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EDWARDS A G INC  
Form 13F-HR  
February 12, 2004

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2003

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

Institutional Investment Manager Filing this Report:

Name: A.G. Edwards, Inc.  
Address: One North Jefferson  
St. Louis, MO 63103

Form 13F File Number: 28-4192

The institutional investment manager filing this report and the person by who it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Joseph G. Porter  
Assistant Treasurer  
314-955-3462

Signature, Place, and Date of Signing:

/s/ Joseph G. Porter St. Louis, MO 02/12/04  
[Signature] [City, State] [Date]

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 reporting manager(s).)

List of Other Managers Reporting for this Manager:  
[If there are no entries in this list, omit this section.]

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 405

Form 13F Information Table Value Total: \$2,122,906  
(thousands)

List of Other Included Managers:

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

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
1	28-3548	A.G. Edwards & Sons, Inc.
2	28-6731	A.G. Edwards Trust Company FSB

NAME OF ISSUER	-TITLE OF CLASS-	--CUSIP--	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	-M
D * ADC TELECOMMUNICATIONS INC	COM	000886101	37	12530			DEFINED	01
D AFLAC INC	COM	001055102	1561	43145			DEFINED	01
D AMB PROPERTY CORP	COM	00163T109	12472	379316			DEFINED	01
D AT&T WIRELESS SERVICES INC	COM	00209A106	89	11160			DEFINED	01
D ABBOTT LABORATORIES	COM	002824100	4668	100164			DEFINED	01
D ABERDEEN ASIA-PACIFIC INCOME	COM	003009107	1730	272520			DEFINED	01
D ADOBE SYSTEMS INC	COM	00724F101	236	6032			DEFINED	01
D AEGON N V ORD	COM	007924103	288	19490			DEFINED	01
D AFFILIATED COMPUTER SVCS INC	COM	008190100	985	18092			DEFINED	01
D AFFILIATED MANAGERS GROUP INC	COM	008252108	2709	38929			DEFINED	02
D ALCOA INC	COM	013817101	29035	764067			DEFINED	01
D ALLIED CAPITAL CORP NEW	COM	01903Q108	504	18065			DEFINED	01
D ALLSTATE CORP	COM	020002101	1087	25269			DEFINED	01
D ALLTEL CORP	COM	020039103	267	5722			DEFINED	01
D ALTRIA GROUP INC	COM	02209S103	3292	60501			DEFINED	01
D AMBASSADORS GROUP INC	COM	023177108	3546	150970			DEFINED	01
D AMEREN CORP	COM	023608102	1299	28229			DEFINED	01
D * AMERICAN CAP STRATEGIES LTD	COM	024937104	1079	36279			DEFINED	01
D AMERICAN EXPRESS CO	COM	025816109	24381	505507			DEFINED	01
D AMERICAN INTL GROUP INC	COM	026874107	10165	153367			DEFINED	01
D AMERICAN POWER CONVERSION CORP	COM	029066107	234	9561			DEFINED	01
D * AMGEN	COM	031162100	2186	35377			DEFINED	01
D ANADARKO PETROLEUM CORP	COM	032511107	894	17522			DEFINED	01
D ANHEUSER-BUSCH COS INC	COM	035229103	9454	179463			DEFINED	01

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D ANNALY MORTGAGE MANAGEMENT INC	COM	035710409	6382	346863	DEFINED	01
D APACHE CORP	COM	037411105	1022	12596	DEFINED	01
D APOLLO GROUP INC	COM	037604105	700	10323	DEFINED	01
D * APPLIED MATERIALS	COM	038222105	1152	51324	DEFINED	01
D ARCHER-DANIELS-MIDLAND CO.	COM	039483102	211	13878	DEFINED	01
D ARCHSTONE-SMITH TRUST	COM	039583109	417	14905	DEFINED	01
D ARGOSY GAMING COMPANY	COM	040228108	23692	911568	DEFINED	01
D * ATMEL CORP	COM	049513104	111	18550	DEFINED	01
D AUTOMATIC DATA PROCESSING INC	COM	053015103	4870	122939	DEFINED	01
D AUTOZONE INC	COM	053332102	677	7945	DEFINED	01
D BB&T CORP	COM	054937107	1127	29162	DEFINED	01
D BCE INC	COM	05534B109	545	24364	DEFINED	01
D BP P.L.C. SPONSORED ADR	COM	055622104	17527	355153	DEFINED	01
D BAKER HUGHES INC	COM	057224107	354	11015	DEFINED	01
D BANK OF AMERICA CORP	COM	060505104	8967	111483	DEFINED	01
D BANK ONE CORP	COM	06423A103	1317	28879	DEFINED	01
D BANKNORTH GROUP INC NEW	COM	06646R107	1091	33531	DEFINED	01
D BECTON DICKINSON CO	COM	075887109	319	7748	DEFINED	01
D * BED BATH & BEYOND INC	COM	075896100	1341	30925	DEFINED	01
D BELLSOUTH CORPORATION	COM	079860102	1749	61813	DEFINED	01
D BERKSHIRE HATHAWAY INC	COM	084670108	927	11	DEFINED	01
D BERKSHIRE HATHAWAY INC DEL	COM	084670207	28719	10202	DEFINED	01
D * BIOMET INC	COM	090613100	2133	58904	DEFINED	01
D BLACKROCK MUNI TARGET TERM	COM	09247M105	1802	164552	DEFINED	01
D H & R BLOCK INC	COM	093671105	374	6756	DEFINED	01
D BOEING COMPANY	COM	097023105	603	14316	DEFINED	01
D BRISTOL-MYERS SQUIBB CO	COM	110122108	14983	523896	DEFINED	01
D BROWN & BROWN INC	COM	115236101	2537	77784	DEFINED	01
D BROWN SHOE CO INC NEW	COM	115736100	638	16819	DEFINED	01
D BRUNSWICK CORP	COM	117043109	12101	380183	DEFINED	01
D BRUSH ENGINEERED MATERIALS INC	COM	117421107	156	10200	DEFINED	01
D BUCKEYE PARTNERS L.P.	COM	118230101	338	7460	DEFINED	01
D BURLINGTON NORTHERN SANTA FE	COM	12189T104	946	29240	DEFINED	01
D CBL & ASSOCIATES PROPERTIES	COM	124830100	9765	172836	DEFINED	01
D CIGNA CORP	COM	125509109	218	3783	DEFINED	01
D CPI CORP	COM	125902106	836	41365	DEFINED	01
D CDN IMPERIAL BK COMMERCE	COM	136069101	200	4000	DEFINED	02
D CANADIAN NATURAL RESOURCES LTD	COM	136385101	414	8201	DEFINED	01
D * CAPITAL AUTOMOTIVE REIT SBI	COM	139733109	5127	160204	DEFINED	01
D CAPITAL ONE FINANCIAL CORP	COM	14040H105	28961	472518	DEFINED	01
D CARDINAL HEALTH INC	COM	14149Y108	2078	33980	DEFINED	01
D CARNIVAL CORP	COM	143658300	435	10942	DEFINED	01
D CATERPILLAR INC	COM	149123101	13322	160471	DEFINED	01
D CENDANT CORP	COM	151313103	391	17560	DEFINED	01
D CEPHALON INC	COM	156708109	243	5016	DEFINED	01
D CHARLES RIVER LABS INTL INC	COM	159864107	626	18240	DEFINED	02
D CHEVRONTEXACO CORP	COM	166764100	35543	411423	DEFINED	01
D CHOICE HOTELS INTL INC NEW	COM	169905106	1397	39625	DEFINED	01
D * CHIRON CORP	COM	170040109	279	4892	DEFINED	01
D * CINCINNATI FINANCIAL CORP	COM	172062101	387	9265	DEFINED	01
D * CISCO SYSTEMS INC	COM	17275R102	4798	198029	DEFINED	01
D CITIGROUP INC	COM	172967101	3642	75025	DEFINED	01
D CLEAR CHANNEL COMMUNICATIONS	COM	184502102	43328	925219	DEFINED	01
D CLOROX CO	COM	189054109	268	5528	DEFINED	01
D COCA-COLA CO	COM	191216100	6780	133603	DEFINED	01
D COLGATE-PALMOLIVE CO	COM	194162103	1877	37498	DEFINED	01
D * COMCAST CORP NEW CL A	COM	20030N101	677	20648	DEFINED	01
D * COMCAST CORP NEW CL A SPL	COM	20030N200	27112	866474	DEFINED	01
D * COMMERCE BANCSHARES INC	COM	200525103	469	9573	DEFINED	01
D CONAGRA FOODS INC	COM	205887102	9257	350769	DEFINED	01
D CONOCOPHILLIPS	COM	20825C104	3529	53827	DEFINED	01
D CONSOLIDATED EDISON INC	COM	209115104	614	14284	DEFINED	01

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D CORNING INC	COM	219350105	226	21702	DEFINED	01
D * COST PLUS INC (CA)	COM	221485105	902	21992	DEFINED	01
D COUNTRYWIDE FINANCIAL CORP	COM	222372104	222	2932	DEFINED	01
D * CROSSTEX ENERGY L.P.	COM	22765U102	658	15926	DEFINED	01
D CYBERGUARD CORP	COM	231910100	105	12000	DEFINED	01
D DNP SELECT INCOME FUND INC	COM	23325P104	230	20950	DEFINED	01
D DARDEN RESTAURANTS INC	COM	237194105	2128	101136	DEFINED	01
D DEAN FOODS COMPANY NEW	COM	242370104	1728	52580	DEFINED	01
D DEERE & CO	COM	244199105	265	4079	DEFINED	01
D * DELL INC	COM	24702R101	420	12355	DEFINED	01
D DELTA & PINE LAND CO	COM	247357106	2633	103663	DEFINED	01
D DENTSPLY INTERNATIONAL INC NEW	COM	249030107	1886	41750	DEFINED	01
D DEVELOPERS DIVERSIFIED RLTY CP	COM	251591103	698	20798	DEFINED	01
D DIAGEO PLC NEW	COM	25243Q205	35217	666237	DEFINED	01
D DIAMONDS TRUST SER 1 (DJIA)	COM	252787106	672	6423	DEFINED	01
D WALT DISNEY CO	COM	254687106	18722	802469	DEFINED	01
D DOMINION RES INC NEW (VA)	COM	25746U109	1803	28243	DEFINED	01
D DONALDSON CO INC	COM	257651109	1082	18288	DEFINED	01
D DOW CHEMICAL COMPANY	COM	260543103	19677	473335	DEFINED	01
D E.I. DU PONT DE NEMOURS&CO	COM	263534109	3020	65813	DEFINED	01
D DUKE ENERGY CORP	COM	264399106	389	19032	DEFINED	01
D DYNEX CAPITAL INC #	COM	26817Q506	61	10000	DEFINED	01
D EMC CORPORATION (MA)	COM	268648102	843	65223	DEFINED	01
D ECOLAB INC	COM	278865100	462	16898	DEFINED	01
D A.G. EDWARDS, INC	COM	281760108	5548	153124	DEFINED	01
D ELAN CORP PLC ADR	COM	284131208	138	20000	DEFINED	01
D EMERSON ELECTRIC CO	COM	291011104	31852	491929	DEFINED	01
D EMPIRE DISTRICT ELECTRIC CO	COM	291641108	389	17757	DEFINED	01
D ENERGEN CORP	COM	29265N108	451	11001	DEFINED	01
D ENERGIZER HOLDINGS INC	COM	29266R108	4645	123665	DEFINED	01
D ENERPLUS RESOURCE FUND #	COM	29274D604	11652	382778	DEFINED	01
D ENTERCOM COMMUNICATIONS CORP	COM	293639100	5980	112919	DEFINED	02
D ENTERPRISE PRODS PARTNERS L.P.	COM	293792107	746	30401	DEFINED	01
D EQUITY RESIDENTIAL	COM	29476L107	305	10340	DEFINED	01
D ETHAN ALLEN INTERIORS INC	COM	297602104	2981	71175	DEFINED	01
D EUROPEAN WARRANT FUND INC	COM	298792102	24	10001	DEFINED	01
D EXELON CORP	COM	30161N101	242	3646	DEFINED	01
D * EXPEDITORS INTL WASHINGTON	COM	302130109	10411	276442	DEFINED	01
D * EXPRESS SCRIPTS INC	COM	302182100	556	8373	DEFINED	01
D EXXON MOBIL CORP	COM	30231G102	44326	1081121	DEFINED	01
D FPL GROUP INC	COM	302571104	533	8145	DEFINED	01
D FACTSET RESEARCH SYSTEMS INC	COM	303075105	813	21270	DEFINED	01
D FREDDIE MAC	COM	313400301	806	13823	DEFINED	01
D FANNIE MAE	COM	313586109	4832	64370	DEFINED	01
D FEDERATED DEPT STORES INC DEL	COM	31410H101	518	10992	DEFINED	01
D FEDEX CORP	COM	31428X106	697	10328	DEFINED	01
D * FIFTH THIRD BANCORP	COM	316773100	2354	39830	DEFINED	01
D FINANCIAL FEDERAL CORP	COM	317492106	7624	249566	DEFINED	02
D FIRST DATA CORP	COM	319963104	33668	819376	DEFINED	01
D FIRST POTOMAC REALTY TRUST	COM	33610F109	321	17115	DEFINED	01
D * FISERV INC	COM	337738108	1243	31427	DEFINED	01
D FLEETBOSTON FINANCIAL CORP	COM	339030108	608	13930	DEFINED	01
D FLORIDA BANKS INC	COM	340560101	280	20000	DEFINED	01
D FLORIDA EAST COAST INDS INC	COM	340632108	828	25001	DEFINED	01
D FLUOR CORP NEW	COM	343412102	876	22097	DEFINED	01
D FORD MOTOR CO (NEW)	COM	345370860	991	61939	DEFINED	01
D FORTUNE BRANDS INC	COM	349631101	610	8536	DEFINED	01
D FORWARD AIR CORP	COM	349853101	860	31287	DEFINED	01
D GABELLI GLOBAL MULTIMEDIA TR	COM	36239Q109	7656	844075	DEFINED	01
D GANNETT CO INC	COM	364730101	897	10066	DEFINED	01
D GAP INC	COM	364760108	307	13245	DEFINED	01
D GENERAL ELECTRIC CO	COM	369604103	32280	1041969	DEFINED	01

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D GENERAL MILLS INC	COM	370334104	2266	50027	DEFINED	01
D GENERAL MOTORS CORP	COM	370442105	382	7152	DEFINED	01
D * GENTEX CORP	COM	371901109	399	9041	DEFINED	01
D GENUINE PARTS CO	COM	372460105	386	11621	DEFINED	01
D GILLETTE CO	COM	375766102	2212	60228	DEFINED	01
D GLADSTONE CAPITAL CORP	COM	376535100	5186	232029	DEFINED	01
D GLADSTONE COMMERCIAL CORP	COM	376536108	3493	207284	DEFINED	01
D GLAXOSMITHKLINE PLC	COM	37733W105	428	9182	DEFINED	01
D GOLDMAN SACHS GROUP INC	COM	38141G104	400	4056	DEFINED	01
D GREATER BAY BANCORP	COM	391648102	11375	399409	DEFINED	01
D GREY WOLF INC	COM	397888108	41	11000	DEFINED	01
D GUIDANT CORP	COM	401698105	335	5571	DEFINED	01
D GULFTERRA ENERGY PARTNERS LP	COM	40274U108	340	8000	DEFINED	01
D HALLIBURTON CO	COM	406216101	217	8340	DEFINED	01
D HARLEY DAVIDSON INC	COM	412822108	11537	242734	DEFINED	01
D HARMAN INTL INDUSTRIES INC NEW	COM	413086109	1226	16575	DEFINED	01
D HARSCO CORP	COM	415864107	4110	93792	DEFINED	01
D HEARST-ARGYLE TELEVISION INC	COM	422317107	827	29993	DEFINED	01
D H.J. HEINZ CO	COM	423074103	539	14802	DEFINED	01
D HERSHEY FOODS CORP	COM	427866108	15940	207036	DEFINED	01
D HEWLETT-PACKARD CO	COM	428236103	1003	43674	DEFINED	01
D HIGH INCOME OPPORTUNITY FUND	COM	42967Q105	168	23400	DEFINED	01
D HILTON HOTELS CORP	COM	432848109	23841	1391745	DEFINED	01
D HOME DEPOT INC	COM	437076102	13191	371679	DEFINED	01
D HONEYWELL INTERNATIONAL INC	COM	438516106	586	17519	DEFINED	01
D * HOT TOPIC INC	COM	441339108	1001	34003	DEFINED	01
D HUBBELL INC CLASS B	COM	443510201	5461	123826	DEFINED	01
D IMS HEALTH INC	COM	449934108	309	12440	DEFINED	01
D ISTAR FINANCIAL INC	COM	45031U101	9535	245111	DEFINED	01
D ITT EDUCATIONAL SERVICES INC	COM	45068B109	3538	75316	DEFINED	02
D ILL TOOL WORKS INC	COM	452308109	16908	201497	DEFINED	01
D IMAGISTICS INTERNATIONAL INC	COM	45247T104	2579	68760	DEFINED	01
D IMPERIAL OIL LTD NEW	COM	453038408	666	15000	DEFINED	01
D * INERGY L P	COM	456615103	340	6872	DEFINED	01
D * INTEL CORP	COM	458140100	5971	186304	DEFINED	01
D INTL BUSINESS MACHINES CORP	COM	459200101	5291	57092	DEFINED	01
D * INTERNATIONAL SPEEDWAY CORP	COM	460335201	3319	74676	DEFINED	01
D INTRUSION INC	COM	46121E106	12	20000	DEFINED	01
D INVESTMENT TECH GROUP INC NEW	COM	46145F105	1489	92196	DEFINED	01
D * INVESTORS FINL SERVICES CORP	COM	461915100	307	8000	DEFINED	01
D IRON MOUNTAIN INC (PA) NEW	COM	462846106	7893	199610	DEFINED	02
D ISHARES INC	COM	464287234	3724	22715	DEFINED	02
D ISHARES TRUST	COM	464287242	5569	50368	DEFINED	01
D ISHARES TRUST	COM	464287309	4467	80345	DEFINED	01
D ISHARES TRUST	COM	464287408	3750	67767	DEFINED	01
D ISHARES TRUST	COM	464287457	18608	225637	DEFINED	01
D ISHARES TRUST	COM	464287465	69903	511066	DEFINED	01
D ISHARES TRUST	COM	464287556	1011	14051	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287580	16178	292029	DEFINED	02
D ISHARES INC	COM	464287606	69237	583297	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287697	1760	30555	DEFINED	01
D ISHARES INC	COM	464287705	59438	538432	DEFINED	01
D ISHARES TRUST-DOW JONES U.S.	COM	464287713	4387	208396	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287762	13162	231001	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287796	457	9248	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287812	10421	215761	DEFINED	01
D ISHARES INC	COM	464287879	39027	388140	DEFINED	01
D ISHARES INC	COM	464287887	46479	523885	DEFINED	01
D JDS UNIPHASE CORP	COM	46612J101	64	17550	DEFINED	01
D JP MORGAN CHASE & CO	COM	46625H100	1134	30876	DEFINED	01
D JEFFERSON PILOT CORP	COM	475070108	375	7412	DEFINED	01
D JOHNSON & JOHNSON	COM	478160104	17559	339893	DEFINED	01

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D KANEB PIPE LINE PARTNERS L.P.	COM	484169107	495	9750	DEFINED	01
D KELLOGG CO	COM	487836108	456	11982	DEFINED	01
D KERR-MCGEE CORP (HOLDING CO)	COM	492386107	6011	129301	DEFINED	01
D KIMBERLY CLARK CORP	COM	494368103	1651	27933	DEFINED	01
D KIMCO REALTY CORP	COM	49446R109	10193	227772	DEFINED	01
D KINDER MORGAN ENRGY PARTNRS LP	COM	494550106	627	12735	DEFINED	01
D KRAFT FOODS INC	COM	50075N104	979	30397	DEFINED	01
D LNR PROPERTY CORP	COM	501940100	3066	61922	DEFINED	01
D LSI LOGIC CORP	COM	502161102	111	12500	DEFINED	01
D LEGGETT AND PLATT	COM	524660107	1071	49498	DEFINED	01
D LEXINGTON CORP PPTYS TRUST SBI	COM	529043101	479	23726	DEFINED	01
D LIBERTY MEDIA CORP NEW	COM	530718105	24410	2052981	DEFINED	01
D LIBERTY PROPERTY TRUST	COM	531172104	675	17351	DEFINED	01
D LIFELINE SYSTEMS INC	COM	532192101	2924	153893	DEFINED	01
D ELI LILLY AND CO	COM	532457108	1108	15759	DEFINED	01
D LIMITED BRANDS INC	COM	532716107	208	11513	DEFINED	01
D LINCARE HOLDINGS INC	COM	532791100	887	29503	DEFINED	01
D LINCOLN NATL CONV SECS FD INC	COM	534183108	203	15000	DEFINED	01
D LOWE'S COMPANIES INC	COM	548661107	3710	66988	DEFINED	01
D LUCENT TECHNOLOGIES INC	COM	549463107	109	38264	DEFINED	01
D MBNA CORP	COM	55262L100	1028	41354	DEFINED	01
D MAGELLAN MIDSTREAM PARTNERS LP	COM	559080106	288	5756	DEFINED	01
D MANAGED MUNIS PORTFOLIO INC	COM	561662107	1866	164423	DEFINED	01
D MANAGED HIGH INCOME PORTFOLIO	COM	56166C105	80	11576	DEFINED	01
D MARKEL CORP (HOLDING COMPANY)	COM	570535104	2646	10436	DEFINED	01
D MARRIOTT INTL INC NEW	COM	571903202	223	4833	DEFINED	01
D MASSEY ENERGY COMPANY	COM	576206106	458	22028	DEFINED	01
D MAY DEPARTMENT STORES CO	COM	577778103	515	17700	DEFINED	01
D MAYTAG CORP	COM	578592107	234	8401	DEFINED	01
D MCDONALD'S CORP	COM	580135101	935	37670	DEFINED	01
D MEDCO HEALTH SOLUTIONS INC	COM	58405U102	459	13494	DEFINED	01
D MEDTRONIC INC	COM	585055106	6656	136921	DEFINED	01
D MERCK & COMPANY INC	COM	589331107	34356	743645	DEFINED	01
D MERCURY GENERAL CORP NEW	COM	589400100	2533	54405	DEFINED	01
D MERRILL LYNCH & CO	COM	590188108	470	8018	DEFINED	01
D * MICROSOFT CORP	COM	594918104	23815	870115	DEFINED	01
D MOHAWK INDUSTRIES INC	COM	608190104	633	8980	DEFINED	02
D ROBERT MONDAVI CORP	COM	609200100	412	10605	DEFINED	01
D MORGAN STANLEY NEW	COM	617446448	796	13757	DEFINED	01
D MOTOROLA INC	COM	620076109	429	30652	DEFINED	01
D MYLAN LABORATORIES	COM	628530107	236	9343	DEFINED	01
D NN INC	COM	629337106	5030	400493	DEFINED	01
D NANOPHASE TECHNOLOGIES CORP	COM	630079101	83	10310	DEFINED	02
D NATIONAL CITY CORP	COM	635405103	1425	41975	DEFINED	01
D NATIONAL COMMERCE FINL CORP	COM	63545P104	14133	518072	DEFINED	01
D NATUZZI S P A ADR	COM	63905A101	8228	816303	DEFINED	02
D NEW YORK TIMES CL A	COM	650111107	9778	204597	DEFINED	01
D NEWELL RUBBERMAID INC	COM	651229106	397	17430	DEFINED	01
D NICOR INC	COM	654086107	7015	206096	DEFINED	01
D NOKIA CORP	COM	654902204	1054	61972	DEFINED	01
D NORFOLK SOUTHERN CORP	COM	655844108	1149	48569	DEFINED	01
D NORTEL NETWORKS CORP NEW	COM	656568102	56	13278	DEFINED	01
D NORTH FORK BANCORPORATION (NY)	COM	659424105	7758	191693	DEFINED	01
D NORTHERN BORDER PARTNERS L P	COM	664785102	1362	34673	DEFINED	01
D NUVEEN DIVIDEND ADVANTAGE	COM	67066V101	1845	119172	DEFINED	01
D OGE ENERGY CORP	COM	670837103	569	23539	DEFINED	01
D NUVEEN MUNICIPAL VALUE FD INC	COM	670928100	3734	400627	DEFINED	01
D OCCIDENTAL PETROLEUM CORP	COM	674599105	513	12141	DEFINED	01
D * ORACLE CORP	COM	68389X105	2040	154182	DEFINED	01
D OWENS-ILLINOIS INC NEW	COM	690768403	155	13000	DEFINED	01
D PMC CAPITAL INC	COM	693430100	417	74935	DEFINED	01
D PMC COMMERCIAL TRUST SBI	COM	693434102	511	33534	DEFINED	01

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D PPG INDUSTRIES	COM	693506107	203	3173	DEFINED	01
D * PAYCHEX INC	COM	704326107	421	11312	DEFINED	01
D PEOPLES BANK	COM	710198102	286	8800	DEFINED	01
D PEPSICO INC	COM	713448108	28289	606806	DEFINED	01
D PFIZER INC	COM	717081103	27844	788118	DEFINED	01
D PHOTOGEN TECHNOLOGIES INC #	COM	71932A309	71	43000	DEFINED	01
D PIEDMONT NATURAL GAS CO INC	COM	720186105	265	6100	DEFINED	01
D PLAINS RESOURCES INC #	COM	726540503	2598	161850	DEFINED	01
D PLANTRONICS INC NEW	COM	727493108	8793	269310	DEFINED	02
D PLUM CREEK TIMBER CO INC	COM	729251108	14087	462626	DEFINED	01
D PRO-PHARMACEUTICALS INC	COM	74267T109	686	173600	DEFINED	02
D PROCTER & GAMBLE CO	COM	742718109	13368	133838	DEFINED	01
D PROGRESS ENERGY INC	COM	743263105	793	17515	DEFINED	01
D PUBLIC STORAGE INC	COM	74460D109	1284	29585	DEFINED	01
D PULITZER INC	COM	745769109	1232	22806	DEFINED	01
D PULTE HOMES INC	COM	745867101	1083	11568	DEFINED	01
D PUTNAM MASTER INCOME TRUST SBI	COM	74683K104	93	13551	DEFINED	01
D PUTNAM MASTER INTERMEDIATE -	COM	746909100	75	11375	DEFINED	01
D QUAKER FABRIC CORP	COM	747399103	827	87370	DEFINED	01
D * QUALCOMM INC	COM	747525103	819	15195	DEFINED	01
D QWEST COMMUNICATIONS	COM	749121109	91	20983	DEFINED	01
D RALCORP HOLDINGS INC NEW	COM	751028101	838	26719	DEFINED	02
D RAYONIER INC	COM	754907103	10288	247843	DEFINED	01
D RAYTHEON CO NEW	COM	755111507	676	22517	DEFINED	01
D REALTY INCOME CORP	COM	756109104	1152	28806	DEFINED	01
D REINSURANCE GROUP OF AMERICA	COM	759351109	238	6154	DEFINED	01
D RENAL CARE GROUP INC	COM	759930100	358	8690	DEFINED	01
D RESMED INC	COM	761152107	769	18515	DEFINED	01
D R.J. REYNOLDS TOBACCO HLDGS	COM	76182K105	1329	22852	DEFINED	01
D ROCKWELL AUTOMATION INC	COM	773903109	495	13892	DEFINED	01
D ROCKWELL COLLINS INC	COM	774341101	369	12285	DEFINED	01
D ROYAL BANK OF CANADA	COM	780087102	665	13937	DEFINED	01
D ROYAL DUTCH PETROLEUM CO #	COM	780257804	3650	69671	DEFINED	01
D SBC COMMUNICATIONS INC	COM	78387G103	4143	158915	DEFINED	01
D SLM CORP	COM	78442P106	385	10223	DEFINED	01
D ST JOE COMPANY	COM	790148100	2275	61001	DEFINED	01
D ST JUDE MEDICAL INC	COM	790849103	393	6400	DEFINED	01
D ST. PAUL COMPANIES INC	COM	792860108	399	10056	DEFINED	01
D SARA LEE CORP	COM	803111103	1804	83112	DEFINED	01
D SCANA CORP NEW	COM	80589M102	1709	49896	DEFINED	01
D SCHERING-PLOUGH CORP	COM	806605101	1145	65843	DEFINED	01
D SCHLUMBERGER LTD	COM	806857108	857	15664	DEFINED	01
D A. SCHULMAN INC	COM	808194104	8087	379296	DEFINED	01
D SCOTTS COMPANY	COM	810186106	3521	59525	DEFINED	01
D E W SCRIPPS CO NEW CL A	COM	811054204	7212	76613	DEFINED	01
D SEALED AIR CORP NEW	COM	81211K100	310	5735	DEFINED	01
D SEARS, ROEBUCK & CO	COM	812387108	290	6383	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y100	16651	623849	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y407	11389	361684	DEFINED	01
D SECTOR SPDR TRUST (ENERGY)	COM	81369Y506	20796	754839	DEFINED	01
D SECTOR SPDR TRUST (FINANCIAL)	COM	81369Y605	28939	1028750	DEFINED	01
D SECTOR SPDR TRUST (INDUSTRIAL)	COM	81369Y704	18325	684798	DEFINED	01
D SECTOR SPDR TRUST (TECHNOLOGY)	COM	81369Y803	24634	1208733	DEFINED	02
D SECTOR SPDR TRUST (UTILITIES)	COM	81369Y886	277	11890	DEFINED	01
D SERVICE CORP INTL	COM	817565104	323	60010	DEFINED	01
D * SIGMA ALDRICH CORP	COM	826552101	13819	241681	DEFINED	01
D SMITH & WOLLENSKY RESTAURANT	COM	831758107	2632	412496	DEFINED	01
D J.M. SMUCKER CO NEW	COM	832696405	6583	145358	DEFINED	01
D SNAP-ON INC	COM	833034101	10796	334877	DEFINED	01
D * SONICWALL INC	COM	835470105	79	10100	DEFINED	01
D SOUTHERN COMPANY	COM	842587107	1031	34090	DEFINED	01
D SOUTHWEST AIRLINES CO	COM	844741108	191	11807	DEFINED	01

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D SPRINT CORP (FON GROUP)	COM	852061100	304	18489	DEFINED	01
D STATE STREET CORP	COM	857477103	823	15807	DEFINED	01
D STEWART ENTERPRISES INC	COM	860370105	275	48373	DEFINED	01
D * STREICHER MOBILE FUELING INC	COM	862924107	30	22144	DEFINED	01
D STREETTRACKS SERIES TRUST	COM	86330E604	15449	103146	DEFINED	01
D STRYKER CORP	COM	863667101	258	3031	DEFINED	01
D SUN COMMUNITIES INC	COM	866674104	323	8335	DEFINED	01
D * SUN MICROSYSTEMS INC	COM	866810104	840	187826	DEFINED	01
D SUNGARD DATA SYSTEMS INC	COM	867363103	939	33875	DEFINED	01
D SUNTRUST BANKS INC	COM	867914103	964	13481	DEFINED	01
D SURMODICS INC	COM	868873100	365	15360	DEFINED	01
D SYSCO CORPORATION	COM	871829107	6410	172161	DEFINED	01
D TCF FINANCIAL CORP	COM	872275102	6451	125632	DEFINED	01
D TECO ENERGY INC	COM	872375100	255	17688	DEFINED	01
D TEPPCO PARTNERS L.P.	COM	872384102	290	7195	DEFINED	01
D TII NETWORK TECH INC	COM	872479209	42	20000	DEFINED	01
D TARGET CORP	COM	87612E106	6171	160706	DEFINED	01
D TEMPLETON GLOBAL INCOME FUND	COM	880198106	199	20926	DEFINED	01
D * TEVA PHARMACEUTICAL INDS ADR	COM	881624209	2054	36214	DEFINED	01
D TEXAS INSTRUMENTS INC	COM	882508104	794	27018	DEFINED	01
D THORNBURG MORTGAGE INC	COM	885218107	974	35822	DEFINED	01
D 3M COMPANY	COM	88579Y101	5402	63533	DEFINED	01
D TIME WARNER INC	COM	887317105	1203	66890	DEFINED	01
D TRANSCANADA CORP	COM	89353D107	250	11625	DEFINED	01
D TRIBUNE CO NEW	COM	896047107	5646	109420	DEFINED	01
D TYCO INTERNATIONAL LTD NEW	COM	902124106	1999	75449	DEFINED	01
D * USA TRUCK INC	COM	902925106	335	33845	DEFINED	01
D US BANCORP NEW	COM	902973304	2325	79183	DEFINED	01
D UNION PACIFIC CORP	COM	907818108	1226	17650	DEFINED	01
D UNION PLANTERS CORP	COM	908068109	630	20021	DEFINED	01
D UNITED PARCEL SERVICE INC	COM	911312106	1027	13781	DEFINED	01
D UNITED TECHNOLOGIES CORP	COM	913017109	2342	24716	DEFINED	01
D VAN KAMPEN SENIOR INCOME TRUST	COM	920961109	1459	169055	DEFINED	01
D VARIAN MEDICAL SYSTEMS INC	COM	92220P105	13428	194328	DEFINED	01
D VECTREN CORP	COM	92240G101	7880	319660	DEFINED	01
D VERIZON COMMUNICATIONS	COM	92343V104	1931	55037	DEFINED	01
D VIACOM INC CL B	COM	925524308	427	9628	DEFINED	01
D VODAFONE GROUP PLC NEW	COM	92857W100	530	21149	DEFINED	01
D WD-40 COMPANY	COM	929236107	264	7474	DEFINED	01
D W.P. CAREY & CO LLC	COM	92930Y107	320	10485	DEFINED	01
D WPS RESOURCES CORP	COM	92931B106	337	7285	DEFINED	01
D WACHOVIA CORP (2ND NEW)	COM	929903102	2281	48951	DEFINED	01
D WAL-MART STORES INC	COM	931142103	44373	836436	DEFINED	01
D WALGREEN COMPANY	COM	931422109	4632	127327	DEFINED	01
D WASHINGTON MUTUAL INC	COM	939322103	1085	27052	DEFINED	01
D WASHINGTON POST CO CL B	COM	939640108	336	425	DEFINED	01
D WASTE MANAGEMENT INC NEW	COM	94106L109	259	8766	DEFINED	01
D WEINGARTEN REALTY INVS SBI	COM	948741103	244	5500	DEFINED	01
D WELLPOINT HEALTH NETWORKS NEW	COM	94973H108	265	2732	DEFINED	01
D WELLS FARGO & CO NEW	COM	949746101	37296	633317	DEFINED	01
D * WERNER ENTERPRISES INC	COM	950755108	200	10270	DEFINED	01
D WESTWOOD ONE INC	COM	961815107	4563	133396	DEFINED	01
D * WHITE ELECTRONIC DESIGNS CP	COM	963801105	199	22622	DEFINED	01
D WHOLE FOODS MARKET INC	COM	966837106	220	3280	DEFINED	01
D JOHN WILEY & SONS INC	COM	968223206	2220	85279	DEFINED	01
D WILMINGTON TRUST CORP	COM	971807102	374	10401	DEFINED	01
D WYETH	COM	983024100	3327	78372	DEFINED	01
D XCEL ENERGY INC	COM	98389B100	1015	59755	DEFINED	01
D XEROX CORPORATION	COM	984121103	305	22098	DEFINED	01
D ZEBRA TECHNOLOGIES CORP	COM	989207105	13246	199577	DEFINED	02
D ZILA INC	COM	989513205	102	24928	DEFINED	01
D ZIMMER HOLDINGS INC	COM	98956P102	1108	15736	DEFINED	01



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D COOPER INDUSTRIES LTD	COM	G24182100	406	7005	DEFINED 01
D INGERSOLL-RAND COMPANY LIMITED	COM	G4776G101	30761	453167	DEFINED 01
D MONTPELIER RE HOLDINGS LTD	COM	G62185106	4367	119000	DEFINED 01
D NABORS INDUSTRIES LTD	COM	G6359F103	235	5660	DEFINED 01
D W.P. STEWART & CO LTD	COM	G84922106	12319	572188	DEFINED 01
D TRANSOCEAN INC	COM	G90078109	481	20049	DEFINED 01
D WHITE MTNS INS GROUP LTD	COM	G9618E107	16664	36230	DEFINED 01
D WILLIS GROUP HOLDINGS LTD	COM	G96655108	7605	223211	DEFINED 01
D XL CAPITAL LTD	COM	G98255105	271	3497	DEFINED 01
S REPORT SUMMARY	405 DATA RECORDS		2122906		2 OTHER MANAGERS