

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2000

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:

Arvind Sodhani, Vice President and Treasurer (408) 765-1240

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

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/Arvind Sodhani Santa Clara, California May 11, 2000

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).)

Form 13F SUMMARY PAGE

REPORTING MANAGER: INTEL CORPORATION

Report Summary:

Number of Other Included Managers: -2-

Form 13F Information Table Entry Total: 612

Form 13F Information Table Value Total: \$8,681,014

*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. MORGAN STANLEY DEAN WITTER & CO., File No: 28-3432

2. HEWLETT PACKARD & CO. INC., File No: 28-2187

<TABLE>
3/31/00

FORM 13F INFORMATION TABLE
REPORTING MANAGER: INTEL CORPORATION

<CAPTION>

AUTHORITY (C)	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4: FAIR MARKET	ITEM 5: SHARES OR	ITEM 6:		ITEM 7:	ITEM 8: VOTING	
	NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	VALUE (000)	PRINCIPAL SH/ AMOUNT PRN	INVESTMENT DISCRETION	MANAGERS	(A) SOLE	(B) SHARED	
NONE										
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C>	<C>									
3COM CORP		COM	885535104	3,677	66,100 SH	SOLE			66,100	
3DLABS INC LTD		ORD	G8846W103	1,473	218,163 SH	SOLE			218,163	
ABBOTT LABS		COM	002824100	10,368	294,640 SH	SOLE			294,640	
ACTIVE SOFTWARE INC		COM	00504E100	46,772	735,294 SH	SOLE			735,294	
ADAPTEC INC		COM	00651F108	758	19,600 SH	SOLE			19,600	
ADC TELECOMMUNICATIONS INC		COM	000886101	3,093	57,400 SH	SOLE			57,400	
ADOBE SYS INC		COM	00724F101	2,561	23,000 SH	SOLE			23,000	
ADVANCED MICRO DEVICES INC		COM	007903107	1,608	28,179 SH	SOLE			28,179	
AES CORP		COM	00130H105	3,111	39,500 SH	SOLE			39,500	
AETNA INC		COM	008117103	1,599	28,706 SH	SOLE			28,706	
AFLAC INC		COM	001055102	2,324	51,000 SH	SOLE			51,000	
AGENCY.COM LTD		COM	008447104	4,003	150,000 SH	SOLE			150,000	
AIR PRODS & CHEMS INC		COM	009158106	1,249	43,900 SH	SOLE			43,900	
ALBERTO CULVER CO		COM	013068101	255	10,700 SH	SOLE			10,700	
ALBERTSONS INC		COM	013104104	2,516	81,140 SH	SOLE			81,140	
ALCAN ALUMINUM LTD NEW		COM	013716105	1,423	42,000 SH	SOLE			42,000	
ALCOA INC		COM	013817101	4,932	70,200 SH	SOLE			70,200	
ALLEGHENY TECHNOLOGIES INC		COM	01741R102	360	17,898 SH	SOLE			17,898	
ALLERGAN INC		COM	018490102	1,260	25,200 SH	SOLE			25,200	
ALLIED WASTE INDS INC		COM PAR	019589308	238	36,200 SH	SOLE			36,200	
			\$.01 NEW							
ALLSTATE CORP		COM	020002101	3,677	154,380 SH	SOLE			154,380	
ALLTEL CORP			020039103	3,797	60,200 SH	SOLE			60,200	
ALZA CORP		COM	022615108	737	19,600 SH	SOLE			19,600	
AMERADA HESS CORP		COM	023551104	1,125	17,400 SH	SOLE			17,400	
AMEREN CORP		COM	023608102	813	26,250 SH	SOLE			26,250	
AMERICA ONLINE INC		COM	02364J104	29,697	441,548 SH	SOLE			441,548	
AMERICAN ELEC PWR INC		COM	025537101	1,110	37,200 SH	SOLE			37,200	
AMERICAN EXPRESS CO		COM	025816109	12,784	85,828 SH	SOLE			85,828	
AMERICAN GEN CORP		COM	026351106	2,660	47,381 SH	SOLE			47,381	
			FAIR MARKET VALUE TOTAL:	149,980						
AMERICAN GREETINGS CORP		CL A	026375105	226	12,345 SH	SOLE			12,345	
AMERICAN HOME PRODS CORP		COM	026609107	13,421	250,260 SH	SOLE			250,260	
AMERICAN INTL GROUP INC		COM	026874107	32,489	296,700 SH	SOLE			296,700	
AMGEN INC		COM	031162100	12,018	195,800 SH	SOLE			195,800	
AMR CORP		COM	001765106	906	28,400 SH	SOLE			28,400	
AMSOUTH BANCORPORATION		COM	032165102	1,119	74,900 SH	SOLE			74,900	
ANADARKO PETE CORP		COM	032511107	944	24,400 SH	SOLE			24,400	
ANALOG DEVICES INC		COM	032654105	5,382	66,800 SH	SOLE			66,800	
ANCOR COMMUNICATIONS INC		COM	03332K108	11,515	280,000 SH	SOLE			280,000	
ANDREW CORP		COM	034425108	359	15,675 SH	SOLE			15,675	
ANHEUSER BUSCH COS INC		COM	035229103	5,553	89,200 SH	SOLE			89,200	
AON CORP		COM	037389103	1,585	49,134 SH	SOLE			49,134	
APACHE CORP		COM	037411105	1,090	21,900 SH	SOLE			21,900	
APPLE COMPUTER INC		COM	037833100	4,184	30,800 SH	SOLE			30,800	
APPLIED MATERIALS INC		COM	038222105	16,508	175,144 SH	SOLE			175,144	
ARCH COAL INC		COM	039380100	24	3,396 SH	SOLE			3,396	
ARCHER DANIELS MIDLAND CO		COM	039483102	1,210	116,549 SH	SOLE			116,549	
ARIBA TECHNOLOGIES INC		COM	04033V104	254,726	1,215,152 SH	SOLE			1,215,152	
ARMSTRONG WORLD INDS INC		COM	042476101	138	7,700 SH	SOLE			7,700	
ASHLAND INC		COM	044204105	462	13,800 SH	SOLE			13,800	
ASIAINFO HOLDINGS INC		COM	04518A104	159,141	2,630,425 SH	DEFINED				
2,630,425										
ASSOCIATES FIRST CAP CORP		CL A	046008108	2,992	139,522 SH	SOLE			139,522	
AT HOME CORP		COM SER A	045919107	9,223	280,000 SH	SOLE			280,000	
AT&T CORP		COM	001957109	34,443	612,314 SH	SOLE			612,314	
ATLANTIC RICHFIELD CO		COM	048825103	5,253	61,800 SH	SOLE			61,800	
AUDIBLE INC		COM	05069A104	9,188	918,750 SH	SOLE			918,750	
AUTODESK INC		COM	052769106	10,218	224,550 SH	SOLE			224,550	
AUTOMATIC DATA PROCESSING INC		COM	053015103	5,781	119,800 SH	SOLE			119,800	

AUTOZONE INC	COM	053332102	769	27,700	SH	SOLE	27,700
AVERY DENNISON CORP	COM	053611109	1,319	21,600	SH	SOLE	21,600
AVID TECHNOLOGY INC	COM	05367P100	14,347	802,632	SH	SOLE	802,632
AVON PRODS INC	COM	054303102	1,349	46,400	SH	SOLE	46,400
BACKWEB TECHNOLOGIES LTD	COM	M15633106	17,437	507,247	SH	SOLE	507,247

FAIR MARKET VALUE TOTAL: 635,319

BAKER HUGHES INC	COM	057224107	1,908	63,070	SH	SOLE	63,070
BALL CORP	COM	058498106	201	5,800	SH	SOLE	5,800
BANK NEW YORK INC	COM	064057102	5,868	141,164	SH	SOLE	141,164
BANK OF AMERICA CORP	COM	060505104	17,158	327,196	SH	SOLE	327,196
BANK ONE CORP	COM	06423A103	7,557	219,826	SH	SOLE	219,826
BARD C R INC	COM	067383109	380	9,800	SH	SOLE	9,800
BARRICK GOLD CORP	COM	067901108	1,186	75,600	SH	SOLE	75,600
BAUSCH & LOMB INC	COM	071707103	580	11,100	SH	SOLE	11,100
BAXTER INTL INC	COM	071813109	3,498	55,800	SH	SOLE	55,800
BB&T CORP	COM	054937107	1,869	66,600	SH	SOLE	66,600
BE INC	COM	073309106	23,173	1,538,462	SH	SOLE	1,538,462
BEAR STEARNS COS INC	COM	073902108	1,045	22,887	SH	SOLE	22,887
BECTON DICKINSON & CO	COM	075887109	1,263	48,000	SH	SOLE	48,000
BED BATH & BEYOND INC	COM	075896100	1,056	26,800	SH	SOLE	26,800
BELL ATLANTIC CORP	COM	077853109	18,192	297,612	SH	SOLE	297,612
BELLSOUTH CORP	COM	079860102	16,954	360,712	SH	SOLE	360,712
BEMIS INC	COM	081437105	369	10,000	SH	SOLE	10,000
BEST BUY INC	COM	086516101	3,380	39,300	SH	SOLE	39,300
BESTFOODS	COM	08658U101	2,505	53,500	SH	SOLE	53,500
BETHLEHEM STL CORP	COM	087509105	151	25,100	SH	SOLE	25,100
BIOGEN INC	COM	090597105	2,013	28,800	SH	SOLE	28,800
BIOMET INC	COM	090613100	786	21,600	SH	SOLE	21,600
BLACK & DECKER CORP	COM	091797100	624	16,600	SH	SOLE	16,600
BLOCK H & R INC	COM	093671105	842	18,800	SH	SOLE	18,800
BMC SOFTWARE INC	COM	055921100	2,291	46,400	SH	SOLE	46,400
BOEING CO	COM	090723105	6,793	179,046	SH	SOLE	179,046
BOISE CASCADE CORP	COM	097383103	381	10,955	SH	SOLE	10,955
BOSTON SCIENTIFIC CORP	COM	101137107	1,695	79,512	SH	SOLE	79,512
BREAKAWAY SOLUTIONS INC	COM	106372105	56,021	1,231,222	SH	SOLE	1,231,222
BRIGGS & STRATTON CORP	COM	109043109	181	4,400	SH	SOLE	4,400
BRISTOL MYERS SQUIBB CO	COM	110122108	21,956	380,188	SH	SOLE	380,188
BROADBASE INFORMATION SYSTEMS INC	COM	11130R100	28,791	361,011	SH	SOLE	361,011
BROWN FORMAN CORP	CL B	115637209	714	13,100	SH	SOLE	13,100
BRUNSWICK CORP	COM	117043109	334	17,600	SH	SOLE	17,600

FAIR MARKET VALUE TOTAL: 231,715

BURLINGTON NORTH SANTA FE CORP	COM	12189T104	1,939	87,606	SH	SOLE	87,606
BURLINGTON RES INC	COM	122014103	1,544	41,708	SH	SOLE	41,708
CABLETRON SYS INC	COM	126920107	1,015	34,600	SH	SOLE	34,600
CAMPBELL SOUP CO	COM	134429109	2,522	82,000	SH	SOLE	82,000
CAPITAL ONE FINL CORP	COM	14040H105	1,813	37,800	SH	SOLE	37,800
CARDINAL HEALTH INC	COM	14149Y108	2,464	53,700	SH	SOLE	53,700
CARNIVAL CORP	COM	143658102	2,933	118,200	SH	SOLE	118,200
CAROLINA PWR & LT CO	COM	144141108	992	30,576	SH	SOLE	30,576
CATERPILLAR INC DEL	COM	149123101	2,688	68,154	SH	SOLE	68,154
CBS CORP	COM	12490K107	8,274	146,118	SH	SOLE	146,118
CENDANT CORP	COM	151313103	2,522	136,305	SH	SOLE	136,305
CENTEX CORP	COM	152312104	272	11,400	SH	SOLE	11,400
CENTRAL & SOUTH WEST CORP	COM	152357109	696	40,734	SH	SOLE	40,734
CENTURYTEL INC	COM	156700106	994	26,750	SH	SOLE	26,750
CERIDIAN CORP	COM	15677T106	532	27,718	SH	SOLE	27,718
CHAMPION INTL CORP	COM	158525105	980	18,400	SH	SOLE	18,400
CHASE MANHATTAN CORP NEW	COM	16161A108	13,785	158,104	SH	SOLE	158,104
CHEVRON CORP	COM	166751107	11,629	125,800	SH	SOLE	125,800
CHUBB CORP	COM	171232101	2,276	33,677	SH	SOLE	33,677
CIGNA CORP	COM	125509109	2,697	35,600	SH	SOLE	35,600
CINCINNATI FINL CORP	COM	172062101	1,182	31,400	SH	SOLE	31,400
CINERGY CORP	COM	172474108	656	30,500	SH	SOLE	30,500
CIRCUIT CITY GROUP	COM	172737108	2,375	39,000	SH	SOLE	39,000
CISCO SYSTEMS INC	COM	17275R102	115,826	1,498,141	SH	SOLE	1,498,141
CISCO SYSTEMS INC 58,552	COM	17275R102	4,527	58,552	SH	OTHER**	1
CISCO SYSTEMS INC 198,860	COM	17275R102	15,374	198,860	SH	OTHER**	
CITIGROUP INC	COM	172967101	38,325	646,146	SH	SOLE	646,146
CITRIX SYS INC	COM	177376100	2,279	34,400	SH	SOLE	34,400
CLARENT CORP	COM	180461105	137,063	1,519,756	SH	SOLE	1,519,756
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	4,483	64,900	SH	SOLE	64,900
CLOROX CO	COM	189054109	1,473	45,300	SH	SOLE	45,300
CMGI INC	COM	125750109	456,603	4,029,588	SH	SOLE	4,029,588
CMS ENERGY CORP	COM	125896100	403	22,200	SH	SOLE	22,200
CNET INC	COM	12613R104	20,473	403,910	SH	SOLE	403,910

FAIR MARKET VALUE TOTAL: 863,609

COASTAL CORP	COM	190441105	1,882	40,900	SH	SOLE	40,900
COCA COLA CO	COM	191216100	22,216	473,296	SH	SOLE	473,296
COCA COLA ENTERPRISES INC	COM	191219104	1,758	81,500	SH	SOLE	81,500
COLGATE PALMOLIVE CO	COM	194162103	6,292	111,600	SH	SOLE	111,600
COLUMBIA ENERGY GROUP	COM	197648108	921	15,528	SH	SOLE	15,528
COLUMBIA/HCA HEALTHCARE CORP	COM	197677107	2,733	107,950	SH	SOLE	107,950
COMCAST CORP	CL A SPL	200300200	7,214	166,300	SH	SOLE	166,300
COMERICA INC	COM	200340107	1,255	29,967	SH	SOLE	29,967
COMPAQ COMPUTER CORP	COM	204493100	8,675	325,810	SH	SOLE	325,810
COMPUTER ASSOC INTL INC	COM	204912109	6,113	103,275	SH	SOLE	103,275
COMPUTER SCIENCES CORP	COM	205363104	2,525	31,900	SH	SOLE	31,900
COMPUWARE CORP	COM	205638109	1,445	68,600	SH	SOLE	68,600
COMVERSE TECHNOLOGY INC	COM PAR	205862402	2,760	14,600	SH	SOLE	14,600
		\$0.10					
CONAGRA INC	COM	205887102	1,710	94,314	SH	SOLE	94,314
CONEXANT SYSTEMS INC	COM	207142100	56,659	798,008	SH	DEFINED	
798,008							
CONEXANT SYSTEMS INC	COM	207142100	2,670	37,600	SH	SOLE	37,600
CONOCO INC	CL B	208251405	3,075	120,000	SH	SOLE	120,000
CONSECO INC	COM	208464107	717	62,667	SH	SOLE	62,667
CONSOLIDATED EDISON INC	COM	209115104	1,230	42,400	SH	SOLE	42,400
CONSOLIDATED STORES CORP	COM	210149100	242	21,200	SH	SOLE	21,200
CONSTELLATION ENGY GRP INC	COM	210371100	915	28,700	SH	SOLE	28,700
COOPER INDS INC	COM	216669101	630	18,000	SH	SOLE	18,000
COOPER TIRE & RUBR CO	COM	216831107	183	14,500	SH	SOLE	14,500
COORS ADOLPH CO	CL B	217016104	340	7,100	SH	SOLE	7,100
COPPER MOUNTAIN NETWORKS INC	COM	217510106	46,597	568,690	SH	SOLE	568,690
CORNING INC	COM	219350105	10,127	52,200	SH	SOLE	52,200
COSTCO WHSL CORP NEW	COM	22160K105	4,468	85,000	SH	SOLE	85,000
COUNTRYWIDE CR INDS INC	COM	222372104	592	21,700	SH	SOLE	21,700
COVAD COMMUNICATIONS GROUP INC	COM	222814204	268,920	5,563,863	SH	SOLE	5,563,863
CRANE CO	COM	224399105	298	12,625	SH	SOLE	12,625
CRITICAL PATH INC	COM	22674V100	15,004	176,512	SH	SOLE	176,512
CROSSROADS SYSTEMS INC	COM	22765D100	152,412	1,476,147	SH	SOLE	1,476,147
CROWN CORK & SEAL INC	COM	228255105	374	23,353	SH	SOLE	23,353
CSX CORP	COM	126408103	983	41,800	SH	SOLE	41,800
CUMMINS ENGINE INC	COM	231021106	297	7,900	SH	SOLE	7,900

FAIR MARKET VALUE TOTAL: 634,232

CVS CORP	COM	126650100	2,821	75,100	SH	SOLE	75,100
CYBERGOLD INC	COM	23246N105	4,393	408,666	SH	SOLE	408,666
DANA CORP	COM	235811106	888	31,491	SH	SOLE	31,491
DANAHER CORP	COM	235851102	1,393	27,300	SH	SOLE	27,300
DARDEN RESTAURANTS INC	COM	237194105	449	25,200	SH	SOLE	25,200
DEERE & CO	COM	244199105	1,703	44,800	SH	SOLE	44,800
DELL COMPUTER CORP	COM	247025109	26,263	486,900	SH	SOLE	486,900
DELPHI AUTOMOTIVE SYS CORP	COM	247126105	1,734	108,317	SH	SOLE	108,317
DELTA AIR LINES INC DEL	COM	247361108	1,358	25,500	SH	SOLE	25,500
DELUXE CORP	COM	248019101	374	14,100	SH	SOLE	14,100
DIGITALTHINK INC	COM	25388M100	52,521	1,333,334	SH	SOLE	1,333,334
DILLARDS INC	CL A	254067101	339	20,600	SH	SOLE	20,600
DISNEY WALT CO	COM	254687106	16,351	395,180	SH	SOLE	395,180
DOLLAR GEN CORP	COM	256669102	1,370	50,975	SH	SOLE	50,975
DOMINION RES INC VA NEW	COM	25746U109	1,799	46,800	SH	SOLE	46,800
DONNELLEY R R & SONS CO	COM	257867101	507	24,200	SH	SOLE	24,200
DOVER CORP	COM	260003108	1,868	39,000	SH	SOLE	39,000
DOW CHEM CO	COM	260543103	4,790	42,016	SH	SOLE	42,016
DOW JONES & CO INC	COM	260561105	1,228	17,100	SH	SOLE	17,100
DTE ENERGY CO	COM	233331107	807	27,800	SH	SOLE	27,800
DU PONT E I DE NEMOURS & CO	COM	263534109	10,586	200,194	SH	SOLE	200,194
DUKE ENERGY CORP	COM	264399106	3,682	70,124	SH	SOLE	70,124
DUN & BRADSTREET CORP DEL	COM	26483B106	882	30,800	SH	SOLE	30,800
EASTERN ENTERPRISES	COM	27637F100	309	5,150	SH	SOLE	5,150
EASTMAN CHEM CO	COM	277432100	683	15,000	SH	SOLE	15,000
EASTMAN KODAK CO	COM	277461109	3,283	60,431	SH	SOLE	60,431
EATON CORP	COM	278058102	1,100	14,100	SH	SOLE	14,100
ECHOSTAR COMMUNICATIONS CORP	CL A	278762109	6,159	77,968	SH	SOLE	77,968
ECOLAB INC	COM	278865100	910	24,800	SH	SOLE	24,800
EDISON INTL	COM	281020107	1,102	66,500	SH	SOLE	66,500
EL PASO ENERGY CORP DEL	COM	283905107	1,769	43,800	SH	SOLE	43,800
ELECTRONIC DATA SYS NEW	COM	285661104	5,790	90,200	SH	SOLE	90,200
EMC CORP MASS	COM	268648102	24,372	194,976	SH	SOLE	194,976
EMERSON ELEC CO	COM	291011104	4,405	83,300	SH	SOLE	83,300
ENGAGE TECHNOLOGIES INC	COM	292827102	1,192	15,616	SH	SOLE	15,616

FAIR MARKET VALUE TOTAL: 189,180

ENGELHARD CORP	COM	292845104	365	24,100	SH	SOLE	24,100
ENRON CORP	COM	293561106	10,272	137,180	SH	SOLE	137,180
ENTERGY CORP NEW	COM	29364G103	955	47,300	SH	SOLE	47,300
EQUIFAX INC	COM	294429105	685	27,100	SH	SOLE	27,100
ESOFT INC	COM	296904105	12,167	666,666	SH	SOLE	666,666
EYOYS INC	COM	297862104	66,932	7,568,300	SH	SOLE	7,568,300
EVENS & SUTHERLAND COMPUTER CORP	COM	299096107	25	2,258	SH	SOLE	2,258

EXCELON CORP	COM	300691102	1,607	142,857	SH	SOLE	142,857
EXXON MOBIL CORP	COM	30231G102	51,496	661,784	SH	SOLE	661,784
FEDERAL NATL MTG ASSN	COM	313586109	11,085	196,400	SH	SOLE	196,400
FEDERATED DEPT STORES INC DEL	COM	31410H101	1,681	40,243	SH	SOLE	40,243
FEDEX CORP	COM	31428X106	2,233	57,240	SH	SOLE	57,240
FIFTH THIRD BANCORP	COM	316773100	3,726	59,137	SH	SOLE	59,137
FIRST DATA CORP	COM	319963104	3,554	80,300	SH	SOLE	80,300
FIRST UN CORP	COM	337358105	7,052	189,315	SH	SOLE	189,315
FIRSTAR CORP	COM	33763V109	4,309	187,839	SH	SOLE	187,839
FIRSTENERGY CORP	COM	337932107	922	44,700	SH	SOLE	44,700
FLEET BOSTON FINL CORP	COM	339030108	6,405	175,477	SH	SOLE	175,477
FLORIDA PROGRESS CORP	COM	341109106	863	18,800	SH	SOLE	18,800
FLUOR CORP	COM	343861100	453	14,600	SH	SOLE	14,600
FMC CORP	COM NEW	302491303	334	5,900	SH	SOLE	5,900
FOGDOG INC	COM	344167101	5,343	971,440	SH	SOLE	971,440
FORD MTR CO DEL	COM	345370100	10,634	231,478	SH	SOLE	231,478
FORT JAMES CORP	COM	347471104	913	41,500	SH	SOLE	41,500
FORTUNE BRANDS INC	COM	349631101	788	31,490	SH	SOLE	31,490
FPL GROUP INC	COM	302571104	1,582	34,335	SH	SOLE	34,335
FRANKLIN RES INC	COM	354613101	1,616	48,300	SH	SOLE	48,300
FEDERAL HOME LN MTG CORP	COM	313400301	5,886	133,200	SH	SOLE	133,200
FREEPORTR MCMORAN COPPER & GOLD	CL B	35671D857	378	31,319	SH	SOLE	31,319
GANNETT INC	COM	364730101	3,759	53,400	SH	SOLE	53,400
GAP INC	COM	364760108	8,175	164,099	SH	SOLE	164,099
GATEWAY INC	COM	367626108	3,218	60,700	SH	SOLE	60,700
GENERAL DYNAMICS CORP	COM	369550108	1,916	38,500	SH	SOLE	38,500
GENERAL ELEC CO	COM	369604103	97,572	628,732	SH	SOLE	628,732
GENERAL MLS INC	COM	370334104	2,107	58,200	SH	SOLE	58,200

FAIR MARKET VALUE TOTAL: 331,008

GENERAL MTRS CORP	COM	370442105	10,161	122,696	SH	SOLE	122,696
GENUINE PARTS CO	COM	372460105	815	34,100	SH	SOLE	34,100
GEORGIA PAC CORP	COM	373298108	1,298	32,800	SH	SOLE	32,800
GILAT COMMUNICATIONS LTD	COM	M50876107	4,345	163,179	SH	SOLE	163,179
GILLETTE CO	COM	375766102	7,749	205,600	SH	SOLE	205,600
GLOBAL CROSSING LTD	COM	G3921A100	5,953	145,405	SH	SOLE	145,405
GLOBESPAN INC	COM	379571102	260,710	2,557,545	SH	SOLE	2,557,545
GOLDEN WEST FINL CORP DEL	COM	381317106	967	31,000	SH	SOLE	31,000
GOODRICH B F CO	COM	382388106	606	21,100	SH	SOLE	21,100
GOODYEAR TIRE & RUBR CO	COM	382550101	700	30,000	SH	SOLE	30,000
GPU INC	COM	36225X100	649	23,700	SH	SOLE	23,700
GRACE WR & CO DEL NEW	COM	38388F108	176	13,800	SH	SOLE	13,800
GRAINGER W W INC	COM	384802104	972	17,900	SH	SOLE	17,900
GREAT ATLANTIC & PAC TEA INC	COM	390064103	145	7,400	SH	SOLE	7,400
GREAT LAKES CHEM CORP	COM	390568103	374	11,000	SH	SOLE	11,000
GTE CORP	COM	362320103	13,223	186,234	SH	SOLE	186,234
GUIDANT CORP	COM	401698105	3,465	58,900	SH	SOLE	58,900
HALLIBURTON CO	COM	406216101	3,471	84,650	SH	SOLE	84,650
HARCOURT GEN INC	COM	41163G101	507	13,600	SH	SOLE	13,600
HARLEY DAVIDSON INC	COM	412822108	2,302	29,000	SH	SOLE	29,000
HARRAHS ENTMT INC	COM	413619107	458	24,650	SH	SOLE	24,650
HARTFORD FINL SVCS GROUP INC	COM	416515104	2,239	42,436	SH	SOLE	42,436
HASBRO INC	COM	418056107	613	37,150	SH	SOLE	37,150
HEALTHCON WEBMD CORP	COM	422209106	11,057	480,753	SH	SOLE	480,753
HEALTHSOUTH CORP	COM	421924101	412	74,000	SH	SOLE	74,000
HEINZ H J CO	COM	423074103	2,396	68,700	SH	SOLE	68,700
HERCULES INC	COM	427056106	329	20,400	SH	SOLE	20,400
HERSHEY FOODS CORP	COM	427866108	1,299	26,500	SH	SOLE	26,500
HEWLETT PACKARD CO	COM	428236103	25,886	195,270	SH	SOLE	195,270
HILTON HOTELS CORP	COM	432848109	548	70,700	SH	SOLE	70,700
HOLLYWOOD ENTERTAINMENT CORP	COM	436141105	3,739	463,774	SH	SOLE	463,774
HOME DEPOT INC	COM	437076102	28,461	441,250	SH	SOLE	441,250
HOMESTAKE MNG CO	COM	437614100	300	49,903	SH	SOLE	49,903
HONEYWELL INTL INC	COM	438516106	7,993	151,687	SH	SOLE	151,687
HOUSEHOLD INTL INC	COM	441815107	3,360	90,048	SH	SOLE	90,048

FAIR MARKET VALUE TOTAL: 407,678

HUMANA INC	COM	444859102	235	32,100	SH	SOLE	32,100
HUNTINGTON BANCSHARES INC	COM	446150104	986	44,060	SH	SOLE	44,060
IBM CORP	COM	459200101	40,761	345,428	SH	SOLE	345,428
IKON OFFICE SOLUTIONS INC	COM	451713101	177	28,600	SH	SOLE	28,600
ILLINOIS TOOL WKS INC	COM	452308109	3,183	57,600	SH	SOLE	57,600
IMMERSION HUMAN INTERFACE CORP	COM	452521107	41,903	698,387	SH	SOLE	698,387
IMPSTAT FIBER NETWORKS INC	COM	45321T103	16,470	588,200	SH	SOLE	588,200
IMS HEALTH INC	COM	449934108	1,000	59,000	SH	SOLE	59,000
INCO LTD	COM	453258402	674	36,800	SH	SOLE	36,800
INFORMIX CORP	COM	456779107	62	3,648	SH	SOLE	3,648
INGERSOLL RAND CO	COM	456866102	1,388	31,350	SH	SOLE	31,350
INKTOMI CORP	COM	457277101	310,029	1,589,890	SH	SOLE	1,589,890
INTEL CORP	COM	458140100	53,790	407,686	SH	SOLE	407,686
INTERACTIVE INTELLIGENCE INC	COM	45839M103	25,800	600,000	SH	DEFINED	
600,000							
INTERNATIONAL PAPER CO	COM	460146103	3,394	79,377	SH	SOLE	79,377

INTERNET PICTURES CORP	COM	05942K105	40,910	1,205,440	SH	SOLE	1,205,440
INTERPUBLIC GROUP COS INC	COM	460690100	2,543	53,800	SH	SOLE	53,800
INTERVU INC	COM	46114R106	10,335	114,829	SH	SOLE	114,829
INTL FLAVORS & FRAGRANCES INC	COM	459506101	705	20,100	SH	SOLE	20,100
IONA TECHNOLOGIES PLC 45,494	COM	46206P109	3,367	45,494	SH	OTHER**	1
IONA TECHNOLOGIES PLC 17,167	COM	46206P109	1,270	17,167	SH	OTHER**	2
IONA TECHNOLOGIES PLC 137,339	COM	46206P109	10,163	137,339	SH	OTHER**	
IPRINT INC	COM	462628108	14,896	773,810	SH	SOLE	773,810
ITT INDS INC IND	COM	450911102	525	16,885	SH	SOLE	16,885
ITXC CORP	COM	45069F109	156,014	3,315,034	SH	SOLE	3,315,034
IXOS SOFTWARE GMBH	SP ADR BEARER	46600V108	5,896	134,000	SH	SOLE	134,000
JEFFERSON PILOT CORP	COM	475070108	1,333	20,025	SH	SOLE	20,025
JOHNSON & JOHNSON	COM	478160104	18,669	266,457	SH	SOLE	266,457
JOHNSON CTLS INC	COM	478366107	920	16,400	SH	SOLE	16,400
JOSTENS INC	COM	481088102	156	6,400	SH	SOLE	6,400
JUNO ONLINE SERVICES INC	COM	482048105	12,283	779,899	SH	SOLE	779,899
K MART CORP	COM	482584109	917	94,624	SH	SOLE	94,624
KANSAS CITY SOUTHN INDS INC	COM	485170104	1,822	21,200	SH	SOLE	21,200
KAUFMAN & BROAD HOME CORP	COM	486168107	197	9,174	SH	SOLE	9,174

FAIR MARKET VALUE TOTAL: 782,773

KELLOGG CO	COM	487836108	1,992	77,698	SH	SOLE	77,698
KERR MCGEE CORP	COM	492386107	1,042	18,039	SH	SOLE	18,039
KEYCORP COM	COM	493267108	1,629	85,698	SH	SOLE	85,698
KIMBERLY CLARK CORP COM	COM	494368103	5,841	104,300	SH	SOLE	104,300
KLA TENCOR CORP	COM	482480100	2,907	34,500	SH	SOLE	34,500
KNIGHT RIDDER INC	COM	499040103	821	16,100	SH	SOLE	16,100
KOHL'S CORP	COM	500255104	3,198	31,200	SH	SOLE	31,200
KROGER CO	COM	501044101	2,800	159,400	SH	SOLE	159,400
LASTMINUTE.COM PLC	ORD	518129101	106,865	5,587,710	SH	SOLE	5,587,710
LAUNCH MEDIA INC	COM	518567102	13,941	892,225	SH	SOLE	892,225
LEGGETT & PLATT INC	COM	524660107	809	37,600	SH	SOLE	37,600
LEHMAN BROS HLDGS INC	COM	524908100	2,231	23,000	SH	SOLE	23,000
LEXMARK INTL GROUP INC	CL A	529771107	2,591	24,500	SH	SOLE	24,500
LIBERATE TECHNOLOGIES INC	COM	530129105	52,953	843,880	SH	SOLE	843,880
LILLY ELI & CO	COM	532457108	13,166	208,970	SH	SOLE	208,970
LIMITED INC	COM	532716107	1,735	41,180	SH	SOLE	41,180
LINCOLN NATL CORP IND	COM	534187109	1,257	37,500	SH	SOLE	37,500
LIQUID AUDIO INC	COM	53631T102	33,333	2,515,708	SH	SOLE	2,515,708
LIZ CLAIBORNE INC	COM	539320101	518	11,300	SH	SOLE	11,300
LOCKHEED MARTIN CORP	COM	539830109	1,552	75,900	SH	SOLE	75,900
LOEWS CORP	COM	540424108	1,015	20,300	SH	SOLE	20,300
LONGS DRUG STORES CORP	COM	543162101	171	7,500	SH	SOLE	7,500
LOUDEYE TECHNOLOGIES INC	COM	545754103	27,374	784,929	SH	SOLE	784,929
LOUISIANA PAC CORP	COM	546347105	284	20,400	SH	SOLE	20,400
LOWES COS INC	COM	548661107	4,274	73,200	SH	SOLE	73,200
LSI LOGIC CORP	COM	502161102	4,146	57,080	SH	SOLE	57,080
LSI LOGIC CORP 227,700	COM	502161102	16,537	227,700	SH	DEFINED	
LUCENT TECHNOLOGIES INC	COM	549463107	36,474	600,385	SH	SOLE	600,385
MADGE NETWORKS INC	COM	N5424G106	327	38,448	SH	SOLE	38,448
MALLINCKRODT INC NEW	COM	561232109	383	13,300	SH	SOLE	13,300
MANOR CARE INC NEW	COM	564055101	266	19,700	SH	SOLE	19,700
MARRIOTT INTL INC NEW	CL A	571903202	1,501	47,634	SH	SOLE	47,634
MARSH & MCLENNAN COS INC	COM	571748102	5,637	51,100	SH	SOLE	51,100
MASCO CORP	COM	574599106	1,757	85,700	SH	SOLE	85,700
MATTEL INC	COM	577081102	842	80,641	SH	SOLE	80,641

FAIR MARKET VALUE TOTAL: 352,169

MAXTOR CORP	COM	577729205	8,835	682,914	SH	SOLE	682,914
MAY DEPT STORES CO	COM	577778103	1,824	64,000	SH	SOLE	64,000
MAYTAG CORP	COM	578592107	536	16,173	SH	SOLE	16,173
MBIA INC	COM	55262C100	995	19,100	SH	SOLE	19,100
MBNA CORP	COM	55262L100	3,918	153,643	SH	SOLE	153,643
MCDERMOTT INTL INC	COM	580037109	105	11,400	SH	SOLE	11,400
MCDONALDS CORP	COM	580135101	9,749	259,524	SH	SOLE	259,524
MCGRAW HILL COS INC	COM	580645109	1,712	37,616	SH	SOLE	37,616
MCI WORLDCOM INC	COM	55268B106	24,647	543,931	SH	SOLE	543,931
MCKESSON HBOC INC	COM	58155Q103	1,133	53,925	SH	SOLE	53,925
MEAD CORP	COM	582834107	689	19,700	SH	SOLE	19,700
MEDIAONE GROUP INC	COM	58440J104	9,502	117,300	SH	SOLE	117,300
MEDTRONIC INC	COM	585055106	11,785	229,100	SH	SOLE	229,100
MELLON FINL CORP	COM	58551A108	2,876	97,460	SH	SOLE	97,460
MERCK & CO INC	COM	589331107	27,826	447,892	SH	SOLE	447,892
MEREDITH CORP	COM	589433101	275	9,900	SH	SOLE	9,900
MERRILL LYNCH & CO INC	COM	590188108	7,462	71,060	SH	SOLE	71,060
MGIC INVT CORP WIS	COM	552848103	886	20,300	SH	SOLE	20,300
MICRON TECHNOLOGY INC	COM	595112103	6,515	51,700	SH	SOLE	51,700
MICROSOFT CORP	COM	594918104	106,198	999,512	SH	SOLE	999,512

MICROTEST INC	COM	594941106	650	44,074	SH	SOLE	44,074
MILACRON INC	COM	598709103	103	7,100	SH	SOLE	7,100
MILLIPORE CORP	COM	601073109	492	8,700	SH	SOLE	8,700
MINNESOTA MNG & MFG CO	COM	604059105	6,811	76,900	SH	SOLE	76,900
MIRAGE RESORTS INC	COM	60462E104	717	37,000	SH	SOLE	37,000
MOLEX INC	COM	608554101	2,204	37,500	SH	SOLE	37,500
MONSANTO CO	COM	611662107	6,265	121,643	SH	SOLE	121,643
MORGAN J P & CO INC	COM	616880100	4,375	33,200	SH	SOLE	33,200
MORGAN STANLEY DEAN WITTER & CO	COM NEW	617446448	17,414	213,502	SH	SOLE	213,502
MOTOROLA INC	COM	620076109	19,345	135,870	SH	SOLE	135,870
MPATH INTERACTIVE INC	COM	62473C101	11,475	454,461	SH	SOLE	454,461
NABISCO GROUP HLDG CORP	COM	62952P102	750	62,500	SH	SOLE	62,500
NACCO INDS INC	CL A	629579103	75	1,549	SH	SOLE	1,549
NATIONAL CITY CORP	COM	635405103	2,437	118,126	SH	SOLE	118,126

FAIR MARKET VALUE TOTAL: 300,581

NATIONAL SEMICONDUCTOR CORP	COM	637640103	1,995	32,900	SH	SOLE	32,900
NATIONAL SVC INDS INC	COM	637657107	165	7,800	SH	SOLE	7,800
NAVISTAR INTL CORP NEW	COM	63934E108	488	12,160	SH	SOLE	12,160
NBC INTERNET INC	CL A	62873D105	24,593	571,110	SH	SOLE	571,110
NCR CORP NEW	COM	62886E108	743	18,500	SH	SOLE	18,500
NETWORK APPLIANCE INC	COM	64120L104	4,734	57,200	SH	SOLE	57,200
NETWORK COMPUTING DEVICES INC	COM	64120N100	3,938	750,000	SH	SOLE	750,000
NEW CENTURY ENERGIES INC	COM	64352U103	665	22,100	SH	SOLE	22,100
NEW YORK TIMES CO	CL A	650111107	1,409	32,800	SH	SOLE	32,800
NEWELL RUBBERMAID INC	COM	651229106	1,342	54,082	SH	SOLE	54,082
NEWMONT MNG CORP	COM	651639106	722	32,152	SH	SOLE	32,152
NEXTEL COMMUNICATIONS INC	CL A	65332V103	10,319	69,600	SH	SOLE	69,600
NIAGARA MOHAWK HLDGS INC	COM	653520106	485	35,900	SH	SOLE	35,900
NICOR INC	COM	654086107	297	9,000	SH	SOLE	9,000
NIKE INC	CL B	654106103	2,128	53,700	SH	SOLE	53,700
NORDSTROM INC WASH	COM	655664100	785	26,600	SH	SOLE	26,600
NORFOLK SOUTHN CORP	COM	655844108	1,049	72,924	SH	SOLE	72,924
NORTEL NETWORKS CORP	COM	656569100	32,252	255,968	SH	SOLE	255,968
NORTHERN STS PWR CO MINN	COM	665772109	591	29,700	SH	SOLE	29,700
NORTHERN TR CORP	COM	665859104	2,885	42,700	SH	SOLE	42,700
NORTHPOINT COMMUNICATIONS GROUP INC	COM	666610100	20,766	900,423	SH	SOLE	900,423
NORTHROP GRUMMAN CORP	COM	666807102	706	13,319	SH	SOLE	13,319
NOVELL INC	COM	670006105	1,828	63,851	SH	SOLE	63,851
NUCOR CORP	COM	670346105	835	16,700	SH	SOLE	16,700
OCCIDENTAL PETE CORP	COM	674599105	1,461	70,400	SH	SOLE	70,400
OFFICE DEPOT INC	COM	676220106	730	63,100	SH	SOLE	63,100
OLD KENT FINL CORP	COM	679833103	731	22,600	SH	SOLE	22,600
OMNICOM GROUP INC	COM	681919106	3,177	34,000	SH	SOLE	34,000
ONEOK INC NEW	COM	682680103	153	6,100	SH	SOLE	6,100
ORACLE CORPORATION	COM	68389X105	42,599	545,700	SH	SOLE	545,700
OWENS CORNING	COM	69073F103	204	10,500	SH	SOLE	10,500
OWENS ILL INC	COM NEW	690768403	486	28,800	SH	SOLE	28,800
PACCAR INC	COM	693718108	750	15,000	SH	SOLE	15,000
PACTIV CORP	COM	695257105	287	32,800	SH	SOLE	32,800
PAINE WEBBER GROUP INC	COM	695629105	1,202	27,300	SH	SOLE	27,300

FAIR MARKET VALUE TOTAL: 167,500

PALL CORP	COM	696429307	535	23,800	SH	SOLE	23,800
PANJA INC	COM	698493103	9,734	423,212	SH	SOLE	423,212
PARAMETRIC TECHNOLOGY CORP	COM	699173100	1,087	51,600	SH	SOLE	51,600
PARKER HANNIFIN CORP	COM	701094104	889	21,500	SH	SOLE	21,500
PAYCHEX INC	COM	704326107	2,478	47,300	SH	SOLE	47,300
PE CORP	COM PE	69332S102	3,822	39,600	SH	SOLE	39,600
	BIO GRP						
PECO ENERGY CO	COM	693304107	1,313	35,600	SH	SOLE	35,600
PENNEY J C INC	COM	708160106	742	49,850	SH	SOLE	49,850
PEOPLES ENERGY CORP ILL	COM	711030106	187	6,800	SH	SOLE	6,800
PEOPLESOFT INC	COM	712713106	1,028	51,400	SH	SOLE	51,400
PEP BOYS MANNY MOE & JACK	COM	713278109	60	10,100	SH	SOLE	10,100
PEPSICO INC	COM	713448108	9,644	279,002	SH	SOLE	279,002
PERKLINELMER INC	COM	714046109	586	8,800	SH	SOLE	8,800
PERSISTENCE SOFTWARE INC	COM	715329108	12,940	651,048	SH	SOLE	651,048
PFIZER INC	COM	717081103	27,126	741,900	SH	SOLE	741,900
PG&E CORP	COM	69331C108	1,545	73,552	SH	SOLE	73,552
PHARMACIA & UPJOHN INC	COM	716941109	5,886	99,329	SH	SOLE	99,329
PHELPS DODGE CORP	COM	717265102	736	15,475	SH	SOLE	15,475
PHILIP MORRIS COS INC	COM	718154107	9,579	453,410	SH	SOLE	453,410
PHILLIPS PETE CO	COM	718507106	2,244	48,500	SH	SOLE	48,500
PHOENIX TECHNOLOGIES LTD	COM	719153108	18,906	894,971	SH	SOLE	894,971
PHONE.COM INC	COM	71920Q100	429,673	263,401	SH	SOLE	263,401
PHONE.COM INC	COM	71920Q100	134,346	82,358	SH	DEFINED	
82,358							
PINNACLE WEST CAP CORP	COM	723484101	457	16,200	SH	SOLE	16,200
PITNEY BOWES INC	COM	724479100	2,271	50,800	SH	SOLE	50,800
PLACER DOME INC	COM	725906101	507	62,400	SH	SOLE	62,400
PNC BK CORP	COM	693475105	2,538	56,300	SH	SOLE	56,300

POLAROID CORP	COM	731095105	202	8,500	SH	SOLE	8,500
POTLATCH CORP	COM	737628107	237	5,500	SH	SOLE	5,500
PPG INDS INC	COM	693506107	1,743	33,302	SH	SOLE	33,302
PPL CORP	COM	69351T106	576	27,500	SH	SOLE	27,500
PRAXAIR INC	COM	74005P104	1,268	30,447	SH	SOLE	30,447
PREVIEW SYSTEMS INC	COM	741379101	13,323	281,599	SH	SOLE	281,599
PRICE T ROWE & ASSOC INC	COM	741477103	905	22,900	SH	SOLE	22,900
PROCTER & GAMBLE CO	COM	742718109	14,169	251,890	SH	SOLE	251,890

FAIR MARKET VALUE TOTAL: 713,282

PROGRESSIVE CORP OHIO	COM	743315103	1,065	14,000	SH	SOLE	14,000
PROVIDIAN FINL CORP	COM	74406A102	2,361	27,250	SH	SOLE	27,250
PROXICOM INC	COM	744282104	8,863	200,000	SH	SOLE	200,000
PROXIM INC	COM	744284100	38,300	320,000	SH	SOLE	320,000
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	1,247	41,900	SH	SOLE	41,900
PULTTE CORP	COM	745867101	174	8,300	SH	SOLE	8,300
QUAKER OATS CO	COM	747402105	1,552	25,600	SH	SOLE	25,600
QUALCOMM INC	COM	747525103	18,874	126,400	SH	SOLE	126,400
QUINTILES TRANSNATIONAL CORP	COM	748767100	376	22,000	SH	SOLE	22,000
QUOKKA SPORTS INC	COM	749077103	44,456	4,184,093	SH	SOLE	4,184,093
RADISYS CORP	COM	750459109	106,977	1,779,251	SH	SOLE	1,779,251
RADVISION LTD	ORD	M81869105	35,154	671,191	SH	SOLE	671,191
RALSTON PURINA CO	COM RAL- PUR GP	751277302	1,602	58,500	SH	SOLE	58,500
RAVISENT TECHNOLOGIES INC	COM	754440105	7,626	549,650	SH	SOLE	549,650
RAYTHEON CO	CL B	755111408	1,152	64,856	SH	SOLE	64,856
RED HAT SOFTWARE INC	COM	756577102	264,171	6,234,115	SH	SOLE	6,234,115
REEBOK INTL LTD	COM	758110100	100	10,800	SH	SOLE	10,800
REGIONS FINL CORP	COM	758940100	956	41,900	SH	SOLE	41,900
RELIANT ENERGY INC	COM	75952J108	1,328	56,622	SH	SOLE	56,622
RESEARCH IN MOTION LIMITED	COM	760975102	98,690	926,667	SH	SOLE	926,667
REYNOLDS METALS CO	COM	761763101	810	12,100	SH	SOLE	12,100
RITE AID CORP	COM	767754104	273	49,600	SH	SOLE	49,600
ROCKWELL INTL CORP NEW	COM	773903109	1,527	36,500	SH	SOLE	36,500
ROHM & HAAS CO	COM	775371107	1,871	41,913	SH	SOLE	41,913
ROGUE WAVE SOFTWARE INC 122,841	COM	775369101	937	122,841	SH	OTHER**	
ROWAN COS INC	COM	779382100	471	16,000	SH	SOLE	16,000
ROYAL DUTCH PETE CO	NY REG GLD1.25	780257804	23,655	410,940	SH	SOLE	410,940
RUSSELL CORP	COM	782352108	91	6,300	SH	SOLE	6,300
RYDER SYS INC	COM	783549108	280	12,300	SH	SOLE	12,300
S3 INC	COM	784849101	9,019	429,477	SH	SOLE	429,477
SABRE GROUP HLDGS INC	CL A	785905100	759	20,523	SH	SOLE	20,523
SAFECO CORP	COM	786429100	662	24,900	SH	SOLE	24,900
SAFEWAY INC	COM NEW	786514208	4,412	97,500	SH	SOLE	97,500
SARA LEE CORP	COM	803111103	3,134	174,100	SH	SOLE	174,100
SBC COMMUNICATIONS INC	COM	78387G103	27,459	653,762	SH	SOLE	653,762

FAIR MARKET VALUE TOTAL: 710,384

SCHERING PLOUGH CORP	COM	806605101	10,347	281,540	SH	SOLE	281,540
SCHLUMBERGER LTD	COM	806857108	8,064	105,400	SH	SOLE	105,400
SCHWAB CHARLES CORP COM	COM	808513105	8,926	157,100	SH	SOLE	157,100
SCIENTIFIC ATLANTA INC	COM	808655104	1,916	30,200	SH	SOLE	30,200
SCM MICROSYSTEMS INC	COM	784018103	669	48,650	SH	SOLE	48,650
SEAGATE TECHNOLOGY	COM	811804103	2,404	39,900	SH	SOLE	39,900
SEAGRAM LTD	COM	811850106	4,945	83,100	SH	SOLE	83,100
SEALED AIR CORP NEW	COM	81211K100	868	15,976	SH	SOLE	15,976
SEARS ROEBUCK & CO	COM	812387108	2,236	72,400	SH	SOLE	72,400
SELECTICA INC	COM	816288104	5,030	57,000	SH	SOLE	57,000
SELECTICA INC 259,548	COM	816288104	22,905	259,548	SH	OTHER**	1
SELECTICA INC 97,942	COM	816288104	8,643	97,942	SH	OTHER**	2
SELECTICA INC 1,141,030	COM	816288104	100,696	1,141,030	SH	OTHER**	
SEMPRA ENERGY	COM	816851109	771	46,012	SH	SOLE	46,012
SERVICE CORP INTL	COM	817565104	157	52,100	SH	SOLE	52,100
SHARED MED SYS CORP	COM	819486101	270	5,200	SH	SOLE	5,200
SHERWIN WILLIAMS CO	COM	824348106	698	31,800	SH	SOLE	31,800
SIGMA ALDRICH CORP	COM	826552101	519	19,300	SH	SOLE	19,300
SILICON GRAPHICS INC	COM	827056102	372	35,200	SH	SOLE	35,200
SILICON IMAGE INC	COM	82705T102	61,393	857,143	SH	SOLE	857,143
SILICON VALLEY GROUP INC	COM	827066101	13,698	498,100	SH	SOLE	498,100
SILKNET SOFTWARE INC	COM	827094103	59,461	571,736	SH	SOLE	571,736
SILVERSTREAM SOFTWARE INC	COM	827907106	22,240	301,054	SH	SOLE	301,054
SILVERSTREAM SOFTWARE INC 23,944	COM	827907106	1,769	23,944	SH	OTHER**	1
SILVERSTREAM SOFTWARE INC 9,035	COM	827907106	667	9,035	SH	OTHER**	2
SILVERSTREAM SOFTWARE INC 105,263	COM	827907106	7,776	105,263	SH	OTHER**	
SLM HLDG CORP	COM	78442A109	1,017	30,500	SH	SOLE	30,500

SMARTERKIDS.COM INC	COM	83169C106	4,711	1,196,363	SH	SOLE	1,196,363
SNAP ON INC	COM	833034101	294	11,200	SH	SOLE	11,200
SOLETRON CORP	COM	834182107	4,496	112,200	SH	SOLE	112,200
SOUTHERN CO	COM	842587107	2,806	129,000	SH	SOLE	129,000
SOUTHTRUST CORP	COM	844730101	820	32,200	SH	SOLE	32,200
SOUTHWEST AIRLS CO	COM	844741108	2,013	96,693	SH	SOLE	96,693
SPRINGS INDS INC	CL A	851783100	132	3,450	SH	SOLE	3,450
SPRINT CORP (FON GROUP)	COM	852061100	10,520	166,980	SH	SOLE	166,980

FAIR MARKET VALUE TOTAL: 374,249

SPRINT CORP	PCS COM	852061506	10,789	165,190	SH	SOLE	165,190
	SER1						
ST JUDE MED INC	COM	790849103	417	16,132	SH	SOLE	16,132
ST PAUL COS INC	COM	792860108	1,487	43,574	SH	SOLE	43,574
STAMPS.COM INC	COM	852857101	25,414	1,315,947	SH	SOLE	1,315,947
STANDARD MICROSYSTEMS CORP	COM	853626109	22,463	1,542,506	SH	SOLE	1,542,506
STANLEY WKS	COM	854616109	453	17,140	SH	SOLE	17,140
STAPLES INC	COM	855030102	1,781	89,050	SH	SOLE	89,050
STARMEDIA NETWORK INC	COM	855546107	58,872	1,958,333	SH	SOLE	1,958,333
STATE STREET CORP	COM	857477103	2,975	30,700	SH	SOLE	30,700
STREAMLINE.COM INC	COM	863239109	1,643	285,714	SH	SOLE	285,714
STYLECKICK.COM INC	COM	864221106	5,007	455,218	SH	SOLE	455,218
SUMMIT BANCORP	COM	866005101	880	33,500	SH	SOLE	33,500
SUN MICROSYSTEMS INC	COM	866810104	28,831	307,686	SH	SOLE	307,686
SUNOCO INC	COM	86764P109	473	17,245	SH	SOLE	17,245
SUNTRUST BKS INC	COM	867914103	3,543	61,350	SH	SOLE	61,350
SUPERVALU INC	COM	868536103	508	26,800	SH	SOLE	26,800
SYMBOL TECHNOLOGIES INC	COM	871508107	174,456	1,412,956	SH	SOLE	1,412,956
SYNOVUS FINL CORP	COM	87161C105	1,013	53,650	SH	SOLE	53,650
SYSCO CORP	COM	871829107	2,252	63,100	SH	SOLE	63,100
TALK CITY INC	COM	874263106	4,547	750,000	SH	SOLE	750,000
TANDY CORP	COM	875382103	1,878	37,000	SH	SOLE	37,000
TARGET CORP	COM	87612E106	6,309	84,400	SH	SOLE	84,400
TEKTRONIX INC	COM	879131100	508	9,067	SH	SOLE	9,067
TELLABS INC	COM	879664100	4,857	77,100	SH	SOLE	77,100
TEMPLE INLAND INC	COM	879868107	533	10,700	SH	SOLE	10,700
TENET HEALTHCARE CORP	COM	88033G100	1,373	59,674	SH	SOLE	59,674
TERADYNE INC	COM	880770102	2,698	32,800	SH	SOLE	32,800
TEXACO INC	COM	881694103	5,685	106,000	SH	SOLE	106,000
TEXAS INSTRS INC	COM	882508104	24,592	153,700	SH	SOLE	153,700
TEXAS UTILS CO	COM	882848104	1,573	52,965	SH	SOLE	52,965
TEXTRON INC	COM	883203101	1,735	28,500	SH	SOLE	28,500
THERMO ELECTRON CORP	COM	883556102	618	30,300	SH	SOLE	30,300
THOMAS & BETTS CORP	COM	884315102	314	11,100	SH	SOLE	11,100
TICKETS.COM INC	COM	88633M101	7,571	796,956	SH	SOLE	796,956

FAIR MARKET VALUE TOTAL: 408,048

TIME WARNER INC	COM	887315109	24,654	246,534	SH	SOLE	246,534
TIMES MIRROR CO NEW	COM SER A	887364107	1,067	11,471	SH	SOLE	11,471
TIMKEN CO	COM	887389104	194	11,900	SH	SOLE	11,900
TJX COS INC NEW	COM	8872540109	1,318	59,400	SH	SOLE	59,400
TORCHMARK CORP	COM	891027104	583	25,200	SH	SOLE	25,200
TOSCO CORP	COM NEW	891490302	841	27,600	SH	SOLE	27,600
TOYS R US INC	COM	892335100	695	46,900	SH	SOLE	46,900
TRANSOCEAN SEDCO FOREX INC	COM	890078109	2,037	39,682	SH	SOLE	39,682
TRIBUNE CO NEW	COM	896047107	1,664	45,500	SH	SOLE	45,500
TRICON GLOBAL RESTAURANTS INC	COM	895953107	915	29,440	SH	SOLE	29,440
TRW INC	COM	872649108	1,364	23,300	SH	SOLE	23,300
TUPPERWARE CORP	COM	899896104	175	11,050	SH	SOLE	11,050
TUT SYSTEMS INC	COM	901103101	6,845	114,919	SH	SOLE	114,919
TYCO INTL LTD NEW	COM	902124106	16,141	323,616	SH	SOLE	323,616
U S BANCORP DEL	COM	902973106	3,050	139,421	SH	SOLE	139,421
U S WEST INC NEW	COM	91273H101	7,037	96,883	SH	SOLE	96,883
U.S. INTERACTIVE INC	COM	90334M109	8,938	250,000	SH	SOLE	250,000
UNICOM CORP	COM	904911104	1,523	41,700	SH	SOLE	41,700
UNILEVER N V	NY SHS	904784709	5,274	109,575	SH	SOLE	109,575
	NEW						
UNION CARBIDE CORP	COM	905581104	1,497	25,665	SH	SOLE	25,665
UNION PAC CORP	COM	907818108	1,863	47,600	SH	SOLE	47,600
UNION PAC RES GROUP INC	COM	907834105	701	48,278	SH	SOLE	48,278
UNION PLANTERS CORP TENN	COM	908068109	832	27,000	SH	SOLE	27,000
UNISYS CORP	COM	909214108	1,515	59,400	SH	SOLE	59,400
UNITED HEALTHCARE CORP	COM	910581107	1,937	32,485	SH	SOLE	32,485
UNITED TECHNOLOGIES CORP	COM	913017109	5,795	91,700	SH	SOLE	91,700
UNOCAL CORP	COM	915289102	1,384	46,500	SH	SOLE	46,500
UNUMPROVIDENT CORP	COM	91529Y106	782	45,991	SH	SOLE	45,991
US AIRWAYS GROUP INC	COM	911905107	382	13,700	SH	SOLE	13,700
UST INC	COM	902911106	513	32,819	SH	SOLE	32,819
USX MARATHON GROUP	COM NEW	902905827	1,551	59,500	SH	SOLE	59,500
USX U S STL GROUP	COM	90337T101	423	16,900	SH	SOLE	16,900
UTSTARCOM INC	COM	918076100	384,199	4,921,684	SH	SOLE	4,921,684
V F CORP	COM	918204108	544	22,600	SH	SOLE	22,600
VA LINUX SYSTEMS INC	COM	91819B105	213,953	3,543,741	SH	SOLE	3,543,741

FAIR MARKET VALUE TOTAL: 702,186

VIACOM INC	CL B	925524308	7,048	133,600	SH	SOLE	133,600
VOXWARE INC	COM	92906L105	5,156	500,000	SH	SOLE	500,000
VTEL CORP	COM	918333105	12,965	1,672,846	SH	SOLE	1,672,846
VULCAN MATLS CO	COM	929160109	880	19,200	SH	SOLE	19,200
WACHOVIA CORP	COM	929771103	2,629	38,900	SH	SOLE	38,900
WAL MART STORES INC	COM	931142103	47,332	852,814	SH	SOLE	852,814
WALGREEN CO	COM	931422109	4,952	192,300	SH	SOLE	192,300
WARNER LAMBERT CO	COM	934488107	16,039	164,500	SH	SOLE	164,500
WASHINGTON MUTUAL INC	COM	939322103	2,932	110,641	SH	SOLE	110,641
WASTE MGMT INC DEL	COM	94106L109	1,626	118,758	SH	SOLE	118,758
WATER PIK TECHNOLOGIES INC	COM	94113U100	1	1	SH	SOLE	1
WATSON PHARMACEUTICALS INC	COM	942683103	731	18,400	SH	SOLE	18,400
WAVO CORP	COM	944027101	2,234	500,000	SH	SOLE	500,000
WELLPOINT HEALTH NETWORK NEW	COM	94973H108	853	12,200	SH	SOLE	12,200
WELLS FARGO & CO NEW	COM	949746101	12,886	314,750	SH	SOLE	314,750
WENDYS INTL INC	COM	950590109	462	22,885	SH	SOLE	22,885
WESTVACO CORP	COM	961548104	643	19,250	SH	SOLE	19,250
WEYERHAEUSER CO	COM	962166104	2,569	45,053	SH	SOLE	45,053
WHIRLPOOL CORP	COM	963320106	839	14,300	SH	SOLE	14,300
WILLAMETTE INDS INC	COM	969133107	859	21,400	SH	SOLE	21,400
WILLIAMS COMMUNICATIONS INC	CL A	969455104	477,975	9,225,093	SH	SOLE	9,225,093
WILLIAMS COS INC	COM	969457100	3,660	83,292	SH	SOLE	83,292
WINN DIXIE STORES INC	COM	974280109	554	28,500	SH	SOLE	28,500
WORTHINGTON INDS INC	COM	981811102	212	17,100	SH	SOLE	17,100
WRIGLEY WM JR CO	COM	982526105	1,706	22,200	SH	SOLE	22,200
XEROX CORP	COM	984121103	3,310	127,300	SH	SOLE	127,300
XILINX INC	COM	983919101	5,060	61,100	SH	SOLE	61,100
XIRCOM INC	COM	983922105	93,107	2,516,405	SH	SOLE	2,516,405
YAHOO INC	COM	984332106	17,275	100,800	SH	SOLE	100,800
YOUNG & RUBICAM INC	COM	987425105	626	13,300	SH	SOLE	13,300

FAIR MARKET VALUE TOTAL: 727,121

FAIR MARKET VALUE GRAND TOTAL: 8,681,014

**Reflects 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.

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