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WADDELL & REED FINANCIAL INC
Form 13F-HR
February 17, 2009

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, 2008

Check here if Amendment ; Amendment No. _____

This Amendment (check one only): is a restatement.

adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Waddell & Reed Financial, Inc.
Address: 6300 Lamar Avenue
Overland Park, KS 66202

Form 13F File Number: 28-7592

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Wendy J. Hills
Title: Secretary
Phone: (913) 236-2013

Signature, Place, and Date of Signing:

/s/ Wendy J. Hills Overland Park, Kansas February 17, 2009

The securities reported on herein are beneficially owned by (i) one or more open-end investment companies or other managed accounts which are advised by Waddell & Reed Investment Management Company ("WRIMCO") or Ivy Investment Management Company ("IICO"), or (ii) by managed accounts advised by Austin, Calvert & Flavin, Inc. ("ACF"), an investment advisor and wholly owned subsidiary of WRIMCO. WRIMCO is an investment advisory subsidiary of Waddell & Reed, Inc. ("WRI"). WRI is a broker-dealer and underwriting subsidiary of Waddell & Reed Financial Services, Inc., a parent holding company ("WRFSI"). WRFSI is a subsidiary of Waddell & Reed Financial, Inc., a publicly traded company ("WDR"). IICO is an investment advisory subsidiary of WDR. WDR, WRFSI and WRI are deemed to have "investment discretion" over the securities due to their control relationship with IICO, WRIMCO and/or ACF pursuant to Rule 13f-1(b) of the 1934 Securities Exchange Act, as amended.

Report Type. (Check only one):

13F HOLDINGS. (Check here if all holdings of this reporting

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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).)

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers 5
 Form 13F Information Table Entry Total 845
 Form 13F Information Table Value Total \$21,928,687 (\$ 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.

No.	Form 13F File Number	Name
1	28-7594	Waddell & Reed Financial Services, Inc.
2	28-375	Waddell & Reed, Inc.
3	28-4466	Waddell & Reed Investment Management Company
4	28-3226	Austin, Calvert & Flavin, Inc.
5	28-10368	Ivy Investment Management Company

31-Dec-08

ITEM 1 NAME OF ISSUE	ITEM 2 TITLE OF CLASS	ITEM 3 CUSIP NUMBER	ITEM 4 FAIR MARKET VALUE	ITEM 5 SHARES/ PRINCIPAL AMOUNT	ITEM 6 PUT/ CALL	ITEM 7 INVESTMENT DISCRETION	ITEM 8 MANAGEMENT SEE INST
AFLAC INC	COM	001055102	1,829	39,900 SH		DEFINED	1,2,3
AT&T INC	COM	00206R102	23,527	825,500 SH		DEFINED	5
AT&T INC	COM	00206R102	5,953	208,867 SH		DEFINED	1,2,3
AT&T INC	COM	00206R102	144,779	5,079,967 SH		DEFINED	1,2,3
ABBOTT LABS	COM	002824100	79,370	1,487,158 SH		DEFINED	5
ABBOTT LABS	COM	002824100	7,281	136,418 SH		DEFINED	1,2,3
ABBOTT LABS	COM	002824100	364,882	6,836,846 SH		DEFINED	1,2,3
ABERCROMBIE & FITCH CO	CL A	002896207	3,133	135,800 SH		DEFINED	5
ABERCROMBIE & FITCH CO	CL A	002896207	5,020	217,600 SH		DEFINED	1,2,3
ABIOMED INC	COM	003654100	5,762	350,900 SH		DEFINED	5
ABIOMED INC	COM	003654100	38,681	2,355,721 SH		DEFINED	1,2,3
ACI WORLDWIDE INC	COM	004498101	26,096	1,641,264 SH		DEFINED	5

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ACI WORLDWIDE INC	COM	004498101	85,299	5,364,710	SH	DEFINED	1,2,3
ACTIVISION BLIZZARD INC	COM	00507V109	1,280	148,096	SH	DEFINED	5
ACTIVISION BLIZZARD INC	COM	00507V109	17,715	2,050,355	SH	DEFINED	1,2,3
ADVISORY BRD CO	COM	00762W107	4,576	205,200	SH	DEFINED	5
ADVISORY BRD CO	COM	00762W107	7,334	328,900	SH	DEFINED	1,2,3
AEROVIRONMENT INC	COM	008073108	19,601	532,500	SH	DEFINED	1,2,3
AGRIA CORP	SPONSORED						
	ADR	00850H103	37	25,000	SH	DEFINED	5
AIR PRODS & CHEMS INC	COM	009158106	8,429	167,684	SH	DEFINED	5
AIR PRODS & CHEMS INC	COM	009158106	41,306	821,678	SH	DEFINED	1,2,3
AKAMAI TECHNOLOGIES INC	COM	00971T101	1,441	95,500	SH	DEFINED	5
AKAMAI TECHNOLOGIES INC	COM	00971T101	11,551	765,500	SH	DEFINED	1,2,3
ALBEMARLE CORP	COM	012653101	5,718	256,400	SH	DEFINED	5
ALBEMARLE CORP	COM	012653101	14,508	650,600	SH	DEFINED	1,2,3
ALBERTO CULVER CO NEW	COM	013078100	3,762	153,500	SH	DEFINED	5
ALBERTO CULVER CO NEW	COM	013078100	51,764	2,111,968	SH	DEFINED	1,2,3
ALLEGHANY CORP DEL	COM	017175100	264	936	SH	DEFINED	1,2,3
ALLEGHENY ENERGY INC	COM	017361106	8,126	240,000	SH	DEFINED	1,2,3
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	5,744	225,000	SH	DEFINED	1,2,3
ALLERGAN INC	COM	018490102	4,439	110,100	SH	DEFINED	5
ALLERGAN INC	COM	018490102	27,059	671,100	SH	DEFINED	1,2,3
ALLIANCE DATA SYSTEMS CORP	COM	018581108	7,063	151,800	SH	DEFINED	5
ALLIANCE DATA SYSTEMS CORP	COM	018581108	26,178	562,600	SH	DEFINED	1,2,3
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	2,481	119,317	SH	DEFINED	5
ALLIANCEBERNSTEIN HOLDING LP	UNIT LTD PARTN	01881G106	5,320	255,895	SH	DEFINED	1,2,3
ALLSCRIPTS HEALTHCARE SOLUTI	COM	01988P108	31,723	3,197,927	SH	DEFINED	1,2,3
ALLSTATE CORP	COM	020002101	6,660	203,300	SH	DEFINED	5
ALLSTATE CORP	COM	020002101	3,889	118,710	SH	DEFINED	1,2,3
ALLSTATE CORP	COM	020002101	23,810	726,800	SH	DEFINED	1,2,3
ALPHATEC HOLDINGS INC	COM	02081G102	541	230,000	SH	DEFINED	1,2,3
ALTRIA GROUP INC	COM	02209S103	1,205	80,000	SH	DEFINED	5
ALTRIA GROUP INC	COM	02209S103	908	60,300	SH	DEFINED	1,2,3

31-Dec-08

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	ITEM 7	
NAME OF ISSUE	TITLE OF CLASS	CUSIP NUMBER	FAIR MARKET VALUE	SHARES/ PRINCIPAL AMOUNT	PUT/ SH/PRN CALL	INVESTMENT DISCRETION	MANAGEMENT SEE INST
ALTRIA GROUP INC	COM	02209S103	9,670	642,100	SH	DEFINED	1,2,3
AMAZON COM INC	COM	023135106	574	11,200	SH	DEFINED	1,2,3
AMERICAN EXPRESS CO	COM	025816109	2,649	142,800	SH	DEFINED	5
AMERICAN EXPRESS CO	COM	025816109	28	1,500	SH	DEFINED	1,2,3
AMERICAN EXPRESS CO	COM	025816109	30,242	1,630,277	SH	DEFINED	1,2,3
AMERICAN PUBLIC EDUCATION IN	COM	02913V103	25,748	692,345	SH	DEFINED	1,2,3
AMERISOURCE BERGEN CORP	COM	03073E105	3,406	95,500	SH	DEFINED	5
AMERISOURCE BERGEN CORP	COM	03073E105	16,243	455,500	SH	DEFINED	1,2,3
AMGEN INC	COM	031162100	22,989	398,070	SH	DEFINED	5
AMGEN INC	COM	031162100	104	1,800	SH	DEFINED	1,2,3

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AMGEN INC	COM	031162100	154,365	2,672,981	SH	DEFINED	1,2,3
AMGEN INC	NOTE						
	0.125	031162AN0	3,701	3,850,000	PRN	DEFINED	5
AMGEN INC	NOTE						
	0.125	031162AN0	1,105	1,150,000	PRN	DEFINED	1,2,3
AMSURG CORP	COM	03232P405	3,389	145,200	SH	DEFINED	1,2,3
ANADARKO PETE CORP	COM	032511107	837	21,725	SH	DEFINED	5
ANADARKO PETE CORP	COM	032511107	2,205	57,200	SH	DEFINED	1,2,3
ANIMAL HEALTH INTL INC	COM	03525N109	1,068	501,400	SH	DEFINED	5
ANIMAL HEALTH INTL INC	COM	03525N109	6,300	2,957,800	SH	DEFINED	1,2,3
ANNALY CAP MGMT INC	COM	035710409	133,702	8,424,836	SH	DEFINED	5
ANNALY CAP MGMT INC	COM	035710409	56,077	3,533,512	SH	DEFINED	1,2,3
APACHE CORP	COM	037411105	7,423	99,600	SH	DEFINED	5
APACHE CORP	COM	037411105	28	375	SH	DEFINED	1,2,3
APACHE CORP	COM	037411105	27,025	362,609	SH	DEFINED	1,2,3
APPLE INC	COM	037833100	62,657	734,123	SH	DEFINED	5
APPLE INC	COM	037833100	2,917	34,181	SH	DEFINED	1,2,3
APPLE INC	COM	037833100	282,364	3,308,309	SH	DEFINED	1,2,3
APPLIED MATLS INC	COM	038222105	5,123	505,700	SH	DEFINED	5
APPLIED MATLS INC	COM	038222105	51,666	5,100,311	SH	DEFINED	1,2,3
ARCH COAL INC	COM	039380100	390	23,925	SH	DEFINED	5
ARCH COAL INC	COM	039380100	1,025	62,950	SH	DEFINED	1,2,3
ARCHER DANIELS MIDLAND CO	COM	039483102	16,595	575,600	SH	DEFINED	5
ARCHER DANIELS MIDLAND CO	COM	039483102	83,350	2,891,100	SH	DEFINED	1,2,3
ARCHER DANIELS MIDLAND CO	UNIT	039483201	6,633	175,000	SH	DEFINED	5
ATHENAHEALTH INC	COM	04685W103	50,195	1,334,256	SH	DEFINED	1,2,3
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	232	38,700	SH	DEFINED	5
ATLAS PIPELINE PARTNERS LP	UNIT L P INT	049392103	1,138	189,700	SH	DEFINED	1,2,3
BJ SVCS CO	COM	055482103	841	72,050	SH	DEFINED	5
BJ SVCS CO	COM	055482103	2,213	189,650	SH	DEFINED	1,2,3
BP PLC	SPONSORED ADR	055622104	9,875	211,275	SH	DEFINED	5
BP PLC	SPONSORED ADR	055622104	1,565	33,480	SH	DEFINED	1,2,3
BP PLC	SPONSORED ADR	055622104	23,503	502,850	SH	DEFINED	1,2,3
BRE PROPERTIES INC	CL A	05564E106	504	18,000	SH	DEFINED	1,2,3
BAKER HUGHES INC	COM	057224107	678	21,150	SH	DEFINED	5

31-Dec-08

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BAKER HUGHES INC	COM	057224107	63	1,949	SH	DEFINED	1,2,3
BAKER HUGHES INC	COM	057224107	1,943	60,600	SH	DEFINED	1,2,3
BANK OF AMERICA CORPORATION	COM	060505104	5,130	364,374	SH	DEFINED	5
BANK OF AMERICA CORPORATION	COM	060505104	37,809	2,685,272	SH	DEFINED	1,2,3
BANK OF NEW YORK MELLON CORP	COM	064058100	4,891	172,658	SH	DEFINED	1,2,3
BANKRATE INC	COM	06646V108	8,297	218,346	SH	DEFINED	5

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BANKRATE INC	COM	06646V108	55,700	1,465,788	SH	DEFINED	1,2,3
BARD C R INC	COM	067383109	3,046	36,150	SH	DEFINED	5
BARD C R INC	COM	067383109	17,282	205,100	SH	DEFINED	1,2,3
BARE ESSENTUALS INC	COM	067511105	612	117,000	SH	DEFINED	5
BARE ESSENTUALS INC	COM	067511105	5,089	973,000	SH	DEFINED	1,2,3
BARRICK GOLD CORP	COM	067901108	508	13,828	SH	DEFINED	1,2,3
BARRICK GOLD CORP	COM	067901108	7,051	191,750	SH	DEFINED	1,2,3
BARRETT BILL CORP	COM	06846N104	34,750	1,644,598	SH	DEFINED	1,2,3
BAXTER INTL INC	COM	071813109	28,188	525,997	SH	DEFINED	5
BAXTER INTL INC	COM	071813109	202,555	3,779,720	SH	DEFINED	1,2,3
BECTON DICKINSON & CO	COM	075887109	2,804	40,993	SH	DEFINED	5
BECTON DICKINSON & CO	COM	075887109	185	2,700	SH	DEFINED	1,2,3
BECTON DICKINSON & CO	COM	075887109	32,447	474,436	SH	DEFINED	1,2,3
BED BATH & BEYOND INC	COM	075896100	1,124	44,200	SH	DEFINED	5
BED BATH & BEYOND INC	COM	075896100	8,833	347,500	SH	DEFINED	1,2,3
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	3,275	1,019	SH	DEFINED	5
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	11,249	3,500	SH	DEFINED	1,2,3
BHP BILLITON LTD	SPONSORED ADR	088606108	335	7,800	SH	DEFINED	5
BHP BILLITON LTD	SPONSORED ADR	088606108	4,996	116,450	SH	DEFINED	1,2,3
BIOMARIN PHARMACEUTICAL INC	COM	09061G101	4,317	242,500	SH	DEFINED	5
BLACKBOARD INC	COM	091935502	8,568	326,656	SH	DEFINED	5
BLACKBOARD INC	COM	091935502	59,584	2,271,590	SH	DEFINED	1,2,3
BLACKBAUD INC	COM	09227Q100	38,381	2,843,061	SH	DEFINED	1,2,3
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	349	53,500	SH	DEFINED	5
BLACKSTONE GROUP L P	COM UNIT LTD	09253U108	1,740	266,400	SH	DEFINED	1,2,3
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	544	30,600	SH	DEFINED	5
BOARDWALK PIPELINE PARTNERS	UT LTD PARTNER	096627104	2,653	149,200	SH	DEFINED	1,2,3
BOEING CO	COM	097023105	3,200	75,000	SH	DEFINED	5
BOEING CO	COM	097023105	11,734	275,000	SH	DEFINED	1,2,3
BORG WARNER INC	COM	099724106	420	19,300	SH	DEFINED	5
BORG WARNER INC	COM	099724106	3,509	161,200	SH	DEFINED	1,2,3
BRISTOL MYERS SQUIBB CO	COM	110122108	600	25,800	SH	DEFINED	1,2,3
BROADCOM CORP	CL A	111320107	2,447	144,225	SH	DEFINED	5
BROADCOM CORP	CL A	111320107	19,541	1,151,525	SH	DEFINED	1,2,3
BROWN FORMAN CORP	CL B	115637209	5,307	103,075	SH	DEFINED	5
BROWN FORMAN CORP	CL B	115637209	28,484	553,187	SH	DEFINED	1,2,3
BUCYRUS INTL INC NEW	CL A	118759109	526	28,400	SH	DEFINED	5

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BUCYRUS INTL INC NEW	CL A	118759109	29,454	1,590,399	SH	DEFINED
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	3,997	52,800	SH	DEFINED

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BURLINGTON NORTHN SANTA FE CP	COM	12189T104	159	2,100 SH	DEFINED	1,2,3
BURLINGTON NORTHN SANTA FE CP	COM	12189T104	8,871	117,174 SH	DEFINED	1,2,3
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	2,689	48,858 SH	DEFINED	5
C H ROBINSON WORLDWIDE INC	COM NEW	12541W209	19,893	361,500 SH	DEFINED	1,2,3
CME GROUP INC	COM	12572Q105	31,722	152,427 SH	DEFINED	5
CME GROUP INC	COM	12572Q105	128,509	617,504 SH	DEFINED	1,2,3
CNOOC LTD	SPONSORED ADR	126132109	624	6,550 SH	DEFINED	5
CNOOC LTD	SPONSORED ADR	126132109	1,643	17,250 SH	DEFINED	1,2,3
CABOT OIL & GAS CORP	COM	127097103	304	11,700 SH	DEFINED	5
CABOT OIL & GAS CORP	COM	127097103	231	8,900 SH	DEFINED	1,2,3
CABOT OIL & GAS CORP	COM	127097103	802	30,850 SH	DEFINED	1,2,3
CAMECO CORP	COM	13321L108	274	15,900 SH	DEFINED	5
CAMECO CORP	COM	13321L108	5,020	291,000 SH	DEFINED	1,2,3
CAMERON INTERNATIONAL CORP	COM	13342B105	1,208	58,950 SH	DEFINED	5
CAMERON INTERNATIONAL CORP	COM	13342B105	8	400 SH	DEFINED	1,2,3
CAMERON INTERNATIONAL CORP	COM	13342B105	7,233	352,850 SH	DEFINED	1,2,3
CAPELLA EDUCATION COMPANY	COM	139594105	8,646	147,143 SH	DEFINED	5
CAPELLA EDUCATION COMPANY	COM	139594105	40,519	689,560 SH	DEFINED	1,2,3
CAPITAL ONE FINL CORP	COM	14040H105	13,446	421,650 SH	DEFINED	5
CAPITAL ONE FINL CORP	COM	14040H105	102,374	3,210,224 SH	DEFINED	1,2,3
CARNIVAL CORP	PAIRED CTF	143658300	1,693	69,600 SH	DEFINED	1,2,3
CATERPILLAR INC DEL	COM	149123101	3,652	81,746 SH	DEFINED	5
CATERPILLAR INC DEL	COM	149123101	7,829	175,253 SH	DEFINED	1,2,3
CENTURYTEL INC	COM	156700106	2,558	93,600 SH	DEFINED	5
CENTURYTEL INC	COM	156700106	9,541	349,100 SH	DEFINED	1,2,3
CERNER CORP	COM	156782104	33,884	881,249 SH	DEFINED	5
CERNER CORP	COM	156782104	173,803	4,520,225 SH	DEFINED	1,2,3
CHEVRON CORP NEW	COM	166764100	155,993	2,108,864 SH	DEFINED	5
CHEVRON CORP NEW	COM	166764100	2,826	38,201 SH	DEFINED	1,2,3
CHEVRON CORP NEW	COM	166764100	102,559	1,386,489 SH	DEFINED	1,2,3
CHICAGO BRIDGE & IRON CO	N Y REGISTRY SH	167250109	3,502	348,450 SH	DEFINED	5
CHICAGO BRIDGE & IRON CO	N Y REGISTRY SH	167250109	29,729	2,958,143 SH	DEFINED	1,2,3
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	1,569	33,820 SH	DEFINED	5
CHINA LIFE INS CO LTD	SPON ADR REP H	16939P106	6,908	148,890 SH	DEFINED	1,2,3
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	9,229	181,500 SH	DEFINED	5
CHINA MOBILE LIMITED	SPONSORED ADR	16941M109	7,088	139,400 SH	DEFINED	1,2,3
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R108	3,090	50,000 SH	DEFINED	5
CHINA DISTANCE ED HLDGS LTD	SPONS ADR	16944W104	1,294	325,000 SH	DEFINED	5
CHINAEDU CORP	SPONSORED ADR	16945L107	1,715	350,000 SH	DEFINED	5
CHIPOTLE MEXICAN GRILL INC	CL A	169656105	1,196	19,300 SH	DEFINED	5

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CHIPOTLE MEXICAN GRILL INC	CL A	169656105	9,638	155,500 SH	DEFINED	1,2,3
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CHUBB CORP	COM	171232101	707	13,856 SH	DEFINED	1,2,3
CISCO SYS INC	COM	17275R102	25,114	1,540,722 SH	DEFINED	5
CISCO SYS INC	COM	17275R102	5,246	321,845 SH	DEFINED	1,2,3
CISCO SYS INC	COM	17275R102	120,544	7,395,316 SH	DEFINED	1,2,3
CITADEL BROADCASTING CORP	COM	17285T106	0	30 SH	DEFINED	1,2,3
CITADEL BROADCASTING CORP	COM	17285T106	2	15,000 SH	DEFINED	1,2,3
CITIGROUP INC	COM	172967101	73	10,933 SH	DEFINED	1,2,3
COACH INC	COM	189754104	4,569	220,000 SH	DEFINED	5
COACH INC	COM	189754104	8,516	410,000 SH	DEFINED	1,2,3
CNINSURE INC	SPONSORED					
	ADR	18976M103	1,627	187,631 SH	DEFINED	5
COCA COLA CO	COM	191216100	25,038	553,092 SH	DEFINED	5
COCA COLA CO	COM	191216100	1,555	34,342 SH	DEFINED	1,2,3
COCA COLA CO	COM	191216100	169,421	3,742,462 SH	DEFINED	1,2,3
COLDWATER CREEK INC	COM	193068103	838	294,200 SH	DEFINED	5
COLDWATER CREEK INC	COM	193068103	8,927	3,132,350 SH	DEFINED	1,2,3
COLFAX CORP	COM	194014106	453	43,600 SH	DEFINED	1,2,3
COLGATE PALMOLIVE CO	COM	194162103	74,301	1,084,051 SH	DEFINED	5
COLGATE PALMOLIVE CO	COM	194162103	11,954	174,405 SH	DEFINED	1,2,3
COLGATE PALMOLIVE CO	COM	194162103	306,918	4,477,941 SH	DEFINED	1,2,3
COMMVAULT SYSTEMS INC	COM	204166102	44,087	3,287,618 SH	DEFINED	1,2,3
COMPANIA VALE DO RIO DOCE	SPONSORED					
	ADR	204412209	4,075	336,500 SH	DEFINED	1,2,3
COMPLETE PRODUCTION SERVICES	COM	20453E109	1,208	148,200 SH	DEFINED	5
COMPLETE PRODUCTION SERVICES	COM	20453E109	5,928	727,350 SH	DEFINED	1,2,3
CONCUR TECHNOLOGIES INC	COM	206708109	31,355	955,371 SH	DEFINED	1,2,3
CONNS INC	COM	208242107	1,278	150,700 SH	DEFINED	5
CONNS INC	COM	208242107	7,287	859,261 SH	DEFINED	1,2,3
CONOCOPHILLIPS	COM	20825C104	1,321	25,500 SH	DEFINED	5
CONOCOPHILLIPS	COM	20825C104	588	11,342 SH	DEFINED	1,2,3
CONOCOPHILLIPS	COM	20825C104	21,606	417,100 SH	DEFINED	1,2,3
CONSOL ENERGY INC	COM	20854P109	377	13,200 SH	DEFINED	5
CONSOL ENERGY INC	COM	20854P109	993	34,750 SH	DEFINED	1,2,3
CONSOLIDATED COMM HLDGS INC	COM	209034107	3,036	255,550 SH	DEFINED	5
CONSOLIDATED COMM HLDGS INC	COM	209034107	6,509	547,900 SH	DEFINED	1,2,3
CONSTANT CONTACT INC	COM	210313102	37,301	2,815,200 SH	DEFINED	1,2,3
CONTINENTAL RESOURCES INC	COM	212015101	1,186	57,250 SH	DEFINED	5
CONTINENTAL RESOURCES INC	COM	212015101	3,120	150,650 SH	DEFINED	1,2,3
COSTCO WHSL CORP NEW	COM	22160K105	23,875	454,761 SH	DEFINED	5
COSTCO WHSL CORP NEW	COM	22160K105	149,792	2,853,177 SH	DEFINED	1,2,3
COSTAR GROUP INC	COM	22160N109	3,678	111,669 SH	DEFINED	5
COSTAR GROUP INC	COM	22160N109	34,061	1,034,023 SH	DEFINED	1,2,3
CREDIT SUISSE GROUP	SPONSORED					

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	ADR	225401108	2,973	105,200	SH	DEFINED	1,2,3
CREE INC	COM	225447101	16,419	1,034,600	SH	DEFINED	5
CREE INC	COM	225447101	79,444	5,005,930	SH	DEFINED	1,2,3

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CROWN CASTLE INTL CORP	COM	228227104	1,108	63,000	SH	DEFINED	1,2,3
CTRIIP COM INTL LTD	ADR	22943F100	51,183	2,150,558	SH	DEFINED	5
CTRIIP COM INTL LTD	ADR	22943F100	14,351	602,982	SH	DEFINED	1,2,3
CULLEN FROST BANKERS INC	COM	229899109	1,718	33,900	SH	DEFINED	1,2,3
CYBERSOURCE CORP	COM	23251J106	4,527	377,601	SH	DEFINED	5
CYBERSOURCE CORP	COM	23251J106	7,249	604,600	SH	DEFINED	1,2,3
DG FASTCHANNEL INC	COM	23326R109	4,535	363,400	SH	DEFINED	1,2,3
DTS INC	COM	23335C101	7,259	395,585	SH	DEFINED	5
DTS INC	COM	23335C101	30,476	1,660,843	SH	DEFINED	1,2,3
DATA DOMAIN INC	COM	23767P109	5,291	281,450	SH	DEFINED	5
DATA DOMAIN INC	COM	23767P109	31,524	1,676,800	SH	DEFINED	1,2,3
DEALERTRACK HLDGS INC	COM	242309102	1,128	94,832	SH	DEFINED	5
DEALERTRACK HLDGS INC	COM	242309102	15,577	1,310,100	SH	DEFINED	1,2,3
DEERE & CO	COM	244199105	44,218	1,153,905	SH	DEFINED	5
DEERE & CO	COM	244199105	126	3,300	SH	DEFINED	1,2,3
DEERE & CO	COM	244199105	198,924	5,191,131	SH	DEFINED	1,2,3
DELTA AIR LINES INC DEL	COM NEW	247361702	1,663	145,125	SH	DEFINED	5
DELTA AIR LINES INC DEL	COM NEW	247361702	12,937	1,128,862	SH	DEFINED	1,2,3
DELTA PETE CORP	COM NEW	247907207	952	200,000	SH	DEFINED	1,2,3
DENTSPLY INTL INC NEW	COM	249030107	7,647	270,799	SH	DEFINED	5
DENTSPLY INTL INC NEW	COM	249030107	4,962	175,711	SH	DEFINED	1,2,3
DENTSPLY INTL INC NEW	COM	249030107	55,905	1,979,627	SH	DEFINED	1,2,3
DEVON ENERGY CORP NEW	COM	25179M103	3,865	58,825	SH	DEFINED	5
DEVON ENERGY CORP NEW	COM	25179M103	938	14,270	SH	DEFINED	1,2,3
DEVON ENERGY CORP NEW	COM	25179M103	19,496	296,700	SH	DEFINED	1,2,3
DIAGEO P L C	SPON ADR						
	NEW	25243Q205	5,259	92,692	SH	DEFINED	5
DIAGEO P L C	SPON ADR						
	NEW	25243Q205	11,275	198,711	SH	DEFINED	1,2,3
DIODES INC	NOTE	254543AA9	7,530	12,170,000	PRN	DEFINED	5
DIODES INC	NOTE	254543AA9	7,889	12,750,000	PRN	DEFINED	1,2,3
DOMINION RES INC VA NEW	COM	25746U109	3,666	102,286	SH	DEFINED	5
DOMINION RES INC VA NEW	COM	25746U109	4,793	133,735	SH	DEFINED	1,2,3
DOMINION RES INC VA NEW	COM	25746U109	7,860	219,306	SH	DEFINED	1,2,3
DONALDSON INC	COM	257651109	1,095	32,550	SH	DEFINED	5
DONALDSON INC	COM	257651109	8,860	263,300	SH	DEFINED	1,2,3
DOUGLAS EMMETT INC	COM	25960P109	2,375	181,850	SH	DEFINED	5
DOUGLAS EMMETT INC	COM	25960P109	5,091	389,850	SH	DEFINED	1,2,3
DRESSER-RAND GROUP INC	COM	261608103	853	49,450	SH	DEFINED	5
DRESSER-RAND GROUP INC	COM	261608103	8,566	496,600	SH	DEFINED	1,2,3
DRIL-QUIP INC	COM	262037104	10,123	493,571	SH	DEFINED	5
DRIL-QUIP INC	COM	262037104	16,232	791,400	SH	DEFINED	1,2,3
DU PONT E I DE NEMOURS & CO	COM	263534109	6,975	275,700	SH	DEFINED	5
DU PONT E I DE NEMOURS & CO	COM	263534109	3,398	134,308	SH	DEFINED	1,2,3

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DU PONT E I DE NEMOURS & CO	COM	263534109	34,109	1,348,200 SH	DEFINED	1,2,3
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DUKE ENERGY CORP NEW	COM	26441C105	1,121	74,700 SH	DEFINED	5
DUKE ENERGY CORP NEW	COM	26441C105	307	20,436 SH	DEFINED	1,2,3
DUKE ENERGY CORP NEW	COM	26441C105	5,318	354,300 SH	DEFINED	1,2,3
DUN & BRADSTREET CORP DEL NEW	COM	26483E100	1,255	16,250 SH	DEFINED	5
DUN & BRADSTREET CORP DEL NEW	COM	26483E100	10,125	131,150 SH	DEFINED	1,2,3
ENSCO INTL INC	COM	26874Q100	566	19,925 SH	DEFINED	5
ENSCO INTL INC	COM	26874Q100	1,488	52,400 SH	DEFINED	1,2,3
EOG RES INC	COM	26875P101	1,485	22,300 SH	DEFINED	5
EOG RES INC	COM	26875P101	3,912	58,750 SH	DEFINED	1,2,3
EPIQ SYS INC	COM	26882D109	21,297	1,274,481 SH	DEFINED	1,2,3
ECLIPSYS CORP	COM	278856109	3,327	234,459 SH	DEFINED	5
ECLIPSYS CORP	COM	278856109	13,186	929,279 SH	DEFINED	1,2,3
ECOLAB INC	COM	278865100	11,458	325,967 SH	DEFINED	5
ECOLAB INC	COM	278865100	50,356	1,432,610 SH	DEFINED	1,2,3
EL PASO CORP	COM	28336L109	687	87,750 SH	DEFINED	5
EL PASO CORP	COM	28336L109	243	31,000 SH	DEFINED	1,2,3
EL PASO CORP	COM	28336L109	1,811	231,300 SH	DEFINED	1,2,3
EL PASO PIPELINE PARTNERS L	COM UNIT LPI	283702108	4,034	258,600 SH	DEFINED	5
EL PASO PIPELINE PARTNERS L	COM UNIT LPI	283702108	9,002	577,050 SH	DEFINED	1,2,3
EMBARQ CORP	COM	29078E105	5,865	163,100 SH	DEFINED	5
EMBARQ CORP	COM	29078E105	22,459	624,550 SH	DEFINED	1,2,3
EMCORE CORP	COM	290846104	541	416,000 SH	DEFINED	5
EMCORE CORP	COM	290846104	2,768	2,129,300 SH	DEFINED	1,2,3
EMERSON ELEC CO	COM	291011104	16,265	444,287 SH	DEFINED	5
EMERSON ELEC CO	COM	291011104	258	7,050 SH	DEFINED	1,2,3
EMERSON ELEC CO	COM	291011104	64,792	1,769,793 SH	DEFINED	1,2,3
ENBRIDGE INC	COM	29250N105	3,963	122,041 SH	DEFINED	5
ENBRIDGE INC	COM	29250N105	9,088	279,895 SH	DEFINED	1,2,3
ENERGY CONVERSIOPN DEVICES IN	COM	292659109	381	15,100 SH	DEFINED	5
ENERGY CONVERSIOPN DEVICES IN	COM	292659109	1,002	39,750 SH	DEFINED	1,2,3
ENERGY TRANSFER PRTNRS L P	UNIT LTD PARTN	29273R109	707	20,800 SH	DEFINED	5
ENERGY TRANSFER PRTNRS L P	UNIT LTD PARTN	29273R109	5,942	174,700 SH	DEFINED	1,2,3
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	699	43,100 SH	DEFINED	5
ENERGY TRANSFER EQUITY L P	COM UT LTD PTN	29273V100	3,334	205,700 SH	DEFINED	1,2,3
ENTERGY CORP NEW	COM	29364G103	1,365	16,425 SH	DEFINED	5
ENTERGY CORP NEW	COM	29364G103	3,595	43,250 SH	DEFINED	1,2,3
ENTERPRISE PRODS						

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PARTNERS L ENTERPRISE PRODS	COM	293792107	2,432	117,300	SH	DEFINED	5
PARTNERS L ENTERPRISE PRODS	COM	293792107	9	431	SH	DEFINED	1,2,3
PARTNERS L	COM	293792107	13,657	658,800	SH	DEFINED	1,2,3
EQUINIX INC	COM NEW	29444U502	3,314	62,300	SH	DEFINED	1,2,3
EQUITABLE RES INC	COM	294549100	1,825	54,400	SH	DEFINED	5
EQUITABLE RES INC	COM	294549100	30,262	902,000	SH	DEFINED	1,2,3
EQUITY LIFESTYLE PPTYS INC	COM	29472R108	767	20,000	SH	DEFINED	1,2,3

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ERICSSON LM TEL CO	ADR B SEK						
	10	294821608	3,543	453,700	SH	DEFINED	5
ERICSSON LM TEL CO	ADR B SEK						
	10	294821608	38,400	4,916,810	SH	DEFINED	1,2,3
ESCO TECHNOLOGIES INC	COM	296315104	22,531	550,200	SH	DEFINED	5
ESCO TECHNOLOGIES INC	COM	296315104	86,212	2,105,297	SH	DEFINED	1,2,3
EURONET WORLDWIDE INC	COM	298736109	8,431	726,200	SH	DEFINED	5
EURONET WORLDWIDE INC	COM	298736109	33,940	2,923,325	SH	DEFINED	1,2,3
EURONET WORLDWIDE INC	NOTE	298736AF6	7,999	12,450,000	PRN	DEFINED	5
EURONET WORLDWIDE INC	NOTE	298736AF6	6,425	10,000,000	PRN	DEFINED	1,2,3
EXELON CORP	COM	30161N101	4,970	89,375	SH	DEFINED	5
EXELON CORP	COM	30161N101	5,045	90,727	SH	DEFINED	1,2,3
EXELON CORP	COM	30161N101	33,524	602,850	SH	DEFINED	1,2,3
EXPEDITORS INT'L WASH INC	COM	302130109	4,057	121,950	SH	DEFINED	5
EXPEDITORS INT'L WASH INC	COM	302130109	28,589	859,300	SH	DEFINED	1,2,3
EZCORP INC	CL A NON						
	VTG	302301106	4,788	314,800	SH	DEFINED	1,2,3
EXXON MOBIL CORP	COM	30231G102	43,016	538,839	SH	DEFINED	5
EXXON MOBIL CORP	COM	30231G102	15,333	192,066	SH	DEFINED	1,2,3
EXXON MOBIL CORP	COM	30231G102	226,630	2,838,906	SH	DEFINED	1,2,3
FLIR SYS INC	COM	302445101	1,269	41,350	SH	DEFINED	5
FLIR SYS INC	COM	302445101	10,601	345,550	SH	DEFINED	1,2,3
F M C CORP	COM NEW	302491303	5,417	121,100	SH	DEFINED	5
F M C CORP	COM NEW	302491303	23,125	517,000	SH	DEFINED	1,2,3
FMC TECHNOLOGIES INC	COM	30249U101	652	27,350	SH	DEFINED	5
FMC TECHNOLOGIES INC	COM	30249U101	1,716	72,000	SH	DEFINED	1,2,3
FACTSET RESH SYS INC	COM	303075105	11,366	256,925	SH	DEFINED	5
FACTSET RESH SYS INC	COM	303075105	60,014	1,356,562	SH	DEFINED	1,2,3
FASTENAL CO	COM	311900104	2,751	78,950	SH	DEFINED	5
FASTENAL CO	COM	311900104	22,931	658,000	SH	DEFINED	1,2,3
FIDELITY NATL INFORMATION SV	COM	31620M106	6,793	417,500	SH	DEFINED	5
FIDELITY NATL INFORMATION SV	COM	31620M106	26,014	1,598,900	SH	DEFINED	1,2,3
FINANCIAL FED CORP	COM	317492106	4,211	180,966	SH	DEFINED	5
FINANCIAL FED CORP	COM	317492106	39,524	1,698,500	SH	DEFINED	1,2,3
FIRST SOLAR INC	COM	336433107	1,552	11,250	SH	DEFINED	5
FIRST SOLAR INC	COM	336433107	4,725	34,250	SH	DEFINED	1,2,3
FLUOR CORP NEW	COM	343412102	19,528	435,216	SH	DEFINED	5

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FLUOR CORP NEW	COM	343412102	5,206	116,030	SH	DEFINED	1,2,3
FLUOR CORP NEW	COM	343412102	46,486	1,036,022	SH	DEFINED	1,2,3
FOUNDATION COAL HLDGS INC	COM	35039W100	209	14,875	SH	DEFINED	5
FOUNDATION COAL HLDGS INC	COM	35039W100	548	39,100	SH	DEFINED	1,2,3
FRANKLIN RES INC	COM	354613101	3,189	50,000	SH	DEFINED	1,2,3
FREEPORT-MCMORAN COPPER & CO	PFD CONV	35671D782	1,091	23,000	SH	DEFINED	5
FREEPORT-MCMORAN COPPER & CO	PFD CONV	35671D782	7,720	162,700	SH	DEFINED	1,2,3
FREEPORT-MCMORAN COPPER & GOLD	CL B	35671D857	1,917	78,450	SH	DEFINED	1,2,3
FRONTIER OIL CORP	COM	35914P105	2,810	222,500	SH	DEFINED	1,2,3

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GAYLORD ENTMT CO NEW	COM	367905106	19,321	1,782,350	SH	DEFINED	1,2,3
GENENTECH INC	COM NEW	368710406	387,664	4,675,717	SH	DEFINED	5
GENENTECH INC	COM NEW	368710406	4,570	55,115	SH	DEFINED	1,2,3
GENENTECH INC	COM NEW	368710406	343,719	4,145,693	SH	DEFINED	1,2,3
GENERAL DYNAMICS CORP	COM	369550108	43,634	757,671	SH	DEFINED	5
GENERAL DYNAMICS CORP	COM	369550108	6,203	107,718	SH	DEFINED	1,2,3
GENERAL DYNAMICS CORP	COM	369550108	190,320	3,304,736	SH	DEFINED	1,2,3
GENERAL ELECTRIC CO	COM	369604103	202	12,450	SH	DEFINED	1,2,3
GENERAL MLS INC	COM	370334104	5,516	90,800	SH	DEFINED	5
GENERAL MLS INC	COM	370334104	67	1,100	SH	DEFINED	1,2,3
GENERAL MLS INC	COM	370334104	46,975	773,244	SH	DEFINED	1,2,3
GENZYME CORP	COM GENL DIV	372917104	28,660	431,815	SH	DEFINED	5
GENZYME CORP	COM GENL DIV	372917104	115,784	1,744,520	SH	DEFINED	1,2,3
GILEAD SCIENCES INC	COM	375558103	315,454	6,168,444	SH	DEFINED	5
GILEAD SCIENCES INC	COM	375558103	365,577	7,148,545	SH	DEFINED	1,2,3
GLOBAL CASH ACCESS HLDGS INC	COM	378967103	62	28,000	SH	DEFINED	5
GLOBAL PMTS INC	COM	37940X102	3,131	95,500	SH	DEFINED	5
GLOBAL PMTS INC	COM	37940X102	25,101	765,500	SH	DEFINED	1,2,3
GOLDMAN SACHS GROUP INC	COM	38141G104	82,087	972,711	SH	DEFINED	5
GOLDMAN SACHS GROUP INC	COM	38141G104	100,857	1,195,133	SH	DEFINED	1,2,3
GOOGLE INC	CL A	38259P508	46,979	152,703	SH	DEFINED	5
GOOGLE INC	CL A	38259P508	23	75	SH	DEFINED	1,2,3
GOOGLE INC	CL A	38259P508	155,828	506,512	SH	DEFINED	1,2,3
HMS HLDGS CORP	COM	40425J101	4,835	153,400	SH	DEFINED	1,2,3
HSBC HLDGS PLC	SPON ADR NEW	404280406	3,356	68,950	SH	DEFINED	1,2,3
HALLIBURTON CO	COM	406216101	6,672	367,000	SH	DEFINED	5
HALLIBURTON CO	COM	406216101	398	21,900	SH	DEFINED	1,2,3
HALLIBURTON CO	COM	406216101	9,114	501,300	SH	DEFINED	1,2,3
HANSEN NAT CORP	COM	411310105	4,694	140,000	SH	DEFINED	5
HARLEY DAVIDSON INC	COM	412822108	693	40,850	SH	DEFINED	5
HARLEY DAVIDSON INC	COM	412822108	5,794	341,400	SH	DEFINED	1,2,3

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HEALTHSOUTH CORP	COM NEW	421924309	7,225	659,240	SH	DEFINED	5
HEALTHSOUTH CORP	COM NEW	421924309	27,736	2,530,687	SH	DEFINED	1,2,3
HEALTHWAYS INC	COM	422245100	6,119	533,049	SH	DEFINED	5
HEALTHWAYS INC	COM	422245100	30,163	2,627,449	SH	DEFINED	1,2,3
HELMERICH & PAYNE INC	COM	423452101	1,298	57,050	SH	DEFINED	5
HELMERICH & PAYNE INC	COM	423452101	3,416	150,150	SH	DEFINED	1,2,3
HERSHEY FOODS CORP	COM	427866108	2,138	61,550	SH	DEFINED	5
HERSHEY FOODS CORP	COM	427866108	15,249	438,950	SH	DEFINED	1,2,3
HESS CORP	COM	42809H107	1,117	20,825	SH	DEFINED	5
HESS CORP	COM	42809H107	2,939	54,800	SH	DEFINED	1,2,3
HEWLETT PACKARD CO	COM	428236103	364,242	10,036,986	SH	DEFINED	5
HEWLETT PACKARD CO	COM	428236103	5,138	141,580	SH	DEFINED	1,2,3

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HEWLETT PACKARD CO	COM	428236103	549,269	15,135,557	SH	DEFINED	1,2,3
HOLOGIC INC	COM	436440101	12,017	919,426	SH	DEFINED	5
HOLOGIC INC	COM	436440101	36,042	2,757,594	SH	DEFINED	1,2,3
HOME DEPOT INC	COM	437076102	131,540	5,714,152	SH	DEFINED	5
HOME DEPOT INC	COM	437076102	6	250	SH	DEFINED	1,2,3
HOME DEPOT INC	COM	437076102	141,548	6,148,928	SH	DEFINED	1,2,3
HONEYWELL INTL INC	COM	438516106	2,827	86,125	SH	DEFINED	1,2,3
HONEYWELL INTL INC	COM	438516106	821	25,000	SH	DEFINED	1,2,3
HOSPIRA INC	COM	441060100	2,026	75,550	SH	DEFINED	5
HOSPIRA INC	COM	441060100	16,902	630,200	SH	DEFINED	1,2,3
HUBBELL INC	CL B	443510201	1,077	32,950	SH	DEFINED	5
HUBBELL INC	CL B	443510201	9,007	275,600	SH	DEFINED	1,2,3
HUNT J B TRANS SVCS INC	COM	445658107	39,013	1,485,092	SH	DEFINED	1,2,3
IPG PHOTONICS CORP	COM	44980X109	1,543	117,100	SH	DEFINED	5
IPG PHOTONICS CORP	COM	44980X109	9,117	691,700	SH	DEFINED	1,2,3
IDEX CORP	COM	45167R104	2,454	101,612	SH	DEFINED	5
IDEX CORP	COM	45167R104	19,661	814,125	SH	DEFINED	1,2,3
ILLINOIS TOOL WKS INC	COM	452308109	2,414	68,880	SH	DEFINED	5
ILLINOIS TOOL WKS INC	COM	452308109	12,033	343,300	SH	DEFINED	1,2,3
ILLIMINA INC	COM	452327109	4,697	180,300	SH	DEFINED	1,2,3
INERGY L P	UNIT LTD						
	PTNR	456615103	256	15,000	SH	DEFINED	5
INERGY L P	UNIT LTD						
	PTNR	456615103	1,874	110,000	SH	DEFINED	1,2,3
INSULET CORP	COM	45784P101	1,157	149,900	SH	DEFINED	5
INSULET CORP	COM	45784P101	5,142	666,017	SH	DEFINED	1,2,3
INTEL CORP	COM	458140100	953	65,000	SH	DEFINED	5
INTEL CORP	COM	458140100	5,864	400,000	SH	DEFINED	1,2,3
INTERCONTINENTALEXCHANGE INC	COM	45865V100	17,114	207,591	SH	DEFINED	5
INTERCONTINENTALEXCHANGE INC	COM	45865V100	114,258	1,385,956	SH	DEFINED	1,2,3
INTERNATIONAL BUSINESS MACHS	COM	459200101	2,230	26,500	SH	DEFINED	5
INTERNATIONAL BUSINESS MACHS	COM	459200101	8	100	SH	DEFINED	1,2,3
INTERNATIONAL BUSINESS							

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MACHS INTERNATIONAL GAME TECHNOLOGY	COM	459200101	10,688	127,000	SH	DEFINED	1,2,3
ION GEOPHYSICAL CORP	COM	459902102	795	66,900	SH	DEFINED	1,2,3
ION GEOPHYSICAL CORP	COM	462044108	1,355	395,100	SH	DEFINED	5
IOWA TELECOMM SERVICES INC	COM	462044108	8,003	2,333,300	SH	DEFINED	1,2,3
IOWA TELECOMM SERVICES INC	COM	462594201	1,535	107,503	SH	DEFINED	5
ISHARES TR	RUSL 2000						
	GROW	464287648	27,599	542,650	SH	DEFINED	1,2,3
ISIS PHARMACEUTICALS INC	COM	464330109	4,265	300,800	SH	DEFINED	5
ISIS PHARMACEUTICALS INC	COM	464330109	18,587	1,310,800	SH	DEFINED	1,2,3
J CREW GROUP INC	COM	46612H402	1,211	99,300	SH	DEFINED	5
J CREW GROUP INC	COM	46612H402	9,905	811,850	SH	DEFINED	1,2,3
J P MORGAN CHASE & CO	COM	46625H100	69,392	2,200,836	SH	DEFINED	5
J P MORGAN CHASE & CO	COM	46625H100	7,624	241,793	SH	DEFINED	1,2,3

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J P MORGAN CHASE & CO	COM	46625H100	346,617	10,993,253	SH	DEFINED 1,2,3
JACK IN THE BOX INC	COM	466367109	725	32,800	SH	DEFINED 5
JACK IN THE BOX INC	COM	466367109	5,185	234,700	SH	DEFINED 1,2,3
JACOBS ENGR GROUP INC DEL	COM	469814107	943	19,600	SH	DEFINED 5
JACOBS ENGR GROUP INC DEL	COM	469814107	2,480	51,550	SH	DEFINED 1,2,3
JANUS CAP GROUP INC	COM	47102X105	3,810	474,500	SH	DEFINED 5
JANUS CAP GROUP INC	COM	47102X105	9,640	1,200,500	SH	DEFINED 1,2,3
JOHNSON & JOHNSON	COM	478160104	6,133	102,500	SH	DEFINED 5
JOHNSON & JOHNSON	COM	478160104	10,682	178,547	SH	DEFINED 1,2,3
JOHNSON & JOHNSON	COM	478160104	22,987	384,200	SH	DEFINED 1,2,3
JOY GLOBAL INC	COM	481165108	2,518	110,000	SH	DEFINED 1,2,3
KLA-TENCOR CORP	COM	482480100	532	24,400	SH	DEFINED 1,2,3
K12 INC	COM	48273U102	2,451	130,732	SH	DEFINED 5
K12 INC	COM	48273U102	3,928	209,500	SH	DEFINED 1,2,3
KANSAS CITY SOUTHERN	COM NEW	485170302	32,163	1,688,336	SH	DEFINED 1,2,3
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	1,990	43,500	SH	DEFINED 5
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	5,580	121,974	SH	DEFINED 1,2,3
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	5,870	128,300	SH	DEFINED 1,2,3
KINDER MORGAN MANAGEMENT LLC	SHS	49455U100	501	12,519	SH	DEFINED 1,2,3
KNIGHT TRANSN INC	COM	499064103	2,210	137,100	SH	DEFINED 5
KNIGHT TRANSN INC	COM	499064103	20,928	1,298,268	SH	DEFINED 1,2,3
KOHL'S CORP	COM	500255104	29,500	814,909	SH	DEFINED 5
KOHL'S CORP	COM	500255104	3,058	84,480	SH	DEFINED 1,2,3
KOHL'S CORP	COM	500255104	180,362	4,982,387	SH	DEFINED 1,2,3
KRAFT FOODS INC	CL A	50075N104	2,493	92,840	SH	DEFINED 5
KRAFT FOODS INC	CL A	50075N104	823	30,655	SH	DEFINED 1,2,3
KRAFT FOODS INC	CL A	50075N104	12,193	454,115	SH	DEFINED 1,2,3
KROGER CO	COM	501044101	5,530	209,400	SH	DEFINED 5

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KROGER CO	COM	501044101	63,695	2,411,777	SH	DEFINED	1,2,3
LKQ CORP	COM	501889208	5,689	487,900	SH	DEFINED	5
LKQ CORP	COM	501889208	46,382	3,977,861	SH	DEFINED	1,2,3
LADISH INC	COM NEW	505754200	4,866	351,317	SH	DEFINED	5
LADISH INC	COM NEW	505754200	9,652	696,900	SH	DEFINED	1,2,3
LAWSON SOFTWARE INC NEW	COM	52078P102	11,589	2,445,000	SH	DEFINED	5
LAWSON SOFTWARE INC NEW	COM	52078P102	54,036	11,399,900	SH	DEFINED	1,2,3
LAWSON SOFTWARE INC NEW	NOTE	52078PAA0	3,123	4,000,000	PRN	DEFINED	5
LENDER PROCESSING SVCS INC	COM	52602E102	10,905	370,300	SH	DEFINED	5
LENDER PROCESSING SVCS INC	COM	52602E102	40,494	1,375,025	SH	DEFINED	1,2,3
LIFEPOINT HOSPITALS INC	COM	53219L109	2,649	116,000	SH	DEFINED	5
LIFEPOINT HOSPITALS INC	COM	53219L109	9,815	429,750	SH	DEFINED	1,2,3
LILLY ELI & CO	COM	532457108	1,387	34,435	SH	DEFINED	1,2,3
LINEAR TECHNOLOGY CORP	COM	535678106	1,077	48,700	SH	DEFINED	5
LINEAR TECHNOLOGY CORP	COM	535678106	8,477	383,250	SH	DEFINED	1,2,3

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LOCKHEED MARTIN CORP	COM	539830109	30,144	358,512	SH	DEFINED	5
LOCKHEED MARTIN CORP	COM	539830109	203,294	2,417,859	SH	DEFINED	1,2,3
LORILLARD INC	COM	544147101	24,811	440,298	SH	DEFINED	5
LORILLARD INC	COM	544147101	136,051	2,414,394	SH	DEFINED	1,2,3
LOWES COS INC	COM	548661107	4,044	187,900	SH	DEFINED	1,2,3
MACYS INC	COM	55616P104	5,050	487,900	SH	DEFINED	5
MACYS INC	COM	55616P104	49,083	4,742,361	SH	DEFINED	1,2,3
MANITOWOC INC	COM	563571108	2,252	260,000	SH	DEFINED	5
MANITOWOC INC	COM	563571108	5,975	690,000	SH	DEFINED	1,2,3
MARATHON OIL CORP	COM	565849106	3,498	127,850	SH	DEFINED	5
MARATHON OIL CORP	COM	565849106	15,130	553,000	SH	DEFINED	1,2,3
MARKWEST ENERGY PARTNERS L P	UNIT LTD PARTN	570759100	284	35,595	SH	DEFINED	5
MARKWEST ENERGY PARTNERS L P	UNIT LTD PARTN	570759100	1,364	170,930	SH	DEFINED	1,2,3
MASCO CORP	COM	574599106	2,633	236,600	SH	DEFINED	5
MASCO CORP	COM	574599106	30,278	2,720,375	SH	DEFINED	1,2,3
MASIMO CORP	COM	574795100	3,058	102,500	SH	DEFINED	1,2,3
MASSEY ENERGY CO	NOTE	576203AJ2	1,790	3,850,000	PRN	DEFINED	5
MASSEY ENERGY CO	NOTE	576203AJ2	535	1,150,000	PRN	DEFINED	1,2,3
MASTERCARD INC	CL A	57636Q104	8,116	56,783	SH	DEFINED	5
MASTERCARD INC	CL A	57636Q104	47,014	328,928	SH	DEFINED	1,2,3
MAXIM INTEGRATED PRODS INC	COM	57772K101	3,670	321,400	SH	DEFINED	5
MAXIM INTEGRATED PRODS INC	COM	57772K101	20,038	1,754,650	SH	DEFINED	1,2,3
MCAFEE INC	COM	579064106	1,588	45,950	SH	DEFINED	5
MCAFEE INC	COM	579064106	12,741	368,550	SH	DEFINED	1,2,3
MCDONALDS CORP	COM	580135101	50,236	807,778	SH	DEFINED	5
MCDONALDS CORP	COM	580135101	215,548	3,465,964	SH	DEFINED	1,2,3
MCKESSON CORP	COM	58155Q103	4,609	119,000	SH	DEFINED	5
MCKESSON CORP	COM	58155Q103	22,227	573,900	SH	DEFINED	1,2,3

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MEDTRONIC INC	COM	585055106	12,846	408,861	SH	DEFINED	5
MEDTRONIC INC	COM	585055106	6	200	SH	DEFINED	1,2,3
MEDTRONIC INC	COM	585055106	108,991	3,468,841	SH	DEFINED	1,2,3
MEREDITH CORP	COM	589433101	1,517	90,600	SH	DEFINED	5
MEREDITH CORP	COM	589433101	11,781	703,750	SH	DEFINED	1,2,3
METLIFE INC	COM	59156R108	2,074	59,500	SH	DEFINED	5
METLIFE INC	COM	59156R108	23,742	681,062	SH	DEFINED	1,2,3
MICROS SYS INC	COM	594901100	11,168	684,335	SH	DEFINED	5
MICROS SYS INC	COM	594901100	59,469	3,643,927	SH	DEFINED	1,2,3
MICROSOFT CORP	COM	594918104	37,867	1,947,908	SH	DEFINED	5
MICROSOFT CORP	COM	594918104	2,563	131,851	SH	DEFINED	1,2,3
MICROSOFT CORP	COM	594918104	147,338	7,579,135	SH	DEFINED	1,2,3
MICROCHIP TECHNOLOGY INC	COM	595017104	45,435	2,326,418	SH	DEFINED	5
MICROCHIP TECHNOLOGY INC	COM	595017104	4,389	224,741	SH	DEFINED	1,2,3
MICROCHIP TECHNOLOGY INC	COM	595017104	209,820	10,743,457	SH	DEFINED	1,2,3

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MICROSEMI CORP	COM	595137100	2,256	178,500	SH	DEFINED 5
MICROSEMI CORP	COM	595137100	8,361	661,450	SH	DEFINED 1,2,3
MINDRAY MEDICAL INTL LTD	SPON ADR	602675100	2,511	139,500	SH	DEFINED 5
MIRANT CORP NEW	COM	60467R100	542	28,700	SH	DEFINED 5
MIRANT CORP NEW	COM	60467R100	13,691	725,550	SH	DEFINED 1,2,3
MOLSON COORS BREWING CO	CL B	60871R209	11,378	232,590	SH	DEFINED 5
MOLSON COORS BREWING CO	CL B	60871R209	123,112	2,516,605	SH	DEFINED 1,2,3
MONSANTO CO NEW	COM	61166W101	112,278	1,595,996	SH	DEFINED 5
MONSANTO CO NEW	COM	61166W101	268,977	3,823,414	SH	DEFINED 1,2,3
MURPHY OIL CORP	COM	626717102	1,162	26,200	SH	DEFINED 1,2,3
NII HLDGS INC	CL B NEW	62913F201	3,000	165,000	SH	DEFINED 5
NII HLDGS INC	CL B NEW	62913F201	6,363	350,000	SH	DEFINED 1,2,3
NRG ENERGY INC	COM NEW	629377508	4,809	206,148	SH	DEFINED 5
NRG ENERGY INC	COM NEW	629377508	26,766	1,147,292	SH	DEFINED 1,2,3
NYSE EURONEXT	COM	629491101	554	20,250	SH	DEFINED 1,2,3
NATCO GROUP INC	CL A	63227W203	405	26,650	SH	DEFINED 5
NATCO GROUP INC	CL A	63227W203	1,343	88,450	SH	DEFINED 1,2,3
NATIONAL OILWELL VARCO INC	COM	637071101	10,568	432,400	SH	DEFINED 5
NATIONAL OILWELL VARCO INC	COM	637071101	464	19,000	SH	DEFINED 1,2,3
NATIONAL OILWELL VARCO INC	COM	637071101	79,699	3,261,018	SH	DEFINED 1,2,3
NATURAL RESOURCE PARTNERS L	COM UNIT L P	63900P103	0	128,000	SH	DEFINED 1,2,3
NETAPP INC	COM	64110D104	1,808	129,450	SH	DEFINED 5
NETAPP INC	COM	64110D104	15,057	1,077,800	SH	DEFINED 1,2,3
NETEASE COM INC	SPONSORED ADR	64110W102	7,735	350,000	SH	DEFINED 5
NETEZZA CERP	COM	64111N101	1,517	228,400	SH	DEFINED 5
NETEZZA CERP	COM	64111N101	8,862	1,334,650	SH	DEFINED 1,2,3
NEW ORIENTAL ED & TECH GRP I	SPON ADR	647581107	88,280	1,607,719	SH	DEFINED 5
NEW ORIENTAL ED & TECH						

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GRP I	SPON ADR	647581107	26,470	482,054	SH	DEFINED	1,2,3
NEWFIELD EXPL CO	COM	651290108	888	44,950	SH	DEFINED	5
NEWFIELD EXPL CO	COM	651290108	2,337	118,350	SH	DEFINED	1,2,3
NIKE INC	CL B	654106103	79,049	1,549,974	SH	DEFINED	5
NIKE INC	CL B	654106103	4,500	88,243	SH	DEFINED	1,2,3
NIKE INC	CL B	654106103	29,936	586,989	SH	DEFINED	1,2,3
NOKIA CORP	SPONSORED						
	ADR	654902204	327,203	20,974,523	SH	DEFINED	5
NOKIA CORP	SPONSORED						
	ADR	654902204	6,159	394,808	SH	DEFINED	1,2,3
NOKIA CORP	SPONSORED						
	ADR	654902204	134,782	8,639,877	SH	DEFINED	1,2,3
NOBLE ENERGY INC	COM	655044105	32,934	669,125	SH	DEFINED	5
NOBLE ENERGY INC	COM	655044105	145,580	2,957,750	SH	DEFINED	1,2,3
NORDSTROM INC	COM	655664100	11,594	871,050	SH	DEFINED	5
NORDSTROM INC	COM	655664100	41,945	3,151,390	SH	DEFINED	1,2,3
NORFOLK SOUTHERN CORP	COM	655844108	4,705	100,000	SH	DEFINED	1,2,3
NORTHERN TR CORP	COM	665859104	4,083	78,300	SH	DEFINED	5
NORTHERN TR CORP	COM	665859104	2,539	48,695	SH	DEFINED	1,2,3

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NORTHERN TR CORP	COM	665859104	14,078	270,000	SH	DEFINED	1,2,3
NOVARTIS A G	SPONSORED						
	ADR	66987V109	1,045	21,000	SH	DEFINED	5
NOVARTIS A G	SPONSORED						
	ADR	66987V109	2,318	46,592	SH	DEFINED	1,2,3
NTELOS HLDGS CORP	COM	67020Q107	5,753	233,290	SH	DEFINED	1,2,3
NUCOR CORP	COM	670346105	3,881	84,000	SH	DEFINED	5
NUCOR CORP	COM	670346105	13,779	298,250	SH	DEFINED	1,2,3
NUSTAR GP HOLDINGS LLC	UNIT						
	RESTG						
	LLC	67059L102	2,987	168,950	SH	DEFINED	5
NUSTAR GP HOLDINGS LLC	UNIT						
	RESTG						
	LLC	67059L102	6,405	362,250	SH	DEFINED	1,2,3
NUVASIVE INC	COM	670704105	10,519	303,586	SH	DEFINED	5
NUVASIVE INC	COM	670704105	44,242	1,276,814	SH	DEFINED	1,2,3
OCCIDENTAL PETE CORP DEL	COM	674599105	6,258	104,325	SH	DEFINED	5
OCCIDENTAL PETE CORP DEL	COM	674599105	16,251	270,900	SH	DEFINED	1,2,3
OCEANEERING INTL INC	COM	675232102	4,719	161,930	SH	DEFINED	5
OCEANEERING INTL INC	COM	675232102	7,544	258,900	SH	DEFINED	1,2,3
OFFICE DEPOT INC	COM	676220106	214	71,800	SH	DEFINED	5
OFFICE DEPOT INC	COM	676220106	1,084	363,700	SH	DEFINED	1,2,3
OMNITURE INC	COM	68212S109	5,061	475,700	SH	DEFINED	5
OMNITURE INC	COM	68212S109	29,406	2,763,753	SH	DEFINED	1,2,3
OMNICELL INC	COM	68213N109	4,371	357,985	SH	DEFINED	5
OMNICELL INC	COM	68213N109	34,039	2,787,778	SH	DEFINED	1,2,3
ON SEMICONDUCTOR CORP	COM	682189105	2,513	739,100	SH	DEFINED	5
ON SEMICONDUCTOR CORP	COM	682189105	9,588	2,819,950	SH	DEFINED	1,2,3
O REILLY AUTOMOTIVE INC	COM	686091109	11,411	371,200	SH	DEFINED	5
O REILLY AUTOMOTIVE INC	COM	686091109	56,170	1,827,262	SH	DEFINED	1,2,3

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P F CHANGS CHINA BISTRO INC	COM	69333Y108	3,418	163,244 SH	DEFINED	5
P F CHANGS CHINA BISTRO INC	COM	69333Y108	17,572	839,150 SH	DEFINED	1,2,3
PMC-SIERRA INC	COM	69344F106	9,083	1,869,000 SH	DEFINED	5
PMC-SIERRA INC	COM	69344F106	35,699	7,345,427 SH	DEFINED	1,2,3
PNC FINL SVCS GROUP INC	COM	693475105	5,841	119,200 SH	DEFINED	5
PNC FINL SVCS GROUP INC	COM	693475105	1,624	33,140 SH	DEFINED	1,2,3
PNC FINL SVCS GROUP INC	COM	693475105	10,471	213,700 SH	DEFINED	1,2,3
PPL CORP	COM	69351T106	370	12,064 SH	DEFINED	1,2,3
PSS WORLD MED INC	COM	69366A100	4,445	236,170 SH	DEFINED	5
PSS WORLD MED INC	COM	69366A100	13,916	739,400 SH	DEFINED	1,2,3
PACKAGING CORP AMER	COM	695156109	960	71,300 SH	DEFINED	5
PACKAGING CORP AMER	COM	695156109	7,843	582,700 SH	DEFINED	1,2,3
PACTIV CORP	COM	695257105	2,264	91,000 SH	DEFINED	5
PACTIV CORP	COM	695257105	16,986	682,700 SH	DEFINED	1,2,3
PATTERSON UTI ENERGY INC	COM	703481101	531	46,150 SH	DEFINED	5
PATTERSON UTI ENERGY INC	COM	703481101	11,066	961,450 SH	DEFINED	1,2,3
PAYCHEX INC	COM	704326107	3,087	117,450 SH	DEFINED	5
PAYCHEX INC	COM	704326107	22,874	870,400 SH	DEFINED	1,2,3
PEABODY ENERGY CORP	COM	704549104	562	24,700 SH	DEFINED	5

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PEABODY ENERGY CORP	COM	704549104	1,480	65,050 SH	DEFINED	1,2,3
PENTAIR INC	COM	709631105	2,142	90,500 SH	DEFINED	5
PENTAIR INC	COM	709631105	8,174	345,325 SH	DEFINED	1,2,3
PEPSICO INC	COM	713448108	24,773	452,313 SH	DEFINED	5
PEPSICO INC	COM	713448108	11,138	203,368 SH	DEFINED	1,2,3
PEPSICO INC	COM	713448108	120,937	2,208,086 SH	DEFINED	1,2,3
P T TELEKOMUNIKASI INDONESIA	SPONSORED ADR	715684106	3,548	141,520 SH	DEFINED	5
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	5,299	216,370 SH	DEFINED	5
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	10,720	437,740 SH	DEFINED	1,2,3
PETSMART INC	COM	716768106	1,710	92,700 SH	DEFINED	5
PETSMART INC	COM	716768106	13,111	710,600 SH	DEFINED	1,2,3
PFIZER INC	COM	717081103	4,163	235,082 SH	DEFINED	1,2,3
PHASE FORWARD INC	COM	71721R406	3,397	271,300 SH	DEFINED	5
PHASE FORWARD INC	COM	71721R406	7,510	599,850 SH	DEFINED	1,2,3
PHILIP MORRIS INTL INC	COM	718172109	228,486	5,251,355 SH	DEFINED	5
PHILIP MORRIS INTL INC	COM	718172109	6,639	152,577 SH	DEFINED	1,2,3
PHILIP MORRIS INTL INC	COM	718172109	136,983	3,148,321 SH	DEFINED	1,2,3
PINNACLE ENTMT INC	COM	723456109	54	7,000 SH	DEFINED	5
PINNACLE ENTMT INC	COM	723456109	887	115,500 SH	DEFINED	1,2,3
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	11,070	327,126 SH	DEFINED	5
PORTFOLIO RECOVERY ASSOCS IN	COM	73640Q105	17,739	524,200 SH	DEFINED	1,2,3
POWER-ONE INC	COM	739308104	1,418	1,191,800 SH	DEFINED	5
POWER-ONE INC	COM	739308104	8,375	7,037,450 SH	DEFINED	1,2,3

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PRAXAIR INC	COM	74005P104	10,229	172,321	SH	DEFINED	5
PRAXAIR INC	COM	74005P104	54,878	924,495	SH	DEFINED	1,2,3
PRECISION CASTPARTS CORP	COM	740189105	15,429	259,400	SH	DEFINED	5
PRECISION CASTPARTS CORP	COM	740189105	27,176	456,900	SH	DEFINED	1,2,3
PRICE T ROWE GROUP INC	COM	74144T108	6,536	184,422	SH	DEFINED	5
PRICE T ROWE GROUP INC	COM	74144T108	38,897	1,097,540	SH	DEFINED	1,2,3
PROCTER & GAMBLE CO	COM	742718109	13,651	220,819	SH	DEFINED	5
PROCTER & GAMBLE CO	COM	742718109	8,655	140,011	SH	DEFINED	1,2,3
PROCTER & GAMBLE CO	COM	742718109	62,244	1,006,856	SH	DEFINED	1,2,3
PROLOGIS TR	SH BEN						
	INT	743410102	518	37,288	SH	DEFINED	1,2,3
QUALCOMM INC	COM	747525103	367,257	10,249,977	SH	DEFINED	5
QUALCOMM INC	COM	747525103	7,238	202,014	SH	DEFINED	1,2,3
QUALCOMM INC	COM	747525103	467,183	13,038,869	SH	DEFINED	1,2,3
RHI ENTMT INC DEL	COM	74957T104	1,624	200,000	SH	DEFINED	1,2,3
RALCORP HLDGS INC NEW	COM	751028101	3,743	64,100	SH	DEFINED	1,2,3
RAYTHEON CO	COM NEW	755111507	41,830	819,563	SH	DEFINED	5
RAYTHEON CO	COM NEW	755111507	245,959	4,818,938	SH	DEFINED	1,2,3
REGAL ENTMT GROUP	CL A	758766109	2,039	199,700	SH	DEFINED	1,2,3
REGENCY ENERGY	COM UNITS						
PARTNERS L P	L P	75885Y107	595	73,900	SH	DEFINED	5
REGENCY ENERGY	COM UNITS						
PARTNERS L P	L P	75885Y107	2,866	356,000	SH	DEFINED	1,2,3

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RELIANT ENERGY INC	COM	75952B105	321	55,500	SH	DEFINED	1,2,3
RESEARCH IN MOTION LTD	COM	760975102	43,050	1,060,860	SH	DEFINED	5
RESEARCH IN MOTION LTD	COM	760975102	116,421	2,868,924	SH	DEFINED	1,2,3
RESOURCES CONNECTION INC	COM	76122Q105	14,811	904,183	SH	DEFINED	5
RESOURCES CONNECTION INC	COM	76122Q105	23,722	1,448,218	SH	DEFINED	1,2,3
RIO TINTO PLC	SPONSORED						
	ADR	767204100	2,712	30,500	SH	DEFINED	5
RIO TINTO PLC	SPONSORED						
	ADR	767204100	5,895	66,300	SH	DEFINED	1,2,3
RISKMETRICS GROUP INC	COM	767735103	19,015	1,277,062	SH	DEFINED	1,2,3
RIVERBED TECHNOLOGY INC	COM	768573107	31,286	2,746,796	SH	DEFINED	1,2,3
ROCKWELL COLLINS INC	COM	774341101	10,163	260,000	SH	DEFINED	5
ROCKWELL COLLINS INC	COM	774341101	24,627	630,000	SH	DEFINED	1,2,3
SAKS INC	COM	79377W108	615	140,350	SH	DEFINED	5
SAKS INC	COM	79377W108	4,910	1,121,000	SH	DEFINED	1,2,3
SAP AKTIENGESELLSCHAFT	SPONSORED						
	ADR	803054204	2,988	82,500	SH	DEFINED	5
SAP AKTIENGESELLSCHAFT	SPONSORED						
	ADR	803054204	33,860	934,847	SH	DEFINED	1,2,3
SAVVIS INC	COM NEW	805423308	3,049	442,500	SH	DEFINED	5
SAVVIS INC	COM NEW	805423308	12,541	1,820,240	SH	DEFINED	1,2,3
SCHEIN HENRY INC	COM	806407102	3,245	88,450	SH	DEFINED	5
SCHEIN HENRY INC	COM	806407102	26,221	714,650	SH	DEFINED	1,2,3
SCHLUMBERGER LTD	COM	806857108	50,425	1,191,225	SH	DEFINED	5
SCHLUMBERGER LTD	COM	806857108	1,621	38,290	SH	DEFINED	1,2,3
SCHLUMBERGER LTD	COM	806857108	197,949	4,676,328	SH	DEFINED	1,2,3

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SCHWAB CHARLES CORP NEW	COM	808513105	18,007	1,113,587	SH	DEFINED	5
SCHWAB CHARLES CORP NEW	COM	808513105	97,121	6,006,244	SH	DEFINED	1,2,3
SCIENTIFIC GAMES CORP	CL A	80874P109	15,776	899,450	SH	DEFINED	5
SCIENTIFIC GAMES CORP	CL A	80874P109	63,295	3,608,607	SH	DEFINED	1,2,3
SCOTTS MIRACLE GRO CO	CL A	810186106	4,607	155,000	SH	DEFINED	1,2,3
SEABRIDGE GOLD INC	COM	811916105	5,273	403,100	SH	DEFINED	1,2,3
SEALED AIR CORP NEW	COM	81211K100	893	59,750	SH	DEFINED	5
SEALED AIR CORP NEW	COM	81211K100	18,876	1,263,450	SH	DEFINED	1,2,3
SHERWIN WILLIAMS CO	COM	824348106	3,346	56,000	SH	DEFINED	5
SHERWIN WILLIAMS CO	COM	824348106	38,291	640,857	SH	DEFINED	1,2,3
SIGNATURE BK NEW YORK N Y	COM	82669G104	1,674	58,350	SH	DEFINED	5
SIGNATURE BK NEW YORK N Y	COM	82669G104	13,985	487,450	SH	DEFINED	1,2,3
SIMCERE PHARMACEUTICAL GROUP	SPON ADR	82859P104	4,112	573,506	SH	DEFINED	5
SMART BALANCE INC	COM	83169Y108	6,611	972,133	SH	DEFINED	5
SMART BALANCE INC	COM	83169Y108	16,378	2,408,500	SH	DEFINED	1,2,3
SMITH INTL INC	COM	832110100	25,496	1,113,827	SH	DEFINED	5
SMITH INTL INC	COM	832110100	127,516	5,570,825	SH	DEFINED	1,2,3
SOHU COM INC	COM	83408W103	3,295	69,610	SH	DEFINED	5
SOLERA HOLDINGS INC	COM	83421A104	2,662	110,450	SH	DEFINED	5
SOLERA HOLDINGS INC	COM	83421A104	20,938	868,800	SH	DEFINED	1,2,3
SOLUTIA INC	COM NEW	834376501	496	110,225	SH	DEFINED	5

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SOLUTIA INC	COM NEW	834376501	3,368	748,400	SH	DEFINED	1,2,3
SONIC SOLUTIONS	COM	835460106	1,569	891,242	SH	DEFINED	5
SONIC SOLUTIONS	COM	835460106	2,512	1,427,300	SH	DEFINED	1,2,3
SONOCO PRODS CO	COM	835495102	5,460	235,750	SH	DEFINED	5
SONOCO PRODS CO	COM	835495102	12,863	555,400	SH	DEFINED	1,2,3
SOUTHERN CO	COM	842587107	644	17,400	SH	DEFINED	1,2,3
SOUTHERN COPPER CORP	COM	84265V105	204,028	12,704,083	SH	DEFINED	5
SOUTHERN COPPER CORP	COM	84265V105	64,498	4,016,071	SH	DEFINED	1,2,3
SOUTHWEST AIRLS CO	COM	844741108	89	10,368	SH	DEFINED	1,2,3
SOUTHWEST AIRLS CO	COM	844741108	12,952	1,502,500	SH	DEFINED	1,2,3
SOUTHWESTERN ENERGY CO	COM	845467109	2,513	86,750	SH	DEFINED	5
SOUTHWESTERN ENERGY CO	COM	845467109	6,615	228,350	SH	DEFINED	1,2,3
SPIRIT AEROSYSTEMS HLDGS INC	COM CL A	848574109	1,526	150,000	SH	DEFINED	5
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	1,705	95,229	SH	DEFINED	5
STARWOOD HOTELS&RESORTS WRLD	COM	85590A401	3,652	204,050	SH	DEFINED	1,2,3
STATE STR CORP	COM	857477103	2,645	67,255	SH	DEFINED	1,2,3
STERICYCLE INC	COM	858912108	1,773	34,050	SH	DEFINED	5
STERICYCLE INC	COM	858912108	13,560	260,370	SH	DEFINED	1,2,3
STIFEL FINL CORP	COM	860630102	5,044	110,000	SH	DEFINED	1,2,3
STRATASYS	COM	862685104	5,160	479,963	SH	DEFINED	5
STRATASYS	COM	862685104	8,269	769,200	SH	DEFINED	1,2,3
STRYKER CORP	COM	863667101	200	5,000	SH	DEFINED	1,2,3
STRYKER CORP	COM	863667101	767	19,200	SH	DEFINED	1,2,3
SUNCOR ENERGY INC	COM	867229106	808	41,450	SH	DEFINED	5

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SUNCOR ENERGY INC	COM	867229106	2,128	109,150	SH	DEFINED	1,2,3
SUNOCO INC	COM	86764P109	724	16,650	SH	DEFINED	5
SUNOCO INC	COM	86764P109	1,904	43,800	SH	DEFINED	1,2,3
SUNTRUST BKS INC	COM	867914103	567	19,200	SH	DEFINED	5
SUNTRUST BKS INC	COM	867914103	2,827	95,700	SH	DEFINED	1,2,3
SYNOVUS FINL CORP	COM	87161C105	1,542	185,800	SH	DEFINED	5
SYNOVUS FINL CORP	COM	87161C105	12,357	1,488,850	SH	DEFINED	1,2,3
TD AMERITRADE HLDG CORP	COM	87236Y108	2,021	141,850	SH	DEFINED	5
TD AMERITRADE HLDG CORP	COM	87236Y108	19,291	1,353,750	SH	DEFINED	1,2,3
TARGET CORP	COM	87612E106	1,367	39,600	SH	DEFINED	5
TARGET CORP	COM	87612E106	2,933	84,950	SH	DEFINED	1,2,3
TENARIS S A	SPONSORED						
	ADR	88031M109	677	32,250	SH	DEFINED	5
TENARIS S A	SPONSORED						
	ADR	88031M109	1,781	84,900	SH	DEFINED	1,2,3
TESCO CORP	COM	88157K101	5,017	702,700	SH	DEFINED	1,2,3
THERMO FISHER SCIENTIFIC INC	COM	883556102	6,659	195,454	SH	DEFINED	5
THERMO FISHER SCIENTIFIC INC	COM	883556102	44,104	1,294,524	SH	DEFINED	1,2,3
TRANS1 INC	COM	89385X105	1,630	226,100	SH	DEFINED	5
TRANS1 INC	COM	89385X105	8,980	1,245,461	SH	DEFINED	1,2,3
TRAVELERS COMPANIES INC	COM	89417E109	13,019	288,031	SH	DEFINED	5

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TRAVELERS COMPANIES INC	COM	89417E109	6,340	140,266	SH	DEFINED	1,2,3
TRAVELERS COMPANIES INC	COM	89417E109	47,407	1,048,827	SH	DEFINED	1,2,3
UAL CORP	COM	902549807	462	41,900	SH	DEFINED	5
UAL CORP	COM	902549807	2,289	207,700	SH	DEFINED	1,2,3
US BANCORP DEL	COM NEW	902973304	5,208	208,250	SH	DEFINED	5
US BANCORP DEL	COM NEW	902973304	189	7,575	SH	DEFINED	1,2,3
US BANCORP DEL	COM NEW	902973304	11,316	452,450	SH	DEFINED	1,2,3
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	4,690	321,200	SH	DEFINED	5
ULTIMATE SOFTWARE GROUP INC	COM	90385D107	10,154	695,500	SH	DEFINED	1,2,3
ULTRALIFE BATTERIES INC	COM	903899102	4,148	309,300	SH	DEFINED	5
ULTRALIFE BATTERIES INC	COM	903899102	19,672	1,466,961	SH	DEFINED	1,2,3
ULTRA PETROLEUM CORP	COM	903914109	2,842	82,350	SH	DEFINED	5
ULTRA PETROLEUM CORP	COM	903914109	121	3,500	SH	DEFINED	1,2,3
ULTRA PETROLEUM CORP	COM	903914109	11,813	342,300	SH	DEFINED	1,2,3
UNDER ARMOUR INC	CL A	904311107	6,668	279,700	SH	DEFINED	5
UNDER ARMOUR INC	CL A	904311107	12,030	504,600	SH	DEFINED	1,2,3
UNION PAC CORP	COM	907818108	32,747	685,078	SH	DEFINED	5
UNION PAC CORP	COM	907818108	1,905	39,852	SH	DEFINED	1,2,3
UNION PAC CORP	COM	907818108	137,743	2,881,651	SH	DEFINED	1,2,3
UNITED TECHNOLOGIES CORP	COM	913017109	8,100	151,126	SH	DEFINED	5
UNITED TECHNOLOGIES CORP	COM	913017109	60,915	1,136,478	SH	DEFINED	1,2,3
UNITEDHEALTH GROUP INC	COM	91324P102	2,907	109,300	SH	DEFINED	5
UNITEDHEALTH GROUP INC	COM	91324P102	13,933	523,800	SH	DEFINED	1,2,3
URBAN OUTFITTERS INC	COM	917047102	1,544	103,100	SH	DEFINED	5

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URBAN OUTFITTERS INC	COM	917047102	10,623	709,150	SH	DEFINED	1,2,3
VAIL RESORTS INC	COM	91879Q109	18,652	701,207	SH	DEFINED	1,2,3
VALERO ENERGY CORP NEW	COM	91913Y100	574	26,525	SH	DEFINED	5
VALERO ENERGY CORP NEW	COM	91913Y100	1,509	69,750	SH	DEFINED	1,2,3
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	3,405	187,900	SH	DEFINED	5
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	5,456	301,100	SH	DEFINED	1,2,3
VERIZON COMMUNICATIONS	COM	92343V104	5,255	155,000	SH	DEFINED	5
VERIZON COMMUNICATIONS	COM	92343V104	532	15,700	SH	DEFINED	1,2,3
VERIZON COMMUNICATIONS	COM	92343V104	25,262	745,200	SH	DEFINED	1,2,3
VISA INC	COM CL A	92826C839	26,264	500,752	SH	DEFINED	5
VISA INC	COM CL A	92826C839	114,518	2,183,377	SH	DEFINED	1,2,3
VOCUS INC	COM	92858J108	21,378	1,173,958	SH	DEFINED	1,2,3
VOLCANO CORPORATION	COM	928645100	10,061	670,713	SH	DEFINED	5
VOLCANO CORPORATION	COM	928645100	32,358	2,157,200	SH	DEFINED	1,2,3
WABTAC CORP	COM	929740108	6,905	173,700	SH	DEFINED	5
WABTAC CORP	COM	929740108	26,680	671,206	SH	DEFINED	1,2,3
WAL MART STORES INC	COM	931142103	59,926	1,068,963	SH	DEFINED	5
WAL MART STORES INC	COM	931142103	7,013	125,101	SH	DEFINED	1,2,3
WAL MART STORES INC	COM	931142103	348,724	6,220,554	SH	DEFINED	1,2,3

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WASTE CONNECTIONS INC	COM	941053100	7,577	240,000	SH	DEFINED	1,2,3
WASTE MGMT INC DEL	COM	94106L109	2,164	65,300	SH	DEFINED	5
WASTE MGMT INC DEL	COM	94106L109	10,326	311,600	SH	DEFINED	1,2,3
WELLCARE HEALTH PLANS INC	COM	94946T106	2,395	186,200	SH	DEFINED	5
WELLCARE HEALTH PLANS INC	COM	94946T106	9,401	731,000	SH	DEFINED	1,2,3
WELLS FARGO & CO NEW	COM	949746101	68,121	2,310,764	SH	DEFINED	5
WELLS FARGO & CO NEW	COM	949746101	4,966	168,440	SH	DEFINED	1,2,3
WELLS FARGO & CO NEW	COM	949746101	348,357	11,816,720	SH	DEFINED	1,2,3
WHOLE FOODS MKT INC	COM	966837106	768	81,400	SH	DEFINED	5
WHOLE FOODS MKT INC	COM	966837106	6,402	678,150	SH	DEFINED	1,2,3
WRIGHT MED GROUP INC	COM	98235T107	2,858	139,900	SH	DEFINED	5
WRIGHT MED GROUP INC	COM	98235T107	8,292	405,850	SH	DEFINED	1,2,3
WYETH	COM	983024100	929	24,780	SH	DEFINED	1,2,3
WYNN RESORTS LTD	COM	983134107	947	22,400	SH	DEFINED	5
WYNN RESORTS LTD	COM	983134107	1,931	45,700	SH	DEFINED	1,2,3
XTO ENERGY CORP	COM	98385X106	15,434	437,595	SH	DEFINED	5
XTO ENERGY CORP	COM	98385X106	3,740	106,047	SH	DEFINED	1,2,3
XTO ENERGY CORP	COM	98385X106	115,772	3,282,438	SH	DEFINED	1,2,3
XEROX CORP	COM	984121103	1,365	171,300	SH	DEFINED	5
XEROX CORP	COM	984121103	6,503	815,900	SH	DEFINED	1,2,3
YAHOO INC	COM	984332106	5,253	430,600	SH	DEFINED	5
YAHOO INC	COM	984332106	24,876	2,039,050	SH	DEFINED	1,2,3
YINGLI GREEN ENERGY HLDG CO	ADR	98584B103	1,687	276,600	SH	DEFINED	5
YUM BRANDS INC	COM	988498101	21,893	695,015	SH	DEFINED	5
YUM BRANDS INC	COM	988498101	158	5,017	SH	DEFINED	1,2,3
YUM BRANDS INC	COM	988498101	98,730	3,134,272	SH	DEFINED	1,2,3
ZIMMER HLDGS INC	COM	98956P102	1,540	38,100	SH	DEFINED	5

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ZIMMER HLDGS INC	COM	98956P102	3,123	77,257	SH	DEFINED	1,2,3
ZIMMER HLDGS INC	COM	98956P102	6,920	171,200	SH	DEFINED	1,2,3
ZIONS BANCORPORATION	COM	989701107	2,049	83,600	SH	DEFINED	5
ZIONS BANCORPORATION	COM	989701107	13,097	534,350	SH	DEFINED	1,2,3
ZUMIEZ INC	COM	989817101	2,308	309,744	SH	DEFINED	5
ZUMIEZ INC	COM	989817101	3,698	496,400	SH	DEFINED	1,2,3
TELVENT GIT SA	SHS	E90215109	6,031	412,794	SH	DEFINED	5
TELVENT GIT SA	SHS	E90215109	23,065	1,578,715	SH	DEFINED	1,2,3
AXIS CAPITAL HOLDINGS	SHS	G0692U109	2,028	69,650	SH	DEFINED	5
AXIS CAPITAL HOLDINGS	SHS	G0692U109	15,525	533,150	SH	DEFINED	1,2,3
BUNGE LIMITED	COM	G16962105	19,129	369,500	SH	DEFINED	5
BUNGE LIMITED	COM	G16962105	73,073	1,411,497	SH	DEFINED	1,2,3
COOPER INDS LTD	CL A	G24182100	1,042	35,650	SH	DEFINED	5
COOPER INDS LTD	CL A	G24182100	7,647	261,600	SH	DEFINED	1,2,3
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397106	1,081	35,400	SH	DEFINED	5
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397106	5,163	169,100	SH	DEFINED	1,2,3

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EVEREST RE GROUP LTD	COM	G3223R108	1,051	13,800	SH	DEFINED	5
EVEREST RE GROUP LTD	COM	G3223R108	4,987	65,500	SH	DEFINED	1,2,3
FOSTER WHEELER LTD	SHS NEW	G36535139	3,273	140,000	SH	DEFINED	5
FOSTER WHEELER LTD	SHS NEW	G36535139	12,169	520,500	SH	DEFINED	1,2,3
GARMIN LTD	ORD	G37260109	4,873	254,200	SH	DEFINED	5
GARMIN LTD	ORD	G37260109	22,051	1,150,277	SH	DEFINED	1,2,3
LAZARD LTD	SHS A	G54050102	978	32,900	SH	DEFINED	5
LAZARD LTD	SHS A	G54050102	10,501	353,100	SH	DEFINED	1,2,3
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	738	110,700	SH	DEFINED	5
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	2,861	428,900	SH	DEFINED	1,2,3
NABORS INDUSTRIES LTD	SHS	G6359F103	1,850	154,550	SH	DEFINED	5
NABORS INDUSTRIES LTD	SHS	G6359F103	2,192	183,100	SH	DEFINED	1,2,3
RENAISSANCE HOLDINGS LTD	COM	G7496G103	165	3,200	SH	DEFINED	5
RENAISSANCE HOLDINGS LTD	COM	G7496G103	815	15,800	SH	DEFINED	1,2,3
SINA CORP	ORD	G81477104	2,461	106,320	SH	DEFINED	5
SINA CORP	ORD	G81477104	14,600	630,657	SH	DEFINED	1,2,3
VISTAPRINT LIMITED	SHS	G93762204	1,872	100,599	SH	DEFINED	5
VISTAPRINT LIMITED	SHS	G93762204	25,545	1,372,641	SH	DEFINED	1,2,3
WEATHERFORD INTERNATIONAL LT	COM	G95089101	11,332	1,047,302	SH	DEFINED	5
WEATHERFORD INTERNATIONAL LT	COM	G95089101	1,629	150,581	SH	DEFINED	1,2,3
WEATHERFORD INTERNATIONAL LT	COM	G95089101	69,771	6,448,351	SH	DEFINED	1,2,3
ACE LTD	SHS	H0023R105	119,675	2,261,431	SH	DEFINED	5
ACE LTD	SHS	H0023R105	60,966	1,152,043	SH	DEFINED	1,2,3
ALCON INC	COM SHS	H01301102	767	8,600	SH	DEFINED	1,2,3
CORE LABORATORIES N V	COM	N22717107	4,472	74,700	SH	DEFINED	5
CORE LABORATORIES N V	COM	N22717107	7,141	119,300	SH	DEFINED	1,2,3

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DRYSHIPS INC	SHS	Y2109Q101	202	18,950 SH	DEFINED	1,2,3
VERIGY LTD	SHS	Y93691106	1,384	143,900 SH	DEFINED	1,2,3

				21,928,687	817,794,600	