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INTEL CORP  
Form 13F-HR  
August 14, 2001

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2001

Check here if Amendment [ ]; Amendment Number: \_\_\_\_\_

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

Institutional Investment Manager Filing this Report:

Intel Corporation  
2200 Mission College Boulevard  
Santa Clara, CA 95052-8119

Form 13F File Number: 28-5160

Person Signing this Report on Behalf of Reporting Manager:

Ravi Jacob, Assistant Treasurer (408) 765-1168

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ATTENTION--Intentional misstatements or omissions of facts  
constitute Federal Criminal Violations. See 18 U.S.C. 1001 and  
15 U.S.C. 78ff(a)  
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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.

Signature, Place and Date of Signing:

/S/Ravi Jacob Santa Clara, California August 10, 2001  
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Report Type (Check only one):

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

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

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

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Form 13F SUMMARY PAGE

REPORTING MANAGER: INTEL CORPORATION

Report Summary:

Number of Other Included Managers: -3-  
 Form 13F Information Table Entry Total: 562  
 Form 13F Information Table Value Total: \$3,752,350

\*Confidential Treatment Requested: Confidential information has been omitted from this Form 13F and filed separately with the Commission.

List of Other Included Managers:

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

1. HEWLETT PACKARD & CO. INC., File No: 28-2187
2. MORGAN STANLEY DEAN WITTER & CO., File No: 28-3432
3. INTEL PACIFIC, INC., File No: 28-6331

Note: items marked with "\*\*\*" on Information Table reflect shares held in the Intel 64 Fund LLC, with Manager 1's and Manager 2's indirect pro rata interest reported separately. All fund investors participating in this investment (including Manager 1, Manager 2 and the Reporting Person) share investment discretion and voting authority over the combined shares shown as Shared-Other. Manager 1 and Manager 2 have informed the Reporting Person that they are required to file Forms 13F for fund holdings. The remaining fund investors have informed the reporting person that they are not separately required to file reports on Form 13F.

6/30/01

FORM 13F INFORMATION TABLE  
 REPORTING MANAGER: INTEL CORPORATION

| ITEM 1:<br>NAME OF ISSUER  | ITEM 2:<br>TITLE OF<br>CLASS | ITEM 3:<br>CUSIP<br>NUMBER | ITEM 4:<br>FAIR<br>MARKET<br>VALUE<br>(000) | ITEM 5:<br>SHARES<br>OR<br>PRINCIPAL<br>AMOUNT | ITEM 6:<br>SH/<br>PRN | ITEM 7:<br>INVESTMENT<br>DISCRETION<br>MANAGER |
|----------------------------|------------------------------|----------------------------|---|--|-----------------------|--|
| @COMM CORPORATION          | COM                          | 00208K105                  | 5,030                                       | 1,005,989                                      | SH                    | SOLE   |
| @ROAD INC                  | COM                          | 04648K105                  | 1,263                                       | 576,922  | SH                    | SOLE   |
| ABBOTT LABS                | COM                          | 002824100                  | 21,927                                      | 456,734  | SH                    | SOLE   |
| ADC TELECOMMUNICATIONS INC | COM                          | 000886101                  | 1,515                                       | 229,600  | SH                    | SOLE   |
| ADOBE SYS INC              | COM                          | 00724F101                  | 3,342                                       | 71,100   | SH                    | SOLE   |
| ADVANCED MICRO DEVICES INC | COM                          | 007903107                  | 2,907                                       | 100,658  | SH                    | SOLE   |
| AES CORP                   | COM                          | 00130H105                  | 6,755                                       | 156,900  | SH                    | SOLE   |

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|                            |      |           |        |         |    |      |
|----------------------------|------|-----------|--------|---------|----|------|
| AETNA INC                  | COM  | 00817Y108 | 1,098  | 42,445  | SH | SOLE |
| AFLAC INC                  | COM  | 001055102 | 4,931  | 156,600 | SH | SOLE |
| AGENCY.COM LTD             | COM  | 008447104 | 482    | 150,000 | SH | SOLE |
| AGILENT TECHNOLOGIES INC   | COM  | 00846U101 | 4,378  | 134,723 | SH | SOLE |
| AIR PRODS & CHEMS INC      | COM  | 009158106 | 3,097  | 67,700  | SH | SOLE |
| ALBERTO CULVER CO          | CL B | 013068101 | 698    | 16,600  | SH | SOLE |
| ALBERTSONS INC             | COM  | 013104104 | 3,627  | 120,941 | SH | SOLE |
| ALCAN INC                  | COM  | 013716105 | 3,944  | 93,849  | SH | SOLE |
| ALCOA INC                  | COM  | 013817101 | 10,066 | 255,492 | SH | SOLE |
| ALLEGHENY ENERGY INC       | COM  | 017361106 | 1,747  | 36,200  | SH | SOLE |
| ALLEGHENY TECHNOLOGIES INC | COM  | 01741R102 | 428    | 23,664  | SH | SOLE |
| ALLERGAN INC               | COM  | 018490102 | 3,320  | 38,900  | SH | SOLE |
| ALLIED WASTE INDS INC      | COM  | 019589308 | 1,085  | 58,100  | SH | SOLE |
| ALLSTATE CORP              | COM  | 020002101 | 9,500  | 215,960 | SH | SOLE |
| ALLTEL CORP                | COM  | 020039103 | 5,660  | 92,400  | SH | SOLE |
| ALTERA CORP                | COM  | 021441100 | 3,396  | 117,100 | SH | SOLE |
| AMBAC FINANCIAL GROUP INC  | COM  | 023139108 | 1,816  | 31,200  | SH | SOLE |
| AMERADA HESS CORP          | COM  | 023551104 | 2,109  | 26,100  | SH | SOLE |
| AMEREN CORP                | COM  | 023608102 | 1,731  | 40,550  | SH | SOLE |
| AMERICAN ELEC PWR INC      | COM  | 025537101 | 4,388  | 95,032  | SH | SOLE |
| AMERICAN EXPRESS CO        | COM  | 025816109 | 15,240 | 392,784 | SH | SOLE |
| AMERICAN GEN CORP          | COM  | 026351106 | 6,901  | 148,576 | SH | SOLE |
| AMERICAN GREETINGS CORP    | CL A | 026375105 | 206    | 18,745  | SH | SOLE |
| AMERICAN HOME PRODS CORP   | COM  | 026609107 | 22,625 | 386,936 | SH | SOLE |

FAIR MARKET VALUE

155,212

|                                |          |           |        |           |    |         |
|--------------------------------|----------|-----------|--------|-----------|----|---------|
| AMERICAN INTL GROUP INC        | COM      | 026874107 | 59,047 | 687,419   | SH | SOLE    |
| AMERICAN TOWER CORP            | CL A     | 029912201 | 3,370  | 161,227   | SH | SOLE    |
| AMERICAN PWR CONVERSION CORP   | COM      | 029066107 | 906    | 57,500    | SH | SOLE    |
| AMGEN INC                      | COM      | 031162100 | 18,665 | 307,600   | SH | SOLE    |
| AMR CORP                       | COM      | 001765106 | 1,608  | 44,500    | SH | SOLE    |
| AMSOUTH BANCORPORATION         | COM      | 032165102 | 2,049  | 110,800   | SH | SOLE    |
| ANADARKO PETE CORP             | COM      | 032511107 | 3,969  | 73,476    | SH | SOLE    |
| ANALOG DEVICES INC             | COM      | 032654105 | 4,597  | 106,300   | SH | SOLE    |
| ANDREW CORP                    | COM      | 034425108 | 445    | 24,125    | SH | SOLE    |
| ANHEUSER BUSCH COS INC         | COM      | 035229103 | 10,976 | 266,400   | SH | SOLE    |
| AOL TIME WARNER INC            | COM      | 00184A105 | 67,726 | 1,277,846 | SH | SOLE    |
| AON CORP                       | COM      | 037389103 | 2,649  | 75,690    | SH | SOLE    |
| APACHE CORP                    | COM      | 037411105 | 1,852  | 36,500    | SH | SOLE    |
| APPLE COMPUTER INC             | COM      | 037833100 | 2,376  | 102,200   | SH | SOLE    |
| APPLERA CORP-APPLIED BIOSYSTEM | COM      | 038020103 | 1,667  | 62,300    | SH | SOLE    |
| APPLIED MATLS INC              | COM      | 038222105 | 11,735 | 239,000   | SH | SOLE    |
| APPLIED MICRO CIRCUITS CORP CD | COM      | 03822W109 | 1,517  | 88,200    | SH | SOLE    |
| ARCHER DANIELS MIDLAND CO      | COM      | 039483102 | 2,435  | 187,221   | SH | SOLE    |
| ASHLAND INC                    | COM      | 044204105 | 826    | 20,600    | SH | SOLE    |
| ASIACONTENT.COM LTD            | SHS CL A | G05354116 | 561    | 561,134   | SH | DEFINED |
|                                | NEW      |           |        |           |    |         |
| ASIAINFO HOLDINGS INC          | COM      | 04518A104 | 36,259 | 1,972,725 | SH | DEFINED |
| ASML HLDG NV                   | N Y SHS  | N07059111 | 32,193 | 1,428,888 | SH | SOLE    |
| AT&T CORP                      | COM      | 001957109 | 22,004 | 1,000,172 | SH | SOLE    |
| AUTODESK INC                   | COM      | 052769106 | 619    | 16,600    | SH | SOLE    |
| AUTOMATIC DATA PROCESSING INC  | COM      | 053015103 | 9,324  | 187,602   | SH | SOLE    |
| AUTOZONE INC                   | COM      | 053332102 | 1,260  | 33,600    | SH | SOLE    |
| AVAYA INC                      | COM      | 053499109 | 1,143  | 83,436    | SH | SOLE    |
| AVERY DENNISON CORP            | COM      | 053611109 | 1,664  | 32,600    | SH | SOLE    |
| AVON PRODS INC                 | COM      | 054303102 | 3,254  | 70,314    | SH | SOLE    |
| BAKER HUGHES INC               | COM      | 057224107 | 3,281  | 97,930    | SH | SOLE    |
| BALL CORP                      | COM      | 058498106 | 400    | 8,400     | SH | SOLE    |
| BANK NEW YORK INC              | COM      | 064057102 | 10,498 | 218,704   | SH | SOLE    |

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FAIR MARKET VALUE 320,875

|                                |      |           |        |         |    |      |
|--------------------------------|------|-----------|--------|---------|----|------|
| BANK OF AMERICA CORP           | COM  | 060505104 | 28,854 | 480,663 | SH | SOLE |
| BANK ONE CORP                  | COM  | 06423A103 | 12,223 | 341,438 | SH | SOLE |
| BARD C R INC                   | COM  | 067383109 | 854    | 15,000  | SH | SOLE |
| BARRICK GOLD CORP              | COM  | 067901108 | 1,773  | 117,000 | SH | SOLE |
| BAUSCH & LOMB INC              | COM  | 071707103 | 573    | 15,800  | SH | SOLE |
| BAXTER INTL INC                | COM  | 071813109 | 8,541  | 173,740 | SH | SOLE |
| BB&T CORP                      | COM  | 054937107 | 4,356  | 118,700 | SH | SOLE |
| BEAR STEARNS COS INC           | COM  | 073902108 | 1,855  | 31,461  | SH | SOLE |
| BECTON DICKINSON & CO          | COM  | 075887109 | 2,713  | 75,800  | SH | SOLE |
| BED BATH & BEYOND INC          | COM  | 075896100 | 2,633  | 84,400  | SH | SOLE |
| BELLSOUTH CORP                 | COM  | 079860102 | 22,267 | 552,944 | SH | SOLE |
| BEMIS INC                      | COM  | 081437105 | 627    | 15,600  | SH | SOLE |
| BEST BUY INC                   | COM  | 086516101 | 3,900  | 61,400  | SH | SOLE |
| BIG LOTS INC                   | COM  | 089302103 | 451    | 33,000  | SH | SOLE |
| BIOGEN INC                     | COM  | 090597105 | 2,376  | 43,700  | SH | SOLE |
| BIOMET INC                     | COM  | 090613100 | 2,538  | 52,800  | SH | SOLE |
| BLACK & DECKER CORP            | COM  | 091797100 | 943    | 23,900  | SH | SOLE |
| BLOCK H & R INC                | COM  | 093671105 | 1,743  | 27,000  | SH | SOLE |
| BMC SOFTWARE INC               | COM  | 055921100 | 1,623  | 72,000  | SH | SOLE |
| BOEING CO                      | COM  | 097023105 | 13,698 | 246,361 | SH | SOLE |
| BOISE CASCADE CORP             | COM  | 097383103 | 596    | 16,955  | SH | SOLE |
| BOSTON SCIENTIFIC CORP         | COM  | 101137107 | 2,035  | 119,704 | SH | SOLE |
| BRISTOL MYERS SQUIBB CO        | COM  | 110122108 | 30,197 | 577,384 | SH | SOLE |
| BROADCOM CORP                  | CL A | 111320107 | 3,083  | 72,100  | SH | SOLE |
| BROADVISION INC                | COM  | 111412102 | 398    | 79,500  | SH | SOLE |
| BROWN FORMAN CORP              | CL B | 115637209 | 1,292  | 20,200  | SH | SOLE |
| BRUNSWICK CORP                 | COM  | 117043109 | 620    | 25,800  | SH | SOLE |
| BURLINGTON NORTH SANTA FE CORP | COM  | 12189T104 | 3,497  | 115,873 | SH | SOLE |
| BURLINGTON RES INC             | COM  | 122014103 | 2,547  | 63,780  | SH | SOLE |
| CABLETRON SYS INC              | COM  | 126920107 | 1,245  | 54,500  | SH | SOLE |
| CADENCE DESIGN SYSTEM INC      | COM  | 127387108 | 458    | 24,901  | SH | SOLE |
| CALPINE CORP                   | COM  | 131347106 | 3,330  | 88,100  | SH | SOLE |

FAIR MARKET VALUE 163,839

|                       |      |           |        |           |    |      |
|-----------------------|------|-----------|--------|-----------|----|------|
| CAMPBELL SOUP CO      | COM  | 134429109 | 3,196  | 124,100   | SH | SOLE |
| CAPITAL ONE FINL CORP | COM  | 14040H105 | 3,487  | 58,100    | SH | SOLE |
| CARDINAL HEALTH INC   | COM  | 14149Y108 | 8,573  | 124,250   | SH | SOLE |
| CARNIVAL CORP         | COM  | 143658102 | 5,302  | 172,700   | SH | SOLE |
| CATERPILLAR INC       | COM  | 149123101 | 5,082  | 101,544   | SH | SOLE |
| CENDANT CORP          | COM  | 151313103 | 4,429  | 227,136   | SH | SOLE |
| CENTEX CORP           | COM  | 152312104 | 709    | 17,400    | SH | SOLE |
| CENTURYTEL INC        | COM  | 156700106 | 1,257  | 41,500    | SH | SOLE |
| CHARTER ONE FINL INC  | COM  | 160903100 | 1,961  | 61,460    | SH | SOLE |
| CHEVRON CORP          | COM  | 166751107 | 17,159 | 189,600   | SH | SOLE |
| CHIPPAC INC           | CL A | 169657103 | 12,009 | 1,200,878 | SH | SOLE |
| CHIRON CORP           | COM  | 170040109 | 2,882  | 56,500    | SH | SOLE |
| CHUBB CORP            | COM  | 171232101 | 3,994  | 51,577    | SH | SOLE |
| CIGNA CORP            | COM  | 125509109 | 4,350  | 45,400    | SH | SOLE |
| CINCINNATI FINL CORP  | COM  | 172062101 | 1,876  | 47,500    | SH | SOLE |
| CINERGY CORP          | COM  | 172474108 | 1,639  | 46,900    | SH | SOLE |
| CINTAS CORP           | COM  | 172908105 | 2,303  | 49,800    | SH | SOLE |
| CIRCUIT CITY GROUP    | COM  | 172737108 | 1,094  | 60,800    | SH | SOLE |
| CISCO SYSTEMS INC     | COM  | 17275R102 | 41,790 | 2,287,606 | SH | SOLE |
| CITIGROUP INC         | COM  | 172967101 | 78,368 | 1,483,110 | SH | SOLE |

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|                              |          |           |        |         |    |      |
|------------------------------|----------|-----------|--------|---------|----|------|
| CITIZENS COMMUNICATIONS CO   | COM      | 17453B101 | 942    | 78,300  | SH | SOLE |
| CITRIX SYS INC               | COM      | 177376100 | 1,909  | 54,700  | SH | SOLE |
| CLEAR CHANNEL COMMUNICATIONS | COM      | 184502102 | 10,828 | 172,700 | SH | SOLE |
| CLOROX CO                    | COM      | 189054109 | 2,359  | 69,700  | SH | SOLE |
| CMS ENERGY CORP              | COM      | 125896100 | 1,075  | 38,600  | SH | SOLE |
| COCA COLA CO                 | COM      | 191216100 | 33,053 | 734,504 | SH | SOLE |
| COCA COLA ENTERPRISES INC    | COM      | 191219104 | 2,018  | 123,400 | SH | SOLE |
| COLGATE PALMOLIVE CO         | COM      | 194162103 | 9,963  | 168,900 | SH | SOLE |
| COMCAST CORP                 | CL A SPL | 200300200 | 12,039 | 277,400 | SH | SOLE |
| COMERICA INC                 | COM      | 200340107 | 3,016  | 52,367  | SH | SOLE |
| COMPAQ COMPUTER CORP         | COM      | 204493100 | 7,718  | 498,800 | SH | SOLE |

FAIR MARKET VALUE 286,380

|                                |      |           |        |            |    |      |
|--------------------------------|------|-----------|--------|------------|----|------|
| COMPUTER ASSOC INTL INC        | COM  | 204912109 | 6,128  | 170,225    | SH | SOLE |
| COMPUTER SCIENCES CORP         | COM  | 205363104 | 1,723  | 49,800     | SH | SOLE |
| COMPUWARE CORP                 | COM  | 205638109 | 1,519  | 108,600    | SH | SOLE |
| COMVERSE TECHNOLOGY INC        | COM  | 205862402 | 2,798  | 49,000     | SH | SOLE |
| CONAGRA FOODS INC              | COM  | 205887102 | 3,140  | 158,514    | SH | SOLE |
| CONCORD EFS INC                | COM  | 206197105 | 3,318  | 63,800     | SH | SOLE |
| CONEXANT SYSTEMS INC           | COM  | 207142100 | 752    | 84,326     | SH | SOLE |
| CONOCO INC                     | CL B | 208251405 | 5,320  | 184,100    | SH | SOLE |
| CONSECO INC                    | COM  | 208464107 | 1,313  | 96,045     | SH | SOLE |
| CONSOLIDATED EDISON INC        | COM  | 209115104 | 2,491  | 62,600     | SH | SOLE |
| CONSTELLATION ENGY GRP INC     | COM  | 210371100 | 2,041  | 47,900     | SH | SOLE |
| CONVERA CORPORATION            | COM  | 211919105 | 68,468 | 14,949,384 | SH | SOLE |
| CONVERGYS CORP                 | COM  | 212485106 | 1,534  | 50,700     | SH | SOLE |
| COOPER INDS INC                | COM  | 216669101 | 1,089  | 27,500     | SH | SOLE |
| COOPER TIRE & RUBR CO          | COM  | 216831107 | 302    | 21,300     | SH | SOLE |
| COORS ADOLPH CO                | CL B | 217016104 | 547    | 10,900     | SH | SOLE |
| CORNING INC                    | COM  | 219350105 | 4,538  | 271,600    | SH | SOLE |
| COSTCO WHSL CORP               | COM  | 22160K105 | 5,435  | 132,300    | SH | SOLE |
| COUNTRYWIDE CR INDS INC        | COM  | 222372104 | 1,578  | 34,400     | SH | SOLE |
| COVAD COMMUNICATIONS GROUP INC | COM  | 222814204 | 80     | 82,529     | SH | SOLE |
| CRANE CO                       | COM  | 224399105 | 555    | 17,900     | SH | SOLE |
| CROSSROADS SYS INC             | COM  | 22765D100 | 9,137  | 1,476,147  | SH | SOLE |
| CROSSWORLDS SOFTWARE INC       | COM  | 22769P109 | 1,000  | 333,333    | SH | SOLE |
| CSX CORP                       | COM  | 126408103 | 2,276  | 62,800     | SH | SOLE |
| CUMMINS INC                    | COM  | 231021106 | 476    | 12,300     | SH | SOLE |
| CVS CORP                       | COM  | 126650100 | 4,462  | 115,600    | SH | SOLE |
| DANA CORP                      | COM  | 235811106 | 1,020  | 43,710     | SH | SOLE |
| DANAHER CORP                   | COM  | 235851102 | 2,346  | 41,900     | SH | SOLE |
| DARDEN RESTAURANTS INC         | COM  | 237194105 | 988    | 35,400     | SH | SOLE |
| DEERE & CO                     | COM  | 244199105 | 2,627  | 69,400     | SH | SOLE |
| DELL COMPUTER CORP             | COM  | 247025109 | 19,979 | 764,000    | SH | SOLE |

FAIR MARKET VALUE 158,980

|                            |      |           |        |         |    |      |
|----------------------------|------|-----------|--------|---------|----|------|
| DELPHI AUTOMOTIVE SYS CORP | COM  | 247126105 | 2,634  | 165,375 | SH | SOLE |
| DELTA AIR LINES INC DEL    | COM  | 247361108 | 1,600  | 36,300  | SH | SOLE |
| DELUXE CORP                | COM  | 248019101 | 616    | 21,300  | SH | SOLE |
| DEVON ENERGY CORP          | COM  | 25179M103 | 1,995  | 38,000  | SH | SOLE |
| DILLARDS INC               | CL A | 254067101 | 395    | 25,900  | SH | SOLE |
| DISNEY WALT CO             | COM  | 254687106 | 17,748 | 614,342 | SH | SOLE |
| DOLLAR GEN CORP            | COM  | 256669102 | 1,903  | 97,611  | SH | SOLE |
| DOMINION RES INC VA        | COM  | 25746U109 | 4,244  | 70,584  | SH | SOLE |
| DONNELLEY R R & SONS CO    | COM  | 257867101 | 1,069  | 36,000  | SH | SOLE |
| DOVER CORP                 | COM  | 260003108 | 2,259  | 60,000  | SH | SOLE |

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|                             |         |           |        |         |    |      |
|-----------------------------|---------|-----------|--------|---------|----|------|
| DOW CHEM CO                 | COM     | 260543103 | 8,803  | 264,759 | SH | SOLE |
| DOW JONES & CO INC          | COM     | 260561105 | 1,541  | 25,800  | SH | SOLE |
| DTE ENERGY CO               | COM     | 233331107 | 2,345  | 50,500  | SH | SOLE |
| DU PONT E I DE NEMOURS & CO | COM     | 263534109 | 14,858 | 307,994 | SH | SOLE |
| DUKE ENERGY CORP            | COM     | 264399106 | 8,832  | 226,394 | SH | SOLE |
| DYNEGY INC                  | CL A    | 26816Q101 | 4,426  | 95,400  | SH | SOLE |
| EASTMAN CHEM CO             | COM     | 277432100 | 1,079  | 22,646  | SH | SOLE |
| EASTMAN KODAK CO            | COM     | 277461109 | 4,137  | 88,631  | SH | SOLE |
| EATON CORP                  | COM     | 278058102 | 1,416  | 20,200  | SH | SOLE |
| ECOLAB INC                  | COM     | 278865100 | 1,536  | 37,500  | SH | SOLE |
| EDISON INTL                 | COM     | 281020107 | 1,073  | 96,200  | SH | SOLE |
| EL PASO CORP                | COM     | 28336L109 | 7,712  | 146,780 | SH | SOLE |
| ELECTRONIC DATA SYS CORP    | COM     | 285661104 | 8,631  | 138,100 | SH | SOLE |
| EMC CORP MASS               | COM     | 268648102 | 18,786 | 646,206 | SH | SOLE |
| EMERSON ELEC CO             | COM     | 291011104 | 7,665  | 126,700 | SH | SOLE |
| EMULEX CORP                 | COM NEW | 292475209 | 25,816 | 657,733 | SH | SOLE |
| ENGAGE INC                  | COM     | 292827102 | 12     | 17,919  | SH | SOLE |
| ENGELHARD CORP              | COM     | 292845104 | 972    | 37,700  | SH | SOLE |
| ENRON CORP                  | COM     | 293561106 | 10,801 | 220,372 | SH | SOLE |
| ENTERGY CORP                | COM     | 29364G103 | 2,526  | 65,800  | SH | SOLE |
| EOG RES INC                 | COM     | 26875P101 | 1,226  | 34,500  | SH | SOLE |

FAIR MARKET VALUE

168,656

|                                 |         |           |         |           |    |      |
|---------------------------------|---------|-----------|---------|-----------|----|------|
| EQUIFAX INC                     | COM     | 294429105 | 1,537   | 41,900    | SH | SOLE |
| ESOFT INC                       | COM     | 296904105 | 462     | 427,466   | SH | SOLE |
| EXELON CORP                     | COM     | 30161N101 | 6,026   | 93,987    | SH | SOLE |
| EXXON MOBIL CORP                | COM     | 30231G102 | 89,670  | 1,026,559 | SH | SOLE |
| FANNIE MAE                      | COM     | 313586109 | 25,332  | 297,500   | SH | SOLE |
| FEDERATED DEPT STORES INC DEL   | COM     | 31410H101 | 2,495   | 58,702    | SH | SOLE |
| FEDEX CORP                      | COM     | 31428X106 | 3,519   | 87,540    | SH | SOLE |
| FIFTH THIRD BANCORP             | COM     | 316773100 | 10,075  | 167,773   | SH | SOLE |
| FIRST DATA CORP                 | COM     | 319963104 | 7,493   | 116,600   | SH | SOLE |
| FIRST UN CORP                   | COM     | 337358105 | 10,108  | 289,306   | SH | SOLE |
| FIRSTENERGY CORP                | COM     | 337932107 | 2,142   | 66,600    | SH | SOLE |
| FISERV INC                      | COM     | 337738108 | 2,342   | 36,600    | SH | SOLE |
| FLEET BOSTON FINL CORP          | COM     | 339030108 | 12,617  | 319,821   | SH | SOLE |
| FLUOR CORP                      | COM     | 343412102 | 984     | 21,800    | SH | SOLE |
| FMC CORP                        | COM     | 302491303 | 617     | 9,000     | SH | SOLE |
| FORD MTR CO DEL                 | COM PAR | 345370860 | 13,442  | 547,543   | SH | SOLE |
|                                 |         | \$0.01    |         |           |    |      |
| FOREST LABS INC                 | CL A    | 345838106 | 3,699   | 52,100    | SH | SOLE |
| FORTUNE BRANDS INC              | COM     | 349631101 | 1,752   | 45,676    | SH | SOLE |
| FPL GROUP INC                   | COM     | 302571104 | 3,145   | 52,235    | SH | SOLE |
| FRANKLIN RES INC                | COM     | 354613101 | 3,575   | 78,100    | SH | SOLE |
| FREDDIE MAC CORP                | COM     | 313400301 | 14,331  | 205,332   | SH | SOLE |
| FREEMPORT MCMORAN COPPER & GOLD | CL A    | 35671D857 | 484     | 43,780    | SH | SOLE |
| GANNETT INC                     | COM     | 364730101 | 5,134   | 77,900    | SH | SOLE |
| GAP INC                         | COM     | 364760108 | 7,278   | 250,974   | SH | SOLE |
| GATEWAY INC                     | COM     | 367626108 | 1,568   | 95,300    | SH | SOLE |
| GENERAL DYNAMICS CORP           | COM     | 369550108 | 4,575   | 58,800    | SH | SOLE |
| GENERAL ELEC CO                 | COM     | 369604103 | 142,656 | 2,926,280 | SH | SOLE |
| GENERAL MLS INC                 | COM     | 370334104 | 3,669   | 83,800    | SH | SOLE |

FAIR MARKET VALUE

380,727

|                   |     |           |        |         |    |      |
|-------------------|-----|-----------|--------|---------|----|------|
| GENERAL MTRS CORP | COM | 370442105 | 10,416 | 161,870 | SH | SOLE |
| GENUINE PARTS CO  | COM | 372460105 | 1,608  | 51,050  | SH | SOLE |

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|                              |     |           |        |         |    |      |
|------------------------------|-----|-----------|--------|---------|----|------|
| GEORGIA PAC CORP             | COM | 373298108 | 2,255  | 66,606  | SH | SOLE |
| GILLETTE CO                  | COM | 375766102 | 9,016  | 311,000 | SH | SOLE |
| GLOBAL CROSSING LTD          | COM | G3921A100 | 2,260  | 261,595 | SH | SOLE |
| GOLDEN WEST FINL CORP DEL    | COM | 381317106 | 3,000  | 46,700  | SH | SOLE |
| GOODRICH CORP                | COM | 382388106 | 1,155  | 30,400  | SH | SOLE |
| GOODYEAR TIRE & RUBR CO      | COM | 382550101 | 1,313  | 46,900  | SH | SOLE |
| GPU INC                      | COM | 36225X100 | 1,262  | 35,900  | SH | SOLE |
| GRAINGER W W INC             | COM | 384802104 | 1,144  | 27,800  | SH | SOLE |
| GREAT LAKES CHEM CORP        | COM | 390568103 | 460    | 14,900  | SH | SOLE |
| GUIDANT CORP                 | COM | 401698105 | 3,269  | 90,800  | SH | SOLE |
| HALLIBURTON CO               | COM | 406216101 | 4,651  | 130,650 | SH | SOLE |
| HARCOURT GEN INC             | COM | 41163G101 | 1,263  | 21,700  | SH | SOLE |
| HARLEY DAVIDSON INC          | COM | 412822108 | 4,214  | 89,500  | SH | SOLE |
| HARRAHS ENTMT INC            | COM | 413619107 | 1,216  | 34,450  | SH | SOLE |
| HARTFORD FINL SVCS GROUP INC | COM | 416515104 | 4,770  | 69,736  | SH | SOLE |
| HASBRO INC                   | COM | 418056107 | 735    | 50,850  | SH | SOLE |
| HCA INC                      | COM | 404119109 | 7,373  | 163,150 | SH | SOLE |
| HEALTHSOUTH CORP             | COM | 421924101 | 1,822  | 114,100 | SH | SOLE |
| HEINZ H J CO                 | COM | 423074103 | 4,199  | 102,700 | SH | SOLE |
| HERCULES INC                 | COM | 427056106 | 358    | 31,704  | SH | SOLE |
| HERSHEY FOODS CORP           | COM | 427866108 | 2,475  | 40,100  | SH | SOLE |
| HEWLETT PACKARD CO           | COM | 428236103 | 16,321 | 570,676 | SH | SOLE |
| HILTON HOTELS CORP           | COM | 432848109 | 1,262  | 108,800 | SH | SOLE |
| HOME DEPOT INC               | COM | 437076102 | 31,838 | 683,950 | SH | SOLE |
| HOMESTAKE MNG CO             | COM | 437614100 | 604    | 77,704  | SH | SOLE |
| HONEYWELL INTL INC           | COM | 438516106 | 8,242  | 235,544 | SH | SOLE |
| HOUSEHOLD INTL INC           | COM | 441815107 | 9,275  | 139,048 | SH | SOLE |
| HUMANA INC                   | COM | 444859102 | 492    | 49,900  | SH | SOLE |
| HUNTINGTON BANCSHARES INC    | COM | 446150104 | 1,210  | 74,022  | SH | SOLE |

FAIR MARKET VALUE

139,478

|                                |     |           |        |           |    |         |
|--------------------------------|-----|-----------|--------|-----------|----|---------|
| IBM CORP                       | COM | 459200101 | 58,545 | 518,096   | SH | SOLE    |
| ILLINOIS TOOL WKS INC          | COM | 452308109 | 5,646  | 89,200    | SH | SOLE    |
| IMS HEALTH INC                 | COM | 449934108 | 2,471  | 86,700    | SH | SOLE    |
| INCO LTD                       | COM | 453258402 | 928    | 53,742    | SH | SOLE    |
| INFOINTERACTIVE                | ORD | 456918101 | 2,537  | 1,803,922 | SH | SOLE    |
| INGERSOLL RAND CO              | COM | 456866102 | 1,955  | 47,450    | SH | SOLE    |
| INTEGRATED TELECOM EXPRESS INC | COM | 45817U101 | 2,886  | 1,428,571 | SH | SOLE    |
| INTEL CORP CALIF               | COM | 458140100 | 52,304 | 1,788,172 | SH | SOLE    |
| INTERACTIVE INTELLIGENCE INC   | COM | 45839M103 | 6,570  | 600,000   | SH | DEFINED |
| INTERNATIONAL PAPER CO         | COM | 460146103 | 5,075  | 142,165   | SH | SOLE    |
| INTERNET SEC SYS INC           | COM | 46060X107 | 1,997  | 41,121    | SH | SOLE    |
| INTERPUBLIC GROUP COS INC      | COM | 460690100 | 2,665  | 90,800    | SH | SOLE    |
| INTERTRUST TECHNOLOGIES CORP   | COM | 46113Q109 | 4      | 874,718   | SH | DEFINED |
| INTL FLAVORS & FRAGRANCES INC  | COM | 459506101 | 725    | 28,843    | SH | SOLE    |
| INTUIT                         | COM | 461202103 | 2,443  | 61,100    | SH | SOLE    |
| ITT INDS INC IND               | COM | 450911102 | 1,145  | 25,885    | SH | SOLE    |
| ITXC CORPORATION               | COM | 45069F109 | 10,167 | 2,037,500 | SH | SOLE    |
| J P MORGAN CHASE & CO          | COM | 46625H100 | 25,060 | 561,877   | SH | SOLE    |
| JABIL CIRCUIT INC              | COM | 466313103 | 1,737  | 56,300    | SH | SOLE    |
| JDS UNIPHASE CORP              | COM | 46612J101 | 5,189  | 413,717   | SH | SOLE    |
| JEFFERSON PILOT CORP           | COM | 475070108 | 2,204  | 45,612    | SH | SOLE    |
| JOHNSON & JOHNSON              | COM | 478160104 | 44,474 | 889,480   | SH | SOLE    |
| JOHNSON CTLS INC               | COM | 478366107 | 1,848  | 25,500    | SH | SOLE    |
| K MART CORP                    | COM | 482584109 | 1,638  | 142,773   | SH | SOLE    |
| KANA COMMUNICATIONS INC        | COM | 483600102 | 272    | 133,291   | SH | SOLE    |
| KB HOME                        | COM | 48666K109 | 394    | 13,074    | SH | SOLE    |
| KELLOGG CO                     | COM | 487836108 | 3,474  | 119,778   | SH | SOLE    |
| KERR MCGEE CORP                | COM | 492386107 | 1,847  | 27,867    | SH | SOLE    |

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|              |     |           |       |         |    |      |
|--------------|-----|-----------|-------|---------|----|------|
| KEYCORP      | COM | 493267108 | 3,277 | 125,782 | SH | SOLE |
| KEYSPAN CORP | COM | 49337W100 | 1,452 | 39,800  | SH | SOLE |

FAIR MARKET VALUE 250,929

|                              |           |           |        |           |    |      |
|------------------------------|-----------|-----------|--------|-----------|----|------|
| KIMBERLY CLARK CORP          | COM       | 494368103 | 8,815  | 157,700   | SH | SOLE |
| KINDER MORGAN INC KANS       | COM       | 49455P101 | 1,693  | 33,700    | SH | SOLE |
| KING PHARMACEUTICALS INC     | COM       | 495582108 | 2,677  | 49,800    | SH | SOLE |
| KLA TENCOR CORP              | COM       | 482480100 | 3,187  | 54,500    | SH | SOLE |
| KNIGHT RIDDER INC            | COM       | 499040103 | 1,287  | 21,700    | SH | SOLE |
| KOHL'S CORP                  | COM       | 500255104 | 6,141  | 97,900    | SH | SOLE |
| KROGER CO                    | COM       | 501044101 | 6,043  | 241,700   | SH | SOLE |
| LASTMINUTE.COM PLC           | SPONSORED | 518129101 | 2,095  | 4,487,710 | SH | SOLE |
|                              | ADR       |           |        |           |    |      |
| LEGGETT & PLATT INC          | COM       | 524660107 | 1,276  | 57,900    | SH | SOLE |
| LEHMAN BROS HLDGS INC        | COM       | 524908100 | 5,750  | 74,000    | SH | SOLE |
| LEXMARK INTERNATIONAL INC    | COM       | 529771107 | 2,522  | 37,500    | SH | SOLE |
| LIGHTSPAN INC                | COM       | 53226T103 | 3,080  | 319,867   | SH | SOLE |
| LILLY ELI & CO               | COM       | 532457108 | 24,632 | 332,870   | SH | SOLE |
| LIMITED INC                  | COM       | 532716107 | 2,078  | 125,766   | SH | SOLE |
| LINCOLN NATL CORP IND        | COM       | 534187109 | 2,924  | 56,500    | SH | SOLE |
| LINEAR TECHNOLOGY CORP       | COM       | 535678106 | 4,135  | 93,500    | SH | SOLE |
| LIQUID AUDIO INC             | COM       | 53631T102 | 7,446  | 2,515,708 | SH | SOLE |
| LIZ CLAIBORNE INC            | COM       | 539320101 | 772    | 15,300    | SH | SOLE |
| LOCKHEED MARTIN CORP         | COM       | 539830109 | 4,714  | 127,244   | SH | SOLE |
| LOEWS CORP                   | COM       | 540424108 | 3,756  | 58,300    | SH | SOLE |
| LONGS DRUG STORES CORP       | COM       | 543162101 | 239    | 11,100    | SH | SOLE |
| LOUISIANA PAC CORP           | COM       | 546347105 | 360    | 30,700    | SH | SOLE |
| LOWES COS INC                | COM       | 548661107 | 8,205  | 113,100   | SH | SOLE |
| LSI LOGIC CORP               | COM       | 502161102 | 1,983  | 105,480   | SH | SOLE |
| LUCENT TECHNOLOGIES INC      | COM       | 549463107 | 6,232  | 1,005,046 | SH | SOLE |
| MANOR CARE INC               | COM       | 564055101 | 965    | 30,400    | SH | SOLE |
| MARRIOTT INTL INC            | CL A      | 571903202 | 3,353  | 70,834    | SH | SOLE |
| MARSH & MCLENNAN COS INC     | COM       | 571748102 | 8,199  | 81,179    | SH | SOLE |
| MARVELL TECHNOLOGY GROUP LTD | ORD       | G5876H105 | 7,690  | 288,976   | SH | SOLE |
| MASCO CORP                   | COM       | 574599106 | 3,290  | 131,800   | SH | SOLE |
| MATTEL INC                   | COM       | 577081102 | 2,384  | 126,016   | SH | SOLE |

FAIR MARKET VALUE 137,923

|                            |     |           |        |         |    |      |
|----------------------------|-----|-----------|--------|---------|----|------|
| MAXIM INTEGRATED PRODS INC | COM | 57772K101 | 4,218  | 95,400  | SH | SOLE |
| MAY DEPT STORES CO         | COM | 577778103 | 3,015  | 88,000  | SH | SOLE |
| MAYTAG CORP                | COM | 578592107 | 666    | 22,773  | SH | SOLE |
| MBIA INC                   | COM | 55262C100 | 2,430  | 43,650  | SH | SOLE |
| MBNA CORP                  | COM | 55262L100 | 8,289  | 251,530 | SH | SOLE |
| MCDERMOTT INTL INC         | COM | 580037109 | 209    | 17,900  | SH | SOLE |
| MCDONALDS CORP COM         | COM | 580135101 | 10,478 | 387,228 | SH | SOLE |
| MCGRAW HILL COS INC        | COM | 580645109 | 3,818  | 57,716  | SH | SOLE |
| MCKESSON HBOC INC          | COM | 58155Q103 | 3,123  | 84,138  | SH | SOLE |
| MEAD CORP                  | COM | 582834107 | 792    | 29,200  | SH | SOLE |
| MEDIMMUNE INC              | COM | 584699102 | 2,955  | 62,600  | SH | SOLE |
| MEDTRONIC INC              | COM | 585055106 | 16,325 | 354,812 | SH | SOLE |
| MELLON FINL CORP           | COM | 58551A108 | 6,609  | 144,060 | SH | SOLE |
| MERCK & CO INC             | COM | 589331107 | 43,526 | 681,058 | SH | SOLE |
| MERCURY INTERACTIVE CORP   | COM | 589405109 | 1,432  | 23,900  | SH | SOLE |
| MEREDITH CORP              | COM | 589433101 | 526    | 14,700  | SH | SOLE |
| MERRILL LYNCH & CO INC     | COM | 590188108 | 14,136 | 238,588 | SH | SOLE |
| METLIFE INC                | COM | 59156R108 | 6,995  | 225,800 | SH | SOLE |



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|                                 |     |           |         |           |    |      |
|---------------------------------|-----|-----------|---------|-----------|----|------|
| MGIC INVT CORP WIS              | COM | 552848103 | 2,288   | 31,500    | SH | SOLE |
| MICRON TECHNOLOGY INC           | COM | 595112103 | 7,201   | 175,200   | SH | SOLE |
| MICROSOFT CORP                  | COM | 594918104 | 115,019 | 1,575,600 | SH | SOLE |
| MILLIPORE CORP                  | COM | 601073109 | 849     | 13,700    | SH | SOLE |
| MINNESOTA MNG & MFG CO          | COM | 604059105 | 13,350  | 117,000   | SH | SOLE |
| MIRANT CORP                     | COM | 604675108 | 3,439   | 99,982    | SH | SOLE |
| MOLEX INC                       | COM | 608554101 | 2,108   | 57,700    | SH | SOLE |
| MOODYS CORP                     | COM | 615369105 | 1,605   | 47,900    | SH | SOLE |
| MORGAN STANLEY DEAN WITTER & CO | COM | 617446448 | 21,187  | 329,858   | SH | SOLE |
| MOTOROLA INC                    | COM | 620076109 | 10,683  | 645,105   | SH | SOLE |
| NABORS INDS INC                 | COM | 629568106 | 1,618   | 43,500    | SH | SOLE |
| NATIONAL CITY CORP              | COM | 635405103 | 5,538   | 179,926   | SH | SOLE |
| NATIONAL SEMICONDUCTOR CORP     | COM | 637640103 | 1,500   | 51,500    | SH | SOLE |

FAIR MARKET VALUE 315,927

|                            |      |           |        |           |    |      |
|----------------------------|------|-----------|--------|-----------|----|------|
| NATIONAL SVC INDS INC      | COM  | 637657107 | 275    | 12,200    | SH | SOLE |
| NATURAL MICROSYSTEMS       | COM  | 638882100 | 203    | 33,774    | SH | SOLE |
| NAVISTAR INTL CORP         | COM  | 63934E108 | 491    | 17,460    | SH | SOLE |
| NCR CORP                   | COM  | 62886E108 | 1,330  | 28,300    | SH | SOLE |
| NETWORK APPLIANCE INC      | COM  | 64120L104 | 1,297  | 94,700    | SH | SOLE |
| NEW YORK TIMES CO          | CL A | 650111107 | 2,008  | 47,800    | SH | SOLE |
| NEWELL RUBBERMAID INC      | COM  | 651229106 | 1,976  | 78,706    | SH | SOLE |
| NEWMONT MINING CORP        | COM  | 651639106 | 1,057  | 56,814    | SH | SOLE |
| NEXTEL COMMUNICATIONS INC  | CL A | 65332V103 | 3,938  | 225,000   | SH | SOLE |
| NIAGARA MOHAWK HLDGS INC   | COM  | 653520106 | 839    | 47,400    | SH | SOLE |
| NICOR INC                  | COM  | 654086107 | 522    | 13,400    | SH | SOLE |
| NIKE INC                   | CL B | 654106103 | 3,347  | 79,700    | SH | SOLE |
| NISOURCE INC               | COM  | 65473P105 | 1,645  | 60,200    | SH | SOLE |
| NOBLE DRILLING CORP        | COM  | 655042109 | 1,300  | 39,700    | SH | SOLE |
| NORDSTROM INC WASH         | COM  | 655664100 | 735    | 39,600    | SH | SOLE |
| NORFOLK SOUTHN CORP        | COM  | 655844108 | 2,351  | 113,524   | SH | SOLE |
| NORTEL NETWORKS CORP       | COM  | 656568102 | 8,534  | 939,536   | SH | SOLE |
| NORTHERN TR CORP           | COM  | 665859104 | 4,094  | 65,500    | SH | SOLE |
| NORTHROP GRUMMAN CORP      | COM  | 666807102 | 2,011  | 25,109    | SH | SOLE |
| NOVATEL WIRELESS INC       | COM  | 66987M109 | 865    | 434,782   | SH | SOLE |
| NOVELL INC                 | COM  | 670006105 | 534    | 93,795    | SH | SOLE |
| NOVELLUS SYS INC           | COM  | 670008101 | 2,362  | 41,600    | SH | SOLE |
| NUANCE COMMUNICATIONS CORP | COM  | 669967101 | 2,235  | 128,889   | SH | SOLE |
| NUCOR CORP                 | COM  | 670346105 | 1,120  | 22,900    | SH | SOLE |
| OCCIDENTAL PETE CORP       | COM  | 674599105 | 2,901  | 109,100   | SH | SOLE |
| OFFICE DEPOT INC           | COM  | 676220106 | 913    | 88,000    | SH | SOLE |
| OMNICOM GROUP INC          | COM  | 681919106 | 4,498  | 52,300    | SH | SOLE |
| ONEOK INC                  | COM  | 682680103 | 339    | 17,200    | SH | SOLE |
| ORACLE CORPORATION         | COM  | 68389X105 | 31,342 | 1,649,584 | SH | SOLE |
| PACCAR INC                 | COM  | 693718108 | 1,162  | 22,600    | SH | SOLE |
| PACTIV CORP                | COM  | 695257105 | 626    | 46,730    | SH | SOLE |

FAIR MARKET VALUE 86,850

|                            |     |           |       |         |    |      |
|----------------------------|-----|-----------|-------|---------|----|------|
| PALL CORP                  | COM | 696429307 | 852   | 36,200  | SH | SOLE |
| PALM INC                   | COM | 696642107 | 1,015 | 167,267 | SH | SOLE |
| PANJA INC                  | COM | 698493103 | 1,313 | 328,212 | SH | SOLE |
| PARAMETRIC TECHNOLOGY CORP | COM | 699173100 | 1,097 | 78,400  | SH | SOLE |
| PARKER HANNIFIN CORP       | COM | 701094104 | 1,462 | 34,450  | SH | SOLE |
| PAYCHEX INC                | COM | 704326107 | 4,407 | 110,175 | SH | SOLE |
| PENNEY J C INC             | COM | 708160106 | 2,042 | 77,478  | SH | SOLE |
| PEOPLES ENERGY CORP ILL    | COM | 711030106 | 416   | 10,349  | SH | SOLE |

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|                              |         |           |        |           |    |         |
|------------------------------|---------|-----------|--------|-----------|----|---------|
| PEOPLESOFT INC               | COM     | 712713106 | 4,150  | 84,300    | SH | SOLE    |
| PEPSI BOTTLING GROUP INC     | COM     | 713409100 | 1,628  | 40,600    | SH | SOLE    |
| PEPSICO INC                  | COM     | 713448108 | 18,843 | 426,322   | SH | SOLE    |
| PEREGRINE SYSTEMS INC        | COM     | 71366Q101 | 4,143  | 135,093   | SH | SOLE    |
| PEREGRINE SYSTEMS INC        | COM     | 71366Q101 | 1,213  | 41,833    | SH | DEFINED |
| PEREGRINE SYSTEMS INC        | COM     | 71366Q101 | 243    | 8,367     | SH | OTHER*  |
| PEREGRINE SYSTEMS INC        | COM     | 71366Q101 | 2,013  | 69,427    | SH | OTHER*  |
| PEREGRINE SYSTEMS INC        | COM     | 71366Q101 | 3,045  | 104,986   | SH | OTHER*  |
| PERKINELMER INC              | COM     | 714046109 | 812    | 29,496    | SH | SOLE    |
| PERSISTENCE SOFTWARE INC     | COM     | 715329108 | 391    | 651,048   | SH | SOLE    |
| PFIZER INC                   | COM     | 717081103 | 74,616 | 1,863,070 | SH | SOLE    |
| PG&E CORP                    | COM     | 69331C108 | 1,280  | 114,298   | SH | SOLE    |
| PHARMACIA CORP               | COM     | 71713U102 | 17,499 | 380,829   | SH | SOLE    |
| PHELPS DODGE CORP            | COM     | 717265102 | 968    | 23,318    | SH | SOLE    |
| PHILIP MORRIS COS INC        | COM     | 718154107 | 33,323 | 656,609   | SH | SOLE    |
| PHILLIPS PETE CO             | COM     | 718507106 | 4,292  | 75,300    | SH | SOLE    |
| PICTURETEL CORPORATION       | COM NEW | 720035302 | 35,043 | 6,257,708 | SH | SOLE    |
| PINNACLE SYSTEMS             | COM     | 723481107 | 1,602  | 262,139   | SH | SOLE    |
| PINNACLE WEST CAP CORP       | COM     | 723484101 | 1,185  | 25,000    | SH | SOLE    |
| PITNEY BOWES INC             | COM     | 724479100 | 3,134  | 74,400    | SH | SOLE    |
| PLACER DOME INC              | COM     | 725906101 | 949    | 96,800    | SH | SOLE    |
| PNC FINANCIAL SERVICES GROUP | COM     | 693475105 | 5,625  | 85,500    | SH | SOLE    |
| POLYCOM INC                  | COM     | 73172K104 | 693    | 31,166    | SH | DEFINED |
| POTLATCH CORP                | COM     | 737628107 | 289    | 8,400     | SH | SOLE    |
| POWER-ONE INC                | COM     | 739308104 | 386    | 23,200    | SH | SOLE    |

FAIR MARKET VALUE

229,969

|                               |     |           |        |           |    |      |
|-------------------------------|-----|-----------|--------|-----------|----|------|
| PPG INDS INC                  | COM | 693506107 | 2,611  | 49,672    | SH | SOLE |
| PPL CORP                      | COM | 69351T106 | 2,360  | 42,900    | SH | SOLE |
| PRAXAIR INC                   | COM | 74005P104 | 2,203  | 46,878    | SH | SOLE |
| PRICE T ROWE GROUP INC        | COM | 74144T108 | 1,342  | 35,900    | SH | SOLE |
| PROCTER & GAMBLE CO           | COM | 742718109 | 24,492 | 383,890   | SH | SOLE |
| PROGRESS ENERGY INC           | COM | 743263105 | 2,730  | 60,776    | SH | SOLE |
| PROGRESS ENERGY INC CVO       | COM | 743263AA3 | 0      | 21,100    | SH | SOLE |
| PROGRESSIVE CORP OHIO         | COM | 743315103 | 2,934  | 21,700    | SH | SOLE |
| PROVIDIAN FINL CORP           | COM | 74406A102 | 5,002  | 84,500    | SH | SOLE |
| PUBLIC SVC ENTERPRISE GROUP   | COM | 744573106 | 3,098  | 63,344    | SH | SOLE |
| PULTE HOMES INC               | COM | 745867101 | 512    | 12,000    | SH | SOLE |
| QLOGIC CORP                   | COM | 747277101 | 11,252 | 175,000   | SH | SOLE |
| QUAKER OATS CO                | COM | 747402105 | 3,559  | 39,000    | SH | SOLE |
| QUALCOMM INC                  | COM | 747525103 | 13,018 | 222,600   | SH | SOLE |
| QUINTILES TRANSNATIONAL CORP  | COM | 748767100 | 861    | 34,100    | SH | SOLE |
| QWEST COMMUNICATIONS INTL INC | COM | 749121109 | 15,587 | 489,087   | SH | SOLE |
| RADIO SHACK CORP              | COM | 750438103 | 1,674  | 54,900    | SH | SOLE |
| RADISYS CORPORATION           | COM | 750459109 | 31,053 | 1,365,562 | SH | SOLE |
| RAINDANCE COMM                | COM | 75086X106 | 2,982  | 2,444,444 | SH | SOLE |
| RALSTON PURINA CO             | COM | 751277302 | 2,744  | 91,400    | SH | SOLE |
| RAYTHEON CO                   | COM | 755111507 | 2,675  | 100,756   | SH | SOLE |
| RED HAT SOFTWARE INC          | COM | 756577102 | 2,506  | 603,879   | SH | SOLE |
| REEBOK INTL LTD               | COM | 758110100 | 543    | 17,000    | SH | SOLE |
| REGIONS FINL CORP             | COM | 758940100 | 2,285  | 71,400    | SH | SOLE |
| RELIANT ENERGY INC            | COM | 75952J108 | 2,800  | 86,945    | SH | SOLE |
| RESEARCH IN MOTION LTD        | COM | 760975102 | 11,140 | 346,058   | SH | SOLE |
| ROBERT HALF INTL INC          | COM | 770323103 | 1,304  | 52,400    | SH | SOLE |
| ROCKWELL INTL CORP            | COM | 773903109 | 2,051  | 53,800    | SH | SOLE |

FAIR MARKET VALUE

155,318

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|                         |         |           |        |         |    |         |
|-------------------------|---------|-----------|--------|---------|----|---------|
| ROGUE WAVE SOFTWARE INC | COM     | 775369101 | 384    | 87,743  | SH | OTHER*  |
| ROHM & HAAS CO          | COM     | 775371107 | 2,135  | 64,905  | SH | SOLE    |
| ROWAN COS INC           | COM     | 779382100 | 617    | 27,900  | SH | SOLE    |
| ROYAL DUTCH PETE CO     | NY REG  | 780257804 | 36,740 | 630,520 | SH | SOLE    |
|                         | GLD1.25 |           |        |         |    |         |
| RYDER SYS INC           | COM     | 783549108 | 347    | 17,700  | SH | SOLE    |
| SABRE GROUP HLDGS INC   | CL A    | 785905100 | 1,943  | 38,863  | SH | SOLE    |
| SAFECO CORP             | COM     | 786429100 | 1,112  | 37,700  | SH | SOLE    |
| SAFEWAY INC             | COM     | 786514208 | 7,099  | 147,900 | SH | SOLE    |
| SANMINA CORP            | COM     | 800907107 | 2,119  | 90,500  | SH | SOLE    |
| SAPIENT CORP            | COM     | 803062108 | 350    | 35,900  | SH | SOLE    |
| SARA LEE CORP           | COM     | 803111103 | 4,396  | 232,100 | SH | SOLE    |
| SBC COMMUNICATIONS INC  | COM     | 78387G103 | 40,042 | 999,556 | SH | SOLE    |
| SCHERING PLOUGH CORP    | COM     | 806605101 | 15,646 | 431,740 | SH | SOLE    |
| SCHLUMBERGER LTD        | COM     | 806857108 | 8,898  | 169,000 | SH | SOLE    |
| SCHWAB CHARLES CORP     | COM     | 808513105 | 6,270  | 408,550 | SH | SOLE    |
| SCIENTIFIC ATLANTA INC  | COM     | 808655104 | 1,937  | 47,700  | SH | SOLE    |
| SEALED AIR CORP         | COM     | 81211K100 | 922    | 24,762  | SH | SOLE    |
| SEARS ROEBUCK & CO      | COM     | 812387108 | 4,176  | 98,700  | SH | SOLE    |
| SELECTICA INC           | COM     | 816288104 | 655    | 154,233 | SH | SOLE    |
| SELECTICA INC           | COM     | 816288104 | 602    | 141,621 | SH | DEFINED |
| SELECTICA INC           | COM     | 816288104 | 161    | 37,552  | SH | OTHER   |
| SELECTICA INC           | COM     | 816288104 | 426    | 99,514  | SH | OTHER   |
| SELECTICA INC           | COM     | 816288104 | 1286   | 300,421 | SH | OTHER*  |
| SEMPRA ENERGY           | COM     | 816851109 | 1,651  | 60,372  | SH | SOLE    |
| SHERWIN WILLIAMS CO     | COM     | 824348106 | 1,055  | 47,500  | SH | SOLE    |
| SIEBEL SYS INC          | COM     | 826170102 | 5,947  | 126,800 | SH | SOLE    |
| SIGMA ALDRICH CORP      | COM     | 826552101 | 881    | 22,800  | SH | SOLE    |

FAIR MARKET VALUE

147,797

|                            |         |           |        |           |    |         |
|----------------------------|---------|-----------|--------|-----------|----|---------|
| SIGNALSOFT CORP            | COM     | 82668M102 | 5,078  | 506,757   | SH | SOLE    |
| SILVERSTREAM SOFTWARE INC  | COM     | 827907106 | 319    | 45,179    | SH | DEFINED |
| SILVERSTREAM SOFTWARE INC  | COM     | 827907106 | 2,122  | 301,054   | SH | SOLE    |
| SIMPLEX SOLUTIONS INC      | COM     | 828854109 | 15,008 | 622,222   | SH | SOLE    |
| SNAP ON INC                | COM     | 833034101 | 416    | 17,200    | SH | SOLE    |
| SOLETRON CORP              | COM     | 834182107 | 3,488  | 190,600   | SH | SOLE    |
| SOUTHERN CO                | COM     | 842587107 | 4,641  | 199,600   | SH | SOLE    |
| SOUTHTRUST CORP            | COM     | 844730101 | 2,600  | 100,000   | SH | SOLE    |
| SOUTHWEST AIRLIS CO        | COM     | 844741108 | 4,138  | 223,814   | SH | SOLE    |
| SPEECHWORKS INTL INC       | COM     | 84764M101 | 2,081  | 143,617   | SH | DEFINED |
| SPRINT CORP                | COM FON | 852061100 | 5,577  | 261,096   | SH | SOLE    |
|                            | GROUP   |           |        |           |    |         |
| SPRINT CORP                | PCS COM | 852061506 | 6,647  | 275,248   | SH | SOLE    |
|                            | SER 1   |           |        |           |    |         |
| ST JUDE MED INC            | COM     | 790849103 | 1,505  | 25,088    | SH | SOLE    |
| ST PAUL COS INC            | COM     | 792860108 | 3,257  | 64,246    | SH | SOLE    |
| STANDARD MICROSYSTEMS CORP | COM     | 853626109 | 24,834 | 1,542,506 | SH | SOLE    |
| STANLEY WKS                | COM     | 854616109 | 1,061  | 25,340    | SH | SOLE    |
| STAPLES INC                | COM     | 855030102 | 2,139  | 133,750   | SH | SOLE    |
| STARBUCKS CORP             | COM     | 855244109 | 2,571  | 111,800   | SH | SOLE    |
| STARWOOD HOTELS & RESORTS  | COM     | 85590A203 | 2,125  | 57,000    | SH | SOLE    |
| STATE STREET CORP          | COM     | 857477103 | 4,726  | 95,500    | SH | SOLE    |
| STILWELL FINL INC          | COM     | 860831106 | 2,205  | 65,700    | SH | SOLE    |
| STRYKER CORP               | COM     | 863667101 | 3,170  | 57,800    | SH | SOLE    |
| STYLECLICK INC             | CL A    | 86422L102 | 226    | 219,868   | SH | SOLE    |
| SUN MICROSYSTEMS INC       | COM     | 866810104 | 15,133 | 962,664   | SH | SOLE    |
| SUNOCO INC                 | COM     | 86764P109 | 917    | 25,045    | SH | SOLE    |
| SUNTRUST BKS INC           | COM     | 867914103 | 5,665  | 87,450    | SH | SOLE    |

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|                         |     |           |        |           |    |      |
|-------------------------|-----|-----------|--------|-----------|----|------|
| SUPERVALU INC           | COM | 868536103 | 686    | 39,100    | SH | SOLE |
| SYMBOL TECHNOLOGIES INC | COM | 871508107 | 72,494 | 3,244,001 | SH | SOLE |

|                   |         |
|-------------------|---------|
| FAIR MARKET VALUE | 194,829 |
|-------------------|---------|

|                               |         |           |        |         |    |         |
|-------------------------------|---------|-----------|--------|---------|----|---------|
| SYNOVUS FINL CORP             | COM     | 87161C105 | 2,667  | 85,000  | SH | SOLE    |
| SYSCO CORP                    | COM     | 871829107 | 5,419  | 199,600 | SH | SOLE    |
| TARGET CORP                   | COM     | 87612E106 | 9,155  | 264,600 | SH | SOLE    |
| TEKTRONIX INC                 | COM     | 879131100 | 758    | 27,934  | SH | SOLE    |
| TELLABS INC                   | COM     | 879664100 | 2,349  | 121,200 | SH | SOLE    |
| TEMPLE INLAND INC             | COM     | 879868107 | 778    | 14,600  | SH | SOLE    |
| TENET HEALTHCARE CORP         | COM     | 88033G100 | 4,889  | 94,757  | SH | SOLE    |
| TERADYNE INC                  | COM     | 880770102 | 1,715  | 51,500  | SH | SOLE    |
| TERAYON COMMUNICATION SYS     | COM     | 880775101 | 525    | 88,428  | SH | DEFINED |
| TEXACO INC                    | COM     | 881694103 | 10,824 | 162,500 | SH | SOLE    |
| TEXAS INSTRS INC              | COM     | 882508104 | 19,390 | 610,514 | SH | SOLE    |
| TEXTRON INC                   | COM     | 883203101 | 2,312  | 42,000  | SH | SOLE    |
| THERMO ELECTRON CORP          | COM     | 883556102 | 1,171  | 53,200  | SH | SOLE    |
| THOMAS & BETTS CORP           | COM     | 884315102 | 377    | 17,100  | SH | SOLE    |
| TIFFANY & CO                  | COM     | 886547108 | 1,557  | 43,000  | SH | SOLE    |
| TIMKEN CO                     | COM     | 887389104 | 302    | 17,800  | SH | SOLE    |
| TJX COS INC                   | COM     | 872540109 | 2,632  | 82,600  | SH | SOLE    |
| TMP WORLDWIDE INC             | COM     | 872941109 | 1,836  | 30,600  | SH | SOLE    |
| TORCHMARK CORP                | COM     | 891027104 | 1,500  | 37,300  | SH | SOLE    |
| TOSCO CORP                    | COM     | 891490302 | 1,885  | 42,800  | SH | SOLE    |
| TOYS R US INC                 | COM     | 892335100 | 1,443  | 58,300  | SH | SOLE    |
| TRANSOCEAN SEDCO FOREX INC    | COM     | G90078109 | 3,860  | 93,586  | SH | SOLE    |
| TRIBUNE CO                    | COM     | 896047107 | 3,568  | 89,173  | SH | SOLE    |
| TRICON GLOBAL RESTAURANTS INC | COM     | 895953107 | 1,893  | 43,132  | SH | SOLE    |
| TRW INC                       | COM     | 872649108 | 1,509  | 36,800  | SH | SOLE    |
| TUPPERWARE CORP               | COM     | 899896104 | 399    | 17,050  | SH | SOLE    |
| TXU CORP                      | COM     | 873168108 | 3,673  | 76,217  | SH | SOLE    |
| TYCO INTL LTD                 | COM     | 902124106 | 31,113 | 570,865 | SH | SOLE    |
| UNILEVER N V                  | N Y SHS | 904784709 | 10,058 | 168,839 | SH | SOLE    |
|                               | NEW     |           |        |         |    |         |
| UNION PAC CORP                | COM     | 907818108 | 4,019  | 73,200  | SH | SOLE    |
| UNION PLANTERS CORP TENN      | COM     | 908068109 | 1,792  | 41,100  | SH | SOLE    |

|                   |         |
|-------------------|---------|
| FAIR MARKET VALUE | 135,368 |
|-------------------|---------|

|                              |         |           |        |         |    |      |
|------------------------------|---------|-----------|--------|---------|----|------|
| UNISYS CORP                  | COM     | 909214108 | 1,370  | 93,100  | SH | SOLE |
| UNITED HEALTH GROUP INC      | COM     | 91324P102 | 5,835  | 94,496  | SH | SOLE |
| UNITED TECHNOLOGIES CORP     | COM     | 913017109 | 10,183 | 139,000 | SH | SOLE |
| UNIVISION COMMUNICATIONS INC | COM     | 914906102 | 2,610  | 61,000  | SH | SOLE |
| UNOCAL CORP                  | COM     | 915289102 | 2,449  | 71,700  | SH | SOLE |
| UNUMPROVIDENT CORP           | COM     | 91529Y106 | 2,286  | 71,176  | SH | SOLE |
| US AIRWAYS GROUP INC         | COM     | 911905107 | 481    | 19,800  | SH | SOLE |
| US BANCORP DEL               | COM NEW | 902973304 | 12,969 | 569,079 | SH | SOLE |
| USA ED INC                   | COM     | 90390U102 | 3,541  | 48,500  | SH | SOLE |
| UST INC                      | COM     | 902911106 | 1,391  | 48,193  | SH | SOLE |
| USX MARATHON GROUP           | COM     | 902905827 | 2,703  | 91,600  | SH | SOLE |
| USX U S STL GROUP            | COM     | 90337T101 | 530    | 26,300  | SH | SOLE |
| V F CORP                     | COM     | 918204108 | 1,222  | 33,600  | SH | SOLE |
| VERITAS SOFTWARE CO          | COM     | 923436109 | 8,029  | 120,680 | SH | SOLE |
| VERIZON COMMUNICATIONS       | COM     | 92343V104 | 42,688 | 797,903 | SH | SOLE |
| VIACOM INC                   | CL B    | 925524308 | 26,660 | 515,170 | SH | SOLE |
| VISTEON CORP                 | COM     | 92839U107 | 710    | 38,608  | SH | SOLE |
| VITESSE SEMICONDUCTOR CORP   | COM     | 928497106 | 1,180  | 56,100  | SH | SOLE |

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|                              |     |           |        |           |    |      |
|------------------------------|-----|-----------|--------|-----------|----|------|
| VTEL CORP                    | COM | 918333105 | 1,927  | 1,632,846 | SH | SOLE |
| VULCAN MATLS CO              | COM | 929160109 | 1,602  | 29,800    | SH | SOLE |
| WACHOVIA CORP                | COM | 929771103 | 4,404  | 61,900    | SH | SOLE |
| WAL MART STORES INC          | COM | 931142103 | 64,370 | 1,319,066 | SH | SOLE |
| WALGREEN CO                  | COM | 931422109 | 10,255 | 300,000   | SH | SOLE |
| WASHINGTON MUTUAL INC        | COM | 939322103 | 9,678  | 257,734   | SH | SOLE |
| WASTE MGMT INC DEL           | COM | 94106L109 | 5,661  | 183,671   | SH | SOLE |
| WATSON PHARMACEUTICALS INC   | COM | 942683103 | 1,874  | 30,400    | SH | SOLE |
| WELLPOINT HEALTH NETWORK INC | COM | 94973H108 | 1,743  | 18,500    | SH | SOLE |
| WELLS FARGO & CO             | COM | 949746101 | 23,437 | 504,774   | SH | SOLE |
| WENDYS INTL INC              | COM | 950590109 | 858    | 33,585    | SH | SOLE |
| WESTVACO CORP                | COM | 961548104 | 723    | 29,750    | SH | SOLE |
| WEYERHAEUSER CO              | COM | 962166104 | 3,522  | 64,070    | SH | SOLE |

FAIR MARKET VALUE 256,891

|                                   |      |           |        |           |    |      |
|-----------------------------------|------|-----------|--------|-----------|----|------|
| WHIRLPOOL CORP                    | COM  | 963320106 | 1,231  | 19,700    | SH | SOLE |
| WILLAMETTE INDS INC               | COM  | 969133107 | 1,594  | 32,200    | SH | SOLE |
| WILLIAMS COMMUNICATIONS GROUP INC | CL A | 969455104 | 27,399 | 9,225,093 | SH | SOLE |
| WILLIAMS COS INC                  | COM  | 969457100 | 4,705  | 142,792   | SH | SOLE |
| WINDRIVER SYSTEMS INC             | COM  | 973149107 | 225    | 12,843    | SH | SOLE |
| WINN DIXIE STORES INC             | COM  | 974280109 | 1,084  | 41,500    | SH | SOLE |
| WORLDCOM INC-MCI GROUP            | COM  | 98157D304 | 477    | 29,654    | SH | SOLE |
| WORLDCOM INC-WORLDCOM GROUP       | COM  | 98157D106 | 12,072 | 850,168   | SH | SOLE |
| WORTHINGTON INDS INC              | COM  | 981811102 | 341    | 25,100    | SH | SOLE |
| WRIGLEY WM JR CO                  | COM  | 982526105 | 3,120  | 66,600    | SH | SOLE |
| XCEL ENERGY INC                   | COM  | 98389B100 | 2,862  | 100,605   | SH | SOLE |
| XEROX CORP                        | COM  | 984121103 | 1,886  | 197,100   | SH | SOLE |
| XILINX INC                        | COM  | 983919101 | 6,110  | 146,588   | SH | SOLE |
| YAHOO INC                         | COM  | 984332106 | 3,296  | 164,900   | SH | SOLE |

FAIR MARKET VALUE 66,402

FAIR MARKET VALUE GRAND TOTAL: 3,752,350