

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 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:

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 November 14, 2001

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: -3-

Form 13F Information Table Entry Total: 535

Form 13F Information Table Value Total: \$3,112,322

*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
3. INTEL PACIFIC, INC., File No: Not yet assigned

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.

<TABLE>

9/30/01

FORM 13F INFORMATION TABLE
REPORTING MANAGER: INTEL CORPORATION

<CAPTION>

AUTHORITY	ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5:	ITEM 6:	ITEM 8:		
				FAIR MARKET VALUE	SHARES OR PRINCIPAL AMOUNT		SH INVESTMENT DISCRETION MANAGERS	(A) SOLE	(B) SHARED
(C)	NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	(000)		/ PR DISCRETION			
NONE						N			
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C>						>			
	ABBOTT LABS	COM	002824100	25,019	482,534	SH SOLE		482,534	
	ADC TELECOMMUNICATIONS INC	COM	000886101	850	243,500	SH SOLE		243,500	
	ADOBE SYS INC	COM	00724F101	1,789	74,600	SH SOLE		74,600	
	ADVANCED MICRO DEVICES INC	COM	007903107	873	107,158	SH SOLE		107,158	
	AES CORP	COM	00130H105	2,126	165,800	SH SOLE		165,800	
	AETNA INC NEW	COM	00817Y108	1,281	44,345	SH SOLE		44,345	
	AFLAC INC	COM	001055102	4,423	163,800	SH SOLE		163,800	
	AGILENT TECHNOLOGIES INC	COM	00846U101	2,782	142,323	SH SOLE		142,323	
	AIR PRODS & CHEMS INC	COM	009158106	2,739	71,000	SH SOLE		71,000	
	ALBERTO CULVER CO	CL B CONV	013068101	684	17,600	SH SOLE		17,600	
	ALBERTSONS INC	COM	013104104	4,021	126,141	SH SOLE		126,141	
	ALCAN INC	COM	013716105	2,983	99,449	SH SOLE		99,449	
	ALCOA INC	COM	013817101	8,338	268,892	SH SOLE		268,892	
	ALLEGHENY ENERGY INC	COM	017361106	1,424	38,800	SH SOLE		38,800	
	ALLEGHENY TECHNOLOGIES INC	COM	01741R102	333	24,964	SH SOLE		24,964	
	ALLERGAN INC	COM	018490102	2,718	41,000	SH SOLE		41,000	
	ALLIED WASTE INDS INC	NEW COM	019589308	784	61,500	SH SOLE		61,500	
	ALLSTATE CORP	COM PAR	020002101	8,428	225,660	SH SOLE		225,660	
	ALLTEL CORP	COM NEW	020039103	5,650	97,500	SH SOLE		97,500	
	Fair Market Value			77,245					
	ALTERA CORP	COM	021441100	1,986	120,500	SH SOLE		120,500	
	AMBAC FINANCIAL GROUP INC	COM	023139108	1,805	33,000	SH SOLE		33,000	
	AMERADA HESS CORP	COM	023551104	1,765	27,800	SH SOLE		27,800	
	AMEREN CORP	COM	023608102	1,638	42,650	SH SOLE		42,650	
	AMERICAN ELEC PWR INC	COM	025537101	4,337	100,332	SH SOLE		100,332	
	AMERICAN EXPRESS CO	COM	025816109	11,978	412,184	SH SOLE		412,184	
	AMERICAN GREETINGS CORP	CL A	026375105	263	19,845	SH SOLE		19,845	
	AMERICAN HOME PRODS CORP	COM	026609107	23,850	409,436	SH SOLE		409,436	
	AMERICAN INTL GROUP INC	COM	026874107	63,672	816,306	SH SOLE		816,306	
	AMERICAN PWR CONVERSION CORP	COM	029066107	710	60,800	SH SOLE		60,800	
	AMERICAN TOWER CORP	CL A	029912201	205	14,743	SH SOLE		14,743	
	AMGEN INC	COM	031162100	19,091	324,900	SH SOLE		324,900	
	AMR CORP	COM	001765106	917	47,900	SH SOLE		47,900	
	AMSOUTH BANCORPORATION	COM	032165102	2,085	115,400	SH SOLE		115,400	
	ANADARKO PETE CORP	COM	032511107	3,754	78,076	SH SOLE		78,076	
	ANALOG DEVICES INC	COM	032654105	3,669	112,200	SH SOLE		112,200	
	ANDREW CORP	COM	034425108	462	25,425	SH SOLE		25,425	
	ANHEUSER BUSCH COS INC	COM	035229103	11,710	279,600	SH SOLE		279,600	
	AOL TIME WARNER INC	COM	00184A105	45,689	1,380,346	SH SOLE		1,380,346	
	AON CORP	COM	037389103	3,427	81,590	SH SOLE		81,590	
	APACHE CORP	COM	037411105	1,681	39,100	SH SOLE		39,100	
	APPLE COMPUTER INC	COM	037833100	1,687	108,800	SH SOLE		108,800	
	APPLERA CORP	COM	038020103	1,606	65,800	SH SOLE		65,800	
	APPLIED MATLS INC	COM	038222105	7,204	253,300	SH SOLE		253,300	
	APPLIED MICRO CIRCUITS CORP	COM	03822W109	655	93,700	SH SOLE		93,700	
	ARCHER DANIELS MIDLAND CO	COM	039483102	2,603	206,736	SH SOLE		206,736	

ASHLAND INC	COM	044204105	837	21,700	SH SOLE	21,700
ASIACONTENT.COM LTD 561,134	SHS CL A	G05354116	505	561,134	SH DEFINED	
	NEW					
ASIAINFO HOLDINGS INC 680,000	COM	04518A104	8,085	680,000	SH DEFINED	
AT&T CORP	COM	001957109	20,747	1,074,972	SH SOLE	1,074,972
AT&T WIRELESS SVCS INC	COM	00209A106	11,776	788,243	SH SOLE	788,243
AUTODESK INC	COM	052769106	542	16,900	SH SOLE	16,900
AUTOMATIC DATA PROCESSING INC	COM	053015103	9,145	194,402	SH SOLE	194,402
AUTOZONE INC	COM	053332102	1,805	34,800	SH SOLE	34,800

FAIR MARKET VALUE

271,891

AVAYA INC	COM	053499109	875	88,336	SH SOLE	88,336
AVERY DENNISON CORP	COM	053611109	1,627	34,400	SH SOLE	34,400
AVON PRODS INC	COM	054303102	3,419	73,914	SH SOLE	73,914
BAKER HUGHES INC	COM	057224107	3,029	104,630	SH SOLE	104,630
BALL CORP	COM	058498106	509	8,500	SH SOLE	8,500
BANK NEW YORK INC	COM	064057102	8,019	229,104	SH SOLE	229,104
BANK OF AMERICA CORPORATION	COM	060505104	29,163	499,363	SH SOLE	499,363
BANK ONE CORP	COM	06423A103	11,428	363,138	SH SOLE	363,138
BARD C R INC	COM	067383109	812	15,800	SH SOLE	15,800
BARRICK GOLD CORP	COM	067901108	2,141	123,400	SH SOLE	123,400
BAUSCH & LOMB INC	COM	071707103	475	16,800	SH SOLE	16,800
BAXTER INTL INC	COM	071813109	10,159	184,540	SH SOLE	184,540
BB&T CORP	COM	054937107	4,644	127,400	SH SOLE	127,400
BEAR STEARNS COS INC	COM	073902108	1,638	32,761	SH SOLE	32,761
BECTON DICKINSON & CO	COM	075887109	2,967	80,200	SH SOLE	80,200
BED BATH & BEYOND INC	COM	075896100	2,289	89,900	SH SOLE	89,900
BELLSOUTH CORP	COM	079860102	24,259	583,844	SH SOLE	583,844
BEMIS INC	COM	081437105	654	16,400	SH SOLE	16,400
BEST BUY INC	COM	086516101	2,963	65,200	SH SOLE	65,200
BIG LOTS INC	COM	089302103	293	35,400	SH SOLE	35,400
BIOGEN INC	COM	090597105	2,579	46,400	SH SOLE	46,400
BIOMET INC	COM	090613100	2,445	83,600	SH SOLE	83,600
BLACK & DECKER CORP	COM	091797100	789	25,300	SH SOLE	25,300
BLOCK H & R INC	COM	093671105	2,190	56,800	SH SOLE	56,800
BMC SOFTWARE INC	COM	055921100	964	75,900	SH SOLE	75,900
BOEING CO	COM	097023105	9,104	271,761	SH SOLE	271,761
BOISE CASCADE CORP	COM	097383103	527	17,855	SH SOLE	17,855
BOSTON SCIENTIFIC CORP	COM	101137107	2,565	125,104	SH SOLE	125,104
BRISTOL MYERS SQUIBB CO	COM	110122108	33,641	605,484	SH SOLE	605,484
BROADCOM CORP	CL A	111320107	1,646	81,100	SH SOLE	81,100
BROADVISION INC	COM	111412102	73	79,800	SH SOLE	79,800
BROWN FORMAN CORP	CL B	115637209	1,352	21,400	SH SOLE	21,400
BRUNSWICK CORP	COM	117043109	448	27,200	SH SOLE	27,200
BURLINGTON NORTH SANTA FE CP	COM	12189T104	3,265	122,073	SH SOLE	122,073
BURLINGTON RES INC	COM	122014103	2,254	65,880	SH SOLE	65,880

FAIR MARKET VALUE

175,205

CADENCE DESIGN SYSTEMS INC	COM	127387108	415	24,901	SH SOLE	24,901
CALPINE CORP	COM	131347106	2,121	93,000	SH SOLE	93,000
CAMPBELL SOUP CO	COM	134429109	3,562	127,200	SH SOLE	127,200
CAPITAL ONE FINL CORP	COM	14040H105	2,987	64,900	SH SOLE	64,900
CARDINAL HEALTH INC	COM	14149Y108	10,275	138,950	SH SOLE	138,950
CARNIVAL CORP	COM	143658102	4,010	182,100	SH SOLE	182,100
CATERPILLAR INC DEL	COM	149123101	4,791	106,944	SH SOLE	106,944
CENDANT CORP	COM	151313103	3,396	265,336	SH SOLE	265,336
CENTEX CORP	COM	152312104	624	18,500	SH SOLE	18,500
CENTURYTEL INC	COM	156700106	1,471	43,900	SH SOLE	43,900
CHARTER ONE FINL INC	COM	160903100	1,907	67,573	SH SOLE	67,573
CHEVRON CORP	COM	166751107	16,942	199,900	SH SOLE	199,900
CHIRON CORP	COM	170040109	2,625	59,100	SH SOLE	59,100
CHUBB CORP	COM	171232101	3,897	54,577	SH SOLE	54,577
CIGNA CORP	COM	125509109	3,874	46,700	SH SOLE	46,700
CINCINNATI FINL CORP	COM	172062101	2,081	50,000	SH SOLE	50,000
CINERGY CORP	COM	172474108	1,531	49,600	SH SOLE	49,600
CINTAS CORP	COM	172908105	2,124	52,700	SH SOLE	52,700
CIRCUIT CITY STORE INC	CIRCUIT CITY GRP	172737108	778	64,800	SH SOLE	64,800
CISCO SYS INC	COM	17275R102	28,149	2,311,101	SH SOLE	2,311,101
CITIGROUP INC	COM	172967101	63,448	1,566,610	SH SOLE	1,566,610
CITIZENS COMMUNICATIONS CO	COM	17453B101	836	88,900	SH SOLE	88,900
CITRIX SYS INC	COM	177376100	1,140	57,600	SH SOLE	57,600
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	7,278	183,100	SH SOLE	183,100
CLOROX CO DEL	COM	189054109	2,727	73,700	SH SOLE	73,700
CMS ENERGY CORP	COM	125896100	822	41,100	SH SOLE	41,100
COCA COLA CO	COM	191216100	36,304	774,904	SH SOLE	774,904
COCA COLA ENTERPRISES INC	COM	191219104	2,128	138,700	SH SOLE	138,700
COLGATE PALMOLIVE CO	COM	194162103	10,182	174,800	SH SOLE	174,800
COMCAST CORP	CL A SPL	200300200	10,560	294,400	SH SOLE	294,400
COMERICA INC	COM	200340107	3,078	55,567	SH SOLE	55,567
COMPAQ COMPUTER CORP	COM	204493100	4,373	526,200	SH SOLE	526,200

COMPUTER ASSOC INTL INC	COM	204912109	4,624	179,625	SH SOLE	179,625
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FAIR MARKET VALUE			245,060			
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COMPUTER SCIENCES CORP	COM	205363104	1,745	52,600	SH SOLE	52,600
COMPUWARE CORP	COM	205638109	955	114,600	SH SOLE	114,600
COMVERSE TECHNOLOGY INC	COM PAR	205862402	1,098	53,600	SH SOLE	53,600
	\$0.10					
CONAGRA FOODS INC	COM	205887102	3,756	167,314	SH SOLE	167,314
CONCORD EFS INC	COM	206197105	3,671	75,000	SH SOLE	75,000
CONEXANT SYSTEMS INC	COM	207142100	639	77,000	SH SOLE	77,000
CONOCO INC	CL B	208251405	4,931	194,600	SH SOLE	194,600
CONSECO INC	COM	208464107	764	105,245	SH SOLE	105,245
CONSOLIDATED EDISON INC	COM	209115104	2,688	66,000	SH SOLE	66,000
CONSTELLATION ENERGY GROUP INC	CL A	210371100	1,234	51,000	SH SOLE	51,000
CONVERA CORP	COM	211919105	66,533	27,156,422	SH SOLE	27,156,422
CONVERGYS CORP	COM	212485106	1,479	53,300	SH SOLE	53,300
COOPER INDS INC	COM	216669101	1,211	29,200	SH SOLE	29,200
COOPER TIRE & RUBR CO	COM	216831107	320	22,500	SH SOLE	22,500
COORS ADOLPH CO	CL B	217016104	518	11,500	SH SOLE	11,500
CORNING INC	COM	219350105	2,556	289,800	SH SOLE	289,800
COSTCO WHSL CORP NEW	COM	22160K105	4,986	140,200	SH SOLE	140,200
COUNTRYWIDE CR INDS INC DEL	COM	222372104	1,621	36,900	SH SOLE	36,900
CRANE CO	COM	224399105	408	18,600	SH SOLE	18,600
CROSSROADS SYSTEMS INC	COM	22765D100	3,370	1,021,146	SH SOLE	1,021,146
CROSSWORLDS SOFTWARE INC	COM	22769P109	793	333,333	SH SOLE	333,333
CSX CORP	COM	126408103	2,095	66,500	SH SOLE	66,500
CUMMINS INC	COM	231021106	422	12,800	SH SOLE	12,800
CVS CORP	COM	126650100	4,067	122,500	SH SOLE	122,500
DANA CORP	COM	235811106	718	46,010	SH SOLE	46,010
DANAHER CORP DEL	COM	235851102	2,095	44,400	SH SOLE	44,400
DARDEN RESTAURANTS INC	COM	237194105	963	36,700	SH SOLE	36,700
DEERE & CO	COM	244199105	2,749	73,100	SH SOLE	73,100
DELL COMPUTER CORP	COM	247025109	15,015	810,300	SH SOLE	810,300
DELPHI AUTOMOTIVE SYS CORP	COM	247126105	2,049	174,375	SH SOLE	174,375
DELTA AIR LINES INC DEL	COM	247361108	1,009	38,300	SH SOLE	38,300
DELUXE CORP	COM	248019101	760	22,000	SH SOLE	22,000
DEVON ENERGY CORP NEW	COM	25179M103	1,390	40,400	SH SOLE	40,400

FAIR MARKET VALUE			138,608			
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DILLARDS INC	CL A	254067101	349	26,500	SH SOLE	26,500
DISNEY WALT CO	COM	254687106	12,122	651,042	SH SOLE	651,042
	DISNEY					
DOLLAR GEN CORP	COM	256669102	1,206	103,111	SH SOLE	103,111
DOMINION RES INC VA NEW	COM	25746U109	4,569	76,984	SH SOLE	76,984
DONNELLEY R R & SONS CO	COM	257867101	987	36,500	SH SOLE	36,500
DOVER CORP	COM	260003108	1,906	63,300	SH SOLE	63,300
DOW CHEM CO	COM	260543103	9,158	279,559	SH SOLE	279,559
DOW JONES & CO INC	COM	260561105	1,222	26,900	SH SOLE	26,900
DTE ENERGY CO	COM	233331107	2,213	51,400	SH SOLE	51,400
DU PONT E I DE NEMOURS & CO	COM	263534109	12,186	324,794	SH SOLE	324,794
DUKE ENERGY CORP	COM	264399106	9,099	240,394	SH SOLE	240,394
DYNEGY INC NEW	CL A	26816Q101	3,517	101,500	SH SOLE	101,500
EASTMAN CHEM CO	COM	277432100	862	23,946	SH SOLE	23,946
EASTMAN KODAK CO	COM	277461109	2,938	90,331	SH SOLE	90,331
EATON CORP	COM	278058102	1,273	21,500	SH SOLE	21,500
ECOLAB INC	COM	278865100	1,442	39,700	SH SOLE	39,700
EDISON INTL	COM	281020107	1,336	101,500	SH SOLE	101,500
EL PASO CORP	COM	28336L109	6,589	158,580	SH SOLE	158,580
ELECTRONIC DATA SYS NEW	COM	285661104	8,395	145,800	SH SOLE	145,800
EMC CORP MASS	COM	268648102	8,078	687,506	SH SOLE	687,506
EMERSON ELEC CO	COM	291011104	6,283	133,500	SH SOLE	133,500
EMULEX CORPORATION	COM NEW	292475209	742	78,016	SH SOLE	78,016
ENGAGE INC	COM	292827102	4	17,919	SH SOLE	17,919
ENGELHARD CORP	COM	292845104	940	40,700	SH SOLE	40,700
ENRON CORP	COM	293561106	6,330	232,472	SH SOLE	232,472
ENTERASYS NETWORKS INC	COM	293637104	355	55,100	SH SOLE	55,100
ENTERGY CORP NEW	COM	29364G103	2,447	68,800	SH SOLE	68,800
EOG RES INC	COM	26875P101	1,044	36,100	SH SOLE	36,100
EQUIFAX INC	COM	294429105	977	44,600	SH SOLE	44,600
ESOPT INC	COM	296904105	226	266,403	SH SOLE	266,403
EXELON CORP	COM	30161N101	4,455	99,887	SH SOLE	99,887
EXXON MOBIL CORP	COM	30231G102	84,695	2,149,618	SH SOLE	2,149,618
FEDERAL NATL MTG ASSN	COM	313586109	24,955	311,700	SH SOLE	311,700
FEDERATED DEPT STORES INC DEL	COM	31410H101	1,734	61,502	SH SOLE	61,502

FAIR MARKET VALUE			224,634			
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FEDEX CORP	COM	31428X106	3,518	95,740	SH SOLE	95,740
FIFTH THIRD BANCORP	COM	316773100	11,022	179,273	SH SOLE	179,273
FIRST DATA CORP	COM	319963104	7,114	122,100	SH SOLE	122,100
FIRSTENERGY CORP	COM	337932107	2,509	69,800	SH SOLE	69,800

FISERV INC	COM	337738108	1,979	58,000	SH SOLE	58,000
FLEETBOSTON FINL CORP	COM	339030108	12,245	337,321	SH SOLE	337,321
FLUOR CORP NEW	COM	343412102	951	24,700	SH SOLE	24,700
FMC CORP	COM NEW	302491303	475	9,700	SH SOLE	9,700
FORD MTR CO DEL	COM PAR	345370860	9,890	570,043	SH SOLE	570,043
	\$0.01					
FOREST LABS INC	COM	345838106	3,960	54,900	SH SOLE	54,900
FORTUNE BRANDS INC	COM	349631101	1,594	47,576	SH SOLE	47,576
FPL GROUP INC	COM	302571104	2,931	54,735	SH SOLE	54,735
FRANKLIN RES INC	COM	354613101	2,857	82,400	SH SOLE	82,400
FEDERAL HOME LN MTG CORP	COM	313400301	14,029	215,832	SH SOLE	215,832
FREEMPORT MCMORAN COPPER & GOLD	CL B	35671D857	493	44,880	SH SOLE	44,880
GANNETT INC	COM	364730101	4,953	82,400	SH SOLE	82,400
GAP INC DEL	COM	364760108	3,200	267,774	SH SOLE	267,774
GATEWAY INC	COM	367626108	548	100,600	SH SOLE	100,600
GENERAL DYNAMICS CORP	COM	369550108	5,529	62,600	SH SOLE	62,600
GENERAL ELEC CO	COM	369604103	115,118	3,094,580	SH SOLE	3,094,580
GENERAL MLS INC	COM	370334104	4,036	88,700	SH SOLE	88,700
GENERAL MTRS CORP	COM	370442105	7,330	170,870	SH SOLE	170,870
GENUINE PARTS CO	COM	372460105	1,706	53,550	SH SOLE	53,550
GEORGIA PAC CORP	COM	373298108	2,024	70,306	SH SOLE	70,306
GILLETTE CO COM	COM	375766102	9,792	328,600	SH SOLE	328,600
GLOBAL CROSSING LTD	COM	G3921A100	497	276,195	SH SOLE	276,195
GOLDEN WEST FINL CORP DEL	COM	381317106	2,876	49,500	SH SOLE	49,500
GOODRICH CORP	COM	382388106	629	32,300	SH SOLE	32,300
GOODYEAR TIRE & RUBR CO	COM	382550101	912	49,500	SH SOLE	49,500
GPU INC	COM	36225X100	1,505	37,300	SH SOLE	37,300
GRAINGER W W INC	COM	384802104	1,150	29,600	SH SOLE	29,600
GREAT LAKES CHEM CORP	COM	390568103	345	15,600	SH SOLE	15,600
GUIDANT CORP	COM	401698105	3,684	95,700	SH SOLE	95,700
HALLIBURTON CO	COM	406216101	3,014	133,650	SH SOLE	133,650

FAIR MARKET VALUE

244,415

HANCOCK JOHN FINL SVCS INC	COM	41014S106	3,835	96,000	SH SOLE	96,000
HARLEY DAVIDSON INC	COM	412822108	3,815	94,200	SH SOLE	94,200
HARRAHS ENTMT INC	COM	413619107	985	36,450	SH SOLE	36,450
HARTFORD FINL SVCS GROUP INC	COM	416515104	4,337	73,836	SH SOLE	73,836
HASBRO INC	COM	418056107	751	53,650	SH SOLE	53,650
HCA INC	COM	404119109	7,424	167,550	SH SOLE	167,550
HEALTHSOUTH CORP	COM	421924101	1,974	121,400	SH SOLE	121,400
HEINZ H J CO	COM	423074103	4,577	108,600	SH SOLE	108,600
HERCULES INC	COM	427056106	277	33,604	SH SOLE	33,604
HERSHEY FOODS CORP	COM	427866108	2,778	42,500	SH SOLE	42,500
HEWLETT PACKARD CO	COM	428236103	9,742	605,276	SH SOLE	605,276
HILTON HOTELS CORP	COM	432848109	902	114,900	SH SOLE	114,900
HOME DEPOT INC	COM	437076102	27,897	727,050	SH SOLE	727,050
HOMESTAKE MNG CO	COM	437614100	763	82,004	SH SOLE	82,004
HONEYWELL INTL INC	COM	438516106	6,657	252,144	SH SOLE	252,144
HOUSEHOLD INTL INC	COM	441815107	8,150	144,548	SH SOLE	144,548
HUMANA INC	COM	444859102	638	52,900	SH SOLE	52,900
HUNTINGTON BANCSHARES INC	COM	446150104	1,354	78,222	SH SOLE	78,222
INTERNATIONAL BUSINESS MACHS	COM	459200101	49,921	541,196	SH SOLE	541,196
ILLINOIS TOOL WKS INC	COM	452308109	5,124	94,700	SH SOLE	94,700
IMMUNEX CORP NEW	COM	452528102	198	10,600	SH SOLE	10,600
IMS HEALTH INC	COM	449934108	2,302	91,900	SH SOLE	91,900
INCO LTD	COM	453258402	703	56,642	SH SOLE	56,642
INGERSOLL RAND CO	COM	456866102	1,688	49,950	SH SOLE	49,950
INTEGRATED TELECOM EXPRESS INC	COM	45817U101	1,429	1,428,571	SH SOLE	1,428,571
INTEL CORP	COM	458140100	39,185	1,921,772	SH SOLE	1,921,772
INTERACTIVE INTELLIGENCE INC	COM	45839M103	3,000	600,000	SH DEFINED	
600,000						
INTL PAPER CO	COM	460146103	5,240	150,565	SH SOLE	150,565
INTERPUBLIC GROUP COS INC	COM	460690100	2,387	117,000	SH SOLE	117,000
INTERNATIONAL FLAVORS & FRAGRANCES	COM	459506101	826	29,843	SH SOLE	29,843
INTUIT	COM	461202103	2,323	64,900	SH SOLE	64,900
ITT INDS INC IND	COM	450911102	1,222	27,285	SH SOLE	27,285
ITXC CORPORATION	COM	45069F109	2,418	948,376	SH SOLE	948,376
J P MORGAN CHASE & CO	COM	46625H100	21,118	618,377	SH SOLE	618,377

FAIR MARKET VALUE

225,940

JABIL CIRCUIT INC	COM	466313103	1,067	59,600	SH SOLE	59,600
JDS UNIPHASE CORP	COM	46612J101	2,592	410,100	SH SOLE	410,100
JEFFERSON PILOT CORP	COM	475070108	2,109	47,412	SH SOLE	47,412
JOHNSON & JOHNSON	COM	478160104	52,263	943,380	SH SOLE	943,380
JOHNSON CTLS INC	COM	478366107	1,768	27,100	SH SOLE	27,100
K MART CORP	COM	482584109	1,066	152,573	SH SOLE	152,573
KANA SOFTWARE INC	COM	483600102	48	133,291	SH SOLE	133,291
KB HOME	COM	48666K109	394	13,874	SH SOLE	13,874
KELLOGG CO	COM	487836108	3,794	126,478	SH SOLE	126,478
KERR MCGEE CORP	COM	492386107	1,540	29,667	SH SOLE	29,667
KEYCORP NEW	COM	493267108	3,191	132,182	SH SOLE	132,182
KEYSPAN CORP	COM	49337W100	1,419	42,700	SH SOLE	42,700

KIMBERLY CLARK CORP	COM	494368103	10,280	165,800	SH SOLE	165,800
KINDER MORGAN INC KANS	COM	49455P101	1,757	35,700	SH SOLE	35,700
KING PHARMACEUTICALS INC	COM	495582108	2,985	71,166	SH SOLE	71,166
KLA-A367TENCOR CORP	COM	482480100	1,825	57,800	SH SOLE	57,800
KNIGHT RIDDER INC	COM	499040103	1,279	22,900	SH SOLE	22,900
KOHL'S CORP	COM	500255104	4,982	103,800	SH SOLE	103,800
KROGER CO	COM	501044101	6,224	252,600	SH SOLE	252,600
LASTMINUTE COM PLC	SPONSORED	518129101	1,339	4,487,710	SH SOLE	4,487,710

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LEGGETT & PLATT INC	COM	524660107	1,191	61,100	SH SOLE	61,100
LEHMAN BROS HLDGS INC	COM	524908100	4,366	76,800	SH SOLE	76,800
LEXMARK INTL INC	CL A	529771107	1,788	40,000	SH SOLE	40,000
LIGHTSPAN INC	COM	53226T103	381	319,867	SH SOLE	319,867
LILLY ELI & CO	COM	532457108	28,251	350,070	SH SOLE	350,070
LIMITED INC	COM	532716107	1,262	132,866	SH SOLE	132,866
LINCOLN NATL CORP IND	COM	534187109	2,728	58,500	SH SOLE	58,500
LINEAR TECHNOLOGY CORP	COM	535678106	3,247	99,000	SH SOLE	99,000
LIZ CLAIBORNE INC	COM	539320101	615	16,300	SH SOLE	16,300
LOCKHEED MARTIN CORP	COM	539830109	5,917	135,244	SH SOLE	135,244
LOEWS CORP	COM	540424108	2,846	61,500	SH SOLE	61,500
LOUISIANA PAC CORP	COM	546347105	211	32,500	SH SOLE	32,500
LOWES COS INC	COM	548661107	7,587	239,700	SH SOLE	239,700
LSI LOGIC CORP	COM	502161102	1,323	112,580	SH SOLE	112,580

FAIR MARKET VALUE

163,635

LUCENT TECHNOLOGIES INC	COM	549463107	6,080	1,061,046	SH SOLE	1,061,046
MANOR CARE INC NEW	COM	564055101	899	32,000	SH SOLE	32,000
MARRIOTT INTL INC NEW+A393	CL A	571903202	2,536	75,934	SH SOLE	75,934
MARSH & MCLENNAN COS INC	COM	571748102	8,304	85,879	SH SOLE	85,879
MASCO CORP	COM	574599106	2,929	143,300	SH SOLE	143,300
MATTEL INC	COM	577081102	2,103	134,316	SH SOLE	134,316
MAXIM INTEGRATED PRODS INC	COM	57772K101	3,571	102,200	SH SOLE	102,200
MAY DEPT STORES CO	COM	577778103	2,702	93,100	SH SOLE	93,100
MAYTAG CORP	COM	578592107	583	23,673	SH SOLE	23,673
MBIA INC	COM	55262C100	2,308	46,150	SH SOLE	46,150
MBNA CORP	COM	55262L100	8,037	265,330	SH SOLE	265,330
MCDERMOTT INTL INC	COM	580037109	158	19,100	SH SOLE	19,100
MCDONALDS CORP	COM	580135101	10,935	402,928	SH SOLE	402,928
MCGRAW HILL COS INC	COM	580645109	3,539	60,816	SH SOLE	60,816
MCKESSON CORP	COM	58155Q103	3,357	88,838	SH SOLE	88,838
MEAD CORP	COM	582834107	858	31,000	SH SOLE	31,000
MEDIMMUNE INC	COM	584699102	2,362	66,300	SH SOLE	66,300
MEDTRONIC INC	COM	585055106	16,378	376,512	SH SOLE	376,512
MELLON FINL CORP	COM	58551A108	4,806	148,660	SH SOLE	148,660
MERCK & CO INC	COM	589331107	47,583	714,458	SH SOLE	714,458
MERCURY INTERACTIVE CORP	COM	589405109	489	25,700	SH SOLE	25,700
MEREDITH CORP	COM	589433101	498	15,500	SH SOLE	15,500
MERRILL LYNCH & CO INC	COM	590188108	10,616	261,488	SH SOLE	261,488
METLIFE INC	COM	59156R108	6,938	233,600	SH SOLE	233,600
MGIC INVT CORP WIS	COM	552848103	2,176	33,300	SH SOLE	33,300
MICRON TECHNOLOGY INC	COM	595112103	3,497	185,700	SH SOLE	185,700
MICROSOFT CORP	COM	594918104	85,802	1,676,800	SH SOLE	1,676,800
MILLIPORE CORP	COM	601073109	778	14,700	SH SOLE	14,700
MINNESOTA MNG & MFG CO	COM	604059105	12,143	123,400	SH SOLE	123,400
MIRANT CORP	COM	604675108	2,314	105,682	SH SOLE	105,682
MOLEX INC	COM	608554101	1,712	60,900	SH SOLE	60,900
MOODYS CORP	COM	615369105	1,817	49,100	SH SOLE	49,100
MORGAN STANLEY DEAN WITTER & CO	COM NEW	617446448	16,068	346,658	SH SOLE	346,658
MOTOROLA INC	COM	620076109	10,672	684,105	SH SOLE	684,105
NABORS INDS INC	COM	629568106	958	45,700	SH SOLE	45,700

FAIR MARKET VALUE

286,506

NATIONAL CITY CORP	COM	635405103	5,604	187,126	SH SOLE	187,126
NATIONAL SEMICONDUCTOR CORP	COM	637640103	1,188	53,900	SH SOLE	53,900
NATIONAL SVC INDS INC	COM	637657107	264	12,800	SH SOLE	12,800
NAVISTAR INTL CORP NEW	COM	63934E108	521	18,460	SH SOLE	18,460
NCR CORP	COM	62886E108	892	30,100	SH SOLE	30,100
NETWORK APPLIANCE INC	COM	64120L104	690	101,400	SH SOLE	101,400
NEW YORK TIMES CO	CL A	650111107	1,936	49,600	SH SOLE	49,600
NEWELL RUBBERMAID INC	COM	651229106	1,887	83,106	SH SOLE	83,106
NEWMONT MINING CORP	COM	651639106	1,438	60,914	SH SOLE	60,914
NEXTEL COMMUNICATIONS INC	CL A	65332V103	2,064	238,400	SH SOLE	238,400
NIAGARA MOHAWK HLDGS INC	COM	653520106	847	49,900	SH SOLE	49,900
NICOR INC	COM	654086107	546	14,100	SH SOLE	14,100
NIKE INC	CL B	654106103	3,955	84,500	SH SOLE	84,500
NISOURCE INC	COM	65473P105	1,501	64,400	SH SOLE	64,400
NOBLE DRILLING CORP	COM	655042109	1,003	41,800	SH SOLE	41,800
NORDSTROM INC WASH	COM	655664100	603	41,700	SH SOLE	41,700
NORFOLK SOUTHERN CORP	COM	655844108	1,930	119,724	SH SOLE	119,724
NORTEL NETWORKS CORP NEW	COM	656568102	5,562	992,636	SH SOLE	992,636
NORTHERN TR CORP	COM	665859104	3,642	69,400	SH SOLE	69,400
NORTHROP GRUMMAN CORP	COM	666807102	2,677	26,509	SH SOLE	26,509
NOVATEL WIRELESS INC	COM	66987M109	170	434,782	SH SOLE	434,782

NOVELL INC	COM	670006105	411	112,195	SH SOLE	112,195
NOVELLUS SYS INC	COM	670008101	1,268	44,400	SH SOLE	44,400
NUCOR CORP	COM	670346105	957	24,100	SH SOLE	24,100
OCCIDENTAL PETE CORP DEL	COM	674599105	2,809	115,400	SH SOLE	115,400
OFFICE DEPOT INC	COM	676220106	1,261	92,700	SH SOLE	92,700
OMNICOM GROUP INC	COM	681919106	3,745	57,700	SH SOLE	57,700
ONEOK INC	COM	682680103	286	17,300	SH SOLE	17,300
ORACLE CORP	COM	68389X105	22,000	1,748,784	SH SOLE	1,748,784
PACCAR INC	COM	693718108	1,173	23,900	SH SOLE	23,900
PACTIV CORP	COM	695257105	718	49,530	SH SOLE	49,530
PALL CORP	COM	696429307	743	38,200	SH SOLE	38,200
PALM INC	COM	696642107	258	176,767	SH SOLE	176,767
PARAMETRIC TECHNOLOGY CORP	COM	699173100	427	82,200	SH SOLE	82,200
PARKER HANNIFIN CORP	COM	701094104	1,252	36,350	SH SOLE	36,350

FAIR MARKET VALUE 76,228

PAYCHEX INC	COM	704326107	3,664	116,275	SH SOLE	116,275
PENNEY J C INC	COM	708160106	1,795	81,978	SH SOLE	81,978
PEOPLES ENERGY CORP	COM	711030106	435	10,949	SH SOLE	10,949
PEOPLESOFT INC	COM	712713106	1,652	91,600	SH SOLE	91,600
PEPSI BOTTLING GROUP INC	COM	713409100	2,064	44,800	SH SOLE	44,800
PEPSICO INC	COM	713448108	26,719	550,902	SH SOLE	550,902
PEREGRINE SYSTEMS INC	COM	71366Q101	157	12,512	SH SOLE	12,512
PEREGRINE SYSTEMS INC	COM	71366Q101	52	4,183	SH DEFINED	
4,183						
PERKINELMER INC	COM	714046109	824	31,396	SH SOLE	31,396
PFIZER INC	COM	717081103	78,863	1,966,670	SH SOLE	1,966,670
PG&E CORP	COM	69331C108	1,833	120,598	SH SOLE	120,598
PHARMACIA CORP	COM	71713U102	16,436	405,229	SH SOLE	405,229
PHELPS DODGE CORP	COM	717265102	677	24,618	SH SOLE	24,618
PHILIP MORRIS COS INC	COM	718154107	33,089	685,209	SH SOLE	685,209
PHILLIPS PETE CO	COM	718507106	6,375	118,180	SH SOLE	118,180
PINNACLE SYSTEMS	COM	723481107	60	20,749	SH SOLE	20,749
PINNACLE WEST CAP CORP	COM	723484101	1,048	26,400	SH SOLE	26,400
PITNEY BOWES INC	COM	724479100	2,941	76,900	SH SOLE	76,900
PLACER DOME INC	COM	725906101	1,306	102,100	SH SOLE	102,100
PNC FINANCIAL SVCS GROUP INC	COM	693475105	5,153	90,000	SH SOLE	90,000
POLYCOM INC	COM	73172K104	5,137	210,777	SH SOLE	210,777
POWER-ONE INC	COM	739308104	151	24,500	SH SOLE	24,500
PPG INDS INC	COM	693506107	2,396	52,372	SH SOLE	52,372
PPL CORP	COM	69351T106	1,483	45,500	SH SOLE	45,500
PRAXAIR INC	COM	74005P104	2,103	50,078	SH SOLE	50,078
PRICE T ROWE GROUP INC	COM	74144T108	1,122	38,300	SH SOLE	38,300
PROCTER & GAMBLE CO	COM	742718109	29,370	403,490	SH SOLE	403,490
PROGRESS ENERGY INC	COM	743263105	2,768	64,376	SH SOLE	64,376
PROGRESSIVE CORP OHIO	COM	743315103	3,093	23,100	SH SOLE	23,100
PROVIDIAN FINL CORP	COM	74406A102	1,793	89,000	SH SOLE	89,000
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	2,759	64,844	SH SOLE	64,844
PULTE HOMES INC	COM	745867101	414	13,500	SH SOLE	13,500
QLOGIC CORP	COM	747277101	1,947	102,450	SH SOLE	102,450
QUALCOMM INC	COM	747525103	11,215	235,900	SH SOLE	235,900
QUINTILES TRANSNATIONAL CORP	COM	748767100	530	36,300	SH SOLE	36,300

FAIR MARKET VALUE 251,424

QWEST COMMUNICATIONS INTL INC	COM	749121109	8,642	517,487	SH SOLE	517,487
RADIOSHACK CORP	COM	750438103	1,402	57,800	SH SOLE	57,800
RADISYS CORPORATION	COM	750459109	14,826	1,235,511	SH SOLE	1,235,511
RALSTON PURINA CO	COM	751277302	3,165	96,500	SH SOLE	96,500
RAYTHEON CO	COM NEW	755111507	3,849	110,756	SH SOLE	110,756
RED HAT SOFTWARE INC	COM	756577102	2,114	603,878	SH SOLE	603,878
REEBOK INTL LTD	COM	758110100	379	18,300	SH SOLE	18,300
REGIONS FINL CORP	COM	758940100	2,043	70,800	SH SOLE	70,800
RELIANT ENERGY INC	COM	75952J108	2,438	92,645	SH SOLE	92,645
RIVERSTONE NETWORKS INC	COM	769320102	148	28,272	SH SOLE	28,272
ROBERT HALF INTL INC	COM	770323103	1,095	54,700	SH SOLE	54,700
ROCKWELL COLLINS INC	COM	774341101	808	56,900	SH SOLE	56,900
ROCKWELL INTL CORP NEW	NEW COM	773903109	835	56,900	SH SOLE	56,900
ROGUE WAVE SOFTWARE INC	COM	775369101	23	9,201	SH DEFINED	
9,201						
ROHM & HAAS CO	COM	775371107	2,247	68,605	SH SOLE	68,605
ROWAN COS INC	COM	779382100	364	29,400	SH SOLE	29,400
ROYAL DUTCH PETE CO	NY REG	780257804	33,573	668,120	SH SOLE	668,120
	GLD 1.25					
RYDER SYS INC	COM	783549108	376	18,800	SH SOLE	18,800
SABRE HLDGS CORP	CL A	785905100	1,106	41,363	SH SOLE	41,363
SAFECO CORP	COM	786429100	1,204	39,700	SH SOLE	39,700
SAFEWAY INC	COM NEW	786514208	6,252	157,400	SH SOLE	157,400
SANMINA CORP	COM	800907107	1,353	99,600	SH SOLE	99,600
SAPIENT CORP	COM	803062108	147	38,300	SH SOLE	38,300
SARA LEE CORP	COM	803111103	5,219	245,000	SH SOLE	245,000
SBC COMMUNICATIONS INC	COM	78387G103	49,441	1,049,256	SH SOLE	1,049,256
SCHERING PLOUGH CORP	COM	806605101	16,912	455,840	SH SOLE	455,840
SCHLUMBERGER LTD	COM	806857108	8,162	178,600	SH SOLE	178,600

SCHWAB CHARLES CORP NEW	COM	808513105	4,965	431,750	SH SOLE	431,750
SCIENTIFIC ATLANTA INC	COM	808655104	890	50,700	SH SOLE	50,700
SEALED AIR CORP	NEW COM	81211K100	951	26,062	SH SOLE	26,062
SEARS ROEBUCK & CO	COM	812387108	3,544	102,300	SH SOLE	102,300
SELECTICA INC	COM	816288104	190	79,227	SH SOLE	79,227
SELECTICA INC	COM	816288104	100	41,989	SH OTHER	1
41,989						

FAIR MARKET VALUE 178,763

SELECTICA INC	COM	816288104	38	15,844	SH OTHER	2
15,844						
SELECTICA INC	COM	816288104	114	47,533	SH OTHER*	
47,533						
SEMPRA ENERGY	COM	816851109	1,588	64,172	SH SOLE	64,172
SHARPER IMAGE CORP	COM	820013100	122	13,282	SH SOLE	13,282
SHERWIN WILLIAMS CO	COM	824348106	1,084	48,800	SH SOLE	48,800
SIEBEL SYS INC	COM	826170102	1,837	141,200	SH SOLE	141,200
SIGMA ALDRICH CORP	COM	826552101	1,062	23,500	SH SOLE	23,500
SIGNALSOFT CORP	COM	82668M102	1,492	379,757	SH SOLE	379,757
SIMPLEX SOLUTIONS INC	COM	828854109	9,408	622,222	SH SOLE	622,222
SNAP ON INC	COM	833034101	402	18,000	SH SOLE	18,000
SOLETRON CORP	COM	834182107	2,371	203,500	SH SOLE	203,500
SOUTHERN CO	COM	842587107	5,117	213,400	SH SOLE	213,400
SOUTHTRUST CORP	COM	844730101	2,702	106,100	SH SOLE	106,100
SOUTHWEST AIRLS CO	COM	844741108	3,520	237,214	SH SOLE	237,214
SPEECHWORKS INTL INC	COM	84764M101	378	76,617	SH DEFINED	
76,617						
SPRINT CORP (FON GROUP)	COM FON GROUP	852061100	6,629	276,096	SH SOLE	276,096
SPRINT CORP	PCS COM SER 1	852061506	7,673	291,848	SH SOLE	291,848
ST JUDE MED INC	COM	790849103	1,827	26,688	SH SOLE	26,688
ST PAUL COS INC	COM	792860108	2,755	66,846	SH SOLE	66,846
STANDARD MICROSYSTEMS CORP	COM	853626109	14,469	1,542,506	SH SOLE	1,542,506
STANLEY WKS	COM	854616109	970	26,540	SH SOLE	26,540
STAPLES INC	COM	855030102	1,895	142,250	SH SOLE	142,250
STARBUCKS CORP	COM	855244109	1,760	118,500	SH SOLE	118,500
STARWOOD HOTELS & RESORTS WRLDWD	PAIRED CTF	85590A203	1,360	61,800	SH SOLE	61,800
STATE STR CORP	COM	857477103	4,614	101,400	SH SOLE	101,400
STILWELL FINL INC	COM	860831106	1,334	68,400	SH SOLE	68,400
STRYKER CORP	COM	863667101	3,232	61,100	SH SOLE	61,100
SUN MICROSYSTEMS INC	COM	866810104	8,390	1,014,564	SH SOLE	1,014,564
SUNOCO INC	COM	86764P109	931	26,145	SH SOLE	26,145
SUNTRUST BKS INC	COM	867914103	6,057	90,950	SH SOLE	90,950
SUPERVALU INC	COM	868536103	833	41,200	SH SOLE	41,200
SYMBOL TECHNOLOGIES INC	COM	871508107	34,089	3,249,701	SH SOLE	3,249,701

FAIR MARKET VALUE 130,053

SYNOVUS FINL CORP	COM	87161C105	2,495	90,400	SH SOLE	90,400
SYSCO CORP	COM	871829107	5,353	209,600	SH SOLE	209,600
TARGET CORP	COM	87612E106	8,896	280,100	SH SOLE	280,100
TEKTRONIX INC	COM	879131100	511	29,234	SH SOLE	29,234
TELLABS INC	COM	879664100	1,260	127,500	SH SOLE	127,500
TEMPLE INLAND INC	COM	879868107	731	15,400	SH SOLE	15,400
TENET HEALTHCARE CORP	COM	88033G100	6,022	100,957	SH SOLE	100,957
TERADYNE INC	COM	880770102	1,061	54,400	SH SOLE	54,400
TERAYON COMMUNICATION SYS	COM	880775101	583	81,729	SH DEFINED	
81,729						
TEXACO INC	COM	881694103	11,154	171,600	SH SOLE	171,600
TEXAS INSTRS INC	COM	882508104	15,970	639,314	SH SOLE	639,314
TEXTRON INC	COM	883203101	1,475	43,900	SH SOLE	43,900
THERMO ELECTRON CORP	COM	883556102	1,020	56,500	SH SOLE	56,500
THOMAS & BETTS CORP	COM	884315102	318	18,200	SH SOLE	18,200
TIFFANY & CO NEW	COM	886547108	985	45,500	SH SOLE	45,500
TIMKEN CO	COM	887389104	238	17,400	SH SOLE	17,400
TJX COS INC NEW	COM	872540109	2,872	87,300	SH SOLE	87,300
TMP WORLDWIDE INC	COM	872941109	943	33,200	SH SOLE	33,200
TORCHMARK CORP	COM	891027104	1,525	39,100	SH SOLE	39,100
TOYS R US INC	COM	892335100	1,060	61,500	SH SOLE	61,500
TRANSOCEAN SEDCO FOREX INC	ORD	G90078109	2,616	99,086	SH SOLE	99,086
TRIBUNE CO NEW	COM	896047107	2,919	92,973	SH SOLE	92,973
TRICON GLOBAL RESTAURANTS INC	COM	895953107	1,794	45,732	SH SOLE	45,732
TRW INC	COM	872649108	1,160	38,900	SH SOLE	38,900
TUPPERWARE CORP	COM	899896104	362	18,150	SH SOLE	18,150
TXU CORP	COM	873168108	3,711	80,117	SH SOLE	80,117
TYCO INTL LTD NEW	NEW COM	902124106	27,453	603,365	SH SOLE	603,365
UNILEVER N V	NY SHS NEW	904784709	9,618	178,039	SH SOLE	178,039
UNION PAC CORP	COM	907818108	3,621	77,200	SH SOLE	77,200
UNION PLANTERS CORP	COM	908068109	1,832	42,700	SH SOLE	42,700
UNISYS CORP	COM	909214108	855	98,700	SH SOLE	98,700

UNITEDHEALTH GROUP INC	COM	91324P102	6,570	98,796	SH SOLE	98,796
UNITED TECHNOLOGIES CORP	COM	913017109	6,822	146,700	SH SOLE	146,700
UNIVISION COMMUNICATIONS INC	CL A	914906102	1,489	64,900	SH SOLE	64,900
FAIR MARKET VALUE			135,294			
UNOCAL CORP	COM	915289102	2,464	75,800	SH SOLE	75,800
UNUMPROVIDENT CORP	COM	91529Y106	1,898	75,176	SH SOLE	75,176
US AIRWAYS GROUP INC	COM	911905107	97	20,900	SH SOLE	20,900
US BANCORP DEL	COM NEW	902973304	13,168	593,679	SH SOLE	593,679
USA ED INC	COM	90390U102	4,204	50,700	SH SOLE	50,700
UST INC	COM	902911106	1,690	50,893	SH SOLE	50,893
USX MARATHON GROUP	COM NEW	902905827	2,571	96,100	SH SOLE	96,100
USX-U S STL	COM	90337T101	387	27,700	SH SOLE	27,700
V F CORP	COM	918204108	1,019	34,800	SH SOLE	34,800
VERITAS SOFTWARE CO	COM	923436109	2,283	123,780	SH SOLE	123,780
VERIZON COMMUNICATIONS	COM	92343V104	45,593	842,603	SH SOLE	842,603
VIACOM INC	CL B	925524308	19,136	554,670	SH SOLE	554,670
VISTEON CORP	COM	92839U107	520	40,808	SH SOLE	40,808
VITESSE SEMICONDUCTOR CORP	COM	928497106	442	57,000	SH SOLE	57,000
VULCAN MATLS CO	COM	929160109	1,361	31,500	SH SOLE	31,500
WACHOVIA CORP 2ND NEW	COM	929903102	13,544	436,906	SH SOLE	436,906
WAL MART STORES INC	COM	931142103	68,952	1,392,966	SH SOLE	1,392,966
WALGREEN CO	COM	931422109	10,918	317,100	SH SOLE	317,100
WASHINGTON MUTUAL INC	COM	939322103	10,522	273,434	SH SOLE	273,434
WASTE MGMT INC DEL	COM	94106L109	5,211	194,871	SH SOLE	194,871
WATSON PHARMACEUTICALS INC	COM	942683103	1,805	33,000	SH SOLE	33,000
WELLPOINT HEALTH NETWORK INC NEW	COM	94973H108	2,161	19,800	SH SOLE	19,800
WELLS FARGO & CO	COM	949746101	23,766	534,674	SH SOLE	534,674
WENDYS INTL INC	COM	950590109	946	35,485	SH SOLE	35,485
WESTVACO CORP	COM	961548104	806	31,350	SH SOLE	31,350
WEYERHAEUSER CO	COM	962166104	3,267	67,070	SH SOLE	67,070
WHIRLPOOL CORP	COM	963320106	1,151	20,800	SH SOLE	20,800
WILLAMETTE INDS INC	COM	969133107	1,539	34,200	SH SOLE	34,200
WILLIAMS COMMUNICATIONS GROUP	CL A	969455104	10,733	9,096,093	SH SOLE	9,096,093
WILLIAMS COS INC	COM	969457100	4,136	151,492	SH SOLE	151,492
WIND RIVER SYSTEMS INC	COM	973149107	134	12,807	SH SOLE	12,807
WINN DIXIE STORES INC	COM	974280109	500	43,700	SH SOLE	43,700
WORLDCOM INC GA NEW	COM	98157D106	13,533	899,768	SH SOLE	899,768
WORTHINGTON INDS INC	COM	981811102	299	26,600	SH SOLE	26,600
WRIGLEY WM JR CO	COM	982526105	3,612	70,400	SH SOLE	70,400
FAIR MARKET VALUE			274,368			
XCEL ENERGY INC	COM	98389B100	3,009	106,905	SH SOLE	106,905
XEROX CORP	COM	984121103	1,676	216,300	SH SOLE	216,300
XILINX INC	COM	983919101	3,595	152,788	SH SOLE	152,788
YAHOO INC	COM	984332106	1,557	176,700	SH SOLE	176,700
ZIMMER HLDGS INC	COM	98956P102	1,681	60,588	SH SOLE	60,588
ZIONS BANCORPORATION	COM	989701107	1,535	28,600	SH SOLE	28,600
FAIR MARKET VALUE			13,053			
FAIR MARKET VALUE REPORT TOTAL:			3,112,322			

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