARDINAL HEALTH INC	COM	14149Y108	\$5,480	125,190	SH		DEFINED	
			\$439	10,036	SH		DEFINED	
			\$1,185	27,067	SH		DEFINED	
			-	\$7,104		162,293		
CAREER EDUCATION CORP	COM	141665109	\$430	15,138	SH		DEFINED	
			\$679	23,900	SH		DEFINED	
			\$2,414	84,900	SH		DEFINED	
			-	\$3,524		123,938		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CAREMARK RX INC	COM	141705103	\$4,427	138,054	SH		DEFINED	
			\$1,660	51,762	SH		DEFINED	
			\$8,972	279,750	SH		DEFINED	
			-	-	-	-	-	-
			\$15,059	469,566				
CARNIVAL CORP	DBCV 2.000% 4	143658AN2	\$523	4,000	SH		DEFINED	
			-	-	-	-	-	-
			\$523	4,000				
CARNIVAL CORP	PAIRED CTF	143658300	\$3,752	79,340	SH		DEFINED	
			\$5,343	112,991	SH		DEFINED	
			\$8,874	187,659	SH		DEFINED	
			-	-	-	-	-	-
			\$17,970	379,990				
CARRIER ACCESS CORP	COM	144460102	\$16	2,247	SH		DEFINED	
			\$37	5,294	SH		DEFINED	
			\$730	105,000	SH		DEFINED	
			-	-	-	-	-	-
			\$782	112,541				
CARRINGTON LABS INC	COM	144525102	\$481	130,220	SH		DEFINED	
			-	-	-	-	-	-
			\$481	130,220				
CASTLE A M & CO	COM	148411101	\$305	30,000	SH		DEFINED	
			\$23	2,283	SH		DEFINED	
			\$914	90,000	SH		DEFINED	
			-	-	-	-	-	-
			\$1,241	122,283				
CATERPILLAR INC DEL	COM	149123101	\$7,762	96,477	SH		DEFINED	
			\$6,036	75,032	SH		DEFINED	
			\$15,745	195,712	SH		DEFINED	
			-	-	-	-	-	-
			\$29,543	367,221				
CEDAR FAIR L P	DEPOSITRY UNIT	150185106	\$831	27,100	SH		DEFINED	
			\$49	1,600	SH		DEFINED	
			-	-	-	-	-	-
			\$880	28,700				
CELADON GROUP INC	COM	150838100	\$648	34,500	SH		DEFINED	

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN
			\$2,142	112,500	SH		DEFINED
			\$2,800	147,000			
CEMEX S A	SPON ADR 5 ORD	151290889	\$107	3,800	SH		DEFINED
			\$109	3,866	SH		DEFINED
			\$216	7,666			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN
CENDANT CORP	COM	151313103	\$595	27,529	SH		DEFINED
			\$86	3,973	SH		DEFINED
			\$1,158	53,629	SH		DEFINED
			\$1,839	85,131			
CENTENE CORP DEL	COM	15135B101	\$2,014	47,300	SH		DEFINED
			\$2,014	47,300			
CENTERPOINT ENERGY INC	COM	15189T107	\$146	14,070	SH		DEFINED
			\$62	6,015	SH		DEFINED
			\$160	15,481	SH		DEFINED
			\$368	35,566			
CENTEX CORP	COM	152312104	\$163	3,226	SH		DEFINED
			\$318	6,294	SH		DEFINED
			\$480	9,520			
CENTRAL GARDEN & PET CO	COM	153527106	\$851	27,806	SH		DEFINED
			\$57	1,864	SH		DEFINED
			\$2,266	74,000	SH		DEFINED
			\$3,174	103,670			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN
CENTURY BUSINESS SVCS INC	COM	156490104	\$113	25,112	SH		DEFINED
			\$1,824	406,183	SH		DEFINED
			\$1,937	431,295			
CEPHEID	COM	15670R107	\$222	25,703	SH		DEFINED
			\$862	100,000	SH		DEFINED
			\$1,084	125,703			
CENTURYTEL INC	COM	156700106	\$1,837	53,661	SH		DEFINED
			\$188	5,504	SH		DEFINED
			\$244	7,129	SH		DEFINED
			\$2,270	66,294			
CEPHALON INC	COM	156708109	\$5,220	108,972	SH		DEFINED
			\$431	9,008	SH		DEFINED
			\$8,038	167,800	SH		DEFINED
			\$13,689	285,780			
CERADYNE INC	COM	156710105	\$1,002	22,812	SH		DEFINED
			\$62	1,404	SH		DEFINED
			\$3,115	70,950	SH		DEFINED
			\$4,179	95,166			
CERTEGY INC	COM	156880106	\$242	6,500	SH		DEFINED
			\$634	17,025	SH		DEFINED
			\$875	23,525			
CHARLES & COLVARD LTD	COM	159765106	\$1,960	229,520	SH		DEFINED
			\$1,960	229,520			
CHECKFREE CORP NEW	COM	162813109	\$2	70	SH		DEFINED
			\$899	32,500	SH		DEFINED
			\$901	32,570			
CHEESECAKE FACTORY INC	COM	163072101	\$890	20,501	SH		DEFINED



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			\$263	6,055	SH		DEFINED
			\$4,492	103,500	SH		DEFINED
		-	\$5,644	130,056			
CHEMICAL FINL CORP	COM	163731102	\$1,736	47,526	SH		DEFINED
		-	\$1,736	47,526			
CHEVRONTEXACO CORP	COM	166764100	\$70,513	1,314,552	SH		DEFINED
			\$23,424	436,681	SH		DEFINED
			\$67	1,250	SH		DEFINED
			\$29,668	553,098	SH		DEFINED
		-	\$123,671	2,305,581			
CHICOS FAS INC	COM	168615102	\$4,196	122,694	SH		DEFINED
			\$1,308	38,236	SH		DEFINED
			\$6,067	177,400	SH		DEFINED
		-	\$11,571	338,330			
CHILDRENS PL RETAIL STORES I	COM	168905107	\$1,657	69,299	SH		DEFINED
			\$83	3,455	SH		DEFINED
			\$2,547	106,545	SH		DEFINED
		-	\$4,287	179,299			
CHINA MOBILE HONG KONG LTD	SPONSORED ADR	16941M109	\$71	4,650	SH		DEFINED
			\$109	7,148	SH		DEFINED
		-	\$181	11,798			
CHOICE HOTELS INTL INC	COM	169905106	\$2,731	47,430	SH		DEFINED
		-	\$2,731	47,430			
CHIRON CORP	COM	170040109	\$226	5,107	SH		DEFINED
			\$17	380	SH		DEFINED
			\$424	9,601	SH		DEFINED
		-	\$667	15,088			
CHOICEPOINT INC	COM	170388102	\$230	5,400	SH		DEFINED
			\$576	13,516	SH		DEFINED
		-					

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\$807 18,916

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN
CHRONIMED INC	COM	171164106	\$371	61,538	SH		DEFINED
			\$1,389	230,835	SH	DEFINED	
			-	-	-	-	
			\$1,760	292,373			
CHUBB CORP	COM	171232101	\$1,340	19,071	SH		DEFINED
			\$181	2,580	SH	DEFINED	
			\$678	9,649	SH	DEFINED	
			-	-	-	-	
			\$2,200	31,300			
CIENA CORP	COM	171779101	\$42	21,252	SH		DEFINED
			\$1	540	SH	DEFINED	
			\$55	27,989	SH	DEFINED	
			-	-	-	-	
			\$99	49,781			
CINCINNATI BELL INC NEW	COM	171871106	\$1,102	315,784	SH		DEFINED
			\$83	23,836	SH	DEFINED	
			-	-	-	-	
			\$1,185	339,620			
CINCINNATI FINL CORP	COM	172062101	\$141,954	3,443,813	SH		DEFINED
			\$5,238	127,073	SH	DEFINED	
			\$9	210	SH	DEFINED	
			\$1,220	29,598	SH	DEFINED	
			-	-	-	-	
			\$148,421	3,600,694			
CINERGY CORP	COM	172474108	\$8,086	204,201	SH		DEFINED
			\$1,389	35,088	SH	DEFINED	
			\$363	9,161	SH	DEFINED	
			-	-	-	-	
			\$9,839	248,450			
CIRCUIT CITY STORE INC	COM	172737108	\$80	5,239	SH		DEFINED
			\$35	2,300	SH	DEFINED	
			\$156	10,173	SH	DEFINED	
			-	-	-	-	
			\$272	17,712			

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CISCO SYS INC	COM	17275R102	\$79,832	4,410,579	SH	DEFINED
			\$20,745	1,146,133	SH	DEFINED
			\$152	8,400	SH	DEFINED

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN
			\$50,973	2,816,168	SH		DEFINED
			\$151,701	8,381,280			
CINTAS CORP	COM	172908105	\$169,803	4,039,092	SH		DEFINED
			\$4,219	100,350	SH		DEFINED
			\$30,099	715,956	SH		DEFINED
			\$204,121	4,855,398			
CITIGROUP INC	COM	172967101	\$73,221	1,659,595	SH		DEFINED
			\$22,662	513,646	SH		DEFINED
			\$155	3,513	SH		DEFINED
			\$16,905	383,168	SH		DEFINED
			\$112,944	2,559,922			
CITIZENS BKG CORP MICH	COM	174420109	\$274	8,411	SH		DEFINED
			\$274	8,411			
CITIZENS COMMUNICATIONS CO	COM	17453B101	\$383	28,616	SH		DEFINED
			\$95	7,080	SH		DEFINED
			\$194	14,461	SH		DEFINED
			\$672	50,157			
CITRIX SYS INC	COM	177376100	\$76	4,321	SH		DEFINED
			\$154	8,777	SH		DEFINED
			\$229	13,098			
CLARCOR INC	COM	179895107	\$980	20,566	SH		DEFINED
			\$980	20,566			
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	\$15,852	508,565	SH		DEFINED
			\$2,997	96,152	SH		DEFINED
			\$19	625	SH		DEFINED
			\$11,139	357,353	SH		DEFINED
			\$30,007	962,695			

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CLOROX CO DEL	COM	189054109	\$800	15,018	SH	DEFINED
			\$1,246	23,382	SH	DEFINED
			\$574	10,775	SH	DEFINED
		-	-----	-----		
			\$2,621	49,175		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP  
SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
CLOSURE MED CORP	COM	189093107	\$527	37,022	SH		DEFINED
			\$32	2,246	SH		DEFINED
			\$394	27,678	SH		DEFINED
		-	-----	-----			
			\$953	66,946			
COACH INC	COM	189754104	\$975	22,993	SH		DEFINED
			\$1,042	24,564	SH		DEFINED
			\$475	11,200	SH		DEFINED
		-	-----	-----			
			\$2,492	58,757			
COBRA ELECTRS CORP	COM	191042100	\$487	67,500	SH		DEFINED
			\$2,470	342,654	SH		DEFINED
		-	-----	-----			
			\$2,957	410,154			
COCA COLA CO	COM	191216100	\$31,762	793,053	SH		DEFINED
			\$11,680	291,645	SH		DEFINED
			\$5,535	138,213	SH		DEFINED
		-	-----	-----			
			\$48,978	1,222,911			
COCA COLA ENTERPRISES INC	COM	191219104	\$229	12,095	SH		DEFINED
			\$454	24,001	SH		DEFINED
		-	-----	-----			
			\$682	36,096			
COGNEX CORP	COM	192422103	\$1,179	45,000	SH		DEFINED
		-	-----	-----			
			\$1,179	45,000			
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	\$14	462	SH		DEFINED
			\$839	27,500	SH		DEFINED
		-	-----	-----			
			\$853	27,962			
COHEN & STEERS PREM							

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INC RLTY	COM	19247V104	\$196	10,350	SH	DEFINED
		-	-----	-----		
			\$196	10,350		
COHEN & STEERS REIT & UTIL I	COM	19247Y108	\$269	15,200	SH	DEFINED
			\$27	1,500	SH	DEFINED
		-	-----	-----		
			\$296	16,700		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
COHERENT INC	COM	192479103	\$9	350	SH		DEFINED
			\$4,066	156,750	SH		DEFINED
		-	-----	-----			
			\$4,075	157,100			
COLGATE PALMOLIVE CO	COM	194162103	\$9,517	210,650	SH		DEFINED
			\$3,885	85,997	SH		DEFINED
			\$1,226	27,145	SH		DEFINED
		-	-----	-----			
			\$14,629	323,792			
COLONIAL PPTYS TR	COM SH BEN INT	195872106	\$402	10,000	SH		DEFINED
		-	-----	-----			
			\$402	10,000			
COMCAST CORP NEW	CL A	20030N101	\$2,662	94,265	SH		DEFINED
			\$3,342	118,329	SH		DEFINED
			\$13	450	SH		DEFINED
			\$3,230	114,377	SH		DEFINED
		-	-----	-----			
			\$9,246	327,421			
COMCAST CORP NEW	CL A SPL	20030N200	\$296	10,616	SH		DEFINED
			\$507	18,149	SH		DEFINED
		-	-----	-----			
			\$803	28,765			
COMERICA INC	COM	200340107	\$697	11,737	SH		DEFINED
			\$1,261	21,248	SH		DEFINED
			\$524	8,837	SH		DEFINED
		-	-----	-----			
			\$2,482	41,822			
COMMERCIAL CAP BANCORP INC	COM	20162L105	\$75	3,290	SH		DEFINED

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			\$97	4,283	SH	DEFINED
			\$2,950	130,000	SH	DEFINED
			-----	-----		
			\$3,122	137,573		
COMMSCOPE INC	COM	203372107	\$1,512	70,000	SH	DEFINED
			-----	-----		
			\$1,512	70,000		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP  
SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
COMMUNITY CENTRAL BANK CORP	COM	20363J107	\$486	42,365	SH		DEFINED
			-----	-----			
			\$486	42,365			
COMPASS BANCSHARE S INC	COM	20449H109	\$35,872	818,621	SH		DEFINED
			\$3,574	81,556	SH		DEFINED
			\$32	725	SH		DEFINED
			-----	-----			
			\$39,478	900,902			
COMPUDYNE CORP	COM PAR \$0.75	204795306	\$230	29,000	SH		DEFINED
			\$1,173	147,500	SH		DEFINED
			-----	-----			
			\$1,403	176,500			
COMPUTER ASSOC INTL INC	NOTE 5.000% 3	204912AR0	\$232	2,000	SH		DEFINED
			-----	-----			
			\$232	2,000			
COMPUTER ASSOC INTL INC	COM	204912109	\$420	15,962	SH		DEFINED
			\$160	6,090	SH		DEFINED
			\$784	29,828	SH		DEFINED
			-----	-----			
			\$1,364	51,880			
COMPUTER SCIENCES CORP	COM	205363104	\$323	6,853	SH		DEFINED
			\$121	2,573	SH		DEFINED
			\$14	300	SH		DEFINED
			\$698	14,828	SH		DEFINED
			-----	-----			
			\$1,156	24,554			
COMPUWARE CORP	COM	205638109	\$52	10,130	SH		DEFINED
			\$10	2,000	SH		DEFINED

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			\$103	19,968	SH	DEFINED
			-----	-----		
			\$165	32,098		
COMSTOCK RES INC	COM NEW	205768203	\$189	9,038	SH	DEFINED
			\$61	2,936	SH	DEFINED
			\$7,613	363,917	SH	DEFINED
			-----	-----		
			\$7,864	375,891		
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	\$191	10,152	SH	DEFINED
			\$17	900	SH	DEFINED

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
			\$2,542	134,994	SH		DEFINED
			-----	-----			
			\$2,750	146,046			
CONAGRA FOODS INC	COM	205887102	\$43,193	1,680,005	SH		DEFINED
			\$9,715	377,884	SH		DEFINED
			\$46	1,800	SH		DEFINED
			\$18,583	722,804	SH		DEFINED
			-----	-----			
			\$71,538	2,782,493			
CONCORD CAMERA CORP	COM	206156101	\$160	85,588	SH		DEFINED
			\$577	310,379	SH		DEFINED
			-----	-----			
			\$736	395,967			
CONEXANT SYSTEMS INC	COM	207142100	\$11	7,028	SH		DEFINED
			\$42	26,378	SH		DEFINED
			-----	-----			
			\$53	33,406			
CONOCOPHILLIPS	COM	20825C104	\$34,833	420,432	SH		DEFINED
			\$17,756	214,316	SH		DEFINED
			\$9	113	SH		DEFINED
			\$30,968	373,784	SH		DEFINED
			-----	-----			
			\$83,566	1,008,645			
CONSOLIDATED EDISON INC	COM	209115104	\$478	11,367	SH		DEFINED
			\$882	20,969	SH		DEFINED
			\$516	12,285	SH		DEFINED
			-----	-----			
			\$1,876	44,621			

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CONSTELLATION BRANDS INC	CL A	21036P108	\$97	2,550	SH	DEFINED
			\$103	2,700	SH	DEFINED
			\$952	25,000	SH	DEFINED
		-	-----	-----		
			\$1,151	30,250		
CONSTELLATION ENERGY GROUP I	COM	210371100	\$425	10,658	SH	DEFINED
			\$102	2,550	SH	DEFINED
			\$1,094	27,449	SH	DEFINED
		-	-----	-----		
			\$1,620	40,657		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
CONVERGYS CORP	COM	212485106	\$5,908	439,883	SH		DEFINED
			\$171	12,749	SH		DEFINED
			\$100	7,418	SH		DEFINED
		-	-----	-----			
			\$6,178	460,050			
COOPER COS INC	COM NEW	216648402	\$2,125	31,000	SH		DEFINED
		-	-----	-----			
			\$2,125	31,000			
COOPER TIRE & RUBR CO	COM	216831107	\$1,099	54,508	SH		DEFINED
			\$58	2,900	SH		DEFINED
			\$74	3,663	SH		DEFINED
		-	-----	-----			
			\$1,232	61,071			
COORS ADOLPH CO	CL B	217016104	\$65	959	SH		DEFINED
			\$24	350	SH		DEFINED
			\$365	5,374	SH		DEFINED
		-	-----	-----			
			\$454	6,683			
CORN PRODS INTL INC	COM	219023108	\$166	3,607	SH		DEFINED
			\$63	1,362	SH		DEFINED
		-	-----	-----			
			\$229	4,969			
CORNING INC	COM	219350105	\$1,120	101,090	SH		DEFINED
			\$172	15,499	SH		DEFINED
			\$1,441	130,071	SH		DEFINED
		-	-----	-----			
			\$2,733	246,660			



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CORPORATE EXECUTIVE BRD CO	COM	21988R102	\$1,141	18,629	SH	DEFINED
			\$2,163	35,319	SH	DEFINED
			\$6,991	114,150	SH	DEFINED
			-----	-----		
			\$10,294	168,098		
COSTCO WHSL CORP NEW	COM	22160K105	\$1,418	34,171	SH	DEFINED
			\$153	3,683	SH	DEFINED
			\$972	23,418	SH	DEFINED
			-----	-----		
			\$2,543	61,272		
COUNTRYWIDE FINANCIAL CORP	COM	222372104	\$688	17,455	SH	DEFINED

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	M
			\$412	10,458	SH		DEFINED	
			\$1,122	28,490	SH		DEFINED	
			-----	-----				
			\$2,222	56,403				
COVANCE INC	COM	222816100	\$3,524	88,160	SH		DEFINED	
			\$399	9,988	SH		DEFINED	
			\$8,042	201,195	SH		DEFINED	
			-----	-----				
			\$11,965	299,343				
COVENANT TRANS INC	CL A	22284P105	\$657	34,000	SH		DEFINED	
			\$2,608	135,000	SH		DEFINED	
			-----	-----				
			\$3,265	169,000				
COX COMMUNICATIONS INC NEW	CL A	224044107	\$9,091	274,404	SH		DEFINED	
			\$349	10,548	SH		DEFINED	
			\$41	1,250	SH		DEFINED	
			-----	-----				
			\$9,482	286,202				
CRANE CO	COM	224399105	\$46	1,588	SH		DEFINED	
			\$1,044	36,085	SH		DEFINED	
			\$88	3,037	SH		DEFINED	
			-----	-----				
			\$1,177	40,710				

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CRAWFORD & CO	CL B	224633107	\$369	55,000	SH	DEFINED
			\$990	147,800	SH	DEFINED
			-	-----		
			\$1,359	202,800		
CREE INC	COM	225447101	\$3,677	120,558	SH	DEFINED
			\$592	19,406	SH	DEFINED
			\$8,475	277,875	SH	DEFINED
			-	-----		
			\$12,744	417,839		
CRITICAL PATH INC	COM NEW	22674V506	\$15	22,600	SH	DEFINED
			-	-----		
			\$15	22,600		
CROSS A T CO	CLA	227478104	\$319	57,500	SH	DEFINED
			\$833	150,000	SH	DEFINED
			-	-----		
			\$1,152	207,500		

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN
CRYSTALLEX INTL CORP	COM	22942F101	\$73	21,670	SH		DEFINED
			-	-----			
			\$73	21,670			
CUMMINS INC	COM	231021106	\$83	1,117	SH		DEFINED
			\$613	8,300	SH		DEFINED
			\$161	2,183	SH		DEFINED
			-	-----			
			\$857	11,600			
CUTTER & BUCK INC	COM	232217109	\$523	47,500	SH		DEFINED
			\$2,099	190,801	SH		DEFINED
			-	-----			
			\$2,621	238,301			
CYTEC INDS INC	COM	232820100	\$121	2,478	SH		DEFINED
			\$88	1,801	SH		DEFINED
			-	-----			
			\$209	4,279			
CYTYC CORP	COM	232946103	\$3,171	131,291	SH		DEFINED
			\$371	15,359	SH		DEFINED
			\$7,549	312,600	SH		DEFINED
			-	-----			
			\$11,091	459,250			
DHB INDS INC	COM	2.33E+107	\$791	55,706	SH		DEFINED
			\$2,769	195,000	SH		DEFINED
			-	-----			
			\$3,560	250,706			

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DNP SELECT INCOME FD	COM	23325P104	\$126	11,212	SH	DEFINED
			\$333	29,619	SH	DEFINED
			-----	-----		
			\$459	40,831		
DPL INC	COM	233293109	\$1,129	54,853	SH	DEFINED
			\$169	8,222	SH	DEFINED
			-----	-----		
			\$1,298	63,075		
DRS TECHNOLOGIES INC	COM	23330X100	\$842	22,500	SH	DEFINED
			-----	-----		
			\$842	22,500		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
D R HORTON INC	COM	23331A109	\$1,422	42,951	SH		DEFINED
			\$573	17,318	SH		DEFINED
			\$8,390	253,400	SH		DEFINED
			-----	-----			
			\$10,386	313,669			
DTE ENERGY CO	COM	233331107	\$409	9,692	SH		DEFINED
			\$1,053	24,949	SH		DEFINED
			\$373	8,852	SH		DEFINED
			-----	-----			
			\$1,835	43,493			
DANA CORP	COM	235811106	\$947	53,513	SH		DEFINED
			\$265	15,000	SH		DEFINED
			\$133	7,493	SH		DEFINED
			-----	-----			
			\$1,345	76,006			
DANAHER CORP DEL	COM	235851102	\$1,924	37,527	SH		DEFINED
			\$1,841	35,910	SH		DEFINED
			\$909	17,720	SH		DEFINED
			-----	-----			
			\$4,675	91,157			
DARDEN RESTAURANTS INC	COM	237194105	\$306	13,125	SH		DEFINED
			\$14	580	SH		DEFINED
			\$192	8,233	SH		DEFINED
			-----	-----			
			\$512	21,938			
DEAN FOODS CO NEW	COM	242370104	\$7	225	SH		DEFINED

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			\$213	7,109	SH	DEFINED
			\$84	2,800	SH	DEFINED
		-	-----	-----		
			\$304	10,134		
DEB SHOPS INC	COM	242728103	\$610	24,998	SH	DEFINED
			\$2,635	108,000	SH	DEFINED
		-	-----	-----		
			\$3,245	132,998		
DEERE & CO	COM	244199105	\$1,349	20,902	SH	DEFINED
			\$593	9,187	SH	DEFINED
			\$7	101	SH	DEFINED
			\$1,228	19,019	SH	DEFINED
		-	-----	-----		
			\$3,176	49,209		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
DEL MONTE FOODS CO	COM	24522P103	\$117	11,176	SH		DEFINED
			\$58	5,515	SH		DEFINED
		-	-----	-----			
			\$175	16,691			
DELL INC	COM	24702R101	\$6,713	188,549	SH		DEFINED
			\$3,097	87,005	SH		DEFINED
			\$24	685	SH		DEFINED
			\$5,057	142,056	SH		DEFINED
		-	-----	-----			
			\$14,891	418,295			
DELPHI CORP	COM	247126105	\$208	22,370	SH		DEFINED
			\$131	14,103	SH		DEFINED
			\$265	28,540	SH		DEFINED
		-	-----	-----			
			\$604	65,013			
DELPHI FINL GROUP INC	CL A	247131105	\$1,852	46,116	SH		DEFINED
		-	-----	-----			
			\$1,852	46,116			
DELTA AIR LINES INC DEL	COM	247361108	\$11	3,282	SH		DEFINED
			\$3	1,000	SH		DEFINED
			\$20	6,118	SH		DEFINED
		-	-----	-----			
			\$34	10,400			
DENBURY RES INC	COM NEW	247916208	\$1,270	50,000	SH		DEFINED

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				\$1,270	50,000		
DELUXE CORP	COM	248019101	\$53	1,283	SH	DEFINED	
			\$1,819	44,341	SH	DEFINED	
			\$104	2,540	SH	DEFINED	
			\$1,976	48,164			
DENDRITE INTL INC	COM	248239105	\$68	4,231	SH	DEFINED	
			\$90	5,559	SH	DEFINED	
			\$1,932	119,867	SH	DEFINED	
			\$2,090	129,657			

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	\$392	10,000	SH		DEFINED
			\$80	2,034	SH		DEFINED
			\$685	17,500	SH		DEFINED
			\$1,156	29,534			
DEVON ENERGY CORP NEW	COM	25179M103	\$796	11,211	SH		DEFINED
			\$155	2,187	SH		DEFINED
			\$870	12,245	SH		DEFINED
			\$1,821	25,643			
DIAMONDS TR	UNIT SER 1	252787106	\$931	9,230	SH		DEFINED
			\$491	4,868	SH		DEFINED
			\$1,422	14,098			
DIEBOLD INC	COM	253651103	\$14,462	309,696	SH		DEFINED
			\$2,562	54,851	SH		DEFINED
			\$4	75	SH		DEFINED
			\$4,813	103,062	SH		DEFINED
			\$21,841	467,684			
DIGENE CORP	COM	253752109	\$741	28,560	SH		DEFINED
			\$741	28,560			
DIGIMARC CORP	COM	253807101	\$136	15,000	SH		DEFINED
			\$904	100,000	SH		DEFINED
			\$1,040	115,000			

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DIRECT GEN CORP	COM	25456W204	\$1,193	41,237	SH	DEFINED
			\$110	3,801	SH	DEFINED
			\$1,206	41,700	SH	DEFINED
		-	-----	-----		
			\$2,508	86,738		
DIRECTV GROUP INC	COM	25459L106	\$25	1,446	SH	DEFINED
			\$189	10,770	SH	DEFINED
		-	-----	-----		
			\$215	12,216		
DISNEY WALT CO	NOTE 2.125% 4	254687AU0	\$308	3,000	SH	DEFINED
		-	-----	-----		
			\$308	3,000		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
DISNEY WALT CO	COM DISNEY	254687106	\$9,594	425,469	SH		DEFINED
			\$3,081	136,642	SH		DEFINED
			\$18	800	SH		DEFINED
			\$6,528	289,508	SH		DEFINED
		-	-----	-----			
			\$19,222	852,419			
DITECH COMMUNICATIONS CORP	COM	25500M103	\$13	575	SH		DEFINED
			\$1,735	77,500	SH		DEFINED
		-	-----	-----			
			\$1,748	78,075			
DOLLAR GEN CORP	COM	256669102	\$277	13,764	SH		DEFINED
			\$165	8,200	SH		DEFINED
			\$339	16,843	SH		DEFINED
		-	-----	-----			
			\$782	38,807			
DOLLAR TREE STORES INC	COM	256747106	\$1,085	40,243	SH		DEFINED
			\$2,580	95,731	SH		DEFINED
			\$5,367	199,150	SH		DEFINED
		-	-----	-----			
			\$9,032	335,124			
DOMINION RES INC VA NEW	COM	25746U109	\$3,509	53,778	SH		DEFINED
			\$1,049	16,076	SH		DEFINED
			\$2,065	31,645	SH		DEFINED
		-	-----	-----			
			\$6,623	101,499			

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DONNELLEY R R & SONS CO	COM	257867101	\$1,137	36,304	SH	DEFINED
			\$87	2,787	SH	DEFINED
			\$345	11,030	SH	DEFINED
		-	-----	-----		
			\$1,570	50,121		
DORAL FINL CORP	COM	25811P100	\$293	7,055	SH	DEFINED
			\$280	6,750	SH	DEFINED
		-	-----	-----		
			\$572	13,805		
DOT HILL SYS CORP	COM	25848T109	\$709	88,400	SH	DEFINED
		-	-----	-----		
			\$709	88,400		

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
DOVER CORP	COM	260003108	\$6,054	155,751	SH		DEFINED
			\$2,138	55,011	SH		DEFINED
			\$2	50	SH		DEFINED
			\$404	10,390	SH		DEFINED
		-	-----	-----			
			\$8,598	221,202			
DOW CHEM CO	COM	260543103	\$14,747	326,410	SH		DEFINED
			\$8,277	183,206	SH		DEFINED
			\$22,472	497,395	SH		DEFINED
		-	-----	-----			
			\$45,497	1,007,011			
DOW JONES & CO INC	COM	260561105	\$167	4,115	SH		DEFINED
			\$167	4,111	SH		DEFINED
		-	-----	-----			
			\$334	8,226			
DREYFUS STRATEGIC MUNS INC	COM	261932107	\$71	8,047	SH		DEFINED
			\$24	2,742	SH		DEFINED
		-	-----	-----			
			\$96	10,789			
DRIL-QUIP INC	COM	262037104	\$630	28,248	SH		DEFINED
			\$4,125	185,000	SH		DEFINED
		-	-----	-----			
			\$4,755	213,248			
DU PONT E I DE NEMOURS & CO	COM	263534109	\$19,956	466,243	SH		DEFINED

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			\$7,629	178,244	SH	DEFINED
			\$33	778	SH	DEFINED
			\$2,184	51,028	SH	DEFINED
		-	-----	-----		
			\$29,801	696,293		
DUKE ENERGY CORP	COM	264399106	\$7,565	330,489	SH	DEFINED
			\$2,294	100,230	SH	DEFINED
			\$3,586	156,652	SH	DEFINED
		-	-----	-----		
			\$13,445	587,371		
DUKE REALTY CORP	COM NEW	264411505	\$117	3,532	SH	DEFINED
			\$302	9,110	SH	DEFINED
			\$860	25,900	SH	DEFINED
		-	-----	-----		
			\$1,280	38,542		

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
DUN & BRADSTREET CORP DEL NE	COM	2.65E+104	\$44	750	SH		DEFINED
			\$165	2,810	SH		DEFINED
			\$340	5,800	SH		DEFINED
		-	-----	-----			
			\$549	9,360			
DYNEGY INC NEW	CL A	26816Q101	\$50	9,929	SH		DEFINED
			\$16	3,244	SH		DEFINED
			\$97	19,522	SH		DEFINED
		-	-----	-----			
			\$163	32,695			
E M C CORP MASS	COM	268648102	\$34,599	2,998,236	SH		DEFINED
			\$5,685	492,667	SH		DEFINED
			\$40	3,450	SH		DEFINED
			\$35,232	3,053,033	SH		DEFINED
		-	-----	-----			
			\$75,557	6,547,386			
EOG RES INC	COM	26875P101	\$200	3,033	SH		DEFINED
			\$12	182	SH		DEFINED
			\$389	5,908	SH		DEFINED
		-	-----	-----			
			\$601	9,123			
E ON AG	SPONSORED ADR	268780103	\$111	1,500	SH		DEFINED
			\$111	1,512	SH		DEFINED
		-	-----	-----			
			\$222	3,012			



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EPIX MEDICAL INC	COM	26881Q101	\$24	1,266	SH	DEFINED
			\$57	2,930	SH	DEFINED
			\$1,624	84,095	SH	DEFINED
		-	-----	-----		
			\$1,705	88,291		
ESS TECHNOLOGY INC	COM	269151106	\$137	20,000	SH	DEFINED
		-	-----	-----		
			\$137	20,000		
E TRADE FINANCIAL CORP	COM	269246104	\$118	10,372	SH	DEFINED
			\$27	2,350	SH	DEFINED
			\$2,664	233,276	SH	DEFINED
		-	-----	-----		
			\$2,809	245,998		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DISCRETN
-----	-----	-----	-----	-----	-----	-----	-----
EAST WEST BANCORP INC	COM	27579R104	\$906	26,984	SH		DEFINED
			\$67	1,982	SH		DEFINED
			\$2,947	87,734	SH		DEFINED
		-	-----	-----			
			\$3,920	116,700			
EASTMAN CHEM CO	COM	277432100	\$240	5,044	SH		DEFINED
			\$110	2,314	SH		DEFINED
			\$188	3,956	SH		DEFINED
		-	-----	-----			
			\$538	11,314			
EASTMAN KODAK CO	COM	277461109	\$371	11,527	SH		DEFINED
			\$390	12,118	SH		DEFINED
			\$469	14,568	SH		DEFINED
		-	-----	-----			
			\$1,231	38,213			
EATON CORP	COM	278058102	\$15,555	245,307	SH		DEFINED
			\$2,958	46,646	SH		DEFINED
			\$23,100	364,291	SH		DEFINED
		-	-----	-----			
			\$41,612	656,244			
EBAY INC	COM	278642103	\$2,892	31,450	SH		DEFINED
			\$339	3,691	SH		DEFINED
			\$3,081	33,516	SH		DEFINED
		-	-----	-----			
			\$6,312	68,657			

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ECOLAB INC	COM	278865100	\$26,436	840,838	SH	DEFINED
			\$10,875	345,903	SH	DEFINED
			\$20	645	SH	DEFINED
			\$413	13,142	SH	DEFINED
		-	-----	-----		
			\$37,745	1,200,528		
EDELROCK CORP	COM	279434104	\$438	26,500	SH	DEFINED
			\$3,138	190,000	SH	DEFINED
			-	-----	-----	
			\$3,577	216,500		
EDISON INTL	COM	281020107	\$368	13,892	SH	DEFINED

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN
-----	-----	-----	-----	-----	-----	-----	-----
			\$103	3,881	SH		DEFINED
			\$440	16,613	SH		DEFINED
		-	-----	-----			
			\$912	34,386			
EDUCATION MGMT CORP	COM	28139T101	\$721	27,059	SH	DEFINED	
			\$229	8,599	SH	DEFINED	
			\$4,422	166,000	SH	DEFINED	
		-	-----	-----			
			\$5,372	201,658			
EDWARDS AG INC	COM	281760108	\$1,300	37,542	SH	DEFINED	
			\$843	24,354	SH	DEFINED	
			\$4,125	119,150	SH	DEFINED	
		-	-----	-----			
			\$6,268	181,046			
EFUNDS CORP	COM	28224R101	\$507	27,274	SH	DEFINED	
			-	-----	-----		
			\$507	27,274			
1838 BD-DEB TRADING FD	COM	282520105	\$6	300	SH	DEFINED	
			\$2,348	127,000	SH	DEFINED	
			-	-----	-----		
			\$2,354	127,300			
EL PASO CORP	COM	28336L109	\$334	36,398	SH	DEFINED	
			\$45	4,850	SH	DEFINED	
			\$300	32,617	SH	DEFINED	
			-	-----	-----		
			\$679	73,865			

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ELAN PLC	ADR	284131208	\$166	7,100	SH	DEFINED
			\$39	1,650	SH	DEFINED
			\$205	8,750		
ELDORADO GOLD CORP NEW	COM	284902103	\$716	219,700	SH	DEFINED
			\$716	219,700		
ELECTRO RENT CORP	COM	285218103	\$331	30,000	SH	DEFINED
			\$1,269	115,000	SH	DEFINED
			\$1,601	145,000		

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
ELECTRONIC ARTS INC	COM	285512109	\$402	8,737	SH		DEFINED	
			\$17	380	SH		DEFINED	
			\$707	15,379	SH		DEFINED	
			\$1,127	24,496				
ELECTRONIC DATA SYS NEW	COM	285661104	\$298	15,392	SH		DEFINED	
			\$60	3,120	SH		DEFINED	
			\$479	24,685	SH		DEFINED	
			\$838	43,197				
ELLIS PERRY INTL INC	COM	288853104	\$1,331	59,200	SH		DEFINED	
			\$1,331	59,200				
EMBARCADERO TECHNOLOGIES INC	COM	290787100	\$46	5,436	SH		DEFINED	
			\$62	7,277	SH		DEFINED	
			\$1,913	226,083	SH		DEFINED	
			\$2,020	238,796				
EMERSON ELEC CO	COM	291011104	\$64,796	1,046,952	SH		DEFINED	

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			\$18,438	297,919	SH	DEFINED
			\$42	675	SH	DEFINED
			\$21,216	342,796	SH	DEFINED
			-----	-----		
			\$104,492	1,688,342		
EMERSON RADIO CORP	COM NEW	291087203	\$370	140,000	SH	DEFINED
			\$1,161	440,000	SH	DEFINED
			-----	-----		
			\$1,531	580,000		
ENCANA CORP	COM	292505104	\$176	3,800	SH	DEFINED
			\$116	2,498	SH	DEFINED
			-----	-----		
			\$292	6,298		
ENERGY PARTNERS LTD	COM	29270U105	\$1,194	73,350	SH	DEFINED
			-----	-----		
			\$1,194	73,350		
ENERGY TRANSFER PRTNRS L P	UNIT LTD PARTN	29273R109	\$286	6,000	SH	DEFINED
			-----	-----		
			\$286	6,000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
ENERPLUS RES FD	UNIT TR G NEW	29274D604	\$147	4,505	SH		DEFINED	
			\$113	3,490	SH		DEFINED	
			-----	-----				
			\$260	7,995				
ENGELHARD CORP	COM	292845104	\$142	4,996	SH		DEFINED	
			\$179	6,304	SH		DEFINED	
			-----	-----				
			\$320	11,300				
ENGINEERED SUPPORT SYS INC	COM	292866100	\$2,170	47,546	SH		DEFINED	
			\$720	15,783	SH		DEFINED	
			\$7,808	171,076	SH		DEFINED	
			-----	-----				
			\$10,698	234,405				
ENESCO GROUP INC	COM	292973104	\$377	55,000	SH		DEFINED	
			\$1,713	250,000	SH		DEFINED	
			-----	-----				
			\$2,089	305,000				

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ENERGY CORP NEW	COM	29364G103	\$373	6,155	SH	DEFINED
			\$189	3,112	SH	DEFINED
			\$714	11,777	SH	DEFINED
			-	-----	-----	
			\$1,275	21,044		
EPICOR SOFTWARE CORP	COM	29426L108	\$58	4,845	SH	DEFINED
			\$94	7,809	SH	DEFINED
			\$2,659	221,000	SH	DEFINED
			-	-----	-----	
			\$2,811	233,654		
EQUIFAX INC	COM	294429105	\$523	19,836	SH	DEFINED
			\$938	35,600	SH	DEFINED
			\$183	6,936	SH	DEFINED
			-	-----	-----	
			\$1,644	62,372		
EQUINIX INC	COM NEW	29444U502	\$462	15,000	SH	DEFINED
			-	-----	-----	
			\$462	15,000		
EQUITABLE RES INC	COM	294549100	\$402	7,400	SH	DEFINED
			\$49	900	SH	DEFINED
			-	-----	-----	
			\$451	8,300		

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EQUITY OFFICE PROPERTIES TRU	COM	294741103	\$3,114	114,263	SH		DEFINED	
			\$3,571	131,034	SH		DEFINED	
			\$2,109	77,380	SH		DEFINED	
			-	-----	-----			
			\$8,793	322,677				
EQUITY RESIDENTIAL	SH BEN INT	29476L107	\$361	11,641	SH		DEFINED	
			\$330	10,648	SH		DEFINED	
			\$1,262	40,710	SH		DEFINED	
			-	-----	-----			
			\$1,953	62,999				
EQUUS II INC	COM	294766100	\$1,221	149,091	SH		DEFINED	
			-	-----	-----			
			\$1,221	149,091				
ERESEARCHTECHNOLOGY INC	COM	29481V108	\$962	72,166	SH		DEFINED	
			-	-----	-----			

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			\$962	72,166		
EURONET WORLDWIDE INC	COM	298736109	\$468	25,000	SH	DEFINED
		-	-----	-----		
			\$468	25,000		
EXELON CORP	COM	30161N101	\$784	21,356	SH	DEFINED
			\$2,268	61,823	SH	DEFINED
			\$1,236	33,698	SH	DEFINED
		-	-----	-----		
			\$4,288	116,877		
EXPRESS SCRIPTS INC	COM	302182100	\$133	2,035	SH	DEFINED
			\$259	3,965	SH	DEFINED
		-	-----	-----		
			\$392	6,000		
EYETECH PHARMACEUTICALS INC	COM	302297106	\$2,767	81,400	SH	DEFINED
		-	-----	-----		
			\$2,767	81,400		
EXXON MOBIL CORP	COM	30231G102	\$239,835	4,962,456	SH	DEFINED
			\$68,026	1,407,528	SH	DEFINED
			\$106	2,185	SH	DEFINED
			\$36,205	749,130	SH	DEFINED
		-	-----	-----		
			\$344,173	7,121,299		

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FLIR SYS INC	COM	302445101	\$59	1,000	SH		DEFINED	
			\$1,890	32,300	SH		DEFINED	
		-	-----	-----				
			\$1,948	33,300				
FPL GROUP INC	COM	302571104	\$25,485	373,037	SH		DEFINED	
			\$14,763	216,082	SH		DEFINED	
			\$9	125	SH		DEFINED	
			\$13,864	202,923	SH		DEFINED	
		-	-----	-----				
			\$54,121	792,167				
FSI INTL INC	COM	302633102	\$836	200,000	SH		DEFINED	
		-	-----	-----				
			\$836	200,000				

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STORES INC	COM	307000109	\$134	4,957	SH	DEFINED
			\$237	8,740	SH	DEFINED
			-----	-----		
			\$371	13,697		
FASTENAL CO	COM	311900104	\$1,337	23,210	SH	DEFINED
			\$646	11,213	SH	DEFINED
			\$5,242	91,000	SH	DEFINED
			-----	-----		
			\$7,224	125,423		
FEDERAL HOME LN MTG CORP	COM	313400301	\$13,715	210,230	SH	DEFINED
			\$724	11,091	SH	DEFINED
			\$2,290	35,108	SH	DEFINED
			-----	-----		
			\$16,729	256,429		
FEDERAL NATL MTG ASSN	COM	313586109	\$12,934	204,004	SH	DEFINED
			\$2,266	35,740	SH	DEFINED
			\$13	200	SH	DEFINED
			\$3,133	49,424	SH	DEFINED
			-----	-----		
			\$18,346	289,368		
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	\$110	2,500	SH	DEFINED
			\$110	2,492	SH	DEFINED
			-----	-----		
			\$220	4,992		

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FEDERATED DEPT STORES INC DE	COM	31410H101	\$418	9,197	SH		DEFINED	
			\$117	2,585	SH		DEFINED	
			\$1,521	33,483	SH		DEFINED	
			-----	-----				
			\$2,056	45,265				
FEDERATED INVS INC PA	CL B	314211103	\$79	2,795	SH		DEFINED	
			\$159	5,590	SH		DEFINED	
			-----	-----				
			\$238	8,385				
FEDEX CORP	COM	31428X106	\$7,087	82,706	SH		DEFINED	
			\$3,553	41,463	SH		DEFINED	
			\$4,757	55,517	SH		DEFINED	

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			-	-----	-----		
				\$15,397	179,686		
F5 NETWORKS INC	COM	315616102		\$1,575	51,698	SH	DEFINED
				\$91	2,998	SH	DEFINED
				\$2,741	90,000	SH	DEFINED
			-	-----	-----		
				\$4,407	144,696		
FIDELITY NATL FINL INC	COM	316326107		\$1,234	32,382	SH	DEFINED
				\$639	16,776	SH	DEFINED
				\$7,372	193,500	SH	DEFINED
			-	-----	-----		
				\$9,245	242,658		
FIFTH THIRD BANCORP	COM	316773100		\$835,534	16,975,487	SH	DEFINED
				\$228,008	4,632,432	SH	DEFINED
				\$1,414	28,724	SH	DEFINED
			-	-----	-----		
				\$1,064,956	21,636,643		
FINISAR	COM	31787A101		\$1	500	SH	DEFINED
				\$260	200,000	SH	DEFINED
			-	-----	-----		
				\$261	200,500		
FIRST AMERN CORP CALIF	COM	318522307		\$23	750	SH	DEFINED
				\$1,521	49,321	SH	DEFINED
			-	-----	-----		
				\$1,544	50,071		

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-----	-----	-----	-----	-----	-----	-----	-----	-----
FIRST BANCORP P R	COM	318672102	\$1,449	30,000	SH		DEFINED	
			-----	-----				
			\$1,449	30,000				
FIRST CASH FINL SVCS INC	COM	31942D107	\$1,391	69,439	SH		DEFINED	
			\$99	4,951	SH		DEFINED	
			\$2,253	112,500	SH		DEFINED	
			-	-----	-----			
			\$3,743	186,890				
FIRST DATA CORP	COM	319963104	\$6,874	158,034	SH		DEFINED	
			\$2,131	48,994	SH		DEFINED	
			\$11	250	SH		DEFINED	



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				\$1,936	44,496	SH	DEFINED
			-	-----	-----		
				\$10,952	251,774		
FIRST FINL BANCORP OH	COM	320209109		\$280	16,420	SH	DEFINED
				\$252	14,768	SH	DEFINED
			-	-----	-----		
				\$533	31,188		
FIRST HORIZON NATL CORP	COM	320517105		\$42,978	991,189	SH	DEFINED
				\$4,433	102,245	SH	DEFINED
				\$30	690	SH	DEFINED
				\$951	21,937	SH	DEFINED
			-	-----	-----		
				\$48,392	1,116,061		
FIRST INDUSTRIAL REALTY TRUS	COM	32054K103		\$229	6,200	SH	DEFINED
				\$37	1,000	SH	DEFINED
			-	-----	-----		
				\$266	7,200		
FIRST IND CORP	COM	32054R108		\$1,414	70,365	SH	DEFINED
			-	-----	-----		
				\$1,414	70,365		
FIRST MIDWEST BANCORP DEL	COM	320867104		\$779	22,553	SH	DEFINED
			-	-----	-----		
				\$779	22,553		
FIRST HEALTH GROUP CORP	COM	320960107		\$16	1,000	SH	DEFINED
				\$3,540	220,000	SH	DEFINED
			-	-----	-----		
				\$3,556	221,000		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
FISERV INC	COM	337738108	\$17,293	496,057	SH		DEFINED	
			\$4,400	126,223	SH		DEFINED	
			\$40	1,150	SH		DEFINED	
			\$10,114	290,140	SH		DEFINED	
			-	-----	-----			
			\$31,847	913,570				
FLAGSTAR BANCORP INC	COM	337930101	\$168	7,910	SH		DEFINED	

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				\$2,788	131,000	SH	DEFINED
			-	-----	-----		
				\$2,956	138,910		
FIRSTENERGY CORP	COM	337932107		\$486	11,841	SH	DEFINED
				\$563	13,701	SH	DEFINED
				\$901	21,923	SH	DEFINED
			-	-----	-----		
				\$1,950	47,465		
FISHER SCIENTIFIC INTL INC	COM NEW	338032204		\$7,122	122,105	SH	DEFINED
				\$4,315	73,975	SH	DEFINED
				\$9,040	154,973	SH	DEFINED
			-	-----	-----		
				\$20,477	351,053		
FLORIDA EAST COAST INDS	COM	340632108		\$390	10,375	SH	DEFINED
				\$3,980	106,000	SH	DEFINED
			-	-----	-----		
				\$4,370	116,375		
FLUOR CORP NEW	COM	343412102		\$101	2,262	SH	DEFINED
				\$56	1,250	SH	DEFINED
				\$187	4,205	SH	DEFINED
			-	-----	-----		
				\$344	7,717		
FLOW INTL CORP	COM	343468104		\$480	150,000	SH	DEFINED
			-	-----	-----		
				\$480	150,000		
FOOT LOCKER INC	COM	344849104		\$17	700	SH	DEFINED
				\$9	400	SH	DEFINED
				\$1,896	80,000	SH	DEFINED
			-	-----	-----		
				\$1,922	81,100		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
FORD MTR CO DEL	COM PAR \$0.01	345370860	\$1,082	77,017	SH		DEFINED	
			\$2,022	143,913	SH		DEFINED	
			\$1,743	124,030	SH		DEFINED	
			-	-----	-----			
			\$4,847	344,960				
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	\$435	8,315	SH		DEFINED	
			\$523	10,000	SH		DEFINED	

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				\$958	18,315		
FOREST LABS INC	COM	345838106	\$3,157	70,216	SH	DEFINED	
			\$2,114	47,011	SH	DEFINED	
			\$938	20,857	SH	DEFINED	
			\$6,208	138,084			
FORTUNE BRANDS INC	COM	349631101	\$1,912	25,811	SH	DEFINED	
			\$1,742	23,516	SH	DEFINED	
			\$550	7,430	SH	DEFINED	
			\$4,205	56,757			
FORWARD AIR CORP	COM	349853101	\$104	2,591	SH	DEFINED	
			\$135	3,379	SH	DEFINED	
			\$2,001	50,000	SH	DEFINED	
			\$2,240	55,970			
FOSSIL INC	COM	349882100	\$2,052	66,323	SH	DEFINED	
			\$62	2,000	SH	DEFINED	
			\$1,467	47,425	SH	DEFINED	
			\$3,581	115,748			
FRANKLIN ELEC INC	COM	353514102	\$1,381	34,886	SH	DEFINED	
			\$1,381	34,886			
FRANKLIN RES INC	COM	354613101	\$452	8,100	SH	DEFINED	
			\$19	341	SH	DEFINED	
			\$712	12,768	SH	DEFINED	
			\$1,183	21,209			

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
FREEPORT-MCMORAN COPPER & GO	CL B	35671D857	\$264	6,514	SH		DEFINED	
			\$65	1,615	SH		DEFINED	
			\$367	9,069	SH		DEFINED	
			\$697	17,198				
FROZEN FOOD EXPRESS INDS INC	COM	359360104	\$665	87,500	SH		DEFINED	
			\$2,489	328,000	SH		DEFINED	

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			\$3,154	415,500			
FURNITURE BRANDS INTL INC	COM	360921100	\$12	475	SH	DEFINED	
			\$14	575	SH	DEFINED	
			\$3,386	135,000	SH	DEFINED	
			-----	-----			
			\$3,412	136,050			
GATX CORP	COM	361448103	\$518	19,416	SH	DEFINED	
			\$38	1,414	SH	DEFINED	
			-----	-----			
			\$555	20,830			
GSI LUMONICS INC	COM	36229U102	\$1,618	155,000	SH	DEFINED	
			-----	-----			
			\$1,618	155,000			
GABELLI EQUITY TR INC	COM	362397101	\$154	18,485	SH	DEFINED	
			\$146	17,474	SH	DEFINED	
			-----	-----			
			\$300	35,959			
GALLAGHER ARTHUR J & CO	COM	363576109	\$50,122	1,512,912	SH	DEFINED	
			\$10,406	314,087	SH	DEFINED	
			\$9	260	SH	DEFINED	
			\$2,957	89,250	SH	DEFINED	
			-----	-----			
			\$63,494	1,916,509			
GALLAHER GROUP PLC	SPONSORED ADR	363595109	\$309	6,648	SH	DEFINED	
			\$75	1,623	SH	DEFINED	
			-----	-----			
			\$384	8,271			
GANNETT INC	COM	364730101	\$15,397	183,817	SH	DEFINED	
			\$6,628	79,136	SH	DEFINED	
			\$20,752	247,753	SH	DEFINED	
			-----	-----			
			\$42,777	510,706			

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
GAP INC DEL	NOTE 5.750% 3	364760AJ7	\$244	2,000	SH		DEFINED	
			-----	-----				
			\$244	2,000				
GAP INC DEL	COM	364760108	\$455	24,402	SH		DEFINED	

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			\$151	8,112	SH	DEFINED
			\$1,617	86,681	SH	DEFINED
		-	-----	-----		
			\$2,223	119,195		
GATEWAY INC	COM	367626108	\$49	9,868	SH	DEFINED
			\$96	19,458	SH	DEFINED
		-	-----	-----		
			\$145	29,326		
GEN-PROBE INC NEW	COM	36866T103	\$1,288	32,300	SH	DEFINED
		-	-----	-----		
			\$1,288	32,300		
GENENTECH INC	COM NEW	368710406	\$332	6,340	SH	DEFINED
			\$237	4,522	SH	DEFINED
			\$16	300	SH	DEFINED
		-	-----	-----		
			\$585	11,162		
GENERAL CABLE CORP DEL NEW	COM	369300108	\$23	2,172	SH	DEFINED
			\$56	5,274	SH	DEFINED
			\$2,554	240,000	SH	DEFINED
		-	-----	-----		
			\$2,633	247,446		
GENERAL DYNAMICS CORP	COM	369550108	\$13,081	128,017	SH	DEFINED
			\$10,643	104,239	SH	DEFINED
			\$10	100	SH	DEFINED
			\$28,662	280,726	SH	DEFINED
		-	-----	-----		
			\$52,386	513,082		
GENERAL ELEC CO	COM	369604103	\$294,465	8,769,067	SH	DEFINED
			\$89,179	2,655,709	SH	DEFINED
			\$148	4,410	SH	DEFINED
			\$70,647	2,103,854	SH	DEFINED
		-	-----	-----		
			\$454,440	13,533,040		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
GENERAL MLS INC	COM	370334104	\$1,721	38,322	SH		DEFINED	
			\$961	21,399	SH		DEFINED	
			\$865	19,262	SH		DEFINED	
		-	-----	-----				
			\$3,546	78,983				

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GENERAL MTRS CORP	COM	370442105	\$3,578	84,228	SH	DEFINED
			\$2,961	69,698	SH	DEFINED
			\$1,224	28,822	SH	DEFINED
			-	-----	-----	
			\$7,763	182,748		
GENESCO INC	COM	371532102	\$824	35,000	SH	DEFINED
			-	-----	-----	
			\$824	35,000		
GENTEX CORP	COM	371901109	\$1,289	36,692	SH	DEFINED
			\$1,208	34,391	SH	DEFINED
			\$5,048	143,700	SH	DEFINED
			-	-----	-----	
			\$7,545	214,783		
GENUINE PARTS CO	COM	372460105	\$16,542	431,004	SH	DEFINED
			\$5,321	138,642	SH	DEFINED
			\$9,974	259,867	SH	DEFINED
			-	-----	-----	
			\$31,837	829,513		
GENZYME CORP	COM GENL DIV	372917104	\$5,239	96,283	SH	DEFINED
			\$433	7,962	SH	DEFINED
			\$11,834	217,496	SH	DEFINED
			-	-----	-----	
			\$17,506	321,741		
GEORGIA PAC CORP	COM	373298108	\$413	11,490	SH	DEFINED
			\$576	16,029	SH	DEFINED
			\$465	12,938	SH	DEFINED
			-	-----	-----	
			\$1,454	40,457		
GERON CORP	COM	374163103	\$8	1,400	SH	DEFINED
			\$215	35,872	SH	DEFINED
			-	-----	-----	
			\$223	37,272		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
GILEAD SCIENCES INC	COM	375558103	\$21,031	562,618	SH		DEFINED	
			\$5,257	140,632	SH		DEFINED	
			\$37,739	1,009,592	SH		DEFINED	
			-	-----	-----			
			\$64,026	1,712,842				
GILLETTE CO	COM	375766102	\$15,967	382,534	SH		DEFINED	
			\$9,585	229,634	SH		DEFINED	

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			\$5	125	SH	DEFINED
			\$2,587	61,978	SH	DEFINED
		-	-----	-----		
			\$28,144	674,271		
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	\$1,303	29,799	SH	DEFINED
			\$700	15,999	SH	DEFINED
		-	-----	-----		
			\$2,003	45,798		
GLENBOROUGH RLTY TR INC	PFD CV SER A%	37803P204	\$1	50	SH	DEFINED
			\$1,278	50,915	SH	DEFINED
		-	-----	-----		
			\$1,280	50,965		
GLIMCHER RLTY TR	SH BEN INT	379302102	\$207	8,500	SH	DEFINED
			\$36	1,500	SH	DEFINED
		-	-----	-----		
			\$243	10,000		
GLOBAL INDS LTD	COM	379336100	\$3	450	SH	DEFINED
			\$773	125,000	SH	DEFINED
		-	-----	-----		
			\$775	125,450		
GLOBAL PMTS INC	COM	37940X102	\$2,202	41,123	SH	DEFINED
		-	-----	-----		
			\$2,202	41,123		
GOLDEN STAR RES LTD CDA	COM	38119T104	\$1,994	378,400	SH	DEFINED
		-	-----	-----		
			\$1,994	378,400		
GOLDEN WEST FINL CORP DEL	COM	381317106	\$442	3,981	SH	DEFINED
			\$508	4,575	SH	DEFINED
			\$867	7,812	SH	DEFINED
		-	-----	-----		
			\$1,816	16,368		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
GOLDMAN SACHS GROUP INC	COM	38141G104	\$33,563	359,959	SH		DEFINED	
			\$5,029	53,937	SH		DEFINED	

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				\$38,939	417,617	SH	DEFINED
			-	-----	-----		
				\$77,530	831,513		
GOODRICH CORP	COM	382388106		\$229	7,301	SH	DEFINED
			-	\$1,126	35,916	SH	DEFINED
				-----	-----		
				\$1,355	43,217		
GOODYEAR TIRE & RUBR CO	COM	382550101		\$406	37,792	SH	DEFINED
				\$193	18,006	SH	DEFINED
			-	\$1,842	171,467	SH	DEFINED
				-----	-----		
				\$2,441	227,265		
GOODYS FAMILY CLOTHING INC	COM	382588101		\$313	37,200	SH	DEFINED
			-	-----	-----		
				\$313	37,200		
GRAINGER W W INC	COM	384802104		\$354	6,145	SH	DEFINED
				\$288	4,990	SH	DEFINED
			-	\$268	4,654	SH	DEFINED
				-----	-----		
				\$910	15,789		
GREAT LAKES CHEM CORP	COM	390568103		\$39	1,533	SH	DEFINED
				\$440	17,200	SH	DEFINED
			-	\$67	2,601	SH	DEFINED
				-----	-----		
				\$546	21,334		
GREY WOLF INC	COM	397888108		\$734	150,000	SH	DEFINED
			-	-----	-----		
				\$734	150,000		
GUIDANT CORP	COM	401698105		\$11,965	181,179	SH	DEFINED
				\$4,677	70,819	SH	DEFINED
				\$3	50	SH	DEFINED
			-	\$5,320	80,564	SH	DEFINED
				-----	-----		
				\$21,966	332,612		

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
GULFTERRA ENERGY PARTNERS LP	COM	40274U108	\$462	11,000	SH		DEFINED	
			-	-----	-----			



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			\$462	11,000		
HCA INC	COM	404119109	\$3,840	100,660	SH	DEFINED
			\$5,864	153,697	SH	DEFINED
			\$8,112	212,622	SH	DEFINED
		-	-----	-----		
			\$17,815	466,979		
HNI CORP	COM	404251100	\$1,287	32,515	SH	DEFINED
		-	-----	-----		
			\$1,287	32,515		
HSBC HLDGS PLC	SPON ADR NEW	404280406	\$2,570	32,200	SH	DEFINED
			\$772	9,671	SH	DEFINED
		-	-----	-----		
			\$3,341	41,871		
HAGGAR CORP	COM	405173105	\$52	3,000	SH	DEFINED
			\$2,401	140,000	SH	DEFINED
		-	-----	-----		
			\$2,452	143,000		
HALLIBURTON CO	COM	406216101	\$6,268	186,040	SH	DEFINED
			\$3,916	116,224	SH	DEFINED
			\$12,067	358,183	SH	DEFINED
		-	-----	-----		
			\$22,250	660,447		
JOHN HANCOCK BK &THRIFT OPP	SH BEN INT	409735107	\$96	9,722	SH	DEFINED
			\$1,966	200,000	SH	DEFINED
		-	-----	-----		
			\$2,062	209,722		
HANCOCK JOHN INCOME SECS TR	COM	410123103	\$15	1,000	SH	DEFINED
			\$164	10,714	SH	DEFINED
		-	-----	-----		
			\$179	11,714		
HARDINGE INC	COM	412324303	\$469	45,000	SH	DEFINED
		-	-----	-----		
			\$469	45,000		
HARKEN ENERGY CORP	COM NEW	412552309	\$13	25,000	SH	DEFINED
			\$122	240,000	SH	DEFINED
		-	-----	-----		
			\$135	265,000		

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

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HARLEY DAVIDSON INC	COM	412822108	\$20,489	344,693	SH	DEFINED
			\$7,813	131,440	SH	DEFINED
			\$16,706	281,052	SH	DEFINED
			-	-	-	-
			\$45,007	757,185		
HARMONIC INC	COM	413160102	\$70	10,572	SH	DEFINED
			\$81	12,157	SH	DEFINED
			\$2,240	336,872	SH	DEFINED
			-	-	-	-
			\$2,391	359,601		
HARRAHS ENTMT INC	COM	413619107	\$376	7,090	SH	DEFINED
			\$106	2,000	SH	DEFINED
			\$305	5,760	SH	DEFINED
			-	-	-	-
			\$787	14,850		
HARRIS CORP DEL	COM	413875105	\$345	6,285	SH	DEFINED
			\$56	1,019	SH	DEFINED
			\$5,692	103,600	SH	DEFINED
			-	-	-	-
			\$6,093	110,904		
HARSCO CORP	COM	415864107	\$395	8,790	SH	DEFINED
			-	-	-	-
			\$395	8,790		
HARTFORD FINL SVCS GROUP INC	COM	416515104	\$6,590	106,409	SH	DEFINED
			\$3,762	60,742	SH	DEFINED
			\$15,664	252,926	SH	DEFINED
			-	-	-	-
			\$26,015	420,077		
HARTMARX CORP	COM	417119104	\$594	80,000	SH	DEFINED
			\$3,264	440,000	SH	DEFINED
			-	-	-	-
			\$3,858	520,000		
HASBRO INC	COM	418056107	\$88	4,703	SH	DEFINED
			\$21	1,100	SH	DEFINED
			\$171	9,097	SH	DEFINED
			-	-	-	-
			\$280	14,900		

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
HEALTH CARE								

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PPTY INVS INC	COM	421915109	\$1,475	56,721	SH	DEFINED
			\$1,696	65,222	SH	DEFINED
			\$1,034	39,750	SH	DEFINED
		-	-----	-----		
			\$4,204	161,693		
HEALTH MGMT ASSOC INC NEW	CL A	421933102	\$144	7,052	SH	DEFINED
			\$74	3,613	SH	DEFINED
			\$251	12,273	SH	DEFINED
		-	-----	-----		
			\$469	22,938		
HEADWATERS INC	COM	42210P102	\$2,297	74,421	SH	DEFINED
			\$104	3,354	SH	DEFINED
			\$5,937	192,400	SH	DEFINED
		-	-----	-----		
			\$8,338	270,175		
HEALTH CARE REIT INC	COM	42217K106	\$318	9,023	SH	DEFINED
			\$18	500	SH	DEFINED
		-	-----	-----		
			\$335	9,523		
HEIDRICK & STRUGGLES INTL IN	COM	422819102	\$190	6,600	SH	DEFINED
			\$2,882	100,000	SH	DEFINED
		-	-----	-----		
			\$3,072	106,600		
HEINZ H J CO	COM	423074103	\$3,217	89,308	SH	DEFINED
			\$795	22,060	SH	DEFINED
			\$1,104	30,657	SH	DEFINED
		-	-----	-----		
			\$5,116	142,025		
HERSHEY FOODS CORP	COM	427866108	\$34,617	741,103	SH	DEFINED
			\$9,399	201,221	SH	DEFINED
			\$9	195	SH	DEFINED
			\$617	13,206	SH	DEFINED
		-	-----	-----		
			\$44,642	955,725		
HEWLETT PACKARD CO	COM	428236103	\$16,578	884,165	SH	DEFINED
			\$7,634	407,119	SH	DEFINED
			\$27	1,450	SH	DEFINED
			\$15,768	840,947	SH	DEFINED
		-	-----	-----		
			\$40,007	2,133,681		

FORM 13F BREAKDOWN REPORT  
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VALUE                      SHARES/                      PUT/                      INVSTMT                      OTH

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	SH/PRN	CALL	DSCRETN	MANA
HIBBETT SPORTING GOODS INC	COM	428565105	\$996	48,625	SH		DEFINED	
		-	\$996	48,625				
HILB ROGAL & HOBBS CO	COM	431294107	\$36	1,000	SH		DEFINED	
		-	\$2,898	80,000	SH		DEFINED	
		-	\$2,934	81,000				
HILLENBRAND INDS INC	COM	431573104	\$18,087	357,951	SH		DEFINED	
		-	\$187	3,709	SH		DEFINED	
		-	\$2,527	50,000	SH		DEFINED	
		-	\$20,801	411,660				
HILTON HOTELS CORP	COM	432848109	\$188	9,998	SH		DEFINED	
		-	\$6	303	SH		DEFINED	
		-	\$365	19,394	SH		DEFINED	
		-	\$559	29,695				
HOLOGIC INC	COM	436440101	\$59	3,000	SH		DEFINED	
		-	\$3,901	202,500	SH		DEFINED	
		-	\$3,960	205,500				
HOME DEPOT INC	COM	437076102	\$88,838	2,266,275	SH		DEFINED	
		-	\$23,276	593,786	SH		DEFINED	
		-	\$113	2,875	SH		DEFINED	
		-	\$55,540	1,416,833	SH		DEFINED	
		-	\$167,767	4,279,769				
HONDA MOTOR LTD	AMERN SHS	438128308	\$13,381	549,302	SH		DEFINED	
		-	\$4,983	204,550	SH		DEFINED	
		-	\$15,828	649,738	SH		DEFINED	
		-	\$34,191	1,403,590				
HONEYWELL INTL INC	COM	438516106	\$16,839	469,598	SH		DEFINED	
		-	\$7,865	219,334	SH		DEFINED	
		-	\$22	600	SH		DEFINED	
		-	\$29,073	810,725	SH		DEFINED	
		-	\$53,799	1,500,257				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
HORACE MANN EDUCATORS CORP N	COM	440327104	\$69 \$5,837	3,915 332,000	SH SH		DEFINED DEFINED	
		-	\$5,905	335,915				
HORIZON OFFSHORE INC	COM	44043J105	\$107 \$357	152,468 510,000	SH SH		DEFINED DEFINED	
		-	\$464	662,468				
HOSPITALITY PPTY S TR	COM SH BEN INT	44106M102	\$331 \$210	7,800 4,950	SH SH		DEFINED DEFINED	
		-	\$542	12,750				
HOSPIRA INC	COM	441060100	\$1,778 \$667 \$246	58,089 21,792 8,036	SH SH SH		DEFINED DEFINED DEFINED	
		-	\$2,690	87,917				
HUBBELL INC	CL A	443510102	\$573 \$21	13,616 500	SH SH		DEFINED DEFINED	
		-	\$594	14,116				
HUBBELL INC	CL B	443510201	\$1,829 \$38	40,799 837	SH SH		DEFINED DEFINED	
		-	\$1,867	41,636				
HUFFY CORP	COM	444356109	\$6	35,000	SH		DEFINED	
		-	\$6	35,000				
HUGHES SUPPLY INC	COM	444482103	\$3,025 \$1,820 \$7,845	100,588 60,524 260,900	SH SH SH		DEFINED DEFINED DEFINED	
		-	\$12,690	422,012				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
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HUMANA INC	COM	444859102	\$783	39,202	SH	DEFINED
			\$1,894	94,782	SH	DEFINED
			\$7,652	382,980	SH	DEFINED
		-	-----	-----		
			\$10,329	516,964		
HUNT J B TRANS SVCS INC	COM	445658107	\$9	250	SH	DEFINED
			\$2,108	56,750	SH	DEFINED
		-	-----	-----		
			\$2,117	57,000		
HUNTINGTON BANCSHARES INC	COM	446150104	\$2,797	112,269	SH	DEFINED
			\$5,538	222,306	SH	DEFINED
			\$290	11,635	SH	DEFINED
		-	-----	-----		
			\$8,624	346,210		
HYPERION SOLUTIONS CORP	COM	44914M104	\$19	566	SH	DEFINED
			\$49	1,432	SH	DEFINED
			\$1,020	30,000	SH	DEFINED
		-	-----	-----		
			\$1,088	31,998		
ICO INC NEW	COM	449293109	\$511	175,000	SH	DEFINED
		-	-----	-----		
			\$511	175,000		
IDX SYS CORP	COM	449491109	\$649	20,000	SH	DEFINED
		-	-----	-----		
			\$649	20,000		
ING PRIME RATE TR	SH BEN INT	44977W106	\$1,274	160,400	SH	DEFINED
		-	-----	-----		
			\$1,274	160,400		
IMS HEALTH INC	COM	449934108	\$375	15,675	SH	DEFINED
			\$300	12,558	SH	DEFINED
			\$1,290	53,909	SH	DEFINED
		-	-----	-----		
			\$1,965	82,142		
ISTAR FINL INC	COM	45031U101	\$421	10,200	SH	DEFINED
		-	-----	-----		
			\$421	10,200		
ITT INDS INC IND	COM	450911102	\$286	3,580	SH	DEFINED
			\$1,096	13,700	SH	DEFINED
			\$380	4,753	SH	DEFINED
		-	-----	-----		
			\$1,762	22,033		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
IDEXX LABS INC	COM	45168D104	\$30	585	SH		DEFINED	
			\$2,277	44,884	SH		DEFINED	
			-	-				
			\$2,307	45,469				
ILLINOIS TOOL WKS INC	COM	452308109	\$54,684	586,933	SH		DEFINED	
			\$16,943	181,850	SH		DEFINED	
			\$34	360	SH		DEFINED	
			\$22,995	246,802	SH		DEFINED	
			-	-				
			\$94,656	1,015,945				
IMATION CORP	COM	45245A107	\$214	6,022	SH		DEFINED	
			\$17	490	SH		DEFINED	
			-	-				
			\$232	6,512				
IMPAX LABORATORIES INC	COM	45256B101	\$1,382	90,000	SH		DEFINED	
			-	-				
			\$1,382	90,000				
INDEPENDENT BANK CORP MICH	COM	453838104	\$1,106	40,980	SH		DEFINED	
			-	-				
			\$1,106	40,980				
INDUSTRIAS BACHOCO S A DE C	SP ADR B&L SHS	456463108	\$5	425	SH		DEFINED	
			\$1,312	115,000	SH		DEFINED	
			-	-				
			\$1,317	115,425				
INFOCUS CORP	COM	45665B106	\$614	66,984	SH		DEFINED	
			\$2,472	270,000	SH		DEFINED	
			-	-				
			\$3,087	336,984				
INFOSPACE INC	COM NEW	45678T201	\$6	136	SH		DEFINED	
			\$1,659	35,000	SH		DEFINED	
			-	-				
			\$1,665	35,136				
ING GROUP N V	SPONSORED ADR	456837103	\$150	5,952	SH		DEFINED	
			\$108	4,285	SH		DEFINED	
			-	-				
			\$259	10,237				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
INKINE PHARMACEUTICALS INC	COM	457214104	\$91	17,850	SH		DEFINED	
		-	----- \$91	----- 17,850				
INPUT/OUTPUT INC	COM	457652105	\$600	58,155	SH		DEFINED	
		-	\$3,505	340,000	SH		DEFINED	
		-	----- \$4,105	----- 398,155				
INTEGRA BK CORP	COM	45814P105	\$1,062	48,934	SH		DEFINED	
		-	----- \$1,062	----- 48,934				
INTEL CORP	COM	458140100	\$98,612	4,915,858	SH		DEFINED	
		-	\$23,450	1,169,001	SH		DEFINED	
		-	\$89	4,450	SH		DEFINED	
		-	\$54,671	2,725,386	SH		DEFINED	
		-	----- \$176,823	----- 8,814,695				
INTERMAGNETICS GEN CORP	COM	458771102	\$50	2,166	SH		DEFINED	
		-	\$55	2,370	SH		DEFINED	
		-	\$1,803	77,875	SH		DEFINED	
		-	----- \$1,908	----- 82,411				
INTERNATIONAL BUSINESS MACHS	COM	459200101	\$67,522	787,524	SH		DEFINED	
		-	\$31,724	369,997	SH		DEFINED	
		-	\$41	475	SH		DEFINED	
		-	\$45,806	534,245	SH		DEFINED	
		-	----- \$145,093	----- 1,692,241				
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	\$475	12,427	SH		DEFINED	
		-	\$53	1,400	SH		DEFINED	
		-	\$406	10,623	SH		DEFINED	
		-	----- \$934	----- 24,450				
INTERNATIONAL GAME TECHNOLOG	DCV 1	459902AL6	\$395	5,000	SH		DEFINED	
		-	----- \$395	----- 5,000				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DCRETN	OTH MANA
INTERNATIONAL GAME TECHNOLOG	COM	459902102	\$21,854	607,904	SH		DEFINED	
			\$1,722	47,887	SH		DEFINED	
			\$37,294	1,037,393	SH		DEFINED	
			\$60,870	1,693,184				
INTL PAPER CO	COM	460146103	\$5,777	142,957	SH		DEFINED	
			\$3,298	81,609	SH		DEFINED	
			\$17,870	442,228	SH		DEFINED	
			\$26,945	666,794				
INTERNATIONAL RECTIFIER CORP	COM	460254105	\$2,265	66,039	SH		DEFINED	
			\$330	9,619	SH		DEFINED	
			\$6,095	177,700	SH		DEFINED	
			\$8,690	253,358				
INTERSIL CORP	CL A	46069S109	\$2,033	127,645	SH		DEFINED	
			\$240	15,092	SH		DEFINED	
			\$5,255	329,900	SH		DEFINED	
			\$7,529	472,637				
INTERPUBLIC GROUP COS INC	COM	460690100	\$1,548	146,200	SH		DEFINED	
			\$81	7,608	SH		DEFINED	
			\$968	91,416	SH		DEFINED	
			\$2,597	245,224				
INTUIT	COM	461202103	\$387	8,520	SH		DEFINED	
			\$962	21,194	SH		DEFINED	
			\$444	9,773	SH		DEFINED	
			\$1,793	39,487				
INVACARE CORP	COM	461203101	\$2,383	51,795	SH		DEFINED	
			\$269	5,855	SH		DEFINED	
			\$5,423	117,900	SH		DEFINED	
			\$8,075	175,550				
INVERESK RESH GROUP INC	COM	461238107	\$3,102	84,101	SH		DEFINED	
			\$581	15,751	SH		DEFINED	
			\$9,489	257,232	SH		DEFINED	
			\$13,173	357,084				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
INVITROGEN CORP	COM	46185R100	\$19	340	SH		DEFINED	
			\$148	2,700	SH		DEFINED	
			\$825	15,000	SH		DEFINED	
			-	-	-	-	-	-
			\$992	18,040				
IOMEGA CORP	COM NEW	462030305	\$144	31,000	SH		DEFINED	
			-	-	-	-	-	-
			\$144	31,000				
IONICS INC	COM	462218108	\$15	550	SH		DEFINED	
			\$3,240	120,000	SH		DEFINED	
			-	-	-	-	-	-
			\$3,255	120,550				
ISHARES INC	MSCI GERMAN	464286806	\$189	12,000	SH		DEFINED	
			-	-	-	-	-	-
			\$189	12,000				
ISHARES TR	DJ SEL DIV INX	464287168	\$453	7,898	SH		DEFINED	
			\$27,784	484,035	SH		DEFINED	
			\$16	277	SH		DEFINED	
			-	-	-	-	-	-
			\$28,253	492,210				
ISHARES TR	US TIPS BD FD	464287176	\$927	8,893	SH		DEFINED	
			\$5,042	48,395	SH		DEFINED	
			-	-	-	-	-	-
			\$5,969	57,288				
ISHARES TR	S&P 500 INDEX	464287200	\$4,709	42,122	SH		DEFINED	
			\$4,945	44,231	SH		DEFINED	
			-	-	-	-	-	-
			\$9,654	86,353				
ISHARES TR	LEHMAN AGG BND	464287226	\$1,497	14,578	SH		DEFINED	
			\$5,678	55,303	SH		DEFINED	
			-	-	-	-	-	-
			\$7,175	69,881				
ISHARES TR	GS CORP BD FD	464287242	\$2,308	20,650	SH		DEFINED	
			\$1,083	9,690	SH		DEFINED	
			-	-	-	-	-	-
			\$3,391	30,340				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
ISHARES TR	S&P500/BAR GRW	464287309	\$323	6,000	SH		DEFINED	
			\$2,275	42,237	SH		DEFINED	
			-	-----	-----			
			\$2,598	48,237				
ISHARES TR	S&P500/BAR VAL	464287408	\$1,341	23,300	SH		DEFINED	
			\$6,641	115,374	SH		DEFINED	
			-	-----	-----			
			\$7,982	138,674				
ISHARES TR	7-10 YR TRS BD	464287440	\$26	300	SH		DEFINED	
			-	-----	-----			
			\$26	300				
ISHARES TR	1-3 YR TRS BD	464287457	\$723	8,817	SH		DEFINED	
			\$2,353	28,685	SH		DEFINED	
			-	-----	-----			
			\$3,077	37,502				
ISHARES TR	MSCI EAFE IDX	464287465	\$2,093	14,802	SH		DEFINED	
			\$20,619	145,818	SH		DEFINED	
			-	-----	-----			
			\$22,712	160,620				
ISHARES TR	RUSSELL MCP VL	464287473	\$1,164	11,654	SH		DEFINED	
			\$6,100	61,058	SH		DEFINED	
			-	-----	-----			
			\$7,264	72,712				
ISHARES TR	RUSSELL MCP GR	464287481	\$1,124	15,153	SH		DEFINED	
			\$10,197	137,444	SH		DEFINED	
			-	-----	-----			
			\$11,321	152,597				
ISHARES TR	RUSSELL MIDCAP	464287499	\$3,050	43,506	SH		DEFINED	
			\$18,033	257,208	SH		DEFINED	
			-	-----	-----			
			\$21,083	300,714				
ISHARES TR	S&P MIDCAP 400	464287507	\$2,094	17,623	SH		DEFINED	
			\$145	1,223	SH		DEFINED	
			-	-----	-----			
			\$2,240	18,846				
ISHARES TR	GOLDMAN SACHS	464287549	\$71	1,745	SH		DEFINED	
			-	-----	-----			
			\$71	1,745				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
ISHARES TR	COHEN&ST RLTY	464287564	\$1,118	9,428	SH		DEFINED	
			\$8,048	67,859	SH		DEFINED	
			-	-	-	-		
			\$9,166	77,287				
ISHARES TR	RUSSELL1000VAL	464287598	\$8,655	142,924	SH		DEFINED	
			\$3,890	64,235	SH		DEFINED	
			\$3,028	50,000	SH		DEFINED	
			-	-	-	-		
			\$15,574	257,159				
ISHARES TR	S&P MIDCP GROW	464287606	\$415	3,460	SH		DEFINED	
			\$184	1,536	SH		DEFINED	
			-	-	-	-		
			\$600	4,996				
ISHARES TR	RUSSELL1000GRW	464287614	\$4,895	108,289	SH		DEFINED	
			\$3,071	67,935	SH		DEFINED	
			-	-	-	-		
			\$7,965	176,224				
ISHARES TR	RUSSELL 1000	464287622	\$1,575	26,400	SH		DEFINED	
			\$3,179	53,291	SH		DEFINED	
			-	-	-	-		
			\$4,754	79,691				
ISHARES TR	RUSL 2000 VALU	464287630	\$14,291	83,235	SH		DEFINED	
			\$5,135	29,907	SH		DEFINED	
			-	-	-	-		
			\$19,425	113,142				
ISHARES TR	RUSL 2000 GROW	464287648	\$735	12,541	SH		DEFINED	
			\$2,147	36,630	SH		DEFINED	
			-	-	-	-		
			\$2,881	49,171				
ISHARES TR	RUSSELL 2000	464287655	\$1,676	14,725	SH		DEFINED	
			\$11,211	98,475	SH		DEFINED	
			-	-	-	-		
			\$12,888	113,200				
ISHARES TR	RUSL 3000 VALU	464287663	\$3	36	SH		DEFINED	
			\$787	10,000	SH		DEFINED	
			-	-	-	-		
			\$790	10,036				

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ISHARES TR	S&P MIDCP VALU	464287705	\$568	4,926	SH		DEFINED	
			\$187	1,620	SH		DEFINED	
			\$755	6,546				
ISHARES TR	S&P SMLCAP 600	464287804	\$1,362	9,446	SH		DEFINED	
			\$701	4,857	SH		DEFINED	
			\$2,063	14,303				
JDS UNIPHASE CORP	COM	46612J101	\$160	47,524	SH		DEFINED	
			\$61	18,100	SH		DEFINED	
			\$1,005	298,156	SH		DEFINED	
			\$1,226	363,780				
JPMORGAN & CHASE & CO	COM	46625H100	\$43,146	1,085,967	SH		DEFINED	
			\$19,946	502,048	SH		DEFINED	
			\$93	2,350	SH		DEFINED	
			\$33,945	854,382	SH		DEFINED	
			\$97,130	2,444,747				
JABIL CIRCUIT INC	COM	466313103	\$3,936	171,143	SH		DEFINED	
			\$754	32,797	SH		DEFINED	
			\$9,108	395,991	SH		DEFINED	
			\$13,798	599,931				
JACK IN THE BOX INC	COM	466367109	\$587	18,500	SH		DEFINED	
			\$587	18,500				
JACUZZI BRANDS INC	COM	469865109	\$41	4,401	SH		DEFINED	
			\$106	11,411	SH		DEFINED	
			\$2,790	300,000	SH		DEFINED	
			\$2,937	315,812				
JAKKS PAC INC	COM	4.70E+110	\$8	350	SH		DEFINED	
			\$2,530	110,000	SH		DEFINED	
			\$2,538	110,350				

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JAMESON INNS INC	COM	470457102	\$18	10,000	SH		DEFINED	
			\$259	145,700	SH		DEFINED	
			-	-----	-----			
			\$277	155,700				
JANUS CAP GROUP INC	COM	47102X105	\$108	7,968	SH		DEFINED	
			\$164	12,069	SH		DEFINED	
			-	-----	-----			
			\$273	20,037				
JARDEN CORP	COM	471109108	\$57	1,565	SH		DEFINED	
			\$89	2,437	SH		DEFINED	
			\$2,883	79,017	SH		DEFINED	
			-	-----	-----			
			\$3,029	83,019				
JEFFERIES GROUP INC NEW	COM	472319102	\$1,547	44,878	SH		DEFINED	
			-	-----	-----			
			\$1,547	44,878				
JEFFERSON PILOT CORP	COM	475070108	\$5,201	104,738	SH		DEFINED	
			\$1,229	24,749	SH		DEFINED	
			\$2,127	42,833	SH		DEFINED	
			-	-----	-----			
			\$8,557	172,320				
JOHNSON & JOHNSON	COM	478160104	\$133,020	2,361,439	SH		DEFINED	
			\$46,730	829,565	SH		DEFINED	
			\$70	1,250	SH		DEFINED	
			\$14,386	255,388	SH		DEFINED	
			-	-----	-----			
			\$194,206	3,447,642				
JOHNSON CTLS INC	COM	478366107	\$4,168	73,365	SH		DEFINED	
			\$5,543	97,573	SH		DEFINED	
			\$10	175	SH		DEFINED	
			\$553	9,728	SH		DEFINED	
			-	-----	-----			
			\$10,274	180,841				
JONES APPAREL GROUP INC	COM	480074103	\$119	3,329	SH		DEFINED	
			\$229	6,386	SH		DEFINED	
			-	-----	-----			
			\$348	9,715				

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DCRETN	OTH MANA
JOY GLOBAL INC	COM	481165108	\$2,276	66,200	SH		DEFINED	
		-	----- \$2,276	----- 66,200				
JUNIPER NETWORKS INC	COM	48203R104	\$24	1,025	SH		DEFINED	
			\$4	154	SH		DEFINED	
			\$767	32,500	SH		DEFINED	
		-	----- \$795	----- 33,679				
KLA-TENCOR CORP	COM	482480100	\$221	5,317	SH		DEFINED	
			\$4	100	SH		DEFINED	
			\$416	10,037	SH		DEFINED	
		-	----- \$641	----- 15,454				
K2 INC	COM	482732104	\$445	31,106	SH		DEFINED	
			\$1,481	103,480	SH		DEFINED	
		-	----- \$1,926	----- 134,586				
K V PHARMACEUTICAL CO	CL A	482740206	\$58	3,260	SH		DEFINED	
			\$76	4,257	SH		DEFINED	
			\$805	44,950	SH		DEFINED	
		-	----- \$939	----- 52,467				
KANEB PIPE LINE PARTNERS L P	SR PREF UNIT	484169107	\$23	450	SH		DEFINED	
			\$326	6,300	SH		DEFINED	
		-	----- \$349	----- 6,750				
KANEB SERVICES LLC	COM	484173109	\$75	2,333	SH		DEFINED	
			\$972	30,100	SH		DEFINED	
		-	----- \$1,047	----- 32,433				
KB HOME	COM	48666K109	\$103	1,219	SH		DEFINED	
			\$3	33	SH		DEFINED	
			\$202	2,390	SH		DEFINED	
		-	----- \$308	----- 3,642				
KELLOGG CO	COM	487836108	\$1,518	35,577	SH		DEFINED	
			\$6,392	149,827	SH		DEFINED	
			\$1,375	32,226	SH		DEFINED	
		-	----- \$9,284	----- 217,630				

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FORM 13F BREAKDOWN REPORT  
 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
 AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
KERR MCGEE CORP	COM	492386107	\$296	5,175	SH		DEFINED	
			\$28	491	SH		DEFINED	
			\$3,873	67,658	SH		DEFINED	
			\$4,198	73,324				
KEY ENERGY SVCS INC	COM	492914106	\$1,596	144,400	SH		DEFINED	
			\$1,596	144,400				
KEYCORP NEW	COM	493267108	\$18,145	574,203	SH		DEFINED	
			\$5,935	187,802	SH		DEFINED	
			\$23,327	738,198	SH		DEFINED	
			\$47,406	1,500,203				
KEYSPAN CORP	COM	49337W100	\$168	4,292	SH		DEFINED	
			\$80	2,050	SH		DEFINED	
			\$323	8,230	SH		DEFINED	
			\$571	14,572				
KIMBERLY CLARK CORP	COM	494368103	\$7,949	123,075	SH		DEFINED	
			\$2,189	33,886	SH		DEFINED	
			\$5,956	92,205	SH		DEFINED	
			\$16,094	249,166				
KIMCO REALTY CORP	COM	49446R109	\$115	2,250	SH		DEFINED	
			\$96	1,877	SH		DEFINED	
			\$1,996	38,900	SH		DEFINED	
			\$2,207	43,027				
KINDER MORGAN INC KANS	COM	49455P101	\$274	4,368	SH		DEFINED	
			\$111	1,771	SH		DEFINED	
			\$399	6,357	SH		DEFINED	
			\$785	12,496				
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	\$1,000	21,350	SH		DEFINED	
			\$261	5,580	SH		DEFINED	
			\$1,261	26,930				



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FORM 13F BREAKDOWN REPORT  
 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
KING PHARMACEUTICALS INC	COM	495582108	\$615	51,510	SH		DEFINED	
			\$425	35,614	SH		DEFINED	
			\$1,040	87,093	SH		DEFINED	
		-	-----	-----				
			\$2,080	174,217				
KNIGHT RIDDER INC	COM	499040103	\$134	2,052	SH		DEFINED	
			\$4	55	SH		DEFINED	
			\$264	4,033	SH		DEFINED	
		-	-----	-----				
			\$402	6,140				
KOHL'S CORP	COM	500255104	\$4,202	87,205	SH		DEFINED	
			\$1,975	40,985	SH		DEFINED	
			\$839	17,410	SH		DEFINED	
		-	-----	-----				
			\$7,016	145,600				
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	\$307	13,386	SH		DEFINED	
			\$158	6,908	SH		DEFINED	
		-	-----	-----				
			\$465	20,294				
KRAFT FOODS INC	CL A	50075N104	\$571	18,000	SH		DEFINED	
			\$112	3,540	SH		DEFINED	
			\$3,172	100,000	SH		DEFINED	
		-	-----	-----				
			\$3,855	121,540				
KROGER CO	COM	501044101	\$4,105	264,493	SH		DEFINED	
			\$70	4,522	SH		DEFINED	
			\$588	37,907	SH		DEFINED	
		-	-----	-----				
			\$4,763	306,922				
LSI LOGIC CORP	COM	502161102	\$50	11,490	SH		DEFINED	
			\$20	4,650	SH		DEFINED	
			\$175	40,658	SH		DEFINED	
		-	-----	-----				
			\$245	56,798				
LTX CORP	COM	502392103	\$799	147,639	SH		DEFINED	
		-	-----	-----				
			\$799	147,639				

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FORM 13F BREAKDOWN REPORT  
 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	\$30,749	458,938	SH		DEFINED	
			\$16,065	239,777	SH		DEFINED	
			\$50	750	SH		DEFINED	
			\$15,611	233,000	SH		DEFINED	
			-----	-----				
			\$62,475	932,465				
LA Z BOY INC	COM	505336107	\$91	6,000	SH		DEFINED	
			\$1,512	99,614	SH		DEFINED	
			-----	-----				
			\$1,603	105,614				
LABOR READY INC	COM NEW	505401208	\$81	5,790	SH		DEFINED	
			\$105	7,521	SH		DEFINED	
			\$2,920	208,244	SH		DEFINED	
			-----	-----				
			\$3,106	221,555				
LAM RESEARCH CORP	COM	512807108	\$4	200	SH		DEFINED	
			\$667	30,500	SH		DEFINED	
			-----	-----				
			\$672	30,700				
LAUREATE EDUCATION INC	COM	518613104	\$3,601	96,737	SH		DEFINED	
			\$3,029	81,370	SH		DEFINED	
			\$6,584	176,900	SH		DEFINED	
			-----	-----				
			\$13,213	355,007				
LAZARE KAPLAN INTL INC	COM	521078105	\$282	37,000	SH		DEFINED	
			\$1,817	235,600	SH		DEFINED	
			-----	-----				
			\$2,099	272,600				
LEGGETT & PLATT INC	COM	524660107	\$840	29,880	SH		DEFINED	
			\$47	1,684	SH		DEFINED	
			\$273	9,700	SH		DEFINED	
			-----	-----				
			\$1,160	41,264				
LEHMAN BROS HLDGS INC	COM	524908100	\$2,815	35,314	SH		DEFINED	
			\$209	2,619	SH		DEFINED	

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	\$1,127	14,131	SH	DEFINED
-	-----	-----		
	\$4,151	52,064		

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
LENNAR CORP	CL A	526057104	\$995	20,905	SH		DEFINED	
			\$311	6,524	SH		DEFINED	
			\$5,588	117,400	SH		DEFINED	
		-	-----	-----				
			\$6,894	144,829				
LESCO INC OHIO	COM	526872106	\$531	40,000	SH		DEFINED	
			\$2,881	217,500	SH		DEFINED	
		-	-----	-----				
			\$3,412	257,500				
LEVEL 3 COMMUNICATIONS INC	COM	52729N100	\$3	1,000	SH		DEFINED	
			\$98	37,730	SH		DEFINED	
		-	-----	-----				
			\$100	38,730				
LEXMARK INTL NEW	CL A	529771107	\$1,852	22,047	SH		DEFINED	
			\$3,447	41,031	SH		DEFINED	
			\$6	75	SH		DEFINED	
			\$557	6,636	SH		DEFINED	
		-	-----	-----				
			\$5,863	69,789				
LIBERTY MEDIA CORP NEW	COM SER A	530718105	\$94	10,791	SH		DEFINED	
			\$38	4,374	SH		DEFINED	
			\$3,183	365,000	SH		DEFINED	
		-	-----	-----				
			\$3,315	380,165				
LILLY ELI & CO	COM	532457108	\$65,773	1,095,301	SH		DEFINED	
			\$20,051	333,902	SH		DEFINED	
			\$70	1,165	SH		DEFINED	
			\$3,888	64,742	SH		DEFINED	
		-	-----	-----				
			\$89,782	1,495,110				
LIMITED BRANDS INC	COM	532716107	\$949	42,592	SH		DEFINED	
			\$30	1,325	SH		DEFINED	
			\$536	24,060	SH		DEFINED	
		-	-----	-----				

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\$1,515 67,977

LINCOLN ELEC HLDGS INC	COM	533900106	\$260	8,300	SH	DEFINED
		-	-----	-----		
			\$260	8,300		

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
LINCOLN NATL CORP IND	COM	534187109	\$1,633	34,737	SH		DEFINED	
			\$2,828	60,170	SH		DEFINED	
			\$1,556	33,109	SH		DEFINED	
		-	-----	-----				
			\$6,017	128,016				
LINCOLN TECHNOLOGY CORP	COM	535678106	\$292	8,047	SH		DEFINED	
			\$812	22,400	SH		DEFINED	
			\$572	15,782	SH		DEFINED	
		-	-----	-----				
			\$1,675	46,229				
LIZ CLAIBORNE INC	COM	539320101	\$139	3,676	SH		DEFINED	
			\$213	5,660	SH		DEFINED	
		-	-----	-----				
			\$352	9,336				
LOCKHEED MARTIN CORP	COM	539830109	\$1,452	26,036	SH		DEFINED	
			\$2,072	37,150	SH		DEFINED	
			\$1,277	22,897	SH		DEFINED	
		-	-----	-----				
			\$4,802	86,083				
LOEWS CORP	NOTE 3.125% 9	540424AL2	\$21,043	215,000	SH		DEFINED	
		-	-----	-----				
			\$21,043	215,000				
LOEWS CORP	COM	540424108	\$587	10,040	SH		DEFINED	
			\$37	636	SH		DEFINED	
			\$554	9,462	SH		DEFINED	
		-	-----	-----				
			\$1,178	20,138				
LOUISIANA PAC CORP	COM	546347105	\$93	3,587	SH		DEFINED	
			\$75	2,902	SH		DEFINED	
			\$143	5,511	SH		DEFINED	
		-	-----	-----				

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			\$311	12,000		
LOWES COS INC	NOTE 2	548661CF2	\$270	3,000	SH	DEFINED
		-	-----	-----		
			\$270	3,000		
LOWES COS INC	COM	548661107	\$53,764	989,213	SH	DEFINED
			\$11,750	216,191	SH	DEFINED
			\$13	240	SH	DEFINED
			\$21,055	387,398	SH	DEFINED
		-	-----	-----		
			\$86,582	1,593,042		

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
LUBRIZOL CORP	COM	549271104	\$561	16,225	SH		DEFINED	
			\$22	650	SH		DEFINED	
			\$2,076	60,000	SH		DEFINED	
		-	-----	-----				
			\$2,660	76,875				
LUCENT TECHNOLOGIES INC	COM	549463107	\$694	218,855	SH		DEFINED	
			\$230	72,446	SH		DEFINED	
			\$3,705	1,168,746	SH		DEFINED	
		-	-----	-----				
			\$4,628	1,460,047				
LYDALL INC DEL	COM	550819106	\$93	10,000	SH		DEFINED	
			\$930	100,000	SH		DEFINED	
		-	-----	-----				
			\$1,023	110,000				
M & T BK CORP	COM	55261F104	\$347	3,629	SH		DEFINED	
			\$579	6,047	SH		DEFINED	
		-	-----	-----				
			\$926	9,676				
MBIA INC	COM	55262C100	\$289	4,970	SH		DEFINED	
			\$95	1,628	SH		DEFINED	
			\$431	7,403	SH		DEFINED	
		-	-----	-----				
			\$815	14,001				
MBNA CORP	COM	55262L100	\$11,590	459,916	SH		DEFINED	
			\$1,107	43,936	SH		DEFINED	
			\$2,761	109,582	SH		DEFINED	
		-	-----	-----				
			\$15,459	613,434				

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MDI, INC	COM	552705105	\$28	30,000	SH	DEFINED
		-	-----	-----		
			\$28	30,000		
MFS INTER INCOME TR	SH BEN INT	55273C107	\$9	1,400	SH	DEFINED
			\$36	5,500	SH	DEFINED
			\$322	49,000	SH	DEFINED
		-	-----	-----		
			\$368	55,900		

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DISCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
MGIC INVT CORP WIS	COM	552848103	\$498	7,479	SH		DEFINED	
			\$340	5,108	SH		DEFINED	
			\$338	5,072	SH		DEFINED	
		-	-----	-----				
			\$1,175	17,659				
MGI PHARMA INC	COM	552880106	\$65	2,440	SH		DEFINED	
			\$164	6,128	SH		DEFINED	
			\$3,097	116,022	SH		DEFINED	
		-	-----	-----				
			\$3,325	124,590				
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	\$75	11,200	SH		DEFINED	
			\$1,448	217,400	SH		DEFINED	
		-	-----	-----				
			\$1,522	228,600				
MVC CAPITAL INC	COM	553829102	\$375	40,000	SH		DEFINED	
		-	-----	-----				
			\$375	40,000				
MACATAWA BK CORP	COM	554225102	\$314	11,212	SH		DEFINED	
		-	-----	-----				
			\$314	11,212				
MACROVISION CORP	COM	555904101	\$931	38,650	SH		DEFINED	
		-	-----	-----				
			\$931	38,650				
MAGELLAN MIDSTREAM PRTNRS LP	COM UNIT RP LP	559080106	\$192	3,500	SH		DEFINED	
			\$66	1,200	SH		DEFINED	
		-	-----	-----				
			\$258	4,700				

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MAGNUM HUNTER RES INC	COM PAR \$0.002	55972F203	\$1,264	109,500	SH	DEFINED
		-	-----	-----		
			\$1,264	109,500		
MAIR HOLDINGS INC	COM	560635104	\$330	40,184	SH	DEFINED
			\$1,473	179,685	SH	DEFINED
		-	-----	-----		
			\$1,803	219,869		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
MALAYSIA FD INC	COM	560905101	\$144	25,000	SH		DEFINED	
		-	-----	-----				
			\$144	25,000				
MANOR CARE INC NEW	COM	564055101	\$70	2,337	SH		DEFINED	
			\$135	4,495	SH		DEFINED	
		-	-----	-----				
			\$205	6,832				
MANPOWER INC	DCV 8	56418HAC4	\$260	4,000	SH		DEFINED	
		-	-----	-----				
			\$260	4,000				
MANPOWER INC	COM	56418H100	\$25,115	564,500	SH		DEFINED	
			\$1,650	37,080	SH		DEFINED	
			\$37,131	834,600	SH		DEFINED	
		-	-----	-----				
			\$63,896	1,436,180				
MANULIFE FINL CORP	COM	56501R106	\$1,491	34,040	SH		DEFINED	
			\$1,025	23,406	SH		DEFINED	
		-	-----	-----				
			\$2,516	57,446				
MARATHON OIL CORP	COM	565849106	\$10,005	242,373	SH		DEFINED	
			\$13,542	328,042	SH		DEFINED	
			\$20,768	503,102	SH		DEFINED	
		-	-----	-----				
			\$44,315	1,073,517				
MARSH & MCLENNAN COS INC	COM	571748102	\$19,480	425,718	SH		DEFINED	
			\$3,904	85,317	SH		DEFINED	
			\$5	100	SH		DEFINED	
			\$1,222	26,699	SH		DEFINED	
		-	-----	-----				

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			\$24,611	537,834		
MARSHALL & ILSLEY CORP	COM	571834100	\$43,686	1,084,026	SH	DEFINED
			\$3,409	84,590	SH	DEFINED
			\$6	145	SH	DEFINED
			\$799	19,833	SH	DEFINED
		-	-----	-----		
			\$47,900	1,188,594		
MARRIOTT INTL INC NEW	CL A	571903202	\$445	8,571	SH	DEFINED
			\$157	3,025	SH	DEFINED
			\$601	11,562	SH	DEFINED
		-	-----	-----		
			\$1,203	23,158		

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MASCO CORP	COM	574599106	\$12,207	353,511	SH		DEFINED	
			\$5,682	164,538	SH		DEFINED	
			\$13,423	388,721	SH		DEFINED	
		-	-----	-----				
			\$31,311	906,770				
MASSEY ENERGY CORP	COM	576206106	\$3	100	SH		DEFINED	
			\$231	8,000	SH		DEFINED	
		-	-----	-----				
			\$234	8,100				
MATERIAL SCIENCES CORP	COM	576674105	\$1,344	99,621	SH		DEFINED	
			\$5,733	425,000	SH		DEFINED	
		-	-----	-----				
			\$7,077	524,621				
MATTEL INC	COM	577081102	\$249	13,740	SH		DEFINED	
			\$66	3,629	SH		DEFINED	
			\$391	21,593	SH		DEFINED	
		-	-----	-----				
			\$706	38,962				
MAXIM INTEGRATED PRODS INC	COM	57772K101	\$36,008	851,446	SH		DEFINED	
			\$9,327	220,557	SH		DEFINED	
			\$16	385	SH		DEFINED	
			\$28,771	680,334	SH		DEFINED	
		-	-----	-----				
			\$74,123	1,752,722				



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MAXWELL							
TECHNOLOGIES INC	COM	577767106	\$340	33,000	SH	DEFINED	
			\$2,062	200,000	SH	DEFINED	
		-	-----	-----			
			\$2,402	233,000			
MAY DEPT STORES CO	COM	577778103	\$8,703	339,561	SH	DEFINED	
			\$1,890	73,727	SH	DEFINED	
			\$10,171	396,839	SH	DEFINED	
		-	-----	-----			
			\$20,764	810,127			
MBT FINL CORP	COM	578877102	\$29	1,500	SH	DEFINED	
			\$986	50,241	SH	DEFINED	
		-	-----	-----			
			\$1,016	51,741			

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
MCAFEE INC	COM	579064106	\$2,810	139,800	SH		DEFINED	
		-	-----	-----				
			\$2,810	139,800				
MCCORMICK & CO INC	COM NON VTG	579780206	\$424	12,356	SH		DEFINED	
			\$109	3,165	SH		DEFINED	
			\$243	7,085	SH		DEFINED	
		-	-----	-----				
			\$776	22,606				
MCDONALDS CORP	COM	580135101	\$13,461	480,221	SH		DEFINED	
			\$6,987	249,267	SH		DEFINED	
			\$14,549	519,054	SH		DEFINED	
		-	-----	-----				
			\$34,997	1,248,542				
MCGRAW HILL COS INC	COM	580645109	\$6,046	75,866	SH		DEFINED	
			\$4,802	60,256	SH		DEFINED	
			\$1,942	24,364	SH		DEFINED	
		-	-----	-----				
			\$12,789	160,486				
MCKESSON CORP	COM	58155Q103	\$311	12,120	SH		DEFINED	
			\$56	2,192	SH		DEFINED	
			\$26	1,000	SH		DEFINED	
			\$381	14,861	SH		DEFINED	
		-	-----	-----				
			\$774	30,173				

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MCLEODUSA INC	CL A	582266706	\$44	101,611	SH	DEFINED
		-	-----	-----		
			\$44	101,611		
MEADE INSTRUMENTS CORP	COM	583062104	\$510	164,000	SH	DEFINED
			\$1,415	455,000	SH	DEFINED
		-	-----	-----		
			\$1,925	619,000		
MEADOWBROOK INS GROUP INC	COM	58319P108	\$98	20,000	SH	DEFINED
			\$779	160,000	SH	DEFINED
		-	-----	-----		
			\$877	180,000		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

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-----	-----	-----	-----	-----	-----	-----	-----	-----
MEADWESTVACO CORP	COM	583334107	\$2,202	69,030	SH		DEFINED	
			\$57	1,800	SH		DEFINED	
			\$325	10,188	SH		DEFINED	
		-	-----	-----				
			\$2,584	81,018				
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	\$4,999	161,761	SH		DEFINED	
			\$2,594	83,938	SH		DEFINED	
			\$2	75	SH		DEFINED	
			\$3,937	127,426	SH		DEFINED	
		-	-----	-----				
			\$11,532	373,200				
MEDIMMUNE INC	COM	584699102	\$1,015	42,839	SH		DEFINED	
			\$75	3,175	SH		DEFINED	
			\$299	12,595	SH		DEFINED	
		-	-----	-----				
			\$1,389	58,609				
MEDTOX SCIENTIFIC INC	COM NEW	584977201	\$432	60,000	SH		DEFINED	
		-	-----	-----				
			\$432	60,000				
MEDTRONIC INC	COM	585055106	\$53,069	1,022,534	SH		DEFINED	
			\$23,278	448,516	SH		DEFINED	
			\$111	2,135	SH		DEFINED	
			\$3,209	61,826	SH		DEFINED	
		-	-----	-----				
			\$79,667	1,535,011				

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MELLON FINL CORP	COM	58551A108	\$40,479	1,461,852	SH	DEFINED
			\$4,827	174,334	SH	DEFINED
			\$10	375	SH	DEFINED
			\$26,094	942,345	SH	DEFINED
		-	-----	-----		
			\$71,410	2,578,906		
MERCANTILE BANKSHARES CORP	COM	587405101	\$7,615	158,772	SH	DEFINED
			\$26	550	SH	DEFINED
		-	-----	-----		
			\$7,641	159,322		
MERCK & CO INC	COM	589331107	\$52,882	1,602,485	SH	DEFINED
			\$16,691	505,800	SH	DEFINED
			\$2	75	SH	DEFINED
			\$16,406	497,146	SH	DEFINED
		-	-----	-----		
			\$85,982	2,605,506		

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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-----	-----	-----	-----	-----	-----	-----	-----	-----
MERCURY AIR GROUP INC	COM NEW	589354406	\$180	35,000	SH		DEFINED	
			\$727	144,500	SH		DEFINED	
		-	-----	-----				
			\$907	177,500				
MERCURY GENL CORP NEW	COM	589400100	\$116	2,200	SH		DEFINED	
			\$58	1,100	SH		DEFINED	
			\$455	8,600	SH		DEFINED	
		-	-----	-----				
			\$629	11,900				
MERCURY INTERACTIVE CORP	COM	589405109	\$191	5,463	SH		DEFINED	
			\$156	4,482	SH		DEFINED	
			\$166	4,758	SH		DEFINED	
		-	-----	-----				
			\$513	14,703				
MEREDITH CORP	COM	589433101	\$211	4,099	SH		DEFINED	
			\$134	2,601	SH		DEFINED	
		-	-----	-----				
			\$344	6,700				

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MERIDIAN DIAGNOSTICS INC	SDCV 7.000% 9	589602AB7	\$2,989	30,000	SH	DEFINED
		-	-----	-----		
			\$2,989	30,000		
MERRILL LYNCH & CO INC	COM	590188108	\$8,286	166,659	SH	DEFINED
			\$4,012	80,698	SH	DEFINED
			\$18,467	371,414	SH	DEFINED
		-	-----	-----		
			\$30,765	618,771		
METHODE ELECTRS INC	COM	591520200	\$18	1,400	SH	DEFINED
			\$3,607	282,000	SH	DEFINED
		-	-----	-----		
			\$3,625	283,400		
METLIFE INC	COM	59156R108	\$5,323	137,732	SH	DEFINED
			\$6,728	174,083	SH	DEFINED
			\$21,355	552,525	SH	DEFINED
		-	-----	-----		
			\$33,407	864,340		

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
MICHAELS STORES INC	COM	594087108	\$2,761	46,633	SH		DEFINED	
			\$2,030	34,281	SH		DEFINED	
			\$7,093	119,800	SH		DEFINED	
		-	-----	-----				
			\$11,884	200,714				
MICROSOFT CORP	COM	594918104	\$129,006	4,665,673	SH		DEFINED	
			\$36,726	1,328,225	SH		DEFINED	
			\$237	8,565	SH		DEFINED	
			\$64,059	2,316,784	SH		DEFINED	
		-	-----	-----				
			\$230,027	8,319,247				
MICROCHIP TECHNOLOGY INC	COM	595017104	\$3,371	125,589	SH		DEFINED	
			\$888	33,086	SH		DEFINED	
			\$7,005	261,000	SH		DEFINED	
		-	-----	-----				
			\$11,264	419,675				
MICRON TECHNOLOGY INC	COM	595112103	\$210	17,492	SH		DEFINED	
			\$4	330	SH		DEFINED	
			\$1,366	113,586	SH		DEFINED	

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			-	-----	-----		
				\$1,581	131,408		
MICROSEMI CORP	COM	595137100	-	\$1,607	114,000	SH	DEFINED
			-	-----	-----		
				\$1,607	114,000		
MIDCAP SPDR TR	UNIT SER 1	595635103	-	\$141	1,300	SH	DEFINED
			-	\$201	1,853	SH	DEFINED
			-	-----	-----		
				\$342	3,153		
MIDDLEBY CORP	COM	596278101	-	\$15,244	289,530	SH	DEFINED
			-	-----	-----		
				\$15,244	289,530		
MILLENNIUM PHARMACEUTICALS I	COM	99902103	-	\$11	800	SH	DEFINED
			-	\$3,007	220,000	SH	DEFINED
			-	-----	-----		
				\$3,018	220,800		
MILLER HERMAN INC	COM	600544100	-	\$723	29,350	SH	DEFINED
			-	-----	-----		
				\$723	29,350		

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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-----	-----	-----	-----	-----	-----	-----	-----	-----
MILLS CORP	COM	601148109	\$126	2,426	SH		DEFINED	
			\$892	17,200	SH		DEFINED	
			-	-----	-----			
			\$1,018	19,626				
MOBILE MINI INC	COM	60740F105	\$535	21,556	SH		DEFINED	
			\$2,604	105,000	SH		DEFINED	
			-	-----	-----			
			\$3,139	126,556				
MOLEX INC	COM	608554101	\$242	8,110	SH		DEFINED	
			\$6	200	SH		DEFINED	
			\$287	9,635	SH		DEFINED	
			-	-----	-----			
			\$535	17,945				
MONDAVI ROBERT CORP	CL A	609200100	\$1,351	34,500	SH		DEFINED	
			-	-----	-----			
			\$1,351	34,500				
MONSANTO CO NEW	COM	61166W101	\$753	20,672	SH		DEFINED	

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			\$7,814	214,542	SH	DEFINED
			\$758	20,800	SH	DEFINED
		-	-----	-----		
			\$9,324	256,014		
MONSTER WORLDWIDE INC	COM	611742107	\$73	2,978	SH	DEFINED
			\$145	5,869	SH	DEFINED
		-	-----	-----		
			\$218	8,847		
MONTEREY PASTA CO	COM	612570101	\$439	130,000	SH	DEFINED
			\$1,555	460,000	SH	DEFINED
		-	-----	-----		
			\$1,994	590,000		
MOODYS CORP	COM	615369105	\$1,140	15,567	SH	DEFINED
			\$402	5,493	SH	DEFINED
			\$560	7,648	SH	DEFINED
		-	-----	-----		
			\$2,103	28,708		
MORGAN STANLEY	COM NEW	617446448	\$2,125	43,113	SH	DEFINED
			\$13,881	281,555	SH	DEFINED
			\$3,415	69,272	SH	DEFINED
		-	-----	-----		
			\$19,421	393,940		

FORM 13F BREAKDOWN REPORT  
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MORGAN STANLEY	MUN PREM INCOM	61745P429	\$87	9,470	SH		DEFINED	
			\$52	5,700	SH		DEFINED	
		-	-----	-----				
			\$139	15,170				
MORGAN STANLEY	MUN INC OPP II	61745P445	\$104	13,450	SH		DEFINED	
			\$47	6,000	SH		DEFINED	
		-	-----	-----				
			\$151	19,450				
MOTOROLA INC	COM	620076109	\$3,825	212,026	SH		DEFINED	
			\$4,061	225,112	SH		DEFINED	
			\$7,404	410,414	SH		DEFINED	
		-	-----	-----				
			\$15,290	847,552				
MOVADO GROUP INC	COM	624580106	\$1,700	100,000	SH		DEFINED	
		-	-----	-----				
			\$1,700	100,000				

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MUNIENHANCED FD INC	COM	626243109	\$22	2,032	SH	DEFINED
			\$131	12,132	SH	DEFINED
		-	-----	-----		
			\$153	14,164		
MUNIYIELD FLA FD	COM	626297105	\$45	3,242	SH	DEFINED
			\$174	12,465	SH	DEFINED
		-	-----	-----		
			\$219	15,707		
MUNIYIELD INSD FD INC	COM	6.26E+111	\$77	5,305	SH	DEFINED
			\$145	9,968	SH	DEFINED
		-	-----	-----		
			\$222	15,273		
MUNIYIELD MICH INSD FD INC	COM	62630J106	\$274	18,000	SH	DEFINED
			\$166	10,918	SH	DEFINED
		-	-----	-----		
			\$440	28,918		
MUNIYIELD MICH INSD FD II IN	COM	626300107	\$287	20,000	SH	DEFINED
			\$164	11,439	SH	DEFINED
		-	-----	-----		
			\$451	31,439		

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
MUNIYIELD QUALITY FD INC	COM	626302103	\$27	1,830	SH		DEFINED	
			\$192	13,164	SH		DEFINED	
		-	-----	-----				
			\$219	14,994				
MYLAN LABS INC	COM	628530107	\$428	23,783	SH		DEFINED	
			\$7	400	SH		DEFINED	
			\$244	13,546	SH		DEFINED	
		-	-----	-----				
			\$679	37,729				
NCR CORP NEW	COM	6.29E+112	\$160	3,220	SH		DEFINED	
			\$102	2,060	SH		DEFINED	
			\$690	13,919	SH		DEFINED	
		-	-----	-----				
			\$952	19,199				

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NMS COMMUNICATIONS CORP	COM	629248105	\$14	2,873	SH	DEFINED
			\$36	7,441	SH	DEFINED
			\$1,708	350,000	SH	DEFINED
			\$1,758	360,314		
NANOMETRICS INC	COM	630077105	\$2,052	180,000	SH	DEFINED
			\$2,052	180,000		
NASDAQ 100 TR	UNIT SER 1	631100104	\$529	15,061	SH	DEFINED
			\$2,372	67,504	SH	DEFINED
			\$14	400	SH	DEFINED
			\$2,915	82,965		
NATIONAL CITY CORP	COM	635405103	\$15,319	396,651	SH	DEFINED
			\$6,500	168,307	SH	DEFINED
			\$1,900	49,193	SH	DEFINED
			\$23,719	614,151		
NATIONAL COMMERCE FINL CORP	COM	63545P104	\$12,990	379,700	SH	DEFINED
			\$4,444	129,890	SH	DEFINED
			\$3	100	SH	DEFINED
			\$17,437	509,690		

FORM 13F BREAKDOWN REPORT  
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NATIONAL DENTEX CORP	COM	63563H109	\$240	8,500	SH		DEFINED	
			\$1,972	70,000	SH		DEFINED	
			\$2,212	78,500				
NATIONAL FUEL GAS CO N J	COM	636180101	\$309	10,896	SH		DEFINED	
			\$98	3,472	SH		DEFINED	
			\$407	14,368				
NATIONAL SEMICONDUCTOR CORP	COM	637640103	\$201	12,984	SH		DEFINED	
			\$69	4,460	SH		DEFINED	
			\$285	18,370	SH		DEFINED	



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			\$555	35,814		
NATIONWIDE HEALTH PPTY INC	COM	638620104	\$295	14,200	SH	DEFINED
		-	-----	-----		
			\$295	14,200		
NATUZZI S P A	ADR	63905A101	\$15	1,400	SH	DEFINED
		-	-----	-----		
			\$1,188	110,000	SH	DEFINED
			-----	-----		
			\$1,203	111,400		
NAVIGANT CONSULTING INC	COM	63935N107	\$1,675	76,267	SH	DEFINED
			\$56	2,569	SH	DEFINED
		-	-----	-----		
			\$2,121	96,578	SH	DEFINED
			-----	-----		
			\$3,852	175,414		
NEIMAN MARCUS GROUP INC	CL A	640204202	\$10	175	SH	DEFINED
		-	-----	-----		
			\$2,760	48,000	SH	DEFINED
			-----	-----		
			\$2,770	48,175		
NEIMAN MARCUS GROUP INC	CL B	640204301	\$3	50	SH	DEFINED
		-	-----	-----		
			\$596	11,200	SH	DEFINED
			-----	-----		
			\$599	11,250		
NETWORK APPLIANCE INC	COM	64120L104	\$1,359	58,959	SH	DEFINED
		-	-----	-----		
			\$403	17,498	SH	DEFINED
			\$6,388	277,143	SH	DEFINED
			-----	-----		
			\$8,150	353,600		

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-----	-----	-----	-----	-----	-----	-----	-----	-----
NEUROCRINE BIOSCIENCES INC	COM	64125C109	\$1,867	39,585	SH		DEFINED	
			\$382	8,090	SH		DEFINED	
		-	-----	-----				
			\$5,284	112,036	SH		DEFINED	
			-----	-----				
			\$7,532	159,711				
NEW YORK TIMES CO	CL A	650111107	\$159	4,060	SH		DEFINED	
			\$73	1,857	SH		DEFINED	

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			\$298	7,617	SH	DEFINED
			-----	-----		
			\$529	13,534		
NEWELL RUBBERMAID INC	COM	651229106	\$10,374	517,655	SH	DEFINED
			\$5,892	294,022	SH	DEFINED
			\$881	43,951	SH	DEFINED
			-----	-----		
			\$17,147	855,628		
NEWMARKET CORP	COM	651587107	\$125	6,000	SH	DEFINED
			\$0	15	SH	DEFINED
			\$1,357	65,000	SH	DEFINED
			-----	-----		
			\$1,483	71,015		
NEWMONT MINING CORP	COM	651639106	\$1,316	28,894	SH	DEFINED
			\$238	5,231	SH	DEFINED
			\$1,029	22,592	SH	DEFINED
			-----	-----		
			\$2,582	56,717		
NEXTEL COMMUNICATIONS INC	CL A	65332V103	\$868	36,408	SH	DEFINED
			\$1,323	55,485	SH	DEFINED
			\$2,314	97,055	SH	DEFINED
			-----	-----		
			\$4,505	188,948		
NICOR INC	COM	654086107	\$79	2,150	SH	DEFINED
			\$242	6,585	SH	DEFINED
			\$79	2,163	SH	DEFINED
			-----	-----		
			\$400	10,898		
NIKE INC	CL B	654106103	\$542	6,877	SH	DEFINED
			\$92	1,165	SH	DEFINED
			\$1,061	13,460	SH	DEFINED
			-----	-----		
			\$1,694	21,502		

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-----	-----	-----	-----	-----	-----	-----	-----	-----
NISOURCE INC	COM	65473P105	\$10,428	496,325	SH		DEFINED	
			\$6,804	323,863	SH		DEFINED	
			\$46	2,200	SH		DEFINED	

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			\$7,857	373,987	SH	DEFINED
			-----	-----		
			\$25,136	1,196,375		
NOKIA CORP	SPONSORED ADR	654902204	\$359	26,202	SH	DEFINED
			\$454	33,116	SH	DEFINED
			\$14	1,000	SH	DEFINED
			-----	-----		
			\$828	60,318		
NORDSTROM INC	COM	655664100	\$17,810	465,748	SH	DEFINED
			\$1,186	31,024	SH	DEFINED
			\$22,672	592,885	SH	DEFINED
			-----	-----		
			\$41,668	1,089,657		
NORFOLK SOUTHERN CORP	COM	655844108	\$1,866	62,746	SH	DEFINED
			\$918	30,859	SH	DEFINED
			\$595	20,008	SH	DEFINED
			-----	-----		
			\$3,379	113,613		
NORTEL NETWORKS CORP NEW	COM	656568102	\$242	71,135	SH	DEFINED
			\$47	13,775	SH	DEFINED
			-----	-----		
			\$289	84,910		
NORTH CTRY FINL CORP	COM	658788104	\$41	39,486	SH	DEFINED
			-----	-----		
			\$41	39,486		
NORTH FORK BANCORPORATION NY	COM	659424105	\$58,290	1,311,357	SH	DEFINED
			\$11,036	248,267	SH	DEFINED
			\$18	405	SH	DEFINED
			\$6,234	140,241	SH	DEFINED
			-----	-----		
			\$75,577	1,700,270		
NORTHEAST UTILS	COM	664397106	\$4	200	SH	DEFINED
			\$110	5,666	SH	DEFINED
			\$445	22,950	SH	DEFINED
			-----	-----		
			\$559	28,816		

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-----	-----	-----	-----	-----	-----	-----	-----	-----

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NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	\$27	600	SH	DEFINED
			\$210	4,600	SH	DEFINED
			-----	-----		
			\$238	5,200		
NORTHERN TR CORP	COM	665859104	\$31,219	765,170	SH	DEFINED
			\$8,872	217,446	SH	DEFINED
			\$34	825	SH	DEFINED
			\$31,200	764,706	SH	DEFINED
			-----	-----		
			\$71,324	1,748,147		
NORTHROP GRUMMAN CORP	COM	666807102	\$695	13,034	SH	DEFINED
			\$450	8,444	SH	DEFINED
			\$978	18,347	SH	DEFINED
			-----	-----		
			\$2,124	39,825		
NORTHWEST AIRLS CORP	CL A	667280101	\$115	14,000	SH	DEFINED
			-----	-----		
			\$115	14,000		
NORTHWEST PIPE CO	COM	667746101	\$364	21,000	SH	DEFINED
			\$1,302	75,000	SH	DEFINED
			-----	-----		
			\$1,667	96,000		
NOVAGOLD RES INC	COM NEW	6.70E+210	\$84	13,250	SH	DEFINED
			-----	-----		
			\$84	13,250		
NOVARTIS A G	SPONSORED ADR	66987V109	\$320	6,850	SH	DEFINED
			\$289	6,187	SH	DEFINED
			-----	-----		
			\$608	13,037		
NOVELL INC	COM	670006105	\$114	18,021	SH	DEFINED
			\$1,859	294,610	SH	DEFINED
			-----	-----		
			\$1,973	312,631		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
NOVELLUS SYS INC	COM	670008101	\$105	3,957	SH		DEFINED	
			\$202	7,569	SH		DEFINED	

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			-	-----	-----		
				\$307	11,526		
NUCOR CORP	COM	670346105		\$265	2,899	SH	DEFINED
				\$241	2,634	SH	DEFINED
				\$368	4,026	SH	DEFINED
			-	-----	-----		
				\$873	9,559		
NUVEEN INSD PREM INCOME MUN	COM	6706D8104		\$499	36,100	SH	DEFINED
			-	-----	-----		
				\$499	36,100		
NUVEEN SELECT TAX FREE INCM	SH BEN INT	67062F100		\$14	1,000	SH	DEFINED
				\$204	14,834	SH	DEFINED
			-	-----	-----		
				\$218	15,834		
NUVEEN PREM INCOME MUN FD	COM	67062T100		\$3	200	SH	DEFINED
				\$427	30,039	SH	DEFINED
			-	-----	-----		
				\$430	30,239		
NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103		\$104	7,222	SH	DEFINED
				\$144	9,991	SH	DEFINED
			-	-----	-----		
				\$248	17,213		
NUVEEN SELECT TAX FREE INCM	SH BEN INT	67063C106		\$26	2,000	SH	DEFINED
				\$150	11,410	SH	DEFINED
			-	-----	-----		
				\$177	13,410		
NUVEEN PREM INCOME MUN FD 2	COM	67063W102		\$174	12,085	SH	DEFINED
			-	-----	-----		
				\$174	12,085		
NUVEEN INS FL TX FR ADV MUN	COM	670655109		\$195	13,333	SH	DEFINED
			-	-----	-----		
				\$195	13,333		
NVIDIA CORP	COM	67066G104		\$97	6,700	SH	DEFINED
				\$122	8,400	SH	DEFINED
			-	-----	-----		
				\$219	15,100		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
NUVEEN MUN HIGH INC OPP FD	COM	670682103	\$6	400	SH		DEFINED	
			\$207	14,000	SH		DEFINED	
			-	-	-	-		
			\$213	14,400				
NUVEEN QUALITY PFD INCOME FD	COM	67071S101	\$663	45,408	SH		DEFINED	
			\$30	2,050	SH		DEFINED	
			-	-	-	-		
			\$693	47,458				
OCA INC	COM	67083Q101	\$4	800	SH		DEFINED	
			\$1,067	225,000	SH		DEFINED	
			-	-	-	-		
			\$1,070	225,800				
NUVEEN INVTS INC	CL A	67090F106	\$14,004	473,100	SH		DEFINED	
			\$61	2,050	SH		DEFINED	
			-	-	-	-		
			\$14,064	475,150				
NUVEEN MUN VALUE FD INC	COM	670928100	\$76	8,299	SH		DEFINED	
			\$115	12,562	SH		DEFINED	
			-	-	-	-		
			\$191	20,861				
NUVEEN QUALITY INCOME MUN FD	COM	670977107	\$41	2,837	SH		DEFINED	
			\$479	33,043	SH		DEFINED	
			-	-	-	-		
			\$520	35,880				
NUVEEN MICH QUALITY INCOME M	COM	670979103	\$215	13,640	SH		DEFINED	
			\$1,491	94,733	SH		DEFINED	
			-	-	-	-		
			\$1,706	108,373				
NUVEEN OHIO QUALITY INCOME M	COM	670980101	\$688	40,338	SH		DEFINED	
			-	-	-	-		
				\$688	40,338			
NUVEEN INSD MUN OPPORTUNITY	COM	670984103	\$52	3,350	SH		DEFINED	
			\$520	33,552	SH		DEFINED	
			-	-	-	-		
			\$572	36,902				

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
NUVEEN MICH PREM INCOME MUN	COM	67101Q109	\$721	47,231	SH		DEFINED	
			\$721	47,231				
OSI PHARMACEUTICALS INC	COM	671040103	\$21	340	SH		DEFINED	
			\$88	1,425				
			\$918	14,939				
			\$1,027	16,704				
OSI SYSTEMS INC	COM	671044105	\$1,368	84,792	SH		DEFINED	
			\$2,616	162,500				
			\$3,984	247,472				
OCCIDENTAL PETE CORP DEL	COM	674599105	\$605	10,825	SH		DEFINED	
			\$931	16,648				
			\$2,315	41,388				
			\$3,851	68,861				
ODYSSEY HEALTHCARE INC	COM	67611V101	\$2	115	SH		DEFINED	
			\$3,055	172,100				
			\$3,057	172,215				
OFFICE DEPOT INC	COM	676220106	\$277	18,434	SH		DEFINED	
			\$2	100				
			\$238	15,861				
			\$517	34,395				
OHIO CAS CORP	COM	677240103	\$375	17,900	SH		DEFINED	
			\$375	17,900				
OLD NATL BANCORP IND	COM	680033107	\$2,480	99,840	SH		DEFINED	
			\$2,480	99,840				
OLD SECOND BANCORP INC ILL	COM	680277100	\$2,555	91,362	SH		DEFINED	
			\$2,555	91,362				
OLYMPIC STEEL INC	COM	68162K106	\$95	5,000	SH		DEFINED	
			\$2,835	150,000				

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- -----  
 \$2,930 155,000

FORM 13F BREAKDOWN REPORT SEC # 28-539  
 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
OMNICARE INC	COM	681904108	\$544	19,183	SH		DEFINED	
			\$4,648	163,908	SH		DEFINED	
			-----	-----				
			\$5,192	183,091				
OMNICOM GROUP INC	COM	681919106	\$29,511	403,921	SH		DEFINED	
			\$10,787	147,643	SH		DEFINED	
			\$40	550	SH		DEFINED	
			\$3,967	54,300	SH		DEFINED	
			-----	-----				
			\$44,305	606,414				
OMNIVISION TECHNOLOGIES INC	COM	682128103	\$8	550	SH		DEFINED	
			\$2,547	180,000	SH		DEFINED	
			-----	-----				
			\$2,555	180,550				
OMNICELL INC	COM	68213N109	\$46	3,452	SH		DEFINED	
			\$59	4,496	SH		DEFINED	
			\$1,256	95,000	SH		DEFINED	
			-----	-----				
			\$1,361	102,948				
ON ASSIGNMENT INC	COM	682159108	\$424	95,000	SH		DEFINED	
			\$1,601	360,000	SH		DEFINED	
			-----	-----				
			\$2,025	455,000				
ONEOK INC NEW	COM	682680103	\$2,511	96,500	SH		DEFINED	
			-----	-----				
			\$2,511	96,500				
ONYX PHARMACEUTICALS INC	COM	683399109	\$61	1,422	SH		DEFINED	
			\$74	1,715	SH		DEFINED	
			\$2,286	53,161	SH		DEFINED	
			-----	-----				
			\$2,421	56,298				
OPTIMAL GROUP INC	CL A NEW	68388R208	\$1,974	215,009	SH		DEFINED	
			-----	-----				
			\$1,974	215,009				



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FORM 13F BREAKDOWN REPORT  
 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
 AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
ORACLE CORP	COM	68389X105	\$20,184	1,789,357	SH		DEFINED	
			\$3,937	349,041	SH		DEFINED	
			\$89	7,915	SH		DEFINED	
			\$2,989	264,941	SH		DEFINED	
		-	-----	-----				
			\$27,199	2,411,254				
OREGON STL MLS INC	COM	686079104	\$666	40,000	SH		DEFINED	
			\$4,739	285,000	SH		DEFINED	
			-	-----	-----			
			\$5,405	325,000				
ORTHOLOGIC CORP	COM	68750J107	\$1	100	SH		DEFINED	
			\$805	114,400	SH		DEFINED	
			-	-----	-----			
			\$806	114,500				
OSHKOSH TRUCK CORP	COM	688239201	\$51	900	SH		DEFINED	
			\$1,984	34,772	SH		DEFINED	
			-	-----	-----			
			\$2,035	35,672				
OSTEOTECH INC	COM	688582105	\$507	128,446	SH		DEFINED	
			\$1,536	390,000	SH		DEFINED	
			-	-----	-----			
			\$2,043	518,446				
OVERLAND STORAGE INC	COM	690310107	\$1,049	75,000	SH		DEFINED	
			-	-----	-----			
			\$1,049	75,000				
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	\$24	478	SH		DEFINED	
			\$59	1,182	SH		DEFINED	
			\$1,986	40,000	SH		DEFINED	
			-	-----	-----			
			\$2,068	41,660				
OVERSTOCK COM INC DEL	COM	690370101	\$735	20,000	SH		DEFINED	
			-	-----	-----			
			\$735	20,000				

P A M TRANSN SVCS

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INC	COM	693149106	\$480	25,000	SH	DEFINED
			\$1,005	52,500	SH	DEFINED
		-	-----	-----		
			\$1,485	77,500		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP  
SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
PG&E CORP	COM	69331C108	\$331	10,902	SH		DEFINED	
			\$65	2,151	SH		DEFINED	
			\$650	21,370	SH		DEFINED	
		-	-----	-----				
			\$1,046	34,423				
PLX TECHNOLOGY INC	COM	693417107	\$60	8,279	SH		DEFINED	
			\$73	10,081	SH		DEFINED	
			\$2,105	291,900	SH		DEFINED	
		-	-----	-----				
			\$2,237	310,260				
PMC-SIERRA INC	COM	69344F106	\$44	4,978	SH		DEFINED	
			\$4	400	SH		DEFINED	
			\$79	8,988	SH		DEFINED	
		-	-----	-----				
			\$127	14,366				
PNC FINL SVCS GROUP INC	COM	693475105	\$6,042	111,675	SH		DEFINED	
			\$429	7,933	SH		DEFINED	
			\$780	14,421	SH		DEFINED	
		-	-----	-----				
			\$7,251	134,029				
PPG INDS INC	COM	693506107	\$7,097	115,813	SH		DEFINED	
			\$1,081	17,648	SH		DEFINED	
			\$1,659	27,069	SH		DEFINED	
		-	-----	-----				
			\$9,837	160,530				
PPL CORP	COM	69351T106	\$284	6,021	SH		DEFINED	
			\$154	3,265	SH		DEFINED	
			\$426	9,024	SH		DEFINED	
		-	-----	-----				
			\$864	18,310				
PACCAR INC	COM	693718108	\$373	5,390	SH		DEFINED	
			\$49	707	SH		DEFINED	
			\$955	13,818	SH		DEFINED	
		-	-----	-----				
			\$1,377	19,915				

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PACTIV CORP	COM	695257105	\$106	4,540	SH	DEFINED
			\$33	1,400	SH	DEFINED
			\$182	7,842	SH	DEFINED
		-	-----	-----		
			\$320	13,782		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
PALL CORP	COM	696429307	\$1,044	42,658	SH		DEFINED	
			\$70	2,869	SH		DEFINED	
			\$4,071	166,299	SH		DEFINED	
		-	-----	-----				
			\$5,186	211,826				
PAN PACIFIC RETAIL PPTYS INC	COM	69806L104	\$207	3,822	SH		DEFINED	
		-	-----	-----				
			\$207	3,822				
PANERA BREAD CO	CL A	69840W108	\$189	5,025	SH		DEFINED	
			\$30	800	SH		DEFINED	
		-	-----	-----				
			\$219	5,825				
PARAMETRIC TECHNOLOGY CORP	COM	699173100	\$120	22,719	SH		DEFINED	
			\$106	20,116	SH		DEFINED	
			\$4,060	768,872	SH		DEFINED	
		-	-----	-----				
			\$4,286	811,707				
PAREXEL INTL CORP	COM	699462107	\$76	3,863	SH		DEFINED	
			\$392	20,000	SH		DEFINED	
		-	-----	-----				
			\$468	23,863				
PARK NATL CORP	COM	700658107	\$2,422	19,039	SH		DEFINED	
		-	-----	-----				
			\$2,422	19,039				
PARKER HANNIFIN CORP	COM	701094104	\$5,763	97,898	SH		DEFINED	
			\$5,475	93,014	SH		DEFINED	
			\$4	75	SH		DEFINED	
			\$14,959	254,139	SH		DEFINED	
		-	-----	-----				
			\$26,200	445,126				

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PATINA OIL & GAS CORP	COM	703224105	\$179	6,050	SH	DEFINED
			\$4	132	SH	DEFINED
			\$1,713	57,936	SH	DEFINED
			-	-	-	-
			\$1,896	64,118		
PATTERSON COMPANIES INC	COM	703395103	\$372	4,858	SH	DEFINED
			\$1,315	17,175	SH	DEFINED
			-	-	-	-
			\$1,687	22,033		

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
PAYCHEX INC	COM	704326107	\$6,038	200,272	SH	DEFINED		
			\$825	27,347	SH	DEFINED		
			\$584	19,379	SH	DEFINED		
			-	-	-	-		
			\$7,447	246,998				
PAYLESS SHOESOURCE INC	COM	704379106	\$7	725	SH	DEFINED		
			\$4	432	SH	DEFINED		
			\$2,178	215,000	SH	DEFINED		
			-	-	-	-		
			\$2,190	216,157				
PEMSTAR INC	COM	706552106	\$247	135,057	SH	DEFINED		
			\$985	541,885	SH	DEFINED		
			-	-	-	-		
			\$1,232	676,942				
PENNEY J C INC	NOTE 5.000%10	708160BV7	\$371	3,000	SH	DEFINED		
			-	-	-	-		
			\$371	3,000				
PENNEY J C INC	COM	708160106	\$1,253	35,517	SH	DEFINED		
			\$249	7,053	SH	DEFINED		
			\$2,910	82,487	SH	DEFINED		
			-	-	-	-		
			\$4,412	125,057				
PEOPLES BANCORP INC	COM	709789101	\$868	32,993	SH	DEFINED		
			-	-	-	-		
			\$868	32,993				
PEOPLES ENERGY CORP	COM	711030106	\$136	3,259	SH	DEFINED		
			\$608	14,577	SH	DEFINED		

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			\$79	1,904	SH	DEFINED
			-----	-----		
			\$823	19,740		
PEOPLESOFT INC	COM	712713106	\$200	10,076	SH	DEFINED
			\$16	800	SH	DEFINED
			\$370	18,623	SH	DEFINED
			-----	-----		
			\$586	29,499		

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
PEPCO HOLDINGS INC	COM	713291102	\$2,392	120,223	SH		DEFINED	
			\$656	32,959	SH		DEFINED	
			\$2,786	140,000	SH		DEFINED	
			-----	-----				
			\$5,834	293,182				
PEPSI BOTTLING GROUP INC	COM	713409100	\$182	6,716	SH		DEFINED	
			\$33	1,200	SH		DEFINED	
			\$357	13,149	SH		DEFINED	
			-----	-----				
			\$572	21,065				
PEPSIAMERICAS INC	COM	71343P200	\$17	895	SH		DEFINED	
			\$8	400	SH		DEFINED	
			\$923	48,300	SH		DEFINED	
			-----	-----				
			\$947	49,595				
PEPSICO INC	COM	713448108	\$49,876	1,025,185	SH		DEFINED	
			\$16,958	348,572	SH		DEFINED	
			\$102	2,100	SH		DEFINED	
			\$7,157	147,102	SH		DEFINED	
			-----	-----				
			\$74,092	1,522,959				
PERCEPTRON INC	COM	71361F100	\$67	10,000	SH		DEFINED	
			\$540	80,213	SH		DEFINED	
			-----	-----				
			\$607	90,213				
PERFORMANCE FOOD GROUP CO	COM	713755106	\$2	100	SH		DEFINED	
			\$360	15,200	SH		DEFINED	
			-----	-----				
			\$363	15,300				

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PERKINELMER INC	COM	714046109	\$609	35,364	SH	DEFINED
			\$83	4,800	SH	DEFINED
			\$113	6,566	SH	DEFINED
		-	-----	-----		
			\$805	46,730		
PEROT SYS CORP	CL A	714265105	\$1,064	66,250	SH	DEFINED
		-	-----	-----		
			\$1,064	66,250		
PERRIGO CO	COM	714290103	\$14,950	727,497	SH	DEFINED
		-	-----	-----		
			\$14,950	727,497		

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
PERUSAHAAN PERS INDO SATELLI	SPONSORED ADR	715680104	\$2,443	101,800	SH		DEFINED	
		-	-----	-----				
			\$2,443	101,800				
PETROLEUM & RES CORP	COM	716549100	\$211	8,019	SH		DEFINED	
		-	-----	-----				
			\$211	8,019				
PFIZER INC	COM	717081103	\$164,373	5,371,669	SH		DEFINED	
			\$118,877	3,884,860	SH		DEFINED	
			\$134	4,384	SH		DEFINED	
			\$21,962	717,702	SH		DEFINED	
		-	-----	-----				
			\$305,346	9,978,615				
PHARMACOPEIA DRUG DISCVRY IN	COM	7171EP101	\$49	10,075	SH		DEFINED	
			\$441	90,000	SH		DEFINED	
		-	-----	-----				
			\$490	100,075				
PHARMION CORP	COM	71715B409	\$15	282	SH		DEFINED	
			\$51	987	SH		DEFINED	
			\$1,861	36,000	SH		DEFINED	
		-	-----	-----				
			\$1,927	37,269				
PHELPS DODGE CORP	COM	717265102	\$237	2,571	SH		DEFINED	
			\$145	1,574	SH		DEFINED	
			\$673	7,309	SH		DEFINED	
		-	-----	-----				

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			\$1,054	11,454		
PHOENIX COS INC NEW	COM	7.19E+113	\$233	22,369	SH	DEFINED
			\$34	3,222	SH	DEFINED
		-	-----	-----		
			\$267	25,591		
PHOTRONICS INC	COM	719405102	\$3,158	190,000	SH	DEFINED
		-	-----	-----		
			\$3,158	190,000		
PIER 1 IMPORTS INC	COM	720279108	\$4	225	SH	DEFINED
			\$1,085	60,000	SH	DEFINED
		-	-----	-----		
			\$1,089	60,225		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
PIMCO MUNICIPAL INCOME FD	COM	72200R107	\$373	26,135	SH		DEFINED	
		-	-----	-----				
			\$373	26,135				
PINNACLE WEST CAP CORP	COM	723484101	\$100	2,405	SH		DEFINED	
			\$126	3,030	SH		DEFINED	
			\$191	4,593	SH		DEFINED	
		-	-----	-----				
			\$416	10,028				
PIONEER INTREST SHS	COM	723703104	\$34	2,950	SH		DEFINED	
			\$1,043	90,700	SH		DEFINED	
		-	-----	-----				
			\$1,077	93,650				
PIPER JAFFRAY COS	COM	724078100	\$432	10,902	SH		DEFINED	
			\$97	2,444	SH		DEFINED	
			\$1,694	42,800	SH		DEFINED	
		-	-----	-----				
			\$2,223	56,146				
PITNEY BOWES INC	COM	724479100	\$11,263	255,407	SH		DEFINED	
			\$1,103	25,010	SH		DEFINED	
			\$1,351	30,625	SH		DEFINED	
		-	-----	-----				
			\$13,717	311,042				
PIXELWORKS INC	COM	72581M107	\$300	30,000	SH		DEFINED	

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			-	-----	-----		
				\$300	30,000		
PLAINS EXPL & PRODTN CO	COM	726505100	-	-----	-----		
				\$2	100	SH	DEFINED
			-	-----	-----		
				\$2	100		
PLANAR SYS INC	COM	726900103	-	-----	-----		
				\$1,121	100,000	SH	DEFINED
			-	-----	-----		
				\$1,121	100,000		
PLANTRONICS INC NEW	COM	727493108	-	-----	-----		
				\$2,404	55,593	SH	DEFINED
				\$320	7,400	SH	DEFINED
				\$9,992	231,083	SH	DEFINED
			-	-----	-----		
				\$12,716	294,076		
PLATO LEARNING INC	COM	72764Y100	-	-----	-----		
				\$486	55,000	SH	DEFINED
				\$2,431	275,000	SH	DEFINED
			-	-----	-----		
				\$2,917	330,000		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
PLEXUS CORP	COM	729132100	\$891	80,722	SH		DEFINED	
			-	-----	-----			
				\$891	80,722			
PLUM CREEK TIMBER CO INC	COM	729251108	\$386	11,011	SH		DEFINED	
			\$325	9,267	SH		DEFINED	
			\$2,079	59,349	SH		DEFINED	
			-	-----	-----			
				\$2,789	79,627			
POLO RALPH LAUREN CORP	CL A	731572103	\$2,296	63,132	SH		DEFINED	
			\$1,425	39,177	SH		DEFINED	
			\$7,830	215,300	SH		DEFINED	
			-	-----	-----			
				\$11,551	317,609			
POLYONE CORP	COM	73179P106	\$49	6,471	SH		DEFINED	
			\$2,470	328,400	SH		DEFINED	
			-	-----	-----			
				\$2,518	334,871			
POSSIS MEDICAL INC	COM	737407106	\$11	714	SH		DEFINED	



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			\$29	1,860	SH	DEFINED
			\$1,018	65,000	SH	DEFINED
		-	-----	-----		
			\$1,058	67,574		
POWELL INDS INC	COM	739128106	\$521	30,872	SH	DEFINED
			\$2,400	142,500	SH	DEFINED
		-	-----	-----		
			\$2,921	173,372		
PRAXAIR INC	COM	74005P104	\$29,805	697,348	SH	DEFINED
			\$11,763	275,224	SH	DEFINED
			\$24	560	SH	DEFINED
			\$3,904	91,333	SH	DEFINED
		-	-----	-----		
			\$45,495	1,064,465		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
PRICE LEGACY CORP	COM NEW	74144P502	\$95	5,000	SH		DEFINED	
			\$1,710	90,250	SH		DEFINED	
		-	-----	-----				
			\$1,805	95,250				
PRICE T ROWE GROUP INC	COM	74144T108	\$8,186	160,707	SH		DEFINED	
			\$3,446	67,656	SH		DEFINED	
			\$9,676	189,957	SH		DEFINED	
		-	-----	-----				
			\$21,309	418,320				
PRIME HOSPITALITY CORP	COM	741917108	\$10	10,725	SH		DEFINED	
			\$4,122	338,800	SH		DEFINED	
		-	-----	-----				
			\$4,132	339,525				
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	\$605	16,821	SH		DEFINED	
			\$80	2,231	SH		DEFINED	
			\$586	16,297	SH		DEFINED	
		-	-----	-----				
			\$1,272	35,349				
PROCTER & GAMBLE CO	COM	742718109	\$851,626	15,735,880	SH		DEFINED	
			\$49,478	914,221	SH		DEFINED	
			\$35	655	SH		DEFINED	
			\$10,907	201,537	SH		DEFINED	
		-	-----	-----				

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\$912,046 16,852,293

PROGRESS ENERGY INC	COM	743263105	\$686	16,195	SH	DEFINED
			\$503	11,888	SH	DEFINED
			\$532	12,575	SH	DEFINED
			-	-----	-	-
			\$1,721	40,658		
PROGRESS SOFTWARE CORP	COM	743312100	\$2	125	SH	DEFINED
			\$1,563	78,533	SH	DEFINED
			-	-----	-	-
			\$1,565	78,658		
PROGRESSIVE CORP OHIO	COM	743315103	\$479	5,650	SH	DEFINED
			\$90	1,057	SH	DEFINED
			\$2,084	24,591	SH	DEFINED
			-	-----	-	-
			\$2,653	31,298		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
PROLOGIS	SH BEN INT	743410102	\$196	5,572	SH		DEFINED	
			\$1,559	44,251	SH		DEFINED	
			\$1,164	33,022	SH		DEFINED	
			-	-----	-	-		
			\$2,919	82,845				
PROVIDIAN FINL CORP	COM	74406A102	\$200	12,899	SH		DEFINED	
			\$827	53,192	SH		DEFINED	
			\$229	14,726	SH		DEFINED	
			-	-----	-	-		
			\$1,256	80,817				
PRUDENTIAL FINL INC	COM	744320102	\$983	20,889	SH		DEFINED	
			\$499	10,616	SH		DEFINED	
			\$2,376	50,511	SH		DEFINED	
			-	-----	-	-		
			\$3,858	82,016				
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	\$361	8,477	SH		DEFINED	
			\$63	1,481	SH		DEFINED	
			\$514	12,072	SH		DEFINED	
			-	-----	-	-		
			\$938	22,030				
PUBLIC STORAGE INC	COM A DP1/1000	74460D729	\$423	15,000	SH		DEFINED	

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			-	-----	-----			
				\$423	15,000			
PULTE HOMES INC	COM	745867101		\$18,756	305,626	SH	DEFINED	
				\$2,710	44,166	SH	DEFINED	
				\$24,819	404,422	SH	DEFINED	
			-	-----	-----			
				\$46,286	754,214			
PUTNAM HIGH YIELD MUN TR	SH BEN INT	746781103		\$53	8,000	SH	DEFINED	
				\$211	31,610	SH	DEFINED	
			-	-----	-----			
				\$264	39,610			
QLOGIC CORP	COM	747277101		\$997	33,568	SH	DEFINED	
				\$154	5,197	SH	DEFINED	
				\$9	300	SH	DEFINED	
				\$3,432	115,508	SH	DEFINED	
			-	-----	-----			
				\$4,592	154,573			

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DISCRETN	OTH MANA
QUAKER FABRIC CORP NEW	COM	747399103	\$358	55,000	SH		DEFINED	
			\$877	135,000	SH		DEFINED	
			-	-----	-----			
			\$1,235	190,000				
QUALCOMM INC	COM	747525103	\$2,071	53,046	SH		DEFINED	
			\$1,592	40,774	SH		DEFINED	
			\$3,226	82,636	SH		DEFINED	
			-	-----	-----			
			\$6,889	176,456				
QUEST DIAGNOSTICS INC	DBCV 1.750%11	74834LAF7	\$215	2,000	SH		DEFINED	
			-	-----	-----			
			\$215	2,000				
QUEST DIAGNOSTICS INC	COM	74834L100	\$282	3,197	SH		DEFINED	
			\$46	520	SH		DEFINED	
			\$464	5,256	SH		DEFINED	
			-	-----	-----			
			\$792	8,973				
QUESTAR CORP	COM	748356102	\$11,847	258,542	SH		DEFINED	
			\$4,041	88,197	SH		DEFINED	

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			\$2	50	SH	DEFINED
			\$1,378	30,074	SH	DEFINED
		-	-----	-----		
			\$17,268	376,863		
QUIKSILVER INC	COM	74838C106	\$59	2,329	SH	DEFINED
			\$77	3,036	SH	DEFINED
			\$3,178	125,000	SH	DEFINED
		-	-----	-----		
			\$3,314	130,365		
QWEST COMMUNICATIONS INTL IN	COM	749121109	\$181	54,280	SH	DEFINED
			\$57	17,118	SH	DEFINED
			\$301	90,435	SH	DEFINED
		-	-----	-----		
			\$539	161,833		
RC2 CORP	COM	749388104	\$1,241	37,707	SH	DEFINED
			\$128	3,900	SH	DEFINED
			\$3,423	104,028	SH	DEFINED
		-	-----	-----		
			\$4,791	145,635		

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
RPM INTL INC	COM	749685103	\$5,368	304,163	SH		DEFINED	
			\$4,065	230,338	SH		DEFINED	
			\$3,364	190,594	SH		DEFINED	
		-	-----	-----				
			\$12,798	725,095				
RTI INTL METALS INC	COM	74973W107	\$629	32,492	SH		DEFINED	
			\$3,148	162,500	SH		DEFINED	
		-	-----	-----				
			\$3,777	194,992				
RADIO ONE INC	CL D NON VTG	75040P405	\$1,760	123,672	SH		DEFINED	
			\$222	15,594	SH		DEFINED	
			\$4,529	318,300	SH		DEFINED	
		-	-----	-----				
			\$6,511	457,566				
RADIO SHACK CORP	COM	750438103	\$131	4,582	SH		DEFINED	
			\$260	9,070	SH		DEFINED	
			\$236	8,225	SH		DEFINED	
		-	-----	-----				
			\$627	21,877				

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RAYTHEON CO	COM NEW	755111507	\$2,597	68,368	SH	DEFINED
			\$1,550	40,812	SH	DEFINED
			\$868	22,860	SH	DEFINED
			-	-	-	-
			\$5,015	132,040		
REGIS CORP MINN	COM	758932107	\$8	201	SH	DEFINED
			\$2,177	54,139	SH	DEFINED
			-	-	-	-
			\$2,186	54,340		
REGIONS FINANCIAL CORP NEW	COM	7591EP100	\$3,745	113,279	SH	DEFINED
			\$187	5,668	SH	DEFINED
			\$777	23,514	SH	DEFINED
			-	-	-	-
			\$4,710	142,461		
REGISTER COM INC	COM	75914G101	\$445	82,219	SH	DEFINED
			-	-	-	-
			\$445	82,219		
REPUBLIC BANCORP INC	COM	760282103	\$541	35,109	SH	DEFINED
			-	-	-	-
			\$541	35,109		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
RESPIRONICS INC	COM	761230101	\$29	550	SH		DEFINED	
			\$2,198	41,123	SH	DEFINED		
			-	-	-	-		
			\$2,227	41,673				
REYNOLDS & REYNOLDS CO	CL A	761695105	\$255	10,350	SH		DEFINED	
			-	-	-	-		
			\$255	10,350				
REYNOLDS AMERICAN INC	COM	761713106	\$263	3,861	SH		DEFINED	
			\$89	1,313	SH	DEFINED		
			\$1,473	21,649	SH	DEFINED		
			-	-	-	-		
			\$1,825	26,823				
RIGEL PHARMACEUTICALS INC	COM NEW	766559603	\$60	2,363	SH		DEFINED	
			\$147	5,798	SH	DEFINED		

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			\$1,645	65,000	SH	DEFINED
			-----	-----		
			\$1,851	73,161		
RITE AID CORP	COM	767754104	\$19	5,300	SH	DEFINED
			\$80	22,735	SH	DEFINED
			-----	-----		
			\$99	28,035		
ROBERT HALF INTL INC	COM	770323103	\$116	4,512	SH	DEFINED
			\$227	8,818	SH	DEFINED
			-----	-----		
			\$344	13,330		
ROCKFORD CORP	COM	77316P101	\$386	102,000	SH	DEFINED
			\$1,380	365,100	SH	DEFINED
			-----	-----		
			\$1,766	467,100		
ROCKWELL AUTOMATION INC	COM	773903109	\$26,721	690,461	SH	DEFINED
			\$3,050	78,812	SH	DEFINED
			\$62	1,600	SH	DEFINED
			\$11,215	289,781	SH	DEFINED
			-----	-----		
			\$41,047	1,060,654		
ROCKWELL COLLINS INC	COM	774341101	\$540	14,541	SH	DEFINED
			\$1,324	35,657	SH	DEFINED
			\$336	9,060	SH	DEFINED
			-----	-----		
			\$2,201	59,258		

FORM 13F BREAKDOWN REPORT  
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-----	-----	-----	-----	-----	-----	-----	-----	-----
ROCKY SHOES & BOOTS INC	COM	774830103	\$315	18,000	SH		DEFINED	
			\$1,750	100,000	SH		DEFINED	
			-----	-----				
			\$2,065	118,000				
ROHM & HAAS CO	COM	775371107	\$609	14,184	SH		DEFINED	
			\$81	1,884	SH		DEFINED	
			\$957	22,282	SH		DEFINED	
			-----	-----				
			\$1,648	38,350				
ROSS STORES INC	COM	778296103	\$1,547	66,007	SH		DEFINED	

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			\$2,667	113,774	SH	DEFINED
			\$3,917	167,100	SH	DEFINED
		-	-----	-----		
			\$8,131	346,881		
ROWAN COS INC	COM	779382100	\$72	2,744	SH	DEFINED
			\$3	110	SH	DEFINED
			\$143	5,423	SH	DEFINED
		-	-----	-----		
			\$219	8,277		
ROYAL CARIBBEAN CRUISES LTD	NOTE 5	780153AM4	\$280	4,000	SH	DEFINED
		-	-----	-----		
			\$280	4,000		
ROYAL DUTCH PETE CO	NY REG EUR .56	780257804	\$27,214	527,404	SH	DEFINED
			\$13,216	256,127	SH	DEFINED
			\$21	400	SH	DEFINED
			\$19,057	369,327	SH	DEFINED
		-	-----	-----		
			\$59,508	1,153,258		
ROYCE MICRO-CAP TR INC	COM	780915104	\$1,290	97,713	SH	DEFINED
		-	-----	-----		
			\$1,290	97,713		
RUBY TUESDAY INC	COM	781182100	\$3,001	107,691	SH	DEFINED
			\$1,099	39,449	SH	DEFINED
			\$8,091	290,325	SH	DEFINED
		-	-----	-----		
			\$12,192	437,465		

FORM 13F BREAKDOWN REPORT  
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RYDER SYS INC	COM	783549108	\$80	1,710	SH		DEFINED	
			\$158	3,359	SH		DEFINED	
		-	-----	-----				
			\$238	5,069				
SBC COMMUNICATIONS INC	COM	78387G103	\$16,458	634,209	SH		DEFINED	
			\$11,267	434,185	SH		DEFINED	
			\$8	300	SH		DEFINED	
			\$4,884	188,219	SH		DEFINED	
		-	-----	-----				
			\$32,617	1,256,913				

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SCI SYS INC	NOTE 3.000% 3	783890AF3	\$658	7,000	SH	DEFINED
		-	-----	-----		
			\$658	7,000		
SCP POOL CORP	COM	784028102	\$844	31,561	SH	DEFINED
		-	-----	-----		
			\$844	31,561		
SI INTL INC	COM	78427V102	\$46	2,098	SH	DEFINED
			\$60	2,725	SH	DEFINED
			\$1,424	65,000	SH	DEFINED
		-	-----	-----		
			\$1,530	69,823		
SLM CORP	COM	78442P106	\$659	14,772	SH	DEFINED
			\$33	730	SH	DEFINED
			\$999	22,399	SH	DEFINED
		-	-----	-----		
			\$1,690	37,901		
SPDR TR	UNIT SER 1	78462F103	\$1,599	14,303	SH	DEFINED
			\$7,307	65,377	SH	DEFINED
		-	-----	-----		
			\$8,905	79,680		
SPX CORP	NOTE 2	784635AD6	\$251	4,000	SH	DEFINED
		-	-----	-----		
			\$251	4,000		
S Y BANCORP INC	COM	785060104	\$18	800	SH	DEFINED
			\$477	21,144	SH	DEFINED
		-	-----	-----		
			\$495	21,944		

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-----	-----	-----	-----	-----	-----	-----	-----	-----
SABRE HLDGS CORP	CL A	785905100	\$100	4,095	SH		DEFINED	
			\$172	7,003	SH		DEFINED	
		-	-----	-----				
			\$272	11,098				
SAFECO CORP	COM	786429100	\$178	3,894	SH		DEFINED	
			\$2	46	SH		DEFINED	
			\$325	7,124	SH		DEFINED	
		-	-----	-----				
			\$505	11,064				
SAFEGUARD SCIENTIFICS INC	COM	786449108	\$84	45,000	SH		DEFINED	



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			\$982	525,000	SH	DEFINED
			-----	-----		
			\$1,066	570,000		
SAFEWAY INC	COM NEW	786514208	\$1,785	92,416	SH	DEFINED
			\$2,897	150,036	SH	DEFINED
			\$6,752	349,656	SH	DEFINED
			-----	-----		
			\$11,434	592,108		
ST JUDE MED INC	COM	790849103	\$444	5,902	SH	DEFINED
			\$678	9,005	SH	DEFINED
			-----	-----		
			\$1,122	14,907		
ST MARY LD & EXPL CO	COM	792228108	\$1,136	28,548	SH	DEFINED
			-----	-----		
			\$1,136	28,548		
ST PAUL TRAVELERS INC	COM	792860108	\$676	20,456	SH	DEFINED
			\$192	5,821	SH	DEFINED
			\$1,125	34,042	SH	DEFINED
			-----	-----		
			\$1,994	60,319		
SAKS INC	COM	79377W108	\$3	275	SH	DEFINED
			\$7	600	SH	DEFINED
			\$904	75,000	SH	DEFINED
			-----	-----		
			\$914	75,875		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
SALIX PHARMACEUTICALS INC	COM	795435106	\$2,552	118,591	SH		DEFINED	
			-----	-----				
			\$2,552	118,591				
SANDISK CORP	COM	80004C101	\$6,400	219,770	SH		DEFINED	
			\$1,354	46,504	SH		DEFINED	
			\$7,364	252,900	SH		DEFINED	
			-----	-----				
			\$15,118	519,174				
SANMINA SCI CORP	COM	800907107	\$99	13,973	SH		DEFINED	
			\$13	1,800	SH		DEFINED	
			\$1,201	170,368	SH		DEFINED	

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			-	-----	-----		
				\$1,312	186,141		
SAPIENT CORP	COM	803062108		\$3,358	440,050	SH	DEFINED
			-	-----	-----		
				\$3,358	440,050		
SARA LEE CORP	COM	803111103		\$10,269	449,233	SH	DEFINED
				\$4,568	199,827	SH	DEFINED
				\$1	30	SH	DEFINED
				\$922	40,312	SH	DEFINED
			-	-----	-----		
				\$15,760	689,402		
SAUCONY INC	CL A	804120103		\$1,246	50,000	SH	DEFINED
			-	-----	-----		
				\$1,246	50,000		
SCHERING PLOUGH CORP	COM	806605101		\$10,484	550,076	SH	DEFINED
				\$1,341	70,379	SH	DEFINED
				\$4,957	260,099	SH	DEFINED
			-	-----	-----		
				\$16,783	880,554		
SCHLUMBERGER LTD	COM	806857108		\$34,282	509,315	SH	DEFINED
				\$6,547	97,259	SH	DEFINED
				\$22	325	SH	DEFINED
				\$21,977	326,511	SH	DEFINED
			-	-----	-----		
				\$62,828	933,410		
SCHULMAN A INC	COM	808194104		\$1,212	55,000	SH	DEFINED
			-	-----	-----		
				\$1,212	55,000		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
SCHWAB CHARLES CORP NEW	COM	808513105	\$538	58,530	SH		DEFINED	
			\$31	3,342	SH		DEFINED	
			\$2,937	319,546	SH		DEFINED	
			-	-----	-----			
			\$3,505	381,418				
SCIENTIFIC ATLANTA INC	COM	808655104	\$109	4,188	SH		DEFINED	
			\$195	7,510	SH		DEFINED	
			\$1,572	60,641	SH		DEFINED	
			-	-----	-----			

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			\$1,875	72,339			
SCIENTIFIC GAMES CORP	CL A	80874P109	\$36	1,877	SH	DEFINED	
			\$64	3,325	SH	DEFINED	
			\$840	44,000	SH	DEFINED	
		-	-----	-----			
			\$940	49,202			
SCRIPPS E W CO OHIO	CL A	811054204	\$2,695	56,400	SH	DEFINED	
			\$339	7,104	SH	DEFINED	
		-	-----	-----			
			\$3,034	63,504			
SCS TRANSN INC	COM	81111T102	\$1,216	64,209	SH	DEFINED	
			\$74	3,927	SH	DEFINED	
			\$1,970	104,028	SH	DEFINED	
		-	-----	-----			
			\$3,261	172,164			
SCUDDER MUN INCOME TR	COM SH BEN INT	81118R604	\$88	7,233	SH	DEFINED	
			\$61	4,955	SH	DEFINED	
		-	-----	-----			
			\$149	12,188			
SEA CONTAINERS LTD	CL A	811371707	\$107	7,000	SH	DEFINED	
			\$12	800	SH	DEFINED	
			\$2,741	180,000	SH	DEFINED	
		-	-----	-----			
			\$2,860	187,800			
SEALED AIR CORP NEW	COM	81211K100	\$117	2,514	SH	DEFINED	
			\$2	52	SH	DEFINED	
			\$197	4,244	SH	DEFINED	
		-	-----	-----			
			\$316	6,810			

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
SEARS ROEBUCK & CO	COM	812387108	\$502	12,608	SH		DEFINED	
			\$5,913	148,386	SH		DEFINED	
			\$433	10,877	SH		DEFINED	
		-	-----	-----				
			\$6,849	171,871				
SEEBEYOND TECHNOLOGIES CORP	COM	815704101	\$400	130,000	SH		DEFINED	
		-	-----	-----				
			\$400	130,000				

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SELECT MEDICAL CORP	COM	816196109	\$840	62,537	SH	DEFINED
		-	-----	-----		
			\$840	62,537		
SEMTECH CORP	COM	816850101	\$2,187	114,061	SH	DEFINED
		-	-----	-----		
			\$2,187	114,061		
SEMPRA ENERGY	COM	816851109	\$291	8,047	SH	DEFINED
			\$207	5,713	SH	DEFINED
			\$1,515	41,868	SH	DEFINED
		-	-----	-----		
			\$2,013	55,628		
SEMITOOL INC	COM	816909105	\$42	5,539	SH	DEFINED
			\$56	7,336	SH	DEFINED
			\$852	112,300	SH	DEFINED
		-	-----	-----		
			\$950	125,175		
SEROLOGICALS CORP	COM	817523103	\$1,568	67,221	SH	DEFINED
			\$99	4,244	SH	DEFINED
			\$1,886	80,850	SH	DEFINED
		-	-----	-----		
			\$3,554	152,315		
SERVICE CORP INTL	COM	817565104	\$108	17,400	SH	DEFINED
			\$3	500	SH	DEFINED
			\$2,806	451,800	SH	DEFINED
		-	-----	-----		
			\$2,917	469,700		
SERVICEMASTER CO	COM	81760N109	\$503	39,125	SH	DEFINED
			\$251	19,550	SH	DEFINED
		-	-----	-----		
			\$755	58,675		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
SHELL TRANS & TRADING PLC	ADR NY SHS NEW	822703609	\$111	2,500	SH		DEFINED	
			\$93	2,100	SH		DEFINED	
		-	-----	-----				
			\$205	4,600				
SHERWIN WILLIAMS CO	COM	824348106	\$1,534	34,885	SH		DEFINED	
			\$269	6,110	SH		DEFINED	
			\$13,621	309,853	SH		DEFINED	

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				\$15,423	350,848		
SIEBEL SYS INC	COM	826170102	\$181	23,993	SH	DEFINED	
			\$29	3,800	SH	DEFINED	
			\$194	25,766	SH	DEFINED	
			\$404	53,559			
SIGMA ALDRICH CORP	COM	826552101	\$473	8,162	SH	DEFINED	
			\$1,590	27,407	SH	DEFINED	
			\$202	3,486	SH	DEFINED	
			\$2,265	39,055			
SILICON IMAGE INC	COM	82705T102	\$24	1,865	SH	DEFINED	
			\$62	4,933	SH	DEFINED	
			\$2,402	190,000	SH	DEFINED	
			\$2,488	196,798			
SIMON PPTY GROUP INC NEW	COM	828806109	\$12,457	232,276	SH	DEFINED	
			\$3,017	56,264	SH	DEFINED	
			\$2,539	47,340	SH	DEFINED	
			\$18,013	335,880			
SIRIUS SATELLITE RADIO INC	COM	82966U103	\$74	23,000	SH	DEFINED	
			\$11	3,500	SH	DEFINED	
			\$85	26,500			
SKECHERS U S A INC	CL A	830566105	\$449	30,909	SH	DEFINED	
			\$3,194	220,000	SH	DEFINED	
			\$3,643	250,909			

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
SKY FINL GROUP INC	COM	83080P103	\$637	25,473	SH		DEFINED	
			\$637	25,473				
SKYWORKS SOLUTIONS INC	COM	83088M102	\$22	2,334	SH		DEFINED	
			\$117	12,372	SH		DEFINED	
			\$948	100,000	SH		DEFINED	

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			\$1,087	114,706			
SMITH & WOLLENSKY RESTAURANT	COM	831758107	\$168	30,000	SH	DEFINED	
			\$518	92,500	SH	DEFINED	
			-	-----			
			\$686	122,500			
SMUCKER J M CO	COM NEW	832696405	\$2,970	66,873	SH	DEFINED	
			\$168	3,792	SH	DEFINED	
			-	-----			
			\$3,138	70,665			
SNAP ON INC	COM	833034101	\$575	20,877	SH	DEFINED	
			\$57	2,075	SH	DEFINED	
			\$909	32,985	SH	DEFINED	
			-	-----			
			\$1,542	55,937			
SOLECTRON CORP	COM	834182107	\$129	25,980	SH	DEFINED	
			\$133	26,815	SH	DEFINED	
			\$240	48,577	SH	DEFINED	
			-	-----			
			\$502	101,372			
SONICWALL INC	COM	835470105	\$203	30,083	SH	DEFINED	
			\$4,326	640,000	SH	DEFINED	
			-	-----			
			\$4,530	670,083			
SONOCO PRODS CO	COM	835495102	\$350	13,235	SH	DEFINED	
			\$3	125	SH	DEFINED	
			-	-----			
			\$353	13,360			
SONY CORP	ADR NEW	835699307	\$107	3,102	SH	DEFINED	
			\$97	2,808	SH	DEFINED	
			-	-----			
			\$203	5,910			

FORM 13F BREAKDOWN REPORT  
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SEC # 28-539  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
SOUTH FINL GROUP INC	COM	837841105	\$1,481	52,534	SH		DEFINED	
			-	-----				
			\$1,481	52,534				
SOUTHCOAST FINANCIAL CORP	COM	84129R100	\$966	38,500	SH		DEFINED	
			-	-----				

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			\$966	38,500		
SOUTHERN CO	COM	842587107	\$1,770	59,055	SH	DEFINED
			\$2,244	74,858	SH	DEFINED
			\$1,126	37,564	SH	DEFINED
		-	-----	-----		
			\$5,141	171,477		
SOUTHTRUST CORP	COM	844730101	\$15,273	366,605	SH	DEFINED
			\$5,801	139,243	SH	DEFINED
			\$7	180	SH	DEFINED
			\$700	16,809	SH	DEFINED
		-	-----	-----		
			\$21,781	522,837		
SOUTHWEST AIRLS CO	COM	844741108	\$342	25,137	SH	DEFINED
			\$198	14,550	SH	DEFINED
			\$2	150	SH	DEFINED
			\$550	40,371	SH	DEFINED
		-	-----	-----		
			\$1,092	80,208		
SOUTHWESTERN ENERGY CO	COM	845467109	\$75	1,787	SH	DEFINED
			\$59	1,405	SH	DEFINED
			\$2,797	66,611	SH	DEFINED
		-	-----	-----		
			\$2,931	69,803		
SOVEREIGN BANCORP INC	COM	845905108	\$188	8,600	SH	DEFINED
			\$381	17,470	SH	DEFINED
		-	-----	-----		
			\$569	26,070		
SPINNAKER EXPL CO	COM	84855W109	\$19	544	SH	DEFINED
			\$48	1,356	SH	DEFINED
			\$2,453	70,000	SH	DEFINED
		-	-----	-----		
			\$2,519	71,900		

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SPRINT CORP	COM FON	852061100	\$2,795	138,846	SH		DEFINED	
			\$357	17,736	SH		DEFINED	
			\$24	1,200	SH		DEFINED	
			\$1,464	72,752	SH		DEFINED	
		-	-----	-----				
			\$4,641	230,534				

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STANDARD REGISTER CO	COM	853887107	\$54,306 \$3,812 -	5,172,024 363,000 -----	SH SH	DEFINED DEFINED
			\$58,118	5,535,024		
STANLEY WKS	COM	854616109	\$103 \$21 \$3,366 -	2,431 490 79,144 -----	SH SH SH	DEFINED DEFINED DEFINED
			\$3,490	82,065		
STAPLES INC	COM	855030102	\$537 \$471 \$3 \$757 -	18,008 15,808 100 25,380 -----	SH SH SH SH	DEFINED DEFINED DEFINED DEFINED
			\$1,768	59,296		
STARBUCKS CORP	COM	855244109	\$790 \$1,012 \$919 -	17,371 22,265 20,215 -----	SH SH SH	DEFINED DEFINED DEFINED
			\$2,721	59,851		
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	\$290 \$15 \$490 -	6,246 316 10,552 -----	SH SH SH	DEFINED DEFINED DEFINED
			\$794	17,114		
STATE STR CORP	COM	857477103	\$1,358 \$895 \$1,657 -	31,787 20,953 38,808 -----	SH SH SH	DEFINED DEFINED DEFINED
			\$3,910	91,548		
STATION CASINOS INC	COM	857689103	\$518 -	10,570 -----	SH	DEFINED
			\$518	10,570		

FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
STEAK N SHAKE CO	COM	857873103	\$17 \$1,093 -	1,000 64,000 -----	SH SH		DEFINED DEFINED	
			\$1,110	65,000				



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STEEL DYNAMICS INC	COM	858119100	\$30	776	SH	DEFINED
			\$77	1,981	SH	DEFINED
			\$2,510	65,000	SH	DEFINED
			-	-	-	-
			\$2,617	67,757		
STEELCASE INC	CL A	858155203	\$71,158	5,082,703	SH	DEFINED
			-	-	-	-
			\$71,158	5,082,703		
STEIN MART INC	COM	858375108	\$117	7,260	SH	DEFINED
			\$55	3,600	SH	DEFINED
			\$4,566	300,000	SH	DEFINED
			-	-	-	-
			\$4,737	311,246		
STEINWAY MUSICAL INSTRS INC	COM ORD	858495104	\$3,128	115,000	SH	DEFINED
			-	-	-	-
			\$3,128	115,000		
STEPAN CO	COM	858586100	\$802	33,685	SH	DEFINED
			\$4,638	195,000	SH	DEFINED
			-	-	-	-
			\$5,440	228,685		
STERICYCLE INC	COM	858912108	\$2,861	62,333	SH	DEFINED
			\$4,960	108,063	SH	DEFINED
			\$4,168	90,804	SH	DEFINED
			-	-	-	-
			\$11,989	261,200		
STERIS CORP	COM	859152100	\$77	3,500	SH	DEFINED
			\$44	2,000	SH	DEFINED
			\$1,106	50,400	SH	DEFINED
			-	-	-	-
			\$1,226	55,900		
STERLING FINL CORP WASH	COM	859319105	\$705	20,000	SH	DEFINED
			-	-	-	-
			\$705	20,000		

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STEWART & STEVENSON SVCS INC	COM	860342104	\$748	42,359	SH		DEFINED	
			\$4,683	265,000	SH		DEFINED	
			-	-	-	-		
			\$5,431	307,359				

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STILLWATER MNG CO	COM	86074Q102	\$1,017	65,600	SH	DEFINED
		-	-----	-----		
			\$1,017	65,600		
STRATEGIC DISTR INC	COM NEW	862701307	\$113	7,500	SH	DEFINED
		-	-----	-----		
			\$2,087	139,100	SH	DEFINED
			-----	-----		
			\$2,199	146,600		
STRIDE RITE CORP	COM	863314100	\$323	31,500	SH	DEFINED
		-	-----	-----		
			\$323	31,500		
STRYKER CORP	COM	863667101	\$707	14,705	SH	DEFINED
		-	-----	-----		
			\$9,245	192,277	SH	DEFINED
			\$12	250	SH	DEFINED
			\$982	20,415	SH	DEFINED
		-	-----	-----		
			\$10,945	227,647		
SUN LIFE FINL INC	COM	866796105	\$766	25,514	SH	DEFINED
		-	-----	-----		
			\$242	8,057	SH	DEFINED
			-----	-----		
			\$1,008	33,571		
SUN MICROSYSTEMS INC	COM	866810104	\$1,215	300,645	SH	DEFINED
		-	-----	-----		
			\$319	78,915	SH	DEFINED
			\$1,695	419,545	SH	DEFINED
		-	-----	-----		
			\$3,228	799,105		
SUNGARD DATA SYS INC	COM	867363103	\$8,075	339,718	SH	DEFINED
		-	-----	-----		
			\$7,413	311,862	SH	DEFINED
			\$4	175	SH	DEFINED
			\$11,295	475,196	SH	DEFINED
		-	-----	-----		
			\$26,788	1,126,951		

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-----	-----	-----	-----	-----	-----	-----	-----	-----
SUNOCO INC	COM	86764P109	\$203	2,742	SH		DEFINED	
		-	-----	-----				
			\$155	2,092	SH		DEFINED	
			\$286	3,861	SH		DEFINED	
		-	-----	-----				
			\$643	8,695				

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SUNRISE SENIOR LIVING INC	COM	86768K106	\$1,212	34,500	SH	DEFINED
		-	-----	-----		
			\$1,212	34,500		
SUNTRUST BKS INC	COM	867914103	\$33,158	470,931	SH	DEFINED
			\$6,272	89,074	SH	DEFINED
			\$7	101	SH	DEFINED
			\$22,398	318,115	SH	DEFINED
		-	-----	-----		
			\$61,836	878,221		
SUPERIOR UNIFORM GP INC	COM	868358102	\$343	25,000	SH	DEFINED
			\$753	55,000	SH	DEFINED
		-	-----	-----		
			\$1,096	80,000		
SUPERVALU INC	COM	868536103	\$1,470	53,355	SH	DEFINED
			\$521	18,927	SH	DEFINED
			\$4,827	175,195	SH	DEFINED
		-	-----	-----		
			\$6,818	247,477		
SURMODICS INC	COM	868873100	\$187	7,875	SH	DEFINED
			\$49	2,070	SH	DEFINED
		-	-----	-----		
			\$236	9,945		
SYKES ENTERPRISES INC	COM	871237103	\$459	100,000	SH	DEFINED
		-	-----	-----		
			\$459	100,000		
SYMANTEC CORP	COM	871503108	\$550	10,023	SH	DEFINED
			\$62	1,130	SH	DEFINED
			\$1,029	18,746	SH	DEFINED
		-	-----	-----		
			\$1,641	29,899		
SYMBOL TECHNOLOGIES INC	COM	871508107	\$77	6,093	SH	DEFINED
			\$1	95	SH	DEFINED
			\$8	600	SH	DEFINED
			\$151	11,981	SH	DEFINED
		-	-----	-----		
			\$237	18,769		

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-----	-----	-----	-----	-----	-----	-----	-----	-----

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SYMMETRICOM INC	COM	871543104	\$778	82,201	SH	DEFINED
			\$6,906	730,154	SH	DEFINED
			-	-	-	-
			\$7,685	812,355		
SYNOPSYS INC	COM	871607107	\$197	12,476	SH	DEFINED
			\$128	8,147	SH	DEFINED
			-	-	-	-
			\$325	20,623		
SYNOVUS FINL CORP	COM	87161C105	\$918	35,099	SH	DEFINED
			\$244	9,320	SH	DEFINED
			\$407	15,563	SH	DEFINED
			-	-	-	-
			\$1,569	59,982		
SYSCO CORP	COM	871829107	\$65,198	2,179,060	SH	DEFINED
			\$17,802	594,979	SH	DEFINED
			\$15	515	SH	DEFINED
			\$16,684	557,622	SH	DEFINED
			-	-	-	-
			\$99,699	3,332,176		
SYSTEMAX INC	COM	871851101	\$396	70,000	SH	DEFINED
			-	-	-	-
			\$396	70,000		
TCF FINL CORP	COM	872275102	\$32,995	1,089,318	SH	DEFINED
			\$1,004	33,154	SH	DEFINED
			\$55	1,800	SH	DEFINED
			-	-	-	-
			\$34,054	1,124,272		
TECO ENERGY INC	COM	872375100	\$140	10,315	SH	DEFINED
			\$111	8,184	SH	DEFINED
			\$132	9,725	SH	DEFINED
			-	-	-	-
			\$382	28,224		
TEPPCO PARTNERS L P UT LTD PARTNER		872384102	\$133	3,200	SH	DEFINED
			\$366	8,800	SH	DEFINED
			-	-	-	-
			\$499	12,000		

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TJX COS INC NEW	COM	872540109	\$364	16,508	SH		DEFINED	
			\$7	300	SH		DEFINED	
			\$557	25,254	SH		DEFINED	

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				-----	-----		
				\$927	42,062		
TTM TECHNOLOGIES INC	COM	87305R109	\$1,241	139,578	SH	DEFINED	
			\$58	6,488	SH	DEFINED	
			\$1,224	137,672	SH	DEFINED	
			-----	-----			
			\$2,522	283,738			
TXU CORP	COM	873168108	\$434	9,050	SH	DEFINED	
			\$174	3,634	SH	DEFINED	
			\$1,763	36,791	SH	DEFINED	
			-----	-----			
			\$2,371	49,475			
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	\$24	3,423	SH	DEFINED	
			\$87	12,209	SH	DEFINED	
			-----	-----			
			\$112	15,632			
TARGET CORP	COM	87212e106	\$35,866	792,616	SH	DEFINED	
			\$18,318	404,821	SH	DEFINED	
			\$30	665	SH	DEFINED	
			\$3,641	80,459	SH	DEFINED	
			-----	-----			
			\$57,855	1,278,561			
TECUMSEH PRODS CO	CL A	878895200	\$40	950	SH	DEFINED	
			\$17	410	SH	DEFINED	
			\$4,187	100,000	SH	DEFINED	
			-----	-----			
			\$4,244	101,360			
TEKELEC	COM	879101103	\$3,739	224,150	SH	DEFINED	
			-----	-----			
			\$3,739	224,150			
TEKTRONIX INC	COM	879131100	\$75	2,256	SH	DEFINED	
			\$32	975	SH	DEFINED	
			\$520	15,644	SH	DEFINED	
			-----	-----			
			\$628	18,875			

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
TELEFLEX INC	COM	879369106	\$1,229	28,925	SH		DEFINED	
			\$211	4,961	SH		DEFINED	

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				\$64	1,500	SH	DEFINED
			-	-----	-----		
				\$1,504	35,386		
TELEFONICA S A	SPONSORED ADR	879382208		\$204	4,545	SH	DEFINED
			-	-----	-----		
				\$204	4,545		
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403780		\$195	6,050	SH	DEFINED
				\$61	1,900	SH	DEFINED
			-	-----	-----		
				\$257	7,950		
TELIK INC	COM	87959M109		\$67	2,986	SH	DEFINED
				\$84	3,779	SH	DEFINED
				\$2,002	89,761	SH	DEFINED
			-	-----	-----		
				\$2,153	96,526		
TELLABS INC	COM	879664100		\$205	22,326	SH	DEFINED
				\$74	8,000	SH	DEFINED
				\$1,239	134,873	SH	DEFINED
			-	-----	-----		
				\$1,518	165,199		
TEMPLE INLAND INC	COM	879868107		\$97	1,442	SH	DEFINED
				\$251	3,742	SH	DEFINED
				\$189	2,810	SH	DEFINED
			-	-----	-----		
				\$537	7,994		
TEMPLETON DRAGON FD INC	COM	88018T101		\$145	9,139	SH	DEFINED
				\$92	5,800	SH	DEFINED
			-	-----	-----		
				\$238	14,939		
TEMPLETON GLOBAL INCOME FD	COM	880198106		\$27	3,080	SH	DEFINED
				\$267	30,600	SH	DEFINED
				\$535	61,374	SH	DEFINED
			-	-----	-----		
				\$828	95,054		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
TENET HEALTHCARE CORP	COM	88033G100	\$137	12,693	SH		DEFINED	
			\$32	3,000	SH		DEFINED	

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			\$255	23,650	SH	DEFINED
			-----	-----		
			\$425	39,343		
TERADYNE INC	COM	880770102	\$68	5,043	SH	DEFINED
			\$535	39,894	SH	DEFINED
			-----	-----		
			\$602	44,937		
TERRA NITROGEN CO L P	COM UNIT	881005201	\$1,264	55,000	SH	DEFINED
			-----	-----		
			\$1,264	55,000		
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	\$26,338	1,014,936	SH	DEFINED
			\$7,893	304,144	SH	DEFINED
			\$29,656	1,142,800	SH	DEFINED
			-----	-----		
			\$63,886	2,461,880		
TEXAS CAPITAL BANCSHARES INC	COM	88224Q107	\$908	50,000	SH	DEFINED
			-----	-----		
			\$908	50,000		
TEXAS INSTRS INC	COM	882508104	\$30,909	1,452,471	SH	DEFINED
			\$6,366	299,136	SH	DEFINED
			\$32,890	1,545,596	SH	DEFINED
			-----	-----		
			\$70,164	3,297,203		
TEXAS PAC LD TR	SUB CTF PROP I	882610108	\$450	4,500	SH	DEFINED
			-----	-----		
			\$450	4,500		
TEXTRON INC	COM	883203101	\$1,235	19,217	SH	DEFINED
			\$228	3,540	SH	DEFINED
			\$452	7,030	SH	DEFINED
			-----	-----		
			\$1,914	29,787		
THERAGENICS CORP	COM	883375107	\$450	123,423	SH	DEFINED
			\$1,424	390,000	SH	DEFINED
			-----	-----		
			\$1,874	513,423		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
THERMO ELECTRON								

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CORP	COM	883556102	\$2,281	84,409	SH	DEFINED
			\$295	10,901	SH	DEFINED
			\$6,124	226,635	SH	DEFINED
			-	-	-	-
			\$8,699	321,945		
THOMAS & BETTS CORP	COM	884315102	\$711	26,492	SH	DEFINED
			\$90	3,338	SH	DEFINED
			\$1,877	70,000	SH	DEFINED
			-	-	-	-
			\$2,677	99,830		
THOR INDS INC	COM	885160101	\$7	250	SH	DEFINED
			\$1,324	50,000	SH	DEFINED
			-	-	-	-
			\$1,330	50,250		
THORNBURG MTG INC	COM	885218107	\$109	3,750	SH	DEFINED
			\$12	400	SH	DEFINED
			\$1,416	48,800	SH	DEFINED
			-	-	-	-
			\$1,536	52,950		
3COM CORP	COM	885535104	\$133	31,580	SH	DEFINED
			\$0	100	SH	DEFINED
			\$1,329	315,000	SH	DEFINED
			-	-	-	-
			\$1,463	346,680		
3M CO	COM	88579Y101	\$93,224	1,165,731	SH	DEFINED
			\$20,297	253,806	SH	DEFINED
			\$64	800	SH	DEFINED
			\$28,588	357,484	SH	DEFINED
			-	-	-	-
			\$142,172	1,777,821		
TIBCO SOFTWARE INC	COM	88632Q103	\$1,064	125,000	SH	DEFINED
			-	-	-	-
			\$1,064	125,000		
TIDEWATER INC	COM	886423102	\$2,913	89,500	SH	DEFINED
			-	-	-	-
			\$2,913	89,500		
TIFFANY & CO NEW	COM	886547108	\$123	3,993	SH	DEFINED
			\$37	1,200	SH	DEFINED
			\$229	7,456	SH	DEFINED
			-	-	-	-
			\$389	12,649		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
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TIME WARNER INC	COM	887317105	\$5,524	342,221	SH	DEFINED
			\$795	49,241	SH	DEFINED
			\$32	2,000	SH	DEFINED
			\$5,161	319,738	SH	DEFINED
		-	-----	-----		
			\$11,511	713,200		
TORCHMARK CORP	COM	891027104	\$234	4,402	SH	DEFINED
			\$170	3,200	SH	DEFINED
			\$302	5,675	SH	DEFINED
		-	-----	-----		
			\$706	13,277		
TORO CO	COM	891092108	\$7	100	SH	DEFINED
			\$2,049	30,000	SH	DEFINED
		-	-----	-----		
			\$2,056	30,100		
TOWER AUTOMOTIVE INC	COM	891707101	\$187	89,514	SH	DEFINED
		-	-----	-----		
			\$187	89,514		
TOYS R US INC	COM	892335100	\$851	47,946	SH	DEFINED
			\$84	4,753	SH	DEFINED
			\$192	10,826	SH	DEFINED
		-	-----	-----		
			\$1,127	63,525		
TRANSPORT CORP OF AMER INC	COM	89385P102	\$395	50,223	SH	DEFINED
			\$1,179	150,000	SH	DEFINED
		-	-----	-----		
			\$1,574	200,223		
TRIBUNE CO NEW	COM	896047107	\$744	18,086	SH	DEFINED
			\$177	4,300	SH	DEFINED
			\$689	16,736	SH	DEFINED
		-	-----	-----		
			\$1,610	39,122		
TRIMBLE NAVIGATION LTD	COM	896239100	\$122	3,866	SH	DEFINED
			\$156	4,938	SH	DEFINED
			\$3,823	120,975	SH	DEFINED
		-	-----	-----		
			\$4,101	129,779		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
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TRIZEC PROPERTIES INC	COM	89687P107	\$7 \$1,996	450 125,000	SH SH	DEFINED DEFINED
		-	\$2,003	125,450		
TWEETER HOME ENTMT GROUP INC	COM	901167106	\$267 \$904	47,184 160,000	SH SH	DEFINED DEFINED
		-	\$1,171	207,184		
TYCO INTL LTD NEW	COM	902124106	\$2,231 \$411 \$4,421	72,781 13,417 144,192	SH SH SH	DEFINED DEFINED DEFINED
		-	\$7,064	230,390		
TYSON FOODS INC	CL A	902494103	\$29 \$58 \$292	1,800 3,600 18,250	SH SH SH	DEFINED DEFINED DEFINED
		-	\$379	23,650		
UST INC	COM	902911106	\$225 \$369 \$341	5,601 9,155 8,468	SH SH SH	DEFINED DEFINED DEFINED
		-	\$935	23,224		
US BANCORP DEL	COM NEW	902973304	\$61,444 \$11,759 \$5,105	2,126,081 406,885 176,656	SH SH SH	DEFINED DEFINED DEFINED
		-	\$78,308	2,709,622		
U S CONCRETE INC	COM	90333L102	\$433	70,000	SH	DEFINED
		-	\$433	70,000		
UNILEVER N V	N Y SHS NEW	904784709	\$316 \$12	5,472 200	SH SH	DEFINED DEFINED
		-	\$328	5,672		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
UNION PAC CORP	COM	907818108	\$1,036	17,673	SH	DEFINED	

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			\$717	12,237	SH	DEFINED
			\$3,705	63,227	SH	DEFINED
		-	-----	-----		
			\$5,458	93,137		
UNISYS CORP	COM	909214108	\$98	9,485	SH	DEFINED
			\$14	1,359	SH	DEFINED
			\$173	16,775	SH	DEFINED
		-	-----	-----		
			\$285	27,619		
UNITED MICROELECTRONICS CORP	SPONSORED ADR	910873207	\$507	150,000	SH	DEFINED
		-	-----	-----		
			\$507	150,000		
UNITED PARCEL SERVICE INC	CL B	911312106	\$2,465	32,465	SH	DEFINED
			\$2,749	36,214	SH	DEFINED
			\$4,857	63,979	SH	DEFINED
		-	-----	-----		
			\$10,071	132,658		
UNITED STATES STL CORP NEW	COM	912909108	\$114	3,020	SH	DEFINED
			\$17	457	SH	DEFINED
			\$219	5,809	SH	DEFINED
		-	-----	-----		
			\$349	9,286		
UNITED SURGICAL PARTNERS INT	COM	913016309	\$1,544	44,950	SH	DEFINED
		-	-----	-----		
			\$1,544	44,950		
UNITED TECHNOLOGIES CORP	COM	913017109	\$58,347	624,837	SH	DEFINED
			\$30,852	330,390	SH	DEFINED
			\$116	1,240	SH	DEFINED
			\$19,104	204,583	SH	DEFINED
		-	-----	-----		
			\$108,419	1,161,050		
UNITEDHEALTH GROUP INC	COM	91324P102	\$1,648	22,346	SH	DEFINED
			\$688	9,325	SH	DEFINED
			\$3,739	50,708	SH	DEFINED
		-	-----	-----		
			\$6,075	82,379		
UNIVERSAL ELECTRS INC	COM	913483103	\$655	39,000	SH	DEFINED
			\$2,432	145,000	SH	DEFINED
		-	-----	-----		
			\$3,088	184,000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
UNIVISION COMMUNICATIONS INC	CL A	914906102	\$266 \$520	8,419 16,458	SH SH		DEFINED DEFINED	
		-	\$786	24,877				
UNOCAL CORP	COM	915289102	\$446 \$171 \$579	10,379 3,975 13,476	SH SH SH		DEFINED DEFINED DEFINED	
		-	\$1,197	27,830				
UNUMPROVIDENT CORP	COM	91529Y106	\$130 \$7 \$236	8,302 418 15,044	SH SH SH		DEFINED DEFINED DEFINED	
		-	\$373	23,764				
URBAN OUTFITTERS INC	COM	917047102	\$3,426	99,588	SH		DEFINED	
		-	\$3,426	99,588				
UTSTARCOM INC	COM	918076100	\$1,119 \$1,777 \$1	69,420 110,334 75	SH SH SH		DEFINED DEFINED DEFINED	
		-	\$2,897	179,829				
VCA ANTECH INC	COM	918194101	\$1,056 \$58 \$2,760	51,198 2,802 133,778	SH SH SH		DEFINED DEFINED DEFINED	
		-	\$3,874	187,778				
V F CORP	COM	918204108	\$175 \$633 \$278	3,530 12,800 5,620	SH SH SH		DEFINED DEFINED DEFINED	
		-	\$1,085	21,950				
VALERO ENERGY CORP NEW	COM	91913Y100	\$483 \$22 \$4,767	6,024 270 59,430	SH SH SH		DEFINED DEFINED DEFINED	
		-	\$5,272	65,724				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
VALSPAR CORP	COM	920355104	\$1,048	22,451	SH		DEFINED	
			\$1,540	32,980	SH		DEFINED	
			\$4,547	97,400	SH		DEFINED	
			\$7,134	152,831				
VALUECLICK INC	COM	92046N102	\$43	4,563	SH		DEFINED	
			\$57	6,011	SH		DEFINED	
			\$1,086	115,000	SH		DEFINED	
			\$1,185	125,574				
VAN KAMPEN TR INSD MUNS	COM	920928108	\$919	58,000	SH		DEFINED	
			\$919	58,000				
VAN KAMPEN TR INVT GRADE MUN	COM	920929106	\$250	16,300	SH		DEFINED	
			\$250	16,300				
VAN KAMPEN MUN OPPORTUNITY I	COM	920944105	\$169	11,900	SH		DEFINED	
			\$169	11,900				
VAN KAMPEN BD FD	COM	920955101	\$11	600	SH		DEFINED	
			\$82	4,629	SH		DEFINED	
			\$1,150	64,800	SH		DEFINED	
			\$1,243	70,029				
VAN KAMPEN SENIOR INCOME TR	COM	920961109	\$9	1,000	SH		DEFINED	
			\$608	69,801	SH		DEFINED	
			\$1,324	152,000	SH		DEFINED	
			\$1,941	222,801				
VARCO INTL INC DEL	COM	922122106	\$49	1,826	SH		DEFINED	
			\$408	15,213	SH		DEFINED	
			\$215	8,000	SH		DEFINED	
			\$672	25,039				
VARIAN MED SYS INC	COM	92220P105	\$9,298	268,975	SH		DEFINED	
			\$3,387	97,966	SH		DEFINED	
			\$18,025	521,400	SH		DEFINED	
			\$30,710	888,341				

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FORM 13F BREAKDOWN REPORT  
 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
 AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
VARIAN INC	COM	922206107	\$866	22,871	SH		DEFINED	
			\$347	9,150	SH		DEFINED	
			\$5,165	136,400	SH		DEFINED	
		-	-----	-----				
			\$6,378	168,421				
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	\$15	500	SH		DEFINED	
			\$1,423	46,061	SH		DEFINED	
		-	-----	-----				
			\$1,439	46,561				
VECTREN CORP	COM	92240G101	\$1,702	67,608	SH		DEFINED	
			\$15,576	618,584	SH		DEFINED	
		-	-----	-----				
			\$17,278	686,192				
VERISIGN INC	COM	9.23E+106	\$1,753	88,200	SH		DEFINED	
			\$342	17,221	SH		DEFINED	
			\$7,137	359,000	SH		DEFINED	
		-	-----	-----				
			\$9,233	464,421				
VERITAS DGC INC	COM	92343P107	\$4,226	185,500	SH		DEFINED	
		-	-----	-----				
			\$4,226	185,500				
VERIZON COMMUNICATIONS	COM	92343V104	\$33,819	858,372	SH		DEFINED	
			\$18,706	475,012	SH		DEFINED	
			\$16	405	SH		DEFINED	
			\$27,329	693,991	SH		DEFINED	
		-	-----	-----				
			\$79,854	2,027,780				
VERITAS SOFTWARE CO	COM	923436109	\$1,390	78,116	SH		DEFINED	
			\$150	8,408	SH		DEFINED	
			\$2,162	121,471	SH		DEFINED	
		-	-----	-----				
			\$3,702	207,995				
VESTA INS GROUP INC	COM	925391104	\$169	37,500	SH		DEFINED	
			\$1,010	225,000	SH		DEFINED	
		-	-----	-----				
			\$1,179	262,500				

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FORM 13F BREAKDOWN REPORT  
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
VIACOM INC	CL A	925524100	\$4,669	137,331	SH		DEFINED	
			\$1,987	58,452	SH		DEFINED	
			\$2	50	SH		DEFINED	
			\$1,653	48,606	SH		DEFINED	
		-	-----	-----				
			\$8,311	244,439				
VIACOM INC	CL B	925524308	\$8,614	256,669	SH		DEFINED	
			\$1,573	46,867	SH		DEFINED	
			\$59	1,755	SH		DEFINED	
			\$2,966	88,393	SH		DEFINED	
		-	-----	-----				
			\$13,212	393,684				
VIGNETTE CORP	COM	926734104	\$27	20,000	SH		DEFINED	
			\$565	425,000	SH		DEFINED	
		-	-----	-----				
			\$592	445,000				
VISHAY INTERTECHNOLOGY INC	COM	928298108	\$31	2,426	SH		DEFINED	
			\$15	1,150	SH		DEFINED	
			\$968	75,000	SH		DEFINED	
		-	-----	-----				
			\$1,014	78,576				
VISTEON CORP	COM	92839U107	\$32	4,045	SH		DEFINED	
			\$35	4,429	SH		DEFINED	
			\$54	6,749	SH		DEFINED	
		-	-----	-----				
			\$122	15,223				
VITESSE SEMICONDUCTOR CORP	COM	928497106	\$6	2,300	SH		DEFINED	
			\$641	234,850	SH		DEFINED	
		-	-----	-----				
			\$647	237,150				
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	\$1,072	44,440	SH		DEFINED	
			\$1,123	46,570	SH		DEFINED	
			\$14	600	SH		DEFINED	
		-	-----	-----				
			\$2,209	91,610				
VOLT INFORMATION SCIENCES IN	COM	928703107	\$288	10,000	SH		DEFINED	
		-	-----	-----				

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\$288 10,000

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
VORNADO RLTY TR	SH BEN INT	929042109	\$152	2,425	SH		DEFINED	
			\$114	1,815	SH		DEFINED	
			\$1,987	31,700	SH		DEFINED	
			-	-	-	-	-	-
			\$2,253	35,940				
VULCAN INTL CORP	COM	929136109	\$628	14,071	SH		DEFINED	
			-	-	-	-	-	-
			\$628	14,071				
VULCAN MATLS CO	COM	929160109	\$198	3,880	SH		DEFINED	
			\$195	3,825	SH		DEFINED	
			\$620	12,162	SH		DEFINED	
			-	-	-	-	-	-
			\$1,012	19,867				
WCI CMNTYS INC	COM	92923C104	\$36	1,552	SH		DEFINED	
			\$140	6,022	SH		DEFINED	
			\$2,563	110,000	SH		DEFINED	
			-	-	-	-	-	-
			\$2,739	117,574				
W HLDG CO INC	COM	929251106	\$1,502	79,043	SH		DEFINED	
			-	-	-	-	-	-
			\$1,502	79,043				
WPS RESOURCES CORP	COM	92931B106	\$106	2,350	SH		DEFINED	
			\$151	3,346	SH		DEFINED	
			-	-	-	-	-	-
			\$256	5,696				
WACHOVIA CORP 2ND NEW	COM	929903102	\$37,153	791,339	SH		DEFINED	
			\$2,529	53,856	SH		DEFINED	
			\$19	400	SH		DEFINED	
			\$4,460	94,985	SH		DEFINED	
			-	-	-	-	-	-
			\$44,160	940,580				
WAL MART STORES INC	COM	931142103	\$77,643	1,459,465	SH		DEFINED	
			\$24,823	466,596	SH		DEFINED	
			\$85	1,593	SH		DEFINED	
			\$37,539	705,629	SH		DEFINED	
			-	-	-	-	-	-
			\$140,091	2,633,283				



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FORM 13F BREAKDOWN REPORT  
 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
 AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVSTMT DSCRETN	OTH MANA
WALGREEN CO	COM	931422109	\$32,232	899,584	SH		DEFINED	
			\$14,455	403,421	SH		DEFINED	
			\$23	650	SH		DEFINED	
			\$4,635	129,353	SH		DEFINED	
		-	-----	-----				
			\$51,345	1,433,008				
WASHINGTON MUT INC	COM	939322103	\$5,382	137,726	SH		DEFINED	
			\$2,432	62,231	SH		DEFINED	
			\$6	150	SH		DEFINED	
			\$1,723	44,084	SH		DEFINED	
		-	-----	-----				
			\$9,543	244,191				
WASTE MGMT INC DEL	COM	94106L109	\$415	15,173	SH		DEFINED	
			\$147	5,378	SH		DEFINED	
			\$810	29,617	SH		DEFINED	
		-	-----	-----				
			\$1,372	50,168				
WATERS CORP	COM	941848103	\$317	7,178	SH		DEFINED	
			\$912	20,673	SH		DEFINED	
			\$1,592	36,109	SH		DEFINED	
		-	-----	-----				
			\$2,821	63,960				
WATSON PHARMACEUTICALS INC	COM	942683103	\$84	2,840	SH		DEFINED	
			\$164	5,560	SH		DEFINED	
			\$247	8,400				
		-	-----	-----				
			\$246	14,750				
WAUSAU-MOSINEE PAPER CORP	COM	943315101	\$246	14,750	SH		DEFINED	
			\$246	14,750				
		-	-----	-----				
			\$246	14,750				
WEINGARTEN RLTY INVS	SH BEN INT	948741103	\$991	29,994	SH		DEFINED	
			\$1,151	34,858	SH		DEFINED	
			\$5	165	SH		DEFINED	
			\$1,947	58,975	SH		DEFINED	
		-	-----	-----				
			\$4,093	123,992				
WELLPOINT HEALTH NETWORK NEW	COM	94973H108	\$492	4,677	SH		DEFINED	

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\$42	400	SH	DEFINED
\$835	7,948	SH	DEFINED
-	-	-	-
\$1,369	13,025		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP  
SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
WELLS FARGO & CO NEW	COM	949746101	\$108,618	1,821,519	SH		DEFINED	
			\$25,880	434,012	SH		DEFINED	
			\$50	845	SH		DEFINED	
			\$9,398	157,607	SH		DEFINED	
		-	-----	-----				
			\$143,946	2,413,983				
WENDYS INTL INC	COM	950590109	\$2,765	82,295	SH		DEFINED	
			\$718	21,366	SH		DEFINED	
			\$593	17,648	SH		DEFINED	
		-	-----	-----				
			\$4,076	121,309				
WESTERN WIRELESS CORP	CL A	9.60E+208	\$2,467	95,961	SH		DEFINED	
			\$279	10,847	SH		DEFINED	
			\$7,695	299,317	SH		DEFINED	
		-	-----	-----				
			\$10,441	406,125				
WET SEAL INC	CL A	961840105	\$133	80,000	SH		DEFINED	
			\$290	175,000	SH		DEFINED	
		-	-----	-----				
			\$423	255,000				
WEYERHAEUSER CO	COM	962166104	\$8,141	122,451	SH		DEFINED	
			\$2,964	44,583	SH		DEFINED	
			\$16,808	252,830	SH		DEFINED	
		-	-----	-----				
			\$27,913	419,864				
WHEATON RIV MINERALS LTD	COM	962902102	\$4	1,200	SH		DEFINED	
			\$1,891	600,400	SH		DEFINED	
		-	-----	-----				
			\$1,895	601,600				
WHIRLPOOL CORP	COM	963320106	\$2,758	45,892	SH		DEFINED	
			\$1,492	24,833	SH		DEFINED	
			\$2,016	33,542	SH		DEFINED	
		-	-----	-----				
			\$6,265	104,267				

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WHOLE FOODS MKT INC	COM	966837106	\$217	2,530	SH	DEFINED
		-	-----	-----		
			\$217	2,530		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
WILLBROS GROUP INC	COM	969199108	\$373	25,000	SH		DEFINED	
			\$2,460	165,000	SH		DEFINED	
		-	-----	-----				
			\$2,833	190,000				
WILLIAMS COS INC DEL	COM	969457100	\$197	16,241	SH		DEFINED	
			\$5	400	SH		DEFINED	
			\$319	26,359	SH		DEFINED	
		-	-----	-----				
			\$520	43,000				
WILLIAMS SONOMA INC	COM	969904101	\$1,837	48,916	SH		DEFINED	
			\$655	17,451	SH		DEFINED	
			\$6,556	174,600	SH		DEFINED	
		-	-----	-----				
			\$9,048	240,967				
WINN DIXIE STORES INC	COM	974280109	\$98	31,786	SH		DEFINED	
			\$1	410	SH		DEFINED	
			\$579	187,394	SH		DEFINED	
		-	-----	-----				
			\$679	219,590				
WINTRUST FINANCIAL CORP	COM	97650W108	\$129	2,257	SH		DEFINED	
			\$70	1,216	SH		DEFINED	
			\$3,060	53,417	SH		DEFINED	
		-	-----	-----				
			\$3,259	56,890				
WISCONSIN ENERGY CORP	COM	976657106	\$226	7,100	SH		DEFINED	
			\$233	7,300	SH		DEFINED	
		-	-----	-----				
			\$459	14,400				
WITNESS SYS INC	COM	977424100	\$482	30,000	SH		DEFINED	
		-	-----	-----				
			\$482	30,000				
WOLVERINE TUBE INC	COM	978093102	\$191	16,500	SH		DEFINED	

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-	\$1,299	112,500	SH	DEFINED
-----	-----	-----		
	\$1,490	129,000		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
WOLVERINE WORLD WIDE INC	COM	978097103	\$465	18,450			DEFINED	
		-	-----	-----				
			\$465	18,450				
WOODHEAD INDS INC	COM	979438108	\$450	32,589			DEFINED	
		-	-----	-----				
			\$450	32,589				
WORTHINGTON INDS INC	COM	981811102	\$517	24,203			DEFINED	
			\$10	451			DEFINED	
			\$96	4,492			DEFINED	
		-	-----	-----				
			\$622	29,146				
WRIGLEY WM JR CO	COM	982526105	\$1,304	20,594			DEFINED	
			\$3,824	60,394			DEFINED	
			\$724	11,443			DEFINED	
		-	-----	-----				
			\$5,852	92,431				
WYETH	COM	983024100	\$35,791	956,984			DEFINED	
			\$6,315	168,839			DEFINED	
			\$4,265	114,037			DEFINED	
		-	-----	-----				
			\$46,371	1,239,860				
WYNDHAM INTL INC	CL A	983101106	\$22	27,000			DEFINED	
		-	-----	-----				
			\$22	27,000				
XTO ENERGY INC	COM	98385X106	\$7,664	235,965			DEFINED	
			\$2,922	89,972			DEFINED	
			\$5,603	172,495			DEFINED	
		-	-----	-----				
			\$16,189	498,432				
X-RITE INC	COM	983857103	\$8,997	617,475			DEFINED	
		-	-----	-----				
			\$8,997	617,475				
XCEL ENERGY INC	COM	98389B100	\$342	19,721			DEFINED	
			\$296	17,074			DEFINED	

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-	\$353	20,397	SH	DEFINED
-----	-----	-----		
	\$991	57,192		

FORM 13F BREAKDOWN REPORT  
NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

SEC # 28-539  
AS OF 9/30/04

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/PRN	PUT/ CALL	INVTMT DSCRETN	OTH MANA
-----	-----	-----	-----	-----	-----	-----	-----	-----
XILINX INC	COM	983919101	\$15,676	580,594	SH		DEFINED	
			\$1,184	43,866	SH		DEFINED	
			\$19,377	717,667	SH		DEFINED	
		-	-----	-----				
			\$36,237	1,342,127				
XEROX CORP	COM	984121103	\$331	23,509	SH		DEFINED	
			\$95	6,716	SH		DEFINED	
			\$1,236	87,781	SH		DEFINED	
		-	-----	-----				
			\$1,662	118,006				
YAHOO INC	COM	984332106	\$1,309	38,623	SH		DEFINED	
			\$28	834	SH		DEFINED	
			\$14	400	SH		DEFINED	
			\$2,331	68,748	SH		DEFINED	
		-	-----	-----				
			\$3,683	108,605				
YUM BRANDS INC	COM	988498101	\$571	14,055	SH		DEFINED	
			\$192	4,724	SH		DEFINED	
			\$1,351	33,218	SH		DEFINED	
		-	-----	-----				
			\$2,114	51,997				
ZEBRA TECHNOLOGIES CORP	CL A	989207105	\$4,341	71,160	SH		DEFINED	
			\$4,940	80,967	SH		DEFINED	
			\$4,463	73,150	SH		DEFINED	
		-	-----	-----				
			\$13,744	225,277				
ZIMMER HLDGS INC	COM	98956P102	\$11,356	143,673	SH		DEFINED	
			\$3,805	48,135	SH		DEFINED	
			\$1,062	13,431	SH		DEFINED	
		-	-----	-----				
			\$16,222	205,239				
ZIONS BANCORPORATION	COM	989701107	\$154	2,531	SH		DEFINED	
			\$40	650	SH		DEFINED	
			\$279	4,576	SH		DEFINED	
		-	-----	-----				
			\$473	7,757				

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ZOMAX INC MINN	COM	989929104	\$490	152,500	SH	DEFINED
			\$1,301	405,300	SH	DEFINED
		-	-----	-----		
			\$1,791	557,800		
GRAND TOTAL			\$14,534,540	TOTAL ENTRIES		2