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FIFTH THIRD BANCORP
Form 13F-HR
August 15, 2005

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

FORM 13F

FORM 13F COVER PAGE

Report for the Quarter Ended: June 30, 2005

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: Fifth Third Bancorp
Address: 38 Fountain Square Plaza
Cincinnati, Ohio 45263

13F File Number - #28-03158

Name and Management numbers of All Institutional Investment Managers with respect to which this schedule is filed (other than the one filing this report).

Name: -----	Manager # -----
Fifth Third Bank Ohio	9
Fifth Third Bank Michigan	3
Fifth Third Bank Tennessee	8
Fifth Third Asset Management	85

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: Neal E. Arnold
Title: Executive Vice President, Investment Advisors and Fifth Third Processing Solutions
Phone: 513-534-8577

Signature, Place, and Date of Signing:

/s/ Neal E. Arnold ----- [Signature]	Cincinnati, Ohio ----- [City, State]	August 15, 2005 ----- [Date]
--	--	------------------------------------

Report Type (Check only one):

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- [] 13F HOLDINGS REPORT
- [] 13F NOTICE
- [X] 13F COMBINATION REPORT

List of Other Managers Reporting for this Manager:

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 0

Form 13F Information Table Entry Total: 4,322

Form 13F Information Table Value Total (x\$1000): 14,041,240

List of Other Included Managers:

Name:	13F File No.:
-----	-----
Fifth Third Bank	28-539
Fifth Third Bank Asset Management	28-10115
Fifth Third Bank Tennessee	28-10993
Fifth Third Bank, a Michigan Corporation	28-10119
Fifth Third Securities	28-11382

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

DAIMLERCHRYSLER AG		ORD	D1668R123	451	11123	SH		DEFINED	3	
				-----	-----					
				451	11123					
ACE LTD		ORD	G0070K103	401	8947	SH		DEFINED	9	
				38	840	SH		DEFINED	3	
				466	10384	SH		DEFINED	85	
				-----	-----					
				905	20171					

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AMDOCS LTD	ORD	G02602103	31	1191	SH	DEFINED	3
			-----	-----			
			31	1191			
ACCENTURE LTD BERMUDA	CL A	G1150G111	5114	225575	SH	DEFINED	9
			163	7180	SH	DEFINED	3
			-----	-----			
			5277	232755			
BUNGE LIMITED	COM	G16962105	10	155	SH	DEFINED	3
			-----	-----			
			10	155			
CENTRAL EUROPEAN MEDIA ENTRP	CL A NEW	G20045202	39	800	SH	DEFINED	9
			-----	-----			
			39	800			
CHINA YUCHAI INTL LTD	COM	G21082105	22	1800	SH	DEFINED	9
			-----	-----			
			22	1800			
COOPER INDS LTD	CL A	G24182100	390	6111	SH	DEFINED	9
			486	7602	SH	DEFINED	3
			216	3386	SH	DEFINED	85
			-----	-----			
			1093	17099			
ENDURANCE SPECIALTY HLDGS LT	SHS	G30397106	34	900	SH	DEFINED	9
			4160	110000	SH	DEFINED	85
			-----	-----			
			4194	110900			
EVEREST RE GROUP LTD	COM	G3223R108	7	75	SH	DEFINED	3
			-----	-----			
			7	75			

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PAGE 2 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DISCRETN	O	MA	
-----		-----		-----		-----		-----	
FOSTER WHEELER LTD	*W EXP 09/24/2	G36535113	0	100	SH	DEFINED	3		
			-----	-----					
				100					
FOSTER WHEELER LTD	SHS NEW	G36535139	0	5	SH	DEFINED	3		
			-----	-----					
				5					
FRONTLINE LTD	ORD	G3682E127	20	500	SH	DEFINED	9		
			-----	-----					
				20	500				
GARMIN LTD	ORD	G37260109	30	700	SH	DEFINED	9		
			18	430	SH	DEFINED	3		

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		-----		-----			
		48	1130				
GLOBAL CROSSING LTD	SHS NEW	G3921A175	2	130	SH	DEFINED	9

		2	130				
GLOBALSANTAFE CORP	SHS	G3930E101	1315	32223	SH	DEFINED	9
				858	21032	SH	DEFINED
				5977	146500	SH	DEFINED

		8150	199755				
HELEN OF TROY CORP LTD	COM	G4388N106	8	300	SH	DEFINED	3

		8	300				
INGERSOLL-RAND COMPANY LTD	CL A	G4776G101	565	7920	SH	DEFINED	9
				59	820	SH	DEFINED
				817	11448	SH	DEFINED

		1440	20188				
KNIGHTSBRIDGE TANKERS LTD	ORD	G5299G106	380	10000	SH	DEFINED	9
				10	270	SH	DEFINED

		390	10270				
MONTPELIER RE HOLDINGS LTD	SHS	G62185106	125	3606	SH	DEFINED	9

		125	3606				

				FORM 13F					
PAGE 3 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN		MA

NABORS INDUSTRIES LTD	SHS	G6359F103	1154	19038	SH	DEFINED	9		
				355	5850	SH	DEFINED	3	
				52	850	SH	DEFINED	8	
				332	5483	SH	DEFINED	85	

		1893	31221						
NOBLE CORPORATION	SHS	G65422100	2330	37873	SH	DEFINED	9		
				2301	37403	SH	DEFINED	3	
				1777	28886	SH	DEFINED	85	

		6407	104162						
PARTNERRE LTD	COM	G6852T105	3	50	SH	DEFINED	3		

		3	50						
PLATINUM UNDERWRITER HLDGS L	COM	G7127P100	24	750	SH	DEFINED	9		

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			4630	145500	SH	DEFINED	85
			-----	-----			
			4654	146250			
RENAISSANCERE HOLDINGS LTD	COM	G7496G103	1	25	SH	DEFINED	9
			-----	-----			
			1	25			
SCOTTISH RE GROUP LTD	ORD	G7885T104	27	1100	SH	DEFINED	9
			3105	128100	SH	DEFINED	85
			-----	-----			
			3132	129200			
STEWART W P & CO LTD	COM	G84922106	109	4500	SH	DEFINED	9
			-----	-----			
			109	4500			
HILFIGER TOMMY CORP	ORD	G8915Z102	39	2800	SH	DEFINED	9
			6	400	SH	DEFINED	3
			4596	334000	SH	DEFINED	85
			-----	-----			
			4640	337200			
TRANSOCEAN INC	ORD	G90078109	2155	39922	SH	DEFINED	9
			698	12926	SH	DEFINED	3
			11466	212445	SH	DEFINED	85
			-----	-----			
			14318	265293			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA		
-----		-----	-----	-----	-----	-----	-----	-----		
TSAKOS ENERGY NAVIGATION LTD	SHS	G9108L108	23	590	SH	DEFINED	9			
			73	1886	SH	DEFINED	3			
			2408	62100	SH	DEFINED	85			
			-----	-----						
			2504	64576						
WEATHERFORD INTERNATIONAL LT	COM	G95089101	5197	89639	SH	DEFINED	9			
			5209	89841	SH	DEFINED	3			
			1868	32214	SH	DEFINED	85			
			-----	-----						
			12274	211694						
WHITE MTNS INS GROUP LTD	COM	G9618E107	8	13	SH	DEFINED	9			
			-----	-----						
			8	13						
WILLIS GROUP HOLDINGS LTD	SHS	G96655108	18	545	SH	DEFINED	3			
			-----	-----						
			18	545						
XL CAP LTD	CL A	G98255105	433	5815	SH	DEFINED	9			

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			154	2070	SH	DEFINED	3
			378	5080	SH	DEFINED	85
			-----	-----			
			965	12965			
ALCON INC	COM SHS	H01301102	86	791	SH	DEFINED	85
			-----	-----			
			86	791			
UBS AG	NAMEN AKT	H8920M855	39	496	SH	DEFINED	9
			-----	-----			
			39	496			
CHECK POINT SOFTWARE TECH LT	ORD	M22465104	2024	102074	SH	DEFINED	9
			2458	123939	SH	DEFINED	3
			4	225	SH	DEFINED	8
			1726	87049	SH	DEFINED	85
			-----	-----			
			6212	313287			
GIVEN IMAGING	ORD SHS	M52020100	0	12	SH	DEFINED	9
			-----	-----			
				12			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
CNH GLOBAL N V	SHS NEW	N20935206	2	128	SH	DEFINED	3		
			-----	-----					
			2	128					
CORE LABORATORIES N V	COM	N22717107	370	13778	SH	DEFINED	9		
			55	2064	SH	DEFINED	3		
			2280	85000	SH	DEFINED	85		
			-----	-----					
			2705	100842					
STEINER LEISURE LTD	ORD	P8744Y102	11	300	SH	DEFINED	9		
			1409	38000	SH	DEFINED	85		
			-----	-----					
			1420	38300					
ROYAL CARIBBEAN CRUISES LTD	COM	V7780T103	2	50	SH	DEFINED	9		
			-----	-----					
			2	50					
FLEXTRONICS INTL LTD	ORD	Y2573F102	539	40837	SH	DEFINED	9		
			913	69084	SH	DEFINED	3		
			-----	-----					
			1452	109921					
GENERAL MARITIME CORP	SHS	Y2692M103	460	10858	SH	DEFINED	9		
			8	200	SH	DEFINED	3		

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			136	3200	SH	DEFINED	85
			-----	-----			
			605	14258			
OMI CORP NEW	COM	Y6476W104	1023	53840	SH	DEFINED	9
			85	4458	SH	DEFINED	3
			2661	140000	SH	DEFINED	85
			-----	-----			
			3770	198298			
TEEKAY SHIPPING MARSHALL ISL	COM	Y8564W103	4	91	SH	DEFINED	3
			-----	-----			
			4	91			
TOP TANKERS INC	COM	Y8897Y107	1952	123000	SH	DEFINED	85
			-----	-----			
			1952	123000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN			
			-----	-----	-----	-----	-----	-----	-----
ABB LTD	SPONSORED ADR	000375204	13	2000	SH	DEFINED	3		
			-----	-----					
			13	2000					
A D C TELECOMMUNICATIONS	COM NEW	000886309	76	3489	SH	DEFINED	9		
			32	1470	SH	DEFINED	3		
			1359	62445	SH	DEFINED	85		
			-----	-----					
			1467	67404					
ACM INCOME FUND INC	COM	000912105	19	2300	SH	DEFINED	9		
			186	22424	SH	DEFINED	3		
			-----	-----					
			205	24724					
ACM MANAGED INCOME FD INC	COM	000919100	0	14	SH	DEFINED	9		
			-----	-----					
				14					
ABN AMRO HLDG NV	SPONSORED ADR	000937102	10	400	SH	DEFINED	9		
			13	547	SH	DEFINED	3		
			-----	-----					
			23	947					
ACM MUN SECS INCOME FD INC	COM	000942102	7	650	SH	DEFINED	3		
			-----	-----					
			7	650					
ABM INDS INC	COM	000957100	2	120	SH	DEFINED	9		
			-----	-----					
			2	120					

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AFLAC INC	COM	001055102	12238	282762	SH	DEFINED	9
			4775	110317	SH	DEFINED	3
			6	145	SH	DEFINED	8
			794	18337	SH	DEFINED	85
			-----	-----			
			17812	411561			
AGCO CORP	COM	001084102	12	650	SH	DEFINED	9
			-----	-----			
			12	650			
AGL RES INC	COM	001204106	39	1000	SH	DEFINED	3
			-----	-----			
			39	1000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
AES CORP	SDCV 4.500% 8	00130HAN5	4489	45000	SH	DEFINED	3
			-----	-----			
			4489	45000			
AES CORP	COM	00130H105	396	24188	SH	DEFINED	9
			19	1165	SH	DEFINED	3
			388	23706	SH	DEFINED	85
			-----	-----			
			804	49059			
AK STL HLDG CORP	COM	001547108	0	28	SH	DEFINED	9
			13	2000	SH	DEFINED	3
			-----	-----			
			13	2028			
AMB PROPERTY CORP	COM	00163T109	28	650	SH	DEFINED	9
			454	10450	SH	DEFINED	85
			-----	-----			
			482	11100			
AMR CORP	COM	001765106	17	1400	SH	DEFINED	9
			97	8000	SH	DEFINED	3
			-----	-----			
			114	9400			
APAC CUSTOMER SERVICES INC	COM	00185E106	420	525000	SH	DEFINED	85
			-----	-----			
			420	525000			
AT&T CORP	COM NEW	001957505	720	37818	SH	DEFINED	9
			226	11851	SH	DEFINED	3
			1377	72347	SH	DEFINED	85
			-----	-----			
			2323	122016			

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A S V INC	COM	001963107	1004	24760	SH	DEFINED	9
			104	2574	SH	DEFINED	3
			3892	96000	SH	DEFINED	85
			-----		5000	123334	
ATMI INC	COM	00207R101	972	33500	SH	DEFINED	85
			-----		972	33500	

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP									
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O	MA			

AU OPTRONICS CORP	SPONSORED ADR	002255107	37	2212	SH	DEFINED	9						
			7	400	SH	DEFINED	3						
			-----		44	2612							
ABBOTT LABS	COM	002824100	108547	2214801	SH	DEFINED	9						
			45196	922175	SH	DEFINED	3						
			92	1885	SH	DEFINED	8						
			11375	232104	SH	DEFINED	85						
			-----		165211	3370965							
ABERCROMBIE & FITCH CO	CL A	002896207	754	10976	SH	DEFINED	9						
			1207	17568	SH	DEFINED	3						
			5984	87100	SH	DEFINED	85						
			-----		7945	115644							
ABBEY NATL PLC	ADR PRF B7.375	002920700	667	24900	SH	DEFINED	85						
			-----		667	24900							
ABBEY NATL PLC	GDR	002920809	1595	60600	SH	DEFINED	85						
			-----		1595	60600							
ABERDEEN ASIA PACIFIC INCOM	COM	003009107	136	21557	SH	DEFINED	9						
			262	41582	SH	DEFINED	3						
			-----		398	63139							
ABERDEEN AUSTRALIA EQTY FD I	COM	003011103	80	6610	SH	DEFINED	3						
			-----		80	6610							
ABIOMED INC	COM	003654100	1	125	SH	DEFINED	3						
			-----		1	125							
ACCELRY S INC	COM	00430U103	495	100000	SH	DEFINED	85						

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495 100000

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN			

ACCREDITO HEALTH INC	COM	00437V104	37	825	SH		DEFINED	9	
			944	20800	SH		DEFINED	85	
			-----	-----					
			982	21625					
ACE CASH EXPRESS INC	COM	004403101	383	15000	SH		DEFINED	85	
			-----	-----					
			383	15000					
ACTIVISION INC NEW	COM NEW	004930202	12	750	SH		DEFINED	9	
			-----	-----					
			12	750					
ACTIVCARD CORP	COM	00506J107	32	7000	SH		DEFINED	9	
			14	3000	SH		DEFINED	85	
			-----	-----					
			46	10000					
ACUITY BRANDS INC	COM	00508Y102	26	1000	SH		DEFINED	9	
			11	414	SH		DEFINED	3	
			-----	-----					
			36	1414					
ADAMS EXPRESS CO	COM	006212104	90	7019	SH		DEFINED	3	
			-----	-----					
			90	7019					
ADESA INC	COM	00686U104	29	1335	SH		DEFINED	9	
			44	2000	SH		DEFINED	3	
			-----	-----					
			73	3335					
ADOBE SYS INC	COM	00724F101	659	23019	SH		DEFINED	9	
			137	4780	SH		DEFINED	3	
			509	17782	SH		DEFINED	85	
			-----	-----					
			1304	45581					
ADVANCE AUTO PARTS INC	COM	00751Y106	1580	24480	SH		DEFINED	9	
			1254	19432	SH		DEFINED	3	
			10651	165000	SH		DEFINED	85	
			-----	-----					
			13485	208912					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
ADVANCED DIGITAL INFORMATION	COM	007525108	8	1000	SH	DEFINED	3	
			8	1000				
ADVISORY BRD CO	COM	00762W107	859	17604	SH	DEFINED	9	
			859	17604				
ADVANCED MEDICAL OPTICS INC	COM	00763M108	12	310	SH	DEFINED	9	
			4	102	SH	DEFINED	3	
			16	412				
ADVENTRX PHARMACEUTICALS INC	COM	00764X103	58	25126	SH	DEFINED	3	
			58	25126				
ADVANCED MICRO DEVICES INC	COM	007903107	258	14855	SH	DEFINED	9	
			30	1716	SH	DEFINED	3	
			250	14394	SH	DEFINED	85	
			537	30965				
AEGON N V	ORD AMER REG	007924103	77	5971	SH	DEFINED	9	
			816	63427	SH	DEFINED	3	
			893	69398				
AES TR III	PFD CV 6.75%	00808N202	14	300	SH	DEFINED	3	
			14	300				
AETNA INC NEW	COM	00817Y108	1278	15429	SH	DEFINED	9	
			340	4100	SH	DEFINED	3	
			874	10559	SH	DEFINED	85	
			2492	30088				
AFFILIATED COMPUTER SERVICES	CL A	008190100	483	9449	SH	DEFINED	9	
			931	18210	SH	DEFINED	3	
			236	4628	SH	DEFINED	85	
			1650	32287				

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	

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AFFILIATED MANAGERS GROUP	COM	008252108	1345	19684	SH	DEFINED	9
			79	1153	SH	DEFINED	3
			2829	41400	SH	DEFINED	85
			4253	62237			
AFFYMETRIX INC	COM	00826T108	19	350	SH	DEFINED	9
			19	350			
AGERE SYS INC	COM	00845V308	4	345	SH	DEFINED	9
			4	298	SH	DEFINED	3
			8	643			
AGILENT TECHNOLOGIES INC	COM	00846U101	6477	281349	SH	DEFINED	9
			2249	97683	SH	DEFINED	3
			1284	55793	SH	DEFINED	85
			10010	434825			
AGILYSYS INC	COM	00847J105	87	5549	SH	DEFINED	9
			471	30000	SH	DEFINED	85
			558	35549			
AGNICO EAGLE MINES LTD	COM	008474108	3	200	SH	DEFINED	3
			3	200			
AGREE REALTY CORP	COM	008492100	30	1000	SH	DEFINED	3
			30	1000			
AIM SELECT REAL ESTATE INCM	SHS	00888R107	13	750	SH	DEFINED	9
			34	1976	SH	DEFINED	3
			46	2726			
AGRIUM INC	COM	008916108	31	1600	SH	DEFINED	9
			3706	189000	SH	DEFINED	85
			3738	190600			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
AIR FRANCE KLM		SPONSORED ADR	009119108	13	825	SH	DEFINED	3		
				13	825					

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AIR FRANCE KLM	*W EXP 11/05/2	009119116	0	750	SH	DEFINED	3
				750			
AIR PRODS & CHEMS INC	COM	009158106	16603	275332	SH	DEFINED	9
			7471	123894	SH	DEFINED	3
			3	50	SH	DEFINED	8
			2415	40057	SH	DEFINED	85
			26492	439333			
AKAMAI TECHNOLOGIES INC	COM	00971T101	53	4065	SH	DEFINED	9
			90	6892	SH	DEFINED	3
			3309	252000	SH	DEFINED	85
			3453	262957			
AKSYS LTD	COM	010196103	2	1000	SH	DEFINED	3
			2	1000			
AKZO NOBEL NV	SPONSORED ADR	010199305	17	440	SH	DEFINED	3
			17	440			
ALASKA AIR GROUP INC	COM	011659109	28	935	SH	DEFINED	3
			28	935			
ALBANY MOLECULAR RESH INC	COM	012423109	18	1265	SH	DEFINED	9
			2100	150000	SH	DEFINED	85
			2118	151265			
ALBERTO CULVER CO	COM	013068101	21304	491670	SH	DEFINED	9
			10374	239408	SH	DEFINED	3
			10	242	SH	DEFINED	8
			4931	113799	SH	DEFINED	85
			36619	845119			

PAGE		13 OF 249		FORM 13F						
				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
				VALUE	SHARES/	SH/	PUT/	INVSTMT	O	
NAME OF ISSUER				(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	
-----				-----	-----	-----	-----	-----	-----	
ALBERTSONS INC	COM	013104104	536	25912	SH	DEFINED	9			
			63	3045	SH	DEFINED	3			
			278	13448	SH	DEFINED	85			
			877	42405						
ALCAN INC	COM	013716105	14	450	SH	DEFINED	3			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINED
			14	450		
ALCOA INC	COM	013817101	9190	351711 SH	DEFINED	9
			3312	126742 SH	DEFINED	3
			3	100 SH	DEFINED	8
			5462	209044 SH	DEFINED	85
			-----	-----		
			17967	687597		
ALCATEL	SPONSORED ADR	013904305	20	1810 SH	DEFINED	3
			-----	-----		
			20	1810		
ALDERWOODS GROUP INC	COM	014383103	27	1858 SH	DEFINED	3
			-----	-----		
			27	1858		
ALFA CORP	COM	015385107	243	16528 SH	DEFINED	3
			-----	-----		
			243	16528		
ALIGN TECHNOLOGY INC	COM	016255101	1	100 SH	DEFINED	3
			-----	-----		
			1	100		
ALLEGHENY ENERGY INC	COM	017361106	193	7664 SH	DEFINED	9
			49	1932 SH	DEFINED	3
			153	6047 SH	DEFINED	85
			-----	-----		
			395	15643		
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	60	2700 SH	DEFINED	9
			5	213 SH	DEFINED	3
			72	3271 SH	DEFINED	85
			-----	-----		
			136	6184		

				FORM 13F					
PAGE	14 OF	249	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT
NAME OF ISSUER			TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN	MA
-----			-----	-----	-----	-----	-----	-----	-----
ALLERGAN INC	COM	018490102	606	7106 SH	DEFINED	9			
			211	2472 SH	DEFINED	3			
			903	10590 SH	DEFINED	85			
			-----	-----					
			1719	20168					
ALLETE INC	COM NEW	018522300	54	1086 SH	DEFINED	9			
			33	665 SH	DEFINED	3			
			-----	-----					
			87	1751					
ALLIANCE CAP MGMT HLDG L P	UNIT LTD PARTN	01855A101	70	1500 SH	DEFINED	9			
			1415	30275 SH	DEFINED	3			

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			-----	-----		
			1485	31775		
ALLIANCE DATA SYSTEMS CORP	COM	018581108	1161	28624	SH	DEFINED 9
			221	5443	SH	DEFINED 3
			6015	148300	SH	DEFINED 85
			-----	-----		
			7397	182367		
ALLIANCE NATL MUN INCOME FD	COM	01864U106	23	1516	SH	DEFINED 9
			-----	-----		
			23	1516		
ALLIANCE SEMICONDUCTOR CORP	COM	01877H100	0	100	SH	DEFINED 9
			-----	-----		
				100		
ALLIANCE RES PARTNER L P	UT LTD PART	01877R108	44	600	SH	DEFINED 9
			-----	-----		
			44	600		
ALLIANCE WORLD DLR GV FD II	COM	01879R106	6	500	SH	DEFINED 9
			62	5000	SH	DEFINED 3
			-----	-----		
			68	5500		
ALLIANT ENERGY CORP	COM	018802108	38	1340	SH	DEFINED 9
			98	3480	SH	DEFINED 3
			-----	-----		
			136	4820		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ALLIANT TECHSYSTEMS INC	COM	018804104	61	861	SH	DEFINED 9		
			-----	-----				
			61	861				
ALLIED CAP CORP NEW	COM	01903Q108	32	1100	SH	DEFINED 9		
			126	4320	SH	DEFINED 3		
			-----	-----				
			158	5420				
ALLIED WASTE INDS INC	COM PAR\$.01NEW	019589308	82	10297	SH	DEFINED 9		
			79	9915	SH	DEFINED 85		
			-----	-----				
			160	20212				
ALLMERICA FINL CORP	COM	019754100	14	375	SH	DEFINED 9		
			-----	-----				
			14	375				
ALLSTATE CORP	COM	020002101	22058	369165	SH	DEFINED 9		

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			31701	530564	SH	DEFINED	3
			3	50	SH	DEFINED	8
			18948	317120	SH	DEFINED	85
			-----	-----			
			72710	1216899			
ALLTEL CORP	COM	020039103	29489	473487	SH	DEFINED	9
			14078	226041	SH	DEFINED	3
			11	175	SH	DEFINED	8
			17000	272962	SH	DEFINED	85
			-----	-----			
			60578	972665			
ALTERA CORP	COM	021441100	248	12527	SH	DEFINED	9
			46	2300	SH	DEFINED	3
			1309	66103	SH	DEFINED	85
			-----	-----			
			1602	80930			
ALTIRIS INC	COM	02148M100	0	18	SH	DEFINED	9
			-----	-----			
				18			

		FORM 13F						
PAGE 16 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	

ALTRIA GROUP INC	COM	02209S103	31656	489580	SH	DEFINED	9	
			6846	105875	SH	DEFINED	3	
			5819	90001	SH	DEFINED	85	
			-----	-----				
			44322	685456				
AMAZON COM INC	COM	023135106	66	1985	SH	DEFINED	9	
			8	234	SH	DEFINED	3	
			-----	-----				
			73	2219				
AMBAC FINL GROUP INC	COM	023139108	356	5107	SH	DEFINED	9	
			182	2615	SH	DEFINED	3	
			277	3971	SH	DEFINED	85	
			-----	-----				
			816	11693				
AMERADA HESS CORP	COM	023551104	328	3083	SH	DEFINED	9	
			332	3114	SH	DEFINED	85	
			-----	-----				
			660	6197				
AMEREN CORP	COM	023608102	384	6940	SH	DEFINED	9	
			1384	25025	SH	DEFINED	3	
			414	7487	SH	DEFINED	85	
			-----	-----				
			2182	39452				

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AMERICA FIRST TAX EX IVS L P	BEN UNIT CTF	02364V107	1	125	SH	DEFINED	9
			1	125			
AMERICA MOVIL S A DE C V	SPON ADR L SHS	02364W105	122	2050	SH	DEFINED	9
			215	3600	SH	DEFINED	3
			337	5650			
AMERICA WEST HLDG CORP	CL B	023657208	1	100	SH	DEFINED	9
			1	100			
AMCORE FINL INC	COM	023912108	578	19328	SH	DEFINED	3
			578	19328			

		FORM 13F						
PAGE 17 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	MA		
					SH/ PUT/ INVSTMT			
AMERICAN AXLE & MFG HLDGS IN	COM	024061103	205	8100	SH	DEFINED	3	
			205	8100				
AMERICAN CAPITAL STRATEGIES	COM	024937104	7086	196246	SH	DEFINED	9	
			6291	174210	SH	DEFINED	3	
			6830	189150	SH	DEFINED	85	
			20207	559606				
AMERICAN EAGLE OUTFITTERS NE	COM	02553E106	19	625	SH	DEFINED	9	
			19	625				
AMERICAN ECOLOGY CORP	COM NEW	025533407	0	4	SH	DEFINED	3	
				4				
AMERICAN ELEC PWR INC	COM	025537101	14268	386993	SH	DEFINED	9	
			4580	124223	SH	DEFINED	3	
			3	89	SH	DEFINED	8	
			15343	416134	SH	DEFINED	85	
			34195	927439				
AMERICAN EQTY INVT LIFE HLD	COM	025676206	12	1000	SH	DEFINED	3	
			12	1000				
AMERICAN EXPRESS CO	COM	025816109	6766	127101	SH	DEFINED	9	
			3271	61445	SH	DEFINED	3	
			24	450	SH	DEFINED	8	

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			4943	92863	SH	DEFINED	85
			-----	-----			
			15003	281859			
AMERICAN FINL GROUP INC OHIO	COM	025932104	559	16690	SH	DEFINED	9
			174	5201	SH	DEFINED	3
			-----	-----			
			734	21891			
AMERICAN FINL RLTY TR	COM	02607P305	53	3440	SH	DEFINED	9
			2	122	SH	DEFINED	3
			-----	-----			
			55	3562			

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PAGE 18 OF 249 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	MA
AMERICAN GREETINGS CORP	CL A	026375105	53	2004	SH	DEFINED 3
			-----	-----		
			53	2004		
AMERICAN INCOME FD INC	COM	02672T109	4	480	SH	DEFINED 9
			1108	135400	SH	DEFINED 85
			-----	-----		
			1111	135880		
AMERICAN INTL GROUP INC	COM	026874107	47576	818857	SH	DEFINED 9
			10125	174264	SH	DEFINED 3
			50	865	SH	DEFINED 8
			21929	377432	SH	DEFINED 85
			-----	-----		
			79679	1371418		
AMERICAN ITALIAN PASTA CO	CL A	027070101	17	800	SH	DEFINED 9
			1961	93300	SH	DEFINED 85
			-----	-----		
			1978	94100		
AMERICAN MED SYS HLDGS INC	COM	02744M108	2096	101514	SH	DEFINED 9
			1765	85458	SH	DEFINED 3
			14141	684800	SH	DEFINED 85
			-----	-----		
			18002	871772		
AMERICAN MUN INCOME PORTFOLI	COM	027649102	18	1200	SH	DEFINED 3
			-----	-----		
			18	1200		
AMERICAN PHARMACEUTICALS PTN	COM	02886P109	19	450	SH	DEFINED 3
			-----	-----		
			19	450		
AMERICAN PWR CONVERSION CORP	COM	029066107	221	9370	SH	DEFINED 9

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			9	397	SH	DEFINED	3
			1570	66569	SH	DEFINED	85
			-----	-----			
			1801	76336			
AMERICAN REAL ESTATE PARTNR	DEPOSITRY UNIT	029169109	34	1173	SH	DEFINED	9
			16	554	SH	DEFINED	3
			-----	-----			
			50	1727			

PAGE		19 OF 249		FORM 13F		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
AMERICAN SPECTRUM REALTY INC	COM NEW	02970Q203	2	295	SH	DEFINED	3
			-----	-----			
			2	295			
AMERICAN STD COS INC DEL	COM	029712106	253	6025	SH	DEFINED	9
			16	381	SH	DEFINED	3
			389	9283	SH	DEFINED	85
			-----	-----			
			658	15689			
AMERICAN STS WTR CO	COM	029899101	15	500	SH	DEFINED	9
			-----	-----			
			15	500			
AMERICAN TOWER CORP	CL A	029912201	24	1150	SH	DEFINED	9
			12	575	SH	DEFINED	3
			-----	-----			
			36	1725			
AMERICAN STRATEGIC INCOME II	COM	03009T101	74	6589	SH	DEFINED	9
			-----	-----			
			74	6589			
AMERN STRATEGIC INCOME PTFL	COM	030099105	76	6509	SH	DEFINED	9
			-----	-----			
			76	6509			
AMERICAN VANGUARD CORP	COM	030371108	4	190	SH	DEFINED	3
			-----	-----			
			4	190			
AMERICREDIT CORP	COM	03060R101	20	800	SH	DEFINED	9
			4	145	SH	DEFINED	3
			-----	-----			
			24	945			
AMERIVEST PPTYS INC DEL	COM	03071L101	23	5600	SH	DEFINED	3
			-----	-----			
			23	5600			

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AMERON INTL INC	COM	030710107	2207	59000	SH	DEFINED	85
			-----	-----			
			2207	59000			

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PAGE	20 OF 249	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	MA	

AMERUS GROUP CO	COM	03072M108	50	1042	SH	DEFINED	9	
			2	34	SH	DEFINED	3	
			-----	-----				
			52	1076				
AMERISOURCEBERGEN CORP	COM	03073E105	263	3806	SH	DEFINED	9	
			889	12861	SH	DEFINED	85	
			-----	-----				
			1153	16667				
AMERIGROUP CORP	COM	03073T102	80	2000	SH	DEFINED	9	
			-----	-----				
			80	2000				
AMERISERV FINL INC	COM	03074A102	13	2475	SH	DEFINED	9	
			-----	-----				
			13	2475				
AMERITRADE HLDG CORP NEW	COM	03074K100	40	2175	SH	DEFINED	9	
			26	1380	SH	DEFINED	3	
			2326	125000	SH	DEFINED	85	
			-----	-----				
			2392	128555				
AMERIGAS PARTNERS L P	UNIT L P INT	030975106	7	200	SH	DEFINED	9	
			-----	-----				
			7	200				
AMETEK INC NEW	COM	031100100	5	115	SH	DEFINED	9	
			42	1000	SH	DEFINED	3	
			-----	-----				
			47	1115				
AMGEN INC	COM	031162100	52384	866425	SH	DEFINED	9	
			16440	271916	SH	DEFINED	3	
			45	750	SH	DEFINED	8	
			2738	45285	SH	DEFINED	85	
			-----	-----				
			71607	1184376				
AMKOR TECHNOLOGY INC	COM	031652100	25	5625	SH	DEFINED	9	
			-----	-----				
			25	5625				

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PAGE 21 OF 249		FORM 13F NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
AMPCO-PITTSBURGH CORP	COM	032037103	33	2725	SH		DEFINED	9	
			33	2725					
AMPHENOL CORP NEW	CL A	032095101	3	70	SH		DEFINED	9	
			3	70					
AMREIT	CL A	032158107	654	80743	SH		DEFINED	3	
			654	80743					
AMSOUTH BANCORPORATION	COM	032165102	315	12101	SH		DEFINED	9	
			126	4845	SH		DEFINED	3	
			96	3706	SH		DEFINED	8	
			337	12975	SH		DEFINED	85	
			874	33627					
AMSURG CORP	COM	03232P405	83	3000	SH		DEFINED	9	
			83	3000					
AMYLIN PHARMACEUTICALS INC	COM	032346108	18	850	SH		DEFINED	9	
			8	400	SH		DEFINED	3	
			26	1250					
ANADARKO PETE CORP	COM	032511107	12749	155191	SH		DEFINED	9	
			11513	140150	SH		DEFINED	3	
			70	850	SH		DEFINED	8	
			13405	163173	SH		DEFINED	85	
			37737	459364					
ANALOG DEVICES INC	COM	032654105	11420	306080	SH		DEFINED	9	
			4710	126242	SH		DEFINED	3	
			2568	68826	SH		DEFINED	85	
			18698	501148					
ANALYSTS INTL CORP	COM	032681108	855	250000	SH		DEFINED	85	
			855	250000					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ANAREN INC	COM	032744104	1184	90000	SH		DEFINED	85
			1184	90000				
ANDREW CORP	COM	034425108	770	60379	SH		DEFINED	9
			269	21049	SH		DEFINED	3
			4777	374396	SH		DEFINED	85
			5816	455824				
ANDRX CORP DEL	ANDRX GROUP	034553107	61	3000	SH		DEFINED	9
			61	3000				
ANGELICA CORP	COM	034663104	1495	61000	SH		DEFINED	85
			1495	61000				
ANGLO AMERN PLC	ADR	03485P102	313	13300	SH		DEFINED	9
			207	8827	SH		DEFINED	3
			520	22127				
ANGLOGOLD ASHANTI LTD	SPONSORED ADR	035128206	20	568	SH		DEFINED	3
			20	568				
ANHEUSER BUSCH COS INC	COM	035229103	12629	276038	SH		DEFINED	9
			6425	140442	SH		DEFINED	3
			12	265	SH		DEFINED	8
			1299	28389	SH		DEFINED	85
			20365	445134				
ANIXTER INTL INC	COM	035290105	20	550	SH		DEFINED	9
			2505	67400	SH		DEFINED	85
			2526	67950				
ANNALY MTG MGMT INC	COM	035710409	51	2850	SH		DEFINED	9
			1	75	SH		DEFINED	3
			52	2925				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
ANN TAYLOR STORES CORP	COM	036115103	34	1400	SH		DEFINED	9

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			3222	132700	SH	DEFINED	85
			-----	-----			
			3256	134100			
ANSYS INC	COM	03662Q105	4	120	SH	DEFINED	9
			-----	-----			
			4	120			
ANTHRACITE CAP INC	COM	037023108	332	28000	SH	DEFINED	3
			-----	-----			
			332	28000			
AON CORP	COM	037389103	458	18297	SH	DEFINED	9
			417	16651	SH	DEFINED	3
			290	11563	SH	DEFINED	85
			-----	-----			
			1165	46511			
APACHE CORP	COM	037411105	2950	45671	SH	DEFINED	9
			2679	41467	SH	DEFINED	3
			5247	81229	SH	DEFINED	85
			-----	-----			
			10877	168367			
APARTMENT INVT & MGMT CO	CL A	03748R101	260	6349	SH	DEFINED	9
			36	884	SH	DEFINED	3
			143	3497	SH	DEFINED	85
			-----	-----			
			439	10730			
APEX MUN FD INC	COM	037580107	59	6200	SH	DEFINED	3
			-----	-----			
			59	6200			
APHTON CORP	COM	03759P101	10	14050	SH	DEFINED	3
			-----	-----			
			10	14050			
APOGEE ENTERPRISES INC	COM	037598109	3335	217000	SH	DEFINED	85
			-----	-----			
			3335	217000			

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
				VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER				(X\$1000)	PRN	AMT	CALL	DSCRETN	MA
-----				-----	-----	-----	-----	-----	-----
APOLLO GROUP INC	CL A	037604105	426	5442	SH	DEFINED	9		
			71	910	SH	DEFINED	3		
			474	6055	SH	DEFINED	85		
			-----	-----					
			970	12407					
APPLE COMPUTER INC	COM	037833100	1154	31357	SH	DEFINED	9		
			365	9918	SH	DEFINED	3		

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			1115	30285	SH	DEFINED	85
			-----	-----			
			2634	71560			
APPLEBEES INTL INC	COM	037899101	11	400	SH	DEFINED	9
			-----	-----			
			11	400			
APPLERA CORP	COM AP BIO GRP	038020103	180	9136	SH	DEFINED	9
			141	7174	SH	DEFINED	85
			-----	-----			
			321	16310			
APPLERA CORP	COM CE GEN GRP	038020202	83	7595	SH	DEFINED	9
			8	764	SH	DEFINED	3
			2743	250000	SH	DEFINED	85
			-----	-----			
			2834	258359			
APPLIED FILMS CORP	COM	038197109	10	375	SH	DEFINED	9
			1178	46000	SH	DEFINED	85
			-----	-----			
			1187	46375			
APPLIED INDL TECHNOLOGIES IN	COM	03820C105	77	2400	SH	DEFINED	9
			-----	-----			
			77	2400			
APPLIED MICRO CIRCUITS CORP	COM	03822W109	24	9220	SH	DEFINED	9
			29	11257	SH	DEFINED	85
			-----	-----			
			52	20477			

PAGE		25 OF 249		FORM 13F		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA
APPLIED MATLS INC	COM	038222105	4868	300893	SH	DEFINED	9
			1213	74998	SH	DEFINED	3
			23	1400	SH	DEFINED	8
			5922	366028	SH	DEFINED	85
			-----	-----			
			12027	743319			
APTIMUS INC	COM	03833V108	71	3600	SH	DEFINED	3
			-----	-----			
			71	3600			
AQUA AMERICA INC	COM	03836W103	54	1808	SH	DEFINED	9
			175	5874	SH	DEFINED	3
			-----	-----			
			228	7682			
AQUANTIVE INC	COM	03839G105	841	47454	SH	DEFINED	9

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			109	6148	SH	DEFINED	3
			4081	230300	SH	DEFINED	85
			-----	-----			
			5031	283902			
AQUILA INC	COM	03840P102	2	500	SH	DEFINED	9
			1	150	SH	DEFINED	3
			-----	-----			
			2	650			
ARACRUZ CELULOSE S A	SPON ADR PFD B	038496204	63	1800	SH	DEFINED	9
			9	250	SH	DEFINED	3
			-----	-----			
			71	2050			
ARAMARK CORP	CL B	038521100	26	1000	SH	DEFINED	9
			122	4620	SH	DEFINED	3
			-----	-----			
			148	5620			
ARCH CHEMICALS INC	COM	03937R102	1	52	SH	DEFINED	9
			2	100	SH	DEFINED	3
			-----	-----			
			4	152			
ARCH COAL INC	COM	039380100	81	1484	SH	DEFINED	9
			8	147	SH	DEFINED	3
			-----	-----			
			89	1631			

PAGE		26 OF 249		FORM 13F							
NAME OF ISSUER			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP			VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER			TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
-----			-----	-----	-----	-----	-----	-----	-----	-----	-----
ARCHER DANIELS MIDLAND CO	COM	039483102	720	33672	SH	DEFINED	9				
			578	27042	SH	DEFINED	3				
			3766	176146	SH	DEFINED	85				
			-----	-----							
			5064	236860							
ARCHIPELAGO HLDG INC	COM	03957A104	8	200	SH	DEFINED	3				
			-----	-----							
			8	200							
ARCHSTONE SMITH TR	COM	039583109	231	5981	SH	DEFINED	9				
			102	2650	SH	DEFINED	3				
			282	7300	SH	DEFINED	85				
			-----	-----							
			615	15931							
ARDEN RLTY INC	COM	039793104	26	725	SH	DEFINED	9				
			-----	-----							
			26	725							

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ARGONAUT GROUP INC	COM	040157109	3	120	SH	DEFINED	3
			-----	-----			
			3	120			
ARIAD PHARMACEUTICALS INC	COM	04033A100	1	86	SH	DEFINED	9
			-----	-----			
			1	86			
ARIBA INC	COM NEW	04033V203	1	116	SH	DEFINED	9
			-----	-----			
			1	258	SH	DEFINED	3
			-----	-----			
			2	374			
ARM HLDGS PLC	SPONSORED ADR	042068106	1136	185000	SH	DEFINED	85
			-----	-----			
			1136	185000			
ARMOR HOLDINGS INC	COM	042260109	17	425	SH	DEFINED	9
			-----	-----			
			17	425			
ARRAY BIOPHARMA INC	COM	04269X105	0	66	SH	DEFINED	9
			-----	-----			
				66			

FORM 13F

NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

PAGE	27 OF	249	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA

			ARROW FINL CORP	COM	042744102	165	5920	SH		DEFINED	3
						-----	-----				
						165	5920				
			ARTESIAN RESOURCES CORP	CL A	043113208	44	1500	SH		DEFINED	9
						-----	-----				
						44	1500				
			ARTHROCARE CORP	COM	043136100	26	752	SH		DEFINED	9
						66	1894	SH		DEFINED	3
						2516	72000	SH		DEFINED	85
						-----	-----				
						2608	74646				
			ARVINMERITOR INC	COM	043353101	22	1230	SH		DEFINED	9
						98	5520	SH		DEFINED	3
						-----	-----				
						120	6750				
			ASHLAND INC	COM	044204105	1183	16464	SH		DEFINED	9
						238	3310	SH		DEFINED	3
						174	2423	SH		DEFINED	85
						-----	-----				
						1595	22197				

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ASK JEEVES INC	COM	045174109	5	175	SH	DEFINED	9
			-----	-----			
			5	175			
ASSOCIATED BANC CORP	COM	045487105	13	400	SH	DEFINED	9
			34	1018	SH	DEFINED	3
			-----	-----			
			48	1418			
ASSOCIATED ESTATES RLTY CORP	COM	045604105	65	7000	SH	DEFINED	9
			1015	110000	SH	DEFINED	85
			-----	-----			
			1080	117000			
ASTEC INDS INC	COM	046224101	91	3940	SH	DEFINED	9
			-----	-----			
			91	3940			
ASTORIA FINL CORP	COM	046265104	81	2858	SH	DEFINED	9
			-----	-----			
			81	2858			

				FORM 13F					
PAGE	28 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
ASTRAZENECA PLC	SPONSORED ADR	046353108	22	525	SH		DEFINED	9	
			229	5540	SH		DEFINED	3	
			702	17021	SH		DEFINED	85	
			-----	-----					
			953	23086					
AT ROAD INC	COM	04648K105	20	7500	SH		DEFINED	9	
			106	40000	SH		DEFINED	85	
			-----	-----					
			126	47500					
ATMOS ENERGY CORP	COM	049560105	17	600	SH		DEFINED	9	
			29	1000	SH		DEFINED	3	
			-----	-----					
			46	1600					
AULT INC	COM	051503100	40	14720	SH		DEFINED	9	
			667	248000	SH		DEFINED	85	
			-----	-----					
			707	262720					
AUSTRALIA&NEW ZEALAND BKG GR	SPONSORED ADR	052528304	201	2426	SH		DEFINED	3	
			-----	-----					
			201	2426					
AUTODESK INC	COM	052769106	1009	29392	SH		DEFINED	9	
			2267	66028	SH		DEFINED	3	
			6387	185985	SH		DEFINED	85	

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		-----		-----			
		9663	281405				
AUTOLIV INC	COM	052800109	27	606	SH	DEFINED	9
			22	511	SH	DEFINED	3
			679	15512	SH	DEFINED	85
			-----	-----			
			728	16629			
AUTOMATIC DATA PROCESSING IN	COM	053015103	25659	611364	SH	DEFINED	9
			3586	85431	SH	DEFINED	3
			8	200	SH	DEFINED	8
			894	21305	SH	DEFINED	85
			-----	-----			
			30147	718300			

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PAGE 29 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA			

AUTONATION INC	COM	05329W102	138	6716	SH	DEFINED	9				
			6	300	SH	DEFINED	3				
			372	18140	SH	DEFINED	85				
			-----	-----							
			516	25156							
AUTOZONE INC	COM	053332102	184	1992	SH	DEFINED	9				
			12	125	SH	DEFINED	3				
			229	2473	SH	DEFINED	85				
			-----	-----							
			424	4590							
AVANEX CORP	COM	05348W109	1	1400	SH	DEFINED	3				
			-----	-----							
			1	1400							
AVALONBAY CMNTYS INC	COM	053484101	54	665	SH	DEFINED	9				
			-----	-----							
			54	665							
AVAYA INC	COM	053499109	1570	188643	SH	DEFINED	9				
			37	4413	SH	DEFINED	3				
			146	17539	SH	DEFINED	85				
			-----	-----							
			1752	210595							
AVERY DENNISON CORP	COM	053611109	7464	140940	SH	DEFINED	9				
			2130	40211	SH	DEFINED	3				
			57	1075	SH	DEFINED	8				
			197	3713	SH	DEFINED	85				
			-----	-----							
			9847	185939							
AVIALL INC NEW	COM	05366B102	237	7500	SH	DEFINED	9				

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		-----		-----			
		237	7500				
AVID TECHNOLOGY INC	COM	05367P100	1373	25762	SH	DEFINED	9
			1311	24605	SH	DEFINED	3
			7076	132817	SH	DEFINED	85
			-----	-----			
			9760	183184			
AVISTA CORP	COM	05379B107	20	1100	SH	DEFINED	3
			-----	-----			
			20	1100			

				FORM 13F					
PAGE 30 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/ PUT/	INVSTMT	O	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	

AVNET INC	COM	053807103	25	1100	SH	DEFINED	9		
			2924	129800	SH	DEFINED	85		
			-----	-----					
			2949	130900					
AVOCENT CORP	COM	053893103	30	1150	SH	DEFINED	3		
			-----	-----					
			30	1150					
AVON PRODS INC	COM	054303102	17652	466373	SH	DEFINED	9		
			8051	212714	SH	DEFINED	3		
			652	17229	SH	DEFINED	85		
			-----	-----					
			26356	696316					
AXA	SPONSORED ADR	054536107	16	643	SH	DEFINED	9		
			6	244	SH	DEFINED	3		
			-----	-----					
			22	887					
AXCELIS TECHNOLOGIES INC	COM	054540109	0	70	SH	DEFINED	9		
			11	1537	SH	DEFINED	3		
			-----	-----					
			11	1607					
BB&T CORP	COM	054937107	2946	73701	SH	DEFINED	9		
			9936	248575	SH	DEFINED	3		
			801	20039	SH	DEFINED	85		
			-----	-----					
			13682	342315					
B A S F A G	SPONSORED ADR	055262505	149	2250	SH	DEFINED	9		
			182	2765	SH	DEFINED	3		
			-----	-----					
			331	5015					
BCE INC	COM	05534B109	2	66	SH	DEFINED	9		

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		-----		-----			
		2	66				
BEI TECHNOLOGIES INC	COM	05538P104	11	400	SH	DEFINED	9
			2001	75000	SH	DEFINED	85
			2012	75400			

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PAGE 31 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	O MA
		-----		-----			
BKF CAP GROUP INC	COM	05548G102	2843	75000	SH	DEFINED	85
			2843	75000			
BJ SVCS CO	COM	055482103	291	5545	SH	DEFINED	9
			312	5936	SH	DEFINED	85
			603	11481			
BP PLC	SPONSORED ADR	055622104	47546	762203	SH	DEFINED	9
			21460	344015	SH	DEFINED	3
			53	850	SH	DEFINED	8
			182	2925	SH	DEFINED	85
			69241	1109993			
BP PRUDHOE BAY RTY TR	UNIT BEN INT	055630107	179	2500	SH	DEFINED	9
			11	160	SH	DEFINED	3
			190	2660			
BRE PROPERTIES INC	CL A	05564E106	36	850	SH	DEFINED	9
			36	850			
BT GROUP PLC	ADR	05577E101	71	1700	SH	DEFINED	9
			26	623	SH	DEFINED	3
			97	2323			
BMC SOFTWARE INC	COM	055921100	628	34969	SH	DEFINED	9
			79	4380	SH	DEFINED	3
			1783	99317	SH	DEFINED	85
			2489	138666			
BAKER MICHAEL CORP	COM	057149106	1722	96423	SH	DEFINED	85
			1722	96423			
BAKER HUGHES INC	COM	057224107	745	14565	SH	DEFINED	9
			279	5455	SH	DEFINED	3

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632 12357 SH DEFINED 85

 1656 32377

PAGE 32 OF 249		FORM 13F		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	MA			
BALDOR ELEC CO	COM	057741100	24	1000	SH		DEFINED	3		
			-----	-----						
			24	1000						
BALL CORP	COM	058498106	280	7789	SH		DEFINED	9		
			344	9575	SH		DEFINED	3		
			144	4017	SH		DEFINED	85		
			-----	-----						
			769	21381						
BALLARD PWR SYS INC	COM	05858H104	17	3500	SH		DEFINED	9		
			5	1025	SH		DEFINED	3		
			-----	-----						
			21	4525						
BANCO BILBAO VIZCAYA ARGENTA	SPONSORED ADR	05946K101	31	2000	SH		DEFINED	9		
			163	10611	SH		DEFINED	3		
			-----	-----						
			194	12611						
BANCO SANTANDER CENT HISPANO	ADR	05964H105	17	1450	SH		DEFINED	9		
			169	14571	SH		DEFINED	3		
			-----	-----						
			186	16021						
BANK OF AMERICA CORPORATION	COM	060505104	88517	1940736	SH		DEFINED	9		
			33380	731854	SH		DEFINED	3		
			628	13768	SH		DEFINED	8		
			25209	552705	SH		DEFINED	85		
			-----	-----						
			147734	3239063						
BANK HAWAII CORP	COM	062540109	25	500	SH		DEFINED	3		
			-----	-----						
			25	500						
BANK MONTREAL QUE	COM	063671101	37	800	SH		DEFINED	9		
			-----	-----						
			37	800						
BANK OF THE OZARKS INC	COM	063904106	33	1000	SH		DEFINED	9		
			-----	-----						
			33	1000						

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
BANK NEW YORK INC	COM	064057102	21011	730038	SH	DEFINED	9		
			7319	254306	SH	DEFINED	3		
			6	200	SH	DEFINED	8		
			9024	313542	SH	DEFINED	85		
			37359	1298086					
BANTA CORP	COM	066821109	27	600	SH	DEFINED	3		
			27	600					
BARCLAYS PLC	ADR	06738E204	70	1749	SH	DEFINED	9		
			43	1066	SH	DEFINED	3		
			112	2815					
BARD C R INC	COM	067383109	4433	66647	SH	DEFINED	9		
			531	7985	SH	DEFINED	3		
			8542	128427	SH	DEFINED	85		
			13505	203059					
BARNES & NOBLE INC	COM	067774109	1	25	SH	DEFINED	9		
			8	200	SH	DEFINED	3		
			9	225					
BARRICK GOLD CORP	COM	067901108	49	1960	SH	DEFINED	3		
			49	1960					
BARR PHARMACEUTICALS INC	COM	068306109	78	1602	SH	DEFINED	9		
			154	3150	SH	DEFINED	3		
			424	8707	SH	DEFINED	85		
			656	13459					
BASSETT FURNITURE INDS INC	COM	070203104	141	7500	SH	DEFINED	9		
			75	4000	SH	DEFINED	3		
			1538	81570	SH	DEFINED	85		
			1755	93070					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			

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BAUSCH & LOMB INC	COM	071707103	173	2079	SH	DEFINED	9
			100	1200	SH	DEFINED	3
			863	10398	SH	DEFINED	85
			-----	-----			
			1135	13677			
BAXTER INTL INC	COM	071813109	2468	66526	SH	DEFINED	9
			720	19415	SH	DEFINED	3
			840	22643	SH	DEFINED	85
			-----	-----			
			4028	108584			
BAXTER INTL INC	CORP UNITS 7%	071813406	15	275	SH	DEFINED	3
			-----	-----			
			15	275			
BAYER A G	SPONSORED ADR	072730302	80	2400	SH	DEFINED	9
			5	150	SH	DEFINED	3
			-----	-----			
			85	2550			
BE AEROSPACE INC	COM	073302101	1891	120990	SH	DEFINED	9
			16	1000	SH	DEFINED	3
			-----	-----			
			1907	121990			
BEA SYS INC	COM	073325102	75	8565	SH	DEFINED	9
			1022	116354	SH	DEFINED	3
			450	51292	SH	DEFINED	85
			-----	-----			
			1547	176211			
BEAR STEARNS COS INC	COM	073902108	528	5079	SH	DEFINED	9
			77	740	SH	DEFINED	3
			430	4140	SH	DEFINED	85
			-----	-----			
			1035	9959			
BECKMAN COULTER INC	COM	075811109	11084	174365	SH	DEFINED	9
			11306	177846	SH	DEFINED	3
			6274	98700	SH	DEFINED	85
			-----	-----			
			28664	450911			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
BECTON DICKINSON & CO	COM	075887109	8445	160956	SH	DEFINED	9		
			2205	42024	SH	DEFINED	3		
			3853	73434	SH	DEFINED	85		

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			14503	276414		
BED BATH & BEYOND INC	COM	075896100	459	10980	SH	DEFINED 9
			259	6190	SH	DEFINED 3
			447	10688	SH	DEFINED 85
			1164	27858		
BELL MICROPRODUCTS INC	COM	078137106	2	200	SH	DEFINED 3
			2	200		
BELLSOUTH CORP	COM	079860102	8890	334598	SH	DEFINED 9
			5015	188737	SH	DEFINED 3
			8	300	SH	DEFINED 8
			1778	66921	SH	DEFINED 85
			15691	590556		
BELO CORP	COM SER A	080555105	14	600	SH	DEFINED 9
			2	86	SH	DEFINED 3
			16	686		
BEMA GOLD CORP	COM	08135F107	2	900	SH	DEFINED 9
			239	100000	SH	DEFINED 85
			241	100900		
BEMIS INC	COM	081437105	27876	1050335	SH	DEFINED 9
			3540	133375	SH	DEFINED 3
			104	3911	SH	DEFINED 85
			31519	1187621		
BENCHMARK ELECTRS INC	COM	08160H101	29	967	SH	DEFINED 9
			77	2520	SH	DEFINED 3
			2890	95000	SH	DEFINED 85
			2996	98487		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DCRETN	O MA
BENIHANA INC	CL A	082047200	1879	131000	SH	DEFINED 85	
			1879	131000			
BERKLEY W R CORP	COM	084423102	39	1105	SH	DEFINED 9	
			256	7172	SH	DEFINED 3	
			295	8277			

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BERKSHIRE HATHAWAY INC DEL	CL A	084670108	0	33 SH	DEFINED 9
			0	8 SH	DEFINED 3
			-----	-----	
				41	
BERKSHIRE HATHAWAY INC DEL	CL B	084670207	3596	1292 SH	DEFINED 9
			2179	783 SH	DEFINED 3
			2784	1000 SH	DEFINED 85
			-----	-----	
			8559	3075	
BERRY PETE CO	CL A	085789105	7	130 SH	DEFINED 9
			-----	-----	
			7	130	
BEST BUY INC	COM	086516101	18304	267012 SH	DEFINED 9
			6285	91689 SH	DEFINED 3
			20874	304507 SH	DEFINED 85
			-----	-----	
			45463	663208	
BHP BILLITON LTD	SPONSORED ADR	088606108	60	2200 SH	DEFINED 9
			60	2200 SH	DEFINED 3
			-----	-----	
			120	4400	
BIG LOTS INC	COM	089302103	86	6504 SH	DEFINED 9
			5	362 SH	DEFINED 3
			4887	369124 SH	DEFINED 85
			-----	-----	
			4978	375990	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN			

BIOMET INC	COM	090613100	22948	662655 SH	DEFINED 9				
			7070	204143 SH	DEFINED 3				
			54	1560 SH	DEFINED 8				
			5054	145932 SH	DEFINED 85				
			-----	-----					
			35125	1014290					
BIOGEN IDEC INC	COM	09062X103	563	16351 SH	DEFINED 9				
			162	4705 SH	DEFINED 3				
			436	12659 SH	DEFINED 85				
			-----	-----					
			1161	33715					
BIOTECH HOLDERS TR	DEPOSTRY RCPTS	09067D201	25	150 SH	DEFINED 3				
			-----	-----					
			25	150					

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BIOVAIL CORP	COM	09067J109	439 5	28256 290	SH SH	DEFINED 9 DEFINED 3
			----- 443	----- 28546		
BIOSCRIP INC	COM	09069N108	1600	266721	SH	DEFINED 85
			----- 1600	----- 266721		
BIOSITE INC	COM	090945106	27	500	SH	DEFINED 3
			----- 27	----- 500		
BIOMIRA INC	COM	09161R106	36	21000	SH	DEFINED 3
			----- 36	----- 21000		
BLACK & DECKER CORP	COM	091797100	286 539 263	3187 6000 2931	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 85
			----- 1089	----- 12118		
BJS RESTAURANTS INC	COM	09180C106	38	1865	SH	DEFINED 3
			----- 38	----- 1865		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
BLACKBOARD INC	COM	091935502	12	500	SH		DEFINED 9		
			----- 12	----- 500					
BLACKROCK GLOBAL FLG INC TR	COM	091941104	76	4300	SH		DEFINED 3		
			----- 76	----- 4300					
BLACK HILLS CORP	COM	092113109	35 41 4219	960 1125 114500	SH SH SH		DEFINED 9 DEFINED 3 DEFINED 85		
			----- 4296	----- 116585					
BLACKROCK NJ INVT QUALITY MU	COM	09247C107	37	2400	SH		DEFINED 3		
			----- 37	----- 2400					
BLACKROCK INVT QUALITY MUN T	COM	09247D105	57	3400	SH		DEFINED 3		
			----- 57	----- 3400					
BLACKROCK INCOME TR INC	COM	09247F100	37	5438	SH		DEFINED 9		

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				22	3199	SH	DEFINED	3
				735	108600	SH	DEFINED	85
				-----	-----			
				794	117237			
BLACKROCK FL INSD MUN 2008 T	COM	09247H106		83	5350	SH	DEFINED	3
				-----	-----			
				83	5350			
BLACKROCK MUN TARGET TERM TR	COM	09247M105		81	8000	SH	DEFINED	9
				10	1000	SH	DEFINED	3
				-----	-----			
				92	9000			
BLACKROCK INC	CL A	09247X101		40	495	SH	DEFINED	9
				-----	-----			
				40	495			
BLACKROCK INSD MUN TERM TR I	COM	092474105		122	10925	SH	DEFINED	9
				-----	-----			
				122	10925			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
BLACKROCK INCOME OPP TRUST I	COM	092475102	25	2200	SH	DEFINED	9
			265	23355	SH	DEFINED	3
			2549	225000	SH	DEFINED	85
			-----	-----			
			2839	250555			
BLACKROCK INSD MUN INCOME TR	COM	092479104	38	2435	SH	DEFINED	3
			-----	-----			
			38	2435			
BLACKROCK MUN INCOME TR	SH BEN INT	09248F109	14	900	SH	DEFINED	3
			-----	-----			
			14	900			
BLACKROCK FLA MUN INCOME TR	SH BEN INT	09248H105	15	1000	SH	DEFINED	3
			-----	-----			
			15	1000			
BLACKROCK STRATEGIC MUN TR	COM	09248T109	34	2100	SH	DEFINED	3
			-----	-----			
			34	2100			
BLACKROCK CORE BD TR	SHS BEN INT	09249E101	17	1200	SH	DEFINED	9
			22	1569	SH	DEFINED	3
			-----	-----			
			40	2769			
BLACKROCK PFD OPPORTUNITY TR	COM SHS	09249V103	118	4750	SH	DEFINED	3

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		-----		-----			
		118	4750				
BLACKROCK LTD DURATION INC T	COM SHS	09249W101	66	3618	SH	DEFINED	3
		-----	-----				
		66	3618				
BLACKROCK STRAT DIVD ACHIEVE	COM	09249Y107	170	12208	SH	DEFINED	3
		-----	-----				
		170	12208				
BLACKROCK HIGH INCOME SHS	SHS BEN INT	09250E107	5	1700	SH	DEFINED	3
		-----	-----				
		5	1700				
BLACKROCK DIVID ACHIEVRS TM	COM	09250N107	197	14162	SH	DEFINED	3
		-----	-----				
		197	14162				

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PAGE	40 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
-----		-----	-----	-----	-----	-----	-----	-----	-----
BLAIR CORP	COM	092828102	2686	68000	SH	DEFINED	85		
		-----	-----						
		2686	68000						
BLOCK H & R INC	COM	093671105	1736	29751	SH	DEFINED	9		
		-----	-----						
		860	14743	SH	DEFINED	3			
		352	6038	SH	DEFINED	85			
		-----	-----						
		2949	50532						
BLOCKBUSTER INC	CL A	093679108	6	625	SH	DEFINED	9		
		-----	-----						
		6	625						
BOB EVANS FARMS INC	COM	096761101	1350	57851	SH	DEFINED	9		
		-----	-----						
		63	2700	SH	DEFINED	3			
		6535	280000	SH	DEFINED	85			
		-----	-----						
		7948	340551						
BOEING CO	COM	097023105	7017	106312	SH	DEFINED	9		
		-----	-----						
		2316	35098	SH	DEFINED	3			
		3190	48340	SH	DEFINED	85			
		-----	-----						
		12524	189750						
BOMBAY CO INC	COM	097924104	11	2000	SH	DEFINED	3		
		-----	-----						
		1710	300000	SH	DEFINED	85			
		-----	-----						
		1721	302000						

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BONE CARE INTL INC	COM	098072101	1	24	SH	DEFINED	9
			-----	-----			
			1	24			
BORDERS GROUP INC	COM	099709107	9	360	SH	DEFINED	9
			-----	-----			
			9	360			
BORG WARNER INC	COM	099724106	79	1471	SH	DEFINED	9
			18	334	SH	DEFINED	3
			5904	110000	SH	DEFINED	85
			-----	-----			
			6001	111805			

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PAGE	41 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
BOSTON PRIVATE FINL HLDGS IN	COM	101119105	1	47	SH	DEFINED	3		
			-----	-----					
			1	47					
BOSTON SCIENTIFIC CORP	COM	101137107	3290	121855	SH	DEFINED	9		
			412	15259	SH	DEFINED	3		
			14	500	SH	DEFINED	8		
			750	27770	SH	DEFINED	85		
			-----	-----					
			4465	165384					
BOWATER INC	COM	102183100	15	475	SH	DEFINED	9		
			-----	-----					
			15	475					
BOWNE & CO INC	COM	103043105	88	6096	SH	DEFINED	9		
			-----	-----					
			88	6096					
BOYKIN LODGING CO	COM	103430104	1313	98000	SH	DEFINED	85		
			-----	-----					
			1313	98000					
BRADY CORP	CL A	104674106	81	2600	SH	DEFINED	3		
			-----	-----					
			81	2600					
BRANTLEY CAP CORP	COM	105494108	6	1000	SH	DEFINED	3		
			313	50000	SH	DEFINED	85		
			-----	-----					
			319	51000					
BRASIL TELECOM PARTICIPACOES	SPON ADR PFD	105530109	5	150	SH	DEFINED	3		
			-----	-----					
			5	150					

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BRIGGS & STRATTON CORP	COM	109043109	35	1000	SH	DEFINED	9
			90	2600	SH	DEFINED	3
			-----	-----			
			125	3600			
BRINKER INTL INC	COM	109641100	36	900	SH	DEFINED	9
			8	205	SH	DEFINED	3
			-----	-----			
			44	1105			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
BRINKS CO	COM	109696104	15	425	SH	DEFINED	9		
			-----	-----					
			15	425					
BRISTOL MYERS SQUIBB CO	COM	110122108	34585	1384516	SH	DEFINED	9		
			22579	903901	SH	DEFINED	3		
			219	8775	SH	DEFINED	8		
			13975	559461	SH	DEFINED	85		
-----	-----								
			71359	2856653					
BRISTOL MYERS SQUIBB CO	PFD CV \$2	110122207	15	60	SH	DEFINED	3		
			-----	-----					
			15	60					
BRITISH AMERN TOB PLC	SPONSORED ADR	110448107	1	25	SH	DEFINED	9		
			-----	-----					
			1	25					
BROADCOM CORP	CL A	111320107	16853	474323	SH	DEFINED	9		
			2985	84009	SH	DEFINED	3		
			28233	794627	SH	DEFINED	85		
			-----	-----					
			48071	1352959					
BROCADE COMMUNICATIONS SYS I	NOTE 2.000% 1	111621AB4	768	8000	SH	DEFINED	3		
			-----	-----					
			768	8000					
BROWN FORMAN CORP	CL A	115637100	169	2634	SH	DEFINED	3		
			-----	-----					
			169	2634					
BROWN FORMAN CORP	CL B	115637209	164	2711	SH	DEFINED	9		
			864	14290	SH	DEFINED	3		
			199	3293	SH	DEFINED	85		
			-----	-----					
			1227	20294					
BRUNSWICK CORP	COM	117043109	2801	64660	SH	DEFINED	9		

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190	4394 SH	DEFINED 3
153	3540 SH	DEFINED 85

3145	72594	

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			

BRUSH ENGINEERED MATLS INC	COM	117421107	107	7500	SH	DEFINED 9			
			10	700	SH	DEFINED 3			
			2310	162000	SH	DEFINED 85			

			2427	170200					
BUCA INC	COM	117769109	1148	220014	SH	DEFINED 85			

			1148	220014					
BUCKEYE PARTNERS L P	UNIT LTD PARTN	118230101	9	200	SH	DEFINED 9			
			5	110	SH	DEFINED 3			

			14	310					
BUFFALO WILD WINGS INC	COM	119848109	24	767	SH	DEFINED 9			
			62	1984	SH	DEFINED 3			
			1966	63000	SH	DEFINED 85			

			2051	65751					
BURLINGTON NORTHN SANTA FE C	COM	12189T104	785	16671	SH	DEFINED 9			
			568	12055	SH	DEFINED 3			
			1472	31275	SH	DEFINED 85			

			2825	60001					
BURLINGTON RES INC	COM	122014103	2332	42213	SH	DEFINED 9			
			6915	125187	SH	DEFINED 3			
			8498	153837	SH	DEFINED 85			

			17745	321237					
CBL & ASSOC PPTYS INC	COM	124830100	151	3500	SH	DEFINED 9			
			43	1000	SH	DEFINED 3			

			194	4500					
CBRL GROUP INC	COM	12489V106	8	200	SH	DEFINED 9			
			39	1000	SH	DEFINED 3			

			47	1200					
C D I CORP	COM	125071100	25	1155	SH	DEFINED 9			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
C D W CORP	COM	12512N105	2	40	SH	DEFINED	9		
			17	300	SH	DEFINED	3		
			19	340					
CH ENERGY GROUP INC	COM	12541M102	5	100	SH	DEFINED	3		
			5	100					
C H ROBINSON WORLDWIDE INC	COM	12541W100	26847	461286	SH	DEFINED	9		
			6247	107329	SH	DEFINED	3		
			20	345	SH	DEFINED	8		
			116	2000	SH	DEFINED	85		
			33230	570960					
CIGNA CORP	COM	125509109	3249	30356	SH	DEFINED	9		
			515	4812	SH	DEFINED	3		
			6694	62544	SH	DEFINED	85		
			10458	97712					
CIT GROUP INC	COM	125581108	4775	111131	SH	DEFINED	9		
			4794	111570	SH	DEFINED	3		
			14047	326891	SH	DEFINED	85		
			23616	549592					
CKE RESTAURANTS INC	COM	12561E105	856	61502	SH	DEFINED	9		
			89	6403	SH	DEFINED	3		
			3341	240000	SH	DEFINED	85		
			4286	307905					
CMGI INC	COM	125750109	1	550	SH	DEFINED	9		
			1	550					
CMS ENERGY CORP	COM	125896100	115	7655	SH	DEFINED	9		
			167	11099	SH	DEFINED	3		
			487	32358	SH	DEFINED	85		
			770	51112					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT		
CPI CORP	COM	125902106	108	5975	SH		DEFINED	9	
			-----	-----					
			108	5975					
CNA SURETY CORP	COM	12612L108	0	27	SH		DEFINED	9	
			-----	-----					
				27					
CNET NETWORKS INC	COM	12613R104	1541	131272	SH		DEFINED	9	
			216	18388	SH		DEFINED	3	
			5925	504700	SH		DEFINED	85	
			-----	-----					
			7682	654360					
CP HOLDERS	DEP RCPTS CP	12616K106	30	300	SH		DEFINED	3	
			-----	-----					
			30	300					
CSX CORP	COM	126408103	1147	26890	SH		DEFINED	9	
			471	11047	SH		DEFINED	3	
			2469	57878	SH		DEFINED	85	
			-----	-----					
			4087	95815					
CUNO INC	COM	126583103	27	372	SH		DEFINED	9	
			-----	-----					
			27	372					
CVS CORP	COM	126650100	15546	534792	SH		DEFINED	9	
			16521	568306	SH		DEFINED	3	
			29470	1013773	SH		DEFINED	85	
			-----	-----					
			61537	2116871					
CABELAS INC	COM	126804301	21	1000	SH		DEFINED	3	
			-----	-----					
			21	1000					
CABLEVISION SYS CORP	CL A NY CABLVS	12686C109	27	850	SH		DEFINED	9	
			-----	-----					
			27	850					
CABOT CORP	COM	127055101	17	500	SH		DEFINED	9	
			17	509	SH		DEFINED	3	
			-----	-----					
			33	1009					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
CABOT MICROELECTRONICS CORP	COM	12709P103	31	1060	SH		DEFINED 3	
			31	1060				
CACI INTL INC	CL A	127190304	6850	108458	SH		DEFINED 9	
			436	6906	SH		DEFINED 3	
			9114	144300	SH		DEFINED 85	
			16400	259664				
CADBURY SCHWEPPES PLC	ADR	127209302	11952	311809	SH		DEFINED 9	
			9420	245755	SH		DEFINED 3	
			13	350	SH		DEFINED 8	
			17250	450050	SH		DEFINED 85	
			38635	1007964				
CADENCE DESIGN SYSTEM INC	COM	127387108	10	750	SH		DEFINED 9	
			357	26127	SH		DEFINED 85	
			367	26877				
CAL DIVE INTL INC	COM	127914109	8	150	SH		DEFINED 9	
			1047	20000	SH		DEFINED 85	
			1055	20150				
CALAMOS CONV OPP AND INC FD	SH BEN INT	128117108	133	6850	SH		DEFINED 9	
			133	6850				
CALAMP CORP	COM	128126109	1067	150000	SH		DEFINED 85	
			1067	150000				
CALGON CARBON CORP	COM	129603106	1885	213000	SH		DEFINED 85	
			1885	213000				
CALLIDUS SOFTWARE INC	COM	13123E500	2	525	SH		DEFINED 3	
			2	525				
CALLON PETE CO DEL	COM	13123X102	1	47	SH		DEFINED 9	
			1	47				

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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CALPINE CORP	COM	131347106	59	17483	SH	DEFINED	9
			1	264	SH	DEFINED	3
			66	19523	SH	DEFINED	85
			-----	-----			
			127	37270			
CAMBIOR INC	COM	13201L103	3	1600	SH	DEFINED	9
			487	223300	SH	DEFINED	85
			-----	-----			
			490	224900			
CAMDEN PPTY TR	SH BEN INT	133131102	125	2325	SH	DEFINED	9
			17	308	SH	DEFINED	3
			-----	-----			
			142	2633			
CAMECO CORP	COM	13321L108	27	600	SH	DEFINED	9
			-----	-----			
			27	600			
CAMPBELL SOUP CO	COM	134429109	868	28217	SH	DEFINED	9
			141	4595	SH	DEFINED	3
			366	11897	SH	DEFINED	85
			-----	-----			
			1376	44709			
CANADIAN NATL RY CO	COM	136375102	70	1207	SH	DEFINED	3
			-----	-----			
			70	1207			
CANADIAN PAC RY LTD	COM	13645T100	26	750	SH	DEFINED	3
			-----	-----			
			26	750			
CANADIAN SUPERIOR ENERGY INC	COM	136644101	24	15000	SH	DEFINED	9
			-----	-----			
			24	15000			
CANON INC	ADR	138006309	219	4153	SH	DEFINED	9
			183	3468	SH	DEFINED	3
			-----	-----			
			401	7621			
CANTERBURY PARK HOLDING CORP	COM	13811E101	7	375	SH	DEFINED	3
			-----	-----			
			7	375			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER				TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT MA
-----				-----	-----	-----	-----	-----	-----	-----
CAPITAL ONE FINL CORP				COM	14040H105	1126	14076	SH	DEFINED	9

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			277	3465	SH	DEFINED	3
			740	9248	SH	DEFINED	85
			-----	-----			
			2143	26789			
CAPITOL BANCORP LTD	COM	14056D105	601	17878	SH	DEFINED	3
			-----	-----			
			601	17878			
CAPSTONE TURBINE CORP	COM	14067D102	164	129157	SH	DEFINED	85
			-----	-----			
			164	129157			
CAPSTEAD MTG CORP	PFD B CV \$1.26	14067E308	26	2000	SH	DEFINED	3
			-----	-----			
			26	2000			
CAPSTEAD MTG CORP	COM NO PAR	14067E506	1	125	SH	DEFINED	3
			-----	-----			
			1	125			
CARBO CERAMICS INC	COM	140781105	226	2868	SH	DEFINED	9
			66	838	SH	DEFINED	3
			2531	32056	SH	DEFINED	85
			-----	-----			
			2824	35762			
CARDIAC SCIENCE INC	COM NEW	141410209	2	2000	SH	DEFINED	9
			0	400	SH	DEFINED	3
			-----	-----			
			2	2400			
CARDINAL FINL CORP	COM	14149F109	188	20000	SH	DEFINED	9
			-----	-----			
			188	20000			
CARDINAL HEALTH INC	COM	14149Y108	5926	102911	SH	DEFINED	9
			302	5250	SH	DEFINED	3
			1090	18928	SH	DEFINED	85
			-----	-----			
			7318	127089			
CAREER EDUCATION CORP	COM	141665109	37	1000	SH	DEFINED	9
			-----	-----			
			37	1000			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DISCRETN	INVSTMT O	

	CAREMARK RX INC	COM	141705103	13947	313279	SH	DEFINED	9	
				2679	60175	SH	DEFINED	3	
				26060	585358	SH	DEFINED	85	
				-----	-----				

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			42686	958812		
CARMAX INC	COM	143130102	8	300	SH	DEFINED 9
			13	470	SH	DEFINED 3
			-----	-----		
			21	770		
CARNIVAL PLC	ADR	14365C103	201	3528	SH	DEFINED 3
			-----	-----		
			201	3528		
CARNIVAL CORP	PAIRED CTF	143658300	3894	71379	SH	DEFINED 9
			2185	40062	SH	DEFINED 3
			9794	179550	SH	DEFINED 85
			-----	-----		
			15874	290991		
CARPENTER TECHNOLOGY CORP	COM	144285103	18	344	SH	DEFINED 9
			48	918	SH	DEFINED 3
			1813	35000	SH	DEFINED 85
			-----	-----		
			1878	36262		
CASH AMER INTL INC	COM	14754D100	503	25000	SH	DEFINED 85
			-----	-----		
			503	25000		
CASH SYSTEMS INC	COM	14756B102	12	1464	SH	DEFINED 9
			33	3946	SH	DEFINED 3
			1079	130800	SH	DEFINED 85
			-----	-----		
			1124	136210		
CASTLE A M & CO	COM	148411101	35	2283	SH	DEFINED 3
			1160	75000	SH	DEFINED 85
			-----	-----		
			1195	77283		
CATELLUS DEV CORP NEW	COM	149113102	4	116	SH	DEFINED 9
			-----	-----		
			4	116		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
CATERPILLAR INC DEL	COM	149123101	11033	115756	SH	DEFINED 9		
			8226	86305	SH	DEFINED 3		
			17422	182797	SH	DEFINED 85		
			-----	-----				
			36681	384858				
CAVCO INDS INC DEL	COM	149568107	0	12	SH	DEFINED 3		
			-----	-----				

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CEDAR FAIR L P	DEPOSITRY UNIT	150185106	1760	54690	SH	DEFINED	9
			52	1600	SH	DEFINED	3
			-----	-----			
			1812	56290			
CELADON GROUP INC	COM	150838100	1758	104000	SH	DEFINED	85
			-----	-----			
			1758	104000			
CELL THERAPEUTICS INC	COM	150934107	1	400	SH	DEFINED	9
			-----	-----			
			1	400			
CELGENE CORP	COM	151020104	39	950	SH	DEFINED	9
			1628	40000	SH	DEFINED	85
			-----	-----			
			1667	40950			
CEMEX S A	SPON ADR 5 ORD	151290889	167	3948	SH	DEFINED	9
			18	429	SH	DEFINED	3
			-----	-----			
			186	4377			
CENDANT CORP	COM	151313103	847	37841	SH	DEFINED	9
			205	9165	SH	DEFINED	3
			862	38554	SH	DEFINED	85
-----	-----						
			1914	85560			
CENTENE CORP DEL	COM	15135B101	856	25488	SH	DEFINED	9
			103	3068	SH	DEFINED	3
			4046	120500	SH	DEFINED	85
-----	-----						
			5005	149056			

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA

	CENTERPOINT ENERGY INC	COM	15189T107	122	9238	SH	DEFINED	9
				75	5663	SH	DEFINED	3
				140	10572	SH	DEFINED	85
-----	-----							
				336	25473			
	CENTERPOINT PPTYS TR	COM	151895109	26	625	SH	DEFINED	9
				-----	-----			
				26	625			
	CENTEX CORP	COM	152312104	311	4398	SH	DEFINED	9
				327	4624	SH	DEFINED	85
				-----	-----			

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			638	9022		
CENTRAL FD CDA LTD	CL A	153501101	7	1400	SH	DEFINED 3
			-----	-----		
			7	1400		
CENTRAL GARDEN & PET CO	COM	153527106	913	18577	SH	DEFINED 9
			101	2060	SH	DEFINED 3
			3826	77900	SH	DEFINED 85
			-----	-----		
			4840	98537		
CENTURY BUSINESS SVCS INC	COM	156490104	102	25112	SH	DEFINED 9
			1536	379183	SH	DEFINED 85
			-----	-----		
			1637	404295		
CEPHEID	COM	15670R107	719	98000	SH	DEFINED 85
			-----	-----		
			719	98000		
CENTURYTEL INC	COM	156700106	1018	29398	SH	DEFINED 9
			180	5198	SH	DEFINED 3
			170	4917	SH	DEFINED 85
			-----	-----		
			1368	39513		
CEPHALON INC	COM	156708109	2754	69195	SH	DEFINED 9
			2061	51782	SH	DEFINED 3
			3988	100200	SH	DEFINED 85
			-----	-----		
			8803	221177		

				FORM 13F					
PAGE	52 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O	MA

CERADYNE INC	COM	156710105	1	21	SH		DEFINED 9		
			-----	-----					
			1	21					
CERNER CORP	COM	156782104	7	100	SH		DEFINED 9		
			-----	-----					
			7	100					
CERTEGY INC	COM	156880106	210	5500	SH		DEFINED 9		
			640	16750	SH		DEFINED 3		
			-----	-----					
			850	22250					
CHARLES & COLVARD LTD	COM	159765106	5635	229520	SH		DEFINED 9		
			-----	-----					
			5635	229520					

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CHARLES RIV LABS INTL INC	COM	159864107	3217	66669	SH	DEFINED	9
			468	9691	SH	DEFINED	3
			6645	137712	SH	DEFINED	85
			-----	-----			
			10329	214072			
CHARTERMAC	SH BEN INT	160908109	31	1405	SH	DEFINED	9
			24	1081	SH	DEFINED	3
			-----	-----			
			55	2486			
CHARTER COMMUNICATIONS INC D	CL A	16117M107	4	3400	SH	DEFINED	9
			-----	-----			
			4	3400			
CHECKFREE CORP NEW	COM	162813109	1	35	SH	DEFINED	3
			-----	-----			
			1	35			
CHECKPOINT SYS INC	COM	162825103	5	275	SH	DEFINED	3
			-----	-----			
			5	275			
CHEESECAKE FACTORY INC	COM	163072101	200	5750	SH	DEFINED	9
			55	1575	SH	DEFINED	3
			-----	-----			
			254	7325			

		FORM 13F							
PAGE 53 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
			-----	-----	-----	-----	-----	-----	
CHEMICAL FINL CORP	COM	163731102	1750	52868	SH	DEFINED	3		
			-----	-----					
			1750	52868					
CHESAPEAKE ENERGY CORP	COM	165167107	128	5625	SH	DEFINED	9		
			64	2815	SH	DEFINED	3		
			-----	-----					
			192	8440					
CHEVRON CORP NEW	COM	166764100	109228	1953284	SH	DEFINED	9		
			23427	418930	SH	DEFINED	3		
			540	9655	SH	DEFINED	8		
			24067	430375	SH	DEFINED	85		
			-----	-----					
			157261	2812244					
CHEVIOT FINL CORP	COM	166774109	29	2500	SH	DEFINED	9		
			-----	-----					
			29	2500					
CHICAGO MERCANTILE HLDGS INC	CL A	167760107	59	200	SH	DEFINED	9		
			1	4	SH	DEFINED	3		

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		-----		-----			
		60	204				
CHICOS FAS INC	COM	168615102	6339	184917	SH	DEFINED	9
			3935	114803	SH	DEFINED	3
			9129	266300	SH	DEFINED	85
			-----	-----			
			19403	566020			
CHILDRENS PL RETAIL STORES I	COM	168905107	1127	24147	SH	DEFINED	9
			117	2501	SH	DEFINED	3
			4322	92600	SH	DEFINED	85
			-----	-----			
			5565	119248			
CHINA FD INC	COM	169373107	80	2800	SH	DEFINED	3
			-----	-----			
			80	2800			
CHINA MOBILE HONG KONG LTD	SPONSORED ADR	16941M109	105	5650	SH	DEFINED	9
			-----	-----			
			105	5650			

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PAGE	54 OF	249	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP								
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN					
		-----		-----		-----		-----		-----	
CHINA PETE & CHEM CORP	SPON ADR H SHS	16941R108	105	2700	SH	DEFINED	9				
			246	6308	SH	DEFINED	3				
			-----	-----							
			351	9008							
CHIQUITA BRANDS INTL INC	*W EXP 03/19/2	170032114	42	4189	SH	DEFINED	9				
			-----	-----							
			42	4189							
CHIQUITA BRANDS INTL INC	COM	170032809	7	250	SH	DEFINED	9				
			-----	-----							
			7	250							
CHIRON CORP	COM	170040109	271	7780	SH	DEFINED	9				
			188	5393	SH	DEFINED	85				
			-----	-----							
			460	13173							
CHITTENDEN CORP	COM	170228100	3	128	SH	DEFINED	3				
			-----	-----							
			3	128							
CHOICEPOINT INC	COM	170388102	186	4650	SH	DEFINED	9				
			541	13516	SH	DEFINED	3				
			-----	-----							
			728	18166							

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CHUBB CORP	COM	171232101	1668	19478	SH	DEFINED	9
			609	7110	SH	DEFINED	3
			615	7189	SH	DEFINED	85
			-----	-----			
			2892	33777			
CHURCH & DWIGHT INC	COM	171340102	17	475	SH	DEFINED	9
			11	317	SH	DEFINED	3
			-----	-----			
			29	792			
CHURCHILL DOWNS INC	COM	171484108	85	2000	SH	DEFINED	3
			-----	-----			
			85	2000			

PAGE		FORM 13F		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
55 OF 249				VALUE	SHARES/	SH/	PUT/	INVSTMT	O	
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	
-----		-----	-----	-----	-----	-----	-----	-----	-----	
CIENA CORP	COM	171779101	37	17467	SH	DEFINED	9			
			1	270	SH	DEFINED	3			
			44	20909	SH	DEFINED	85			
			-----	-----						
			81	38646						
CIMAREX ENERGY CO	COM	171798101	60	1539	SH	DEFINED	9			
			2559	65777	SH	DEFINED	85			
			-----	-----						
			2619	67316						
CINCINNATI BELL INC NEW	COM	171871106	912	212128	SH	DEFINED	9			
			47	10959	SH	DEFINED	3			
			-----	-----						
			959	223087						
CINCINNATI FINL CORP	COM	172062101	134749	3406199	SH	DEFINED	9			
			4781	120847	SH	DEFINED	3			
			9	220	SH	DEFINED	8			
			241	6095	SH	DEFINED	85			
-----	-----									
			139780	3533361						
CINERGY CORP	COM	172474108	9144	204012	SH	DEFINED	9			
			1669	37227	SH	DEFINED	3			
			330	7370	SH	DEFINED	85			
			-----	-----						
			11143	248609						
CIRCUIT CITY STORE INC	COM	172737108	119	6854	SH	DEFINED	9			
			26	1500	SH	DEFINED	3			
			825	47700	SH	DEFINED	85			
			-----	-----						
			969	56054						

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CISCO SYS INC	COM	17275R102	42770	2241607	SH	DEFINED	9
			16826	881854	SH	DEFINED	3
			120	6275	SH	DEFINED	8
			4818	252519	SH	DEFINED	85
			-----	-----			
			64533	3382255			
CIRRUS LOGIC INC	COM	172755100	8	1590	SH	DEFINED	3
			-----	-----			
			8	1590			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA

CINTAS CORP	COM	172908105	147815	3829398	SH	DEFINED	9		
			2703	70015	SH	DEFINED	3		
			16218	420159	SH	DEFINED	85		
			-----	-----					
			166735	4319572					
CITIGROUP INC	COM	172967101	81809	1769604	SH	DEFINED	9		
			31303	677113	SH	DEFINED	3		
			674	14580	SH	DEFINED	8		
			14133	305711	SH	DEFINED	85		
			-----	-----					
			127919	2767008					
CITIZENS BKG CORP MICH	COM	174420109	253	8386	SH	DEFINED	3		
			-----	-----					
			253	8386					
CITIZENS COMMUNICATIONS CO	COM	17453B101	499	37150	SH	DEFINED	9		
			95	7093	SH	DEFINED	3		
			34	2527	SH	DEFINED	8		
			165	12257	SH	DEFINED	85		
			-----	-----					
			793	59027					
CITRIX SYS INC	COM	177376100	151	6992	SH	DEFINED	9		
			134	6193	SH	DEFINED	85		
			-----	-----					
			286	13185					
CITY HLDG CO	COM	177835105	39	1058	SH	DEFINED	9		
			-----	-----					
			39	1058					
CLARCOR INC	COM	179895107	764	26132	SH	DEFINED	9		
			-----	-----					
			764	26132					
CLARIENT INC	COM	180489106	0	150	SH	DEFINED	9		
			-----	-----					

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CLARK INC	COM	181457102	25	1775	SH	DEFINED	9
			-----	-----			
			25	1775			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVTMT	INVTMT DSCRETN	O MA

CLEAR CHANNEL COMMUNICATIONS	COM	184502102	2884	93254	SH		DEFINED	9
			1651	53369	SH		DEFINED	3
			11	350	SH		DEFINED	8
			579	18720	SH		DEFINED	85
			-----	-----				
			5125	165693				
CLOROX CO DEL	COM	189054109	915	16430	SH		DEFINED	9
			1253	22479	SH		DEFINED	3
			312	5604	SH		DEFINED	85
			-----	-----				
			2480	44513				
COACH INC	COM	189754104	8819	262706	SH		DEFINED	9
			2922	87051	SH		DEFINED	3
			15817	471172	SH		DEFINED	85
			-----	-----				
			27559	820929				
COBRA ELECTRS CORP	COM	191042100	72	10000	SH		DEFINED	9
			1761	246000	SH		DEFINED	85
			-----	-----				
			1833	256000				
COCA COLA HELLENIC BTTLG CO	SPONSORED ADR	1912EP104	165	6080	SH		DEFINED	3
			-----	-----				
			165	6080				
COCA COLA CO	COM	191216100	32004	766570	SH		DEFINED	9
			11766	281820	SH		DEFINED	3
			3	75	SH		DEFINED	8
			5813	139237	SH		DEFINED	85
			-----	-----				
			49587	1187702				
COCA COLA ENTERPRISES INC	COM	191219104	234	10613	SH		DEFINED	9
			284	12888	SH		DEFINED	85
			-----	-----				
			517	23501				
COEUR D ALENE MINES CORP IDA	COM	192108108	18	5000	SH		DEFINED	85
			-----	-----				
			18	5000				

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
COGNEX CORP	COM	192422103	4	150	SH	DEFINED	3		
			4	150					
COGNIZANT TECHNOLOGY SOLUTIO	CL A	192446102	2013	42721	SH	DEFINED	9		
			1439	30524	SH	DEFINED	3		
			6971	147900	SH	DEFINED	85		
			10423	221145					
COHEN & STEERS TOTAL RETURN	COM	19247R103	45	2240	SH	DEFINED	3		
			45	2240					
COHEN & STEERS PREM INC RLTY	COM	19247V104	163	7450	SH	DEFINED	3		
			163	7450					
COHEN & STEERS ADV INC RLTY	COM	19247W102	50	2231	SH	DEFINED	3		
			50	2231					
COHEN & STEERS REIT & PFD IN	COM	19247X100	27	1000	SH	DEFINED	9		
			27	1000					
COHEN & STEERS REIT & UTIL I	COM	19247Y108	24	1250	SH	DEFINED	9		
			24	1250					
COHERENT INC	COM	192479103	41	1150	SH	DEFINED	9		
			10	290	SH	DEFINED	3		
			5645	156750	SH	DEFINED	85		
			5696	158190					
COLES MYER LTD	SPON ADR NEW	193870409	189	3340	SH	DEFINED	3		
			189	3340					
COLGATE PALMOLIVE CO	COM	194162103	8670	173719	SH	DEFINED	9		
			2659	53270	SH	DEFINED	3		
			958	19201	SH	DEFINED	85		
			12287	246190					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN		
COLONIAL BANCGROUP INC	COM	195493309	44	2000	SH		DEFINED	9	
			1	58	SH		DEFINED	3	
			45	2058					
COLONIAL INTER HIGH INCOME F	SH BEN INT	195763107	38	11000	SH		DEFINED	9	
			38	11000					
COLONIAL INVT GRADE MUN TR	SH BEN INT	195768106	20	1871	SH		DEFINED	9	
			4	393	SH		DEFINED	3	
			24	2264					
COLONIAL MUN INCOME TR	SH BEN INT	195799101	11	2000	SH		DEFINED	9	
			11	2000					
COLONIAL PPTYS TR	COM SH BEN INT	195872106	440	10000	SH		DEFINED	9	
			86	1950	SH		DEFINED	3	
			660	15000	SH		DEFINED	85	
			1186	26950					
COMCAST CORP NEW	CL A	20030N101	3487	113692	SH		DEFINED	9	
			1508	49169	SH		DEFINED	3	
			14	450	SH		DEFINED	8	
			3379	110183	SH		DEFINED	85	
			8388	273494					
COMCAST CORP NEW	CL A SPL	20030N200	341	11375	SH		DEFINED	9	
			537	17941	SH		DEFINED	3	
			878	29316					
COMERICA INC	COM	200340107	658	11383	SH		DEFINED	9	
			1128	19513	SH		DEFINED	3	
			359	6219	SH		DEFINED	85	
			2145	37115					
COMMERCE BANCORP INC NJ	COM	200519106	64	2100	SH		DEFINED	9	
			64	2100					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
COMMERCE BANCSHARES INC	COM	200525103	27	542	SH		DEFINED	3
			27	542				
COMMERCE GROUP INC MASS	COM	200641108	19	300	SH		DEFINED	3
			19	300				
COMMERCIAL CAP BANCORP INC	COM	20162L105	28	1691	SH		DEFINED	9
			55	3273	SH		DEFINED	3
			2901	173600	SH		DEFINED	85
			2984	178564				
COMMERCIAL FEDERAL CORPORATI	COM	201647104	15	438	SH		DEFINED	3
			15	438				
COMMUNITY CENTRAL BANK CORP	COM	20363J107	624	42504	SH		DEFINED	3
			624	42504				
COMMUNITY HEALTH SYS INC NEW	COM	203668108	49	1300	SH		DEFINED	9
			4346	115000	SH		DEFINED	85
			4395	116300				
COMPANHIA ENERGETICA DE MINA	SP ADR N-V PFD	204409601	20	623	SH		DEFINED	3
			20	623				
COMPASS BANCSHARES INC	COM	20449H109	38073	846075	SH		DEFINED	9
			3738	83066	SH		DEFINED	3
			33	725	SH		DEFINED	8
			203	4515	SH		DEFINED	85
			42047	934381				
COMPUDYNE CORP	COM PAR \$0.75	204795306	945	135000	SH		DEFINED	85
			945	135000				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA		
COMPUTER ASSOC INTL INC	COM	204912109	505	18384	SH		DEFINED	9		
			126	4602	SH		DEFINED	3		
			534	19446	SH		DEFINED	85		

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			1166	42432		
COMPUTER SCIENCES CORP	COM	205363104	317	7263	SH	DEFINED 9
			63	1434	SH	DEFINED 3
			13	300	SH	DEFINED 8
			289	6611	SH	DEFINED 85
			-----	-----		
			682	15608		
COMPUWARE CORP	COM	205638109	96	13410	SH	DEFINED 9
			14	2000	SH	DEFINED 3
			194	26982	SH	DEFINED 85
			-----	-----		
			305	42392		
COMSTOCK RES INC	COM NEW	205768203	152	6028	SH	DEFINED 9
			2150	85000	SH	DEFINED 85
			-----	-----		
			2302	91028		
COMTECH TELECOMMUNICATIONS C	COM NEW	205826209	3	100	SH	DEFINED 3
			-----	-----		
			3	100		
COMVERSE TECHNOLOGY INC	COM PAR \$0.10	205862402	8146	344730	SH	DEFINED 9
			579	24483	SH	DEFINED 3
			20436	864822	SH	DEFINED 85
			-----	-----		
			29160	1234035		
CONAGRA FOODS INC	COM	205887102	15672	676671	SH	DEFINED 9
			7318	315970	SH	DEFINED 3
			486	20977	SH	DEFINED 8
			10700	461992	SH	DEFINED 85
			-----	-----		
			34175	1475610		
CONCEPTUS INC	COM	206016107	17	3000	SH	DEFINED 9
			-----	-----		
			17	3000		

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NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN		MA	
-----		-----		-----		-----		-----		
CONEXANT SYSTEMS INC	COM	207142100	8	4928	SH	DEFINED 9				
			33	20516	SH	DEFINED 3				
			-----	-----						
			41	25444						
CONOCOPHILLIPS	COM	20825C104	40778	709313	SH	DEFINED 9				
			19084	331952	SH	DEFINED 3				
			13	226	SH	DEFINED 8				
			33478	582333	SH	DEFINED 85				

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		-----		-----				
		93354	1623824					
CONSECO INC	*W EXP 09/10/2	208464123	0	77	SH	DEFINED	3	

				77				
CONSECO INC	COM NEW	208464883	34	1575	SH	DEFINED	9	

				34	1575			
CONSOL ENERGY INC	COM	20854P109	27	500	SH	DEFINED	9	

				27	500			
CONSOLIDATED EDISON INC	COM	209115104	576	12292	SH	DEFINED	9	
				1216	25963	SH	DEFINED	3
				415	8863	SH	DEFINED	85

				2207	47118			
CONSTELLATION BRANDS INC	CL A	21036P108	80	2700	SH	DEFINED	9	
				257	8700	SH	DEFINED	3

				336	11400			
CONSTELLATION ENERGY GROUP I	COM	210371100	747	12950	SH	DEFINED	9	
				140	2430	SH	DEFINED	3
				17	300	SH	DEFINED	8
				807	13994	SH	DEFINED	85

				1712	29674			

				FORM 13F					
PAGE 63 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA
-----		-----	-----	-----	-----	-----	-----	-----	-----
CONVERGYS CORP	COM	212485106	4609	324105	SH	DEFINED	9		
				103	7271	SH	DEFINED	3	
				74	5193	SH	DEFINED	85	

				4786	336569				
COOPER CAMERON CORP	COM	216640102	22	350	SH	DEFINED	3		

				22	350				
COOPER COS INC	COM NEW	216648402	8	125	SH	DEFINED	9		
				6	95	SH	DEFINED	3	

				13	220				
COOPER TIRE & RUBR CO	COM	216831107	1037	55819	SH	DEFINED	9		
				58	3100	SH	DEFINED	3	

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			48	2564	SH	DEFINED	85
			-----	-----			
			1142	61483			
COPART INC	COM	217204106	6	241	SH	DEFINED	9
			-----	-----			
			6	241			
CORINTHIAN COLLEGES INC	COM	218868107	22	1740	SH	DEFINED	9
			4	350	SH	DEFINED	3
			2088	163500	SH	DEFINED	85
			-----	-----			
			2115	165590			
CORN PRODS INTL INC	COM	219023108	116	4894	SH	DEFINED	9
			65	2724	SH	DEFINED	3
			-----	-----			
			181	7618			
CORNERSTONE TOTAL RTRN FD IN	COM	21924U102	2	115	SH	DEFINED	3
			-----	-----			
			2	115			
CORNING INC	COM	219350105	1238	74498	SH	DEFINED	9
			163	9805	SH	DEFINED	3
			1549	93207	SH	DEFINED	85
			-----	-----			
			2950	177510			

		FORM 13F							
PAGE	64 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA

	CORPORATE EXECUTIVE BRD CO	COM	21988R102	919	11738	SH		DEFINED	9
				2587	33026	SH		DEFINED	3
				8401	107250	SH		DEFINED	85
				-----	-----				
				11907	152014				
	CORPORATE HIGH YIELD FD INC	COM	219914108	1	111	SH		DEFINED	3
				-----	-----				
				1	111				
	CORVEL CORP	COM	221006109	3	100	SH		DEFINED	9
				-----	-----				
				3	100				
	COSTCO WHSL CORP NEW	COM	22160K105	1074	24017	SH		DEFINED	9
				196	4381	SH		DEFINED	3
				788	17611	SH		DEFINED	85
				-----	-----				
				2058	46009				
	COUNTRYWIDE FINANCIAL CORP	COM	222372104	746	19328	SH		DEFINED	9

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			393	10176	SH	DEFINED	3
			1109	28732	SH	DEFINED	85
			-----	-----			
			2248	58236			
COURIER CORP	COM	222660102	9	225	SH	DEFINED	9
			-----	-----			
			9	225			
COUSINS PPTYS INC	COM	222795106	47	1582	SH	DEFINED	3
			-----	-----			
			47	1582			
COVANCE INC	COM	222816100	2903	64694	SH	DEFINED	9
			355	7915	SH	DEFINED	3
			8611	191900	SH	DEFINED	85
			-----	-----			
			11869	264509			
COVENTRY HEALTH CARE INC	COM	222862104	35	500	SH	DEFINED	9
			-----	-----			
			35	500			

		FORM 13F						
PAGE 65 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
COX RADIO INC	CL A	224051102	26	1650	SH	DEFINED	9	
			-----	-----				
			26	1650				
CRANE CO	COM	224399105	949	36085	SH	DEFINED	3	
			-----	-----				
			949	36085				
CRAWFORD & CO	CL B	224633107	74	10000	SH	DEFINED	9	
			1171	157800	SH	DEFINED	85	
			-----	-----				
			1245	167800				
CREDENCE SYS CORP	COM	225302108	17	1850	SH	DEFINED	9	
			1928	213000	SH	DEFINED	85	
			-----	-----				
			1944	214850				
CREDIT SUISSE GROUP	SPONSORED ADR	225401108	26	656	SH	DEFINED	9	
			2	55	SH	DEFINED	3	
			-----	-----				
			28	711				
CREE INC	COM	225447101	624	24510	SH	DEFINED	9	
			124	4883	SH	DEFINED	3	
			-----	-----				
			749	29393				

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CRESCENT REAL ESTATE EQUITIE	COM	225756105	68	3625	SH	DEFINED	9
			68	3625			
CRITICAL PATH INC	COM NEW	22674V506	10	22600	SH	DEFINED	9
			10	22600			
CROMPTON CORP	COM	227116100	28	2000	SH	DEFINED	9
			28	2000			
CROSS A T CO	CL A	227478104	9	2000	SH	DEFINED	9
			694	163000	SH	DEFINED	85
			703	165000			

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PAGE 66 OF 249 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA	
CROWN CASTLE INTL CORP	COM	228227104	22	1100	SH	DEFINED	9
			8	400	SH	DEFINED	3
			30	1500			
CROWN HOLDINGS INC	COM	228368106	90	6300	SH	DEFINED	9
			90	6300			
CRUCCELL N V	SPONSORED ADR	228769105	2	100	SH	DEFINED	3
			2	100			
CRYSTALLEX INTL CORP	COM	22942F101	20	5470	SH	DEFINED	3
			20	5470			
CUBIC CORP	COM	229669106	40	2250	SH	DEFINED	3
			40	2250			
CULLEN FROST BANKERS INC	COM	229899109	18	380	SH	DEFINED	3
			18	380			
CUMMINS INC	COM	231021106	98	1311	SH	DEFINED	9
			763	10220	SH	DEFINED	3
			117	1563	SH	DEFINED	85
			977	13094			
CURIS INC	COM	231269101	3	720	SH	DEFINED	3

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			3	720		
CURTISS WRIGHT CORP	COM	231561101	2	30 SH	DEFINED	9
			2	44 SH	DEFINED	3
			4	74		
CUTTER & BUCK INC	COM	232217109	1765	136801 SH	DEFINED	85
			1765	136801		

				FORM 13F			
PAGE	67 OF	249	NAME OF REPORTING MANAGER:		FIFTH THIRD BANCORP		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT O MA
CYBERONICS INC	COM	23251P102	7	165 SH	DEFINED	3	
			7	165			
CYMER INC	COM	232572107	1	28 SH	DEFINED	9	
			3	100 SH	DEFINED	3	
			3	128			
CYTEC INDS INC	COM	232820100	85	2136 SH	DEFINED	9	
			54	1359 SH	DEFINED	3	
			139	3495			
CYTOGEN CORP	COM NEW	232824300	1	110 SH	DEFINED	3	
			1	110			
CYTYC CORP	COM	232946103	1625	73661 SH	DEFINED	9	
			242	10982 SH	DEFINED	3	
			6483	293900 SH	DEFINED	85	
			8351	378543			
DHB INDS INC	COM	23321E103	1056	125000 SH	DEFINED	85	
			1056	125000			
DNP SELECT INCOME FD	COM	23325P104	151	13049 SH	DEFINED	9	
			547	47303 SH	DEFINED	3	
			698	60352			
DPL INC	COM	233293109	1387	50529 SH	DEFINED	9	
			187	6804 SH	DEFINED	3	
			1574	57333			

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D R HORTON INC	COM	23331A109	1446	38434	SH	DEFINED	9
			873	23216	SH	DEFINED	3
			12070	320933	SH	DEFINED	85
			-----	-----			
			14389	382583			

		FORM 13F						
PAGE 68 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	

DST SYS INC DEL	COM	233326107	19	400	SH	DEFINED	3	
			-----	-----				
			19	400				
DTE ENERGY CO	COM	233331107	461	9866	SH	DEFINED	9	
			1293	27641	SH	DEFINED	3	
			297	6356	SH	DEFINED	85	
			-----	-----				
			2051	43863				
DTF TAX-FREE INCOME INC	COM	23334J107	28	1750	SH	DEFINED	3	
			-----	-----				
			28	1750				
DADE BEHRING HLDGS INC	COM	23342J206	13	200	SH	DEFINED	9	
			-----	-----				
			13	200				
DANA CORP	COM	235811106	504	33569	SH	DEFINED	9	
			225	15000	SH	DEFINED	3	
			1839	122487	SH	DEFINED	85	
			-----	-----				
			2568	171056				
DANAHER CORP DEL	COM	235851102	1766	33734	SH	DEFINED	9	
			1299	24818	SH	DEFINED	3	
			736	14055	SH	DEFINED	85	
			-----	-----				
			3800	72607				
DARDEN RESTAURANTS INC	COM	237194105	494	14983	SH	DEFINED	9	
			35	1066	SH	DEFINED	3	
			178	5398	SH	DEFINED	85	
			-----	-----				
			707	21447				
DAVITA INC	COM	23918K108	25	550	SH	DEFINED	9	
			-----	-----				
			25	550				
DEAN FOODS CO NEW	COM	242370104	47	1325	SH	DEFINED	9	
			242	6859	SH	DEFINED	3	
			99	2800	SH	DEFINED	85	
			-----	-----				

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PAGE	69 OF	249	FORM 13F							
			NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
			DEARBORN BANCORP INC	COM	24242R108	41	1579	SH	DEFINED	3
						41	1579			
			DEB SHOPS INC	COM	242728103	2549	88000	SH	DEFINED	85
						2549	88000			
			DEBT STRATEGIES FD INC NEW	COM	24276Q109	34	5200	SH	DEFINED	3
						34	5200			
			DECORIZE INC	COM	243636107	1	1000	SH	DEFINED	3
						1	1000			
			DEERE & CO	COM	244199105	878	13409	SH	DEFINED	9
						635	9702	SH	DEFINED	3
						7	101	SH	DEFINED	8
						1422	21710	SH	DEFINED	85
						2942	44922			
			DEL MONTE FOODS CO	COM	24522P103	174	16138	SH	DEFINED	9
						51	4734	SH	DEFINED	3
						225	20872			
			DELAWARE INV GLBL DIV & INC	COM	245916101	11	829	SH	DEFINED	3
						11	829			
			DELL INC	COM	24702R101	12672	321146	SH	DEFINED	9
						9342	236739	SH	DEFINED	3
						28	710	SH	DEFINED	8
						8386	212509	SH	DEFINED	85
						30428	771104			
			DELPHI CORP	COM	247126105	104	22451	SH	DEFINED	9
						77	16552	SH	DEFINED	3
						95	20505	SH	DEFINED	85
						277	59508			

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			FORM 13F						
PAGE 70 OF 249			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
DELTA AIR LINES INC DEL	COM	247361108	16	4321	SH		DEFINED	9	
			4	1000	SH		DEFINED	3	
			19	5138	SH		DEFINED	85	
			39	10459					
DELTIC TIMBER CORP	COM	247850100	17	442	SH		DEFINED	9	
			17	442					
DENBURY RES INC	COM NEW	247916208	30	756	SH		DEFINED	9	
			78	1972	SH		DEFINED	3	
			2784	70000	SH		DEFINED	85	
			2892	72728					
DELUXE CORP	COM	248019101	40	975	SH		DEFINED	9	
			1796	44241	SH		DEFINED	3	
			1836	45216					
DENTSPLY INTL INC NEW	COM	249030107	22	400	SH		DEFINED	9	
			124	2300	SH		DEFINED	3	
			146	2700					
DEUTSCHE TELEKOM AG	SPONSORED ADR	251566105	21	1140	SH		DEFINED	3	
			656	35615	SH		DEFINED	85	
			677	36755					
DEVELOPERS DIVERSIFIED RLTY	COM	251591103	487	10600	SH		DEFINED	9	
			101	2200	SH		DEFINED	3	
			745	16200	SH		DEFINED	85	
			1333	29000					
DEVON ENERGY CORP NEW	COM	25179M103	1210	23880	SH		DEFINED	9	
			152	2994	SH		DEFINED	3	
			888	17517	SH		DEFINED	85	
			2250	44391					

			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	

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DIAGEO P L C	SPON ADR NEW	25243Q205	37	625 SH	DEFINED 9
			58	980 SH	DEFINED 3
			95	1605	
DIAMOND OFFSHORE DRILLING IN	COM	25271C102	32	600 SH	DEFINED 9
			134	2500 SH	DEFINED 3
			166	3100	
DIAMONDS TR	UNIT SER 1	252787106	1232	11989 SH	DEFINED 9
			711	6918 SH	DEFINED 3
			72	700 SH	DEFINED 8
			2015	19607	
DIEBOLD INC	COM	253651103	29071	644440 SH	DEFINED 9
			10464	231961 SH	DEFINED 3
			3	75 SH	DEFINED 8
			13060	289505 SH	DEFINED 85
			52598	1165981	
DIGENE CORP	COM	253752109	1	22 SH	DEFINED 9
			42	1500 SH	DEFINED 3
			42	1522	
DIGIMARC CORP	COM	253807101	629	115000 SH	DEFINED 85
			629	115000	
DILLARDS INC	CL A	254067101	73	3104 SH	DEFINED 9
			115	4890 SH	DEFINED 85
			187	7994	
DIRECT GEN CORP	COM	25456W204	47	2500 SH	DEFINED 3
			47	2500	
DIRECTV GROUP INC	COM	25459L106	59	3838 SH	DEFINED 9
			140	9059 SH	DEFINED 3
			200	12897	

PAGE		72 OF 249		FORM 13F						
				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER				TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA
DISNEY WALT CO				NOTE 2.125% 4	254687AU0	308	3000 SH		DEFINED 3	

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			308	3000		
DISNEY WALT CO	COM DISNEY	254687106	9849	391153	SH	DEFINED 9
			3218	127808	SH	DEFINED 3
			20	800	SH	DEFINED 8
			5283	209807	SH	DEFINED 85
			-----	-----		
			18371	729568		
DISTRIBUCION Y SERVICIO D&S	SPONSORED ADR	254753106	177	8930	SH	DEFINED 3
			-----	-----		
			177	8930		
DITECH COMMUNICATIONS CORP	COM	25500M103	3	500	SH	DEFINED 9
			-----	-----		
			3	500		
DOLBY LABORATORIES INC	COM	25659T107	13	600	SH	DEFINED 9
			-----	-----		
			13	600		
DOLLAR GEN CORP	COM	256669102	193	9476	SH	DEFINED 9
			188	9255	SH	DEFINED 3
			224	11015	SH	DEFINED 85
			-----	-----		
			606	29746		
DOLLAR TREE STORES INC	COM	256747106	141	5875	SH	DEFINED 9
			35	1460	SH	DEFINED 3
			-----	-----		
			176	7335		
DOMINION RES INC VA NEW	COM	25746U109	3959	53946	SH	DEFINED 9
			1066	14526	SH	DEFINED 3
			2014	27445	SH	DEFINED 85
			-----	-----		
			7039	95917		
DONALDSON INC	COM	257651109	306	10080	SH	DEFINED 9
			21	700	SH	DEFINED 3
			-----	-----		
			327	10780		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	

DONNELLEY R R & SONS CO	COM	257867101	4796	138970	SH	DEFINED 9		
			1141	33063	SH	DEFINED 3		
			3847	111470	SH	DEFINED 85		
			-----	-----				
			9784	283503				
DORAL FINL CORP	COM	25811P100	107	6480	SH	DEFINED 3		

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			107	6480		
DOT HILL SYS CORP	COM	25848T109	1493	285000	SH	DEFINED 85
			1493	285000		
DOUBLECLICK INC	COM	258609304	2	200	SH	DEFINED 9
			2	200		
DOVER CORP	COM	260003108	4797	131859	SH	DEFINED 9
			786	21593	SH	DEFINED 3
			271	7443	SH	DEFINED 85
			5853	160895		
DOW CHEM CO	COM	260543103	18040	405115	SH	DEFINED 9
			9296	208758	SH	DEFINED 3
			510	11445	SH	DEFINED 8
			18735	420730	SH	DEFINED 85
			46581	1046048		
DOW JONES & CO INC	COM	260561105	277	7819	SH	DEFINED 9
			91	2579	SH	DEFINED 85
			369	10398		
DREYFUS STRATEGIC MUNS INC	COM	261932107	41	4647	SH	DEFINED 9
			24	2742	SH	DEFINED 3
			65	7389		
DREYFUS MUN INCOME INC	COM	26201R102	7	750	SH	DEFINED 3
			7	750		

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				NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	MA	O	MA	
DREYFUS STRATEGIC MUN BD FD	COM	26202F107	36	3885	SH	DEFINED 9				
			36	3885						
DRIL-QUIP INC	COM	262037104	2437	84000	SH	DEFINED 85				
			2437	84000						
DU PONT E I DE NEMOURS & CO	COM	263534109	20321	472480	SH	DEFINED 9				
			6589	153190	SH	DEFINED 3				
			27	625	SH	DEFINED 8				
			3072	71428	SH	DEFINED 85				

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		30009	697723			
DUKE ENERGY CORP	COM	264399106	9141	307457	SH	DEFINED 9
			2759	92787	SH	DEFINED 3
			4289	144271	SH	DEFINED 85
		-----	-----			
			16188	544515		
DUKE REALTY CORP	COM NEW	264411505	120	3782	SH	DEFINED 9
			257	8110	SH	DEFINED 3
			760	24000	SH	DEFINED 85
		-----	-----			
			1136	35892		
DUN & BRADSTREET CORP DEL NE	COM	26483E100	64	1038	SH	DEFINED 9
			136	2210	SH	DEFINED 3
			329	5331	SH	DEFINED 85
		-----	-----			
			529	8579		
DUQUESNE LT HLDGS INC	COM	266233105	9	490	SH	DEFINED 9
			23	1226	SH	DEFINED 3
		-----	-----			
			32	1716		
DYNAMIC OIL & GAS INC	COM	267906105	2	1000	SH	DEFINED 9
		-----	-----			
			2	1000		

		FORM 13F					
PAGE	75 OF 249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA
		-----	-----	-----	-----	-----	-----
DYNEGY INC NEW	CL A	26816Q101	53	10986	SH	DEFINED 9	
			16	3244	SH	DEFINED 3	
			59	12100	SH	DEFINED 85	
		-----	-----				
			128	26330			
E M C CORP MASS	COM	268648102	33379	2434655	SH	DEFINED 9	
			8547	623436	SH	DEFINED 3	
			53	3885	SH	DEFINED 8	
			34726	2532893	SH	DEFINED 85	
		-----	-----				
			76706	5594869			
ENSCO INTL INC	COM	26874Q100	66	1850	SH	DEFINED 9	
			39	1100	SH	DEFINED 3	
		-----	-----				
			105	2950			
ENI S P A	SPONSORED ADR	26874R108	4	29	SH	DEFINED 9	
		-----	-----				

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			4	29		
EOG RES INC	COM	26875P101	467	8230	SH	DEFINED 9
			14	240	SH	DEFINED 3
			496	8732	SH	DEFINED 85
			-----	-----		
			977	17202		
E ON AG	SPONSORED ADR	268780103	147	4950	SH	DEFINED 9
			207	6994	SH	DEFINED 3
			-----	-----		
			354	11944		
EPIX PHARMACEUTICALS INC	COM	26881Q101	0	28	SH	DEFINED 9
			-----	-----		
				28		
ESS TECHNOLOGY INC	COM	269151106	6	1500	SH	DEFINED 9
			13	3000	SH	DEFINED 85
			-----	-----		
			19	4500		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DCRETN	O MA
E TRADE FINANCIAL CORP	COM	269246104	197	14053	SH	DEFINED 9
			23	1628	SH	DEFINED 3
			2638	188542	SH	DEFINED 85
			-----	-----		
			2857	204223		
EAST WEST BANCORP INC	COM	27579R104	628	18710	SH	DEFINED 9
			62	1844	SH	DEFINED 3
			2275	67734	SH	DEFINED 85
			-----	-----		
			2966	88288		
EASTMAN CHEM CO	COM	277432100	314	5692	SH	DEFINED 9
			126	2291	SH	DEFINED 3
			256	4645	SH	DEFINED 85
			-----	-----		
			696	12628		
EASTMAN KODAK CO	COM	277461109	365	13591	SH	DEFINED 9
			296	11017	SH	DEFINED 3
			281	10475	SH	DEFINED 85
			-----	-----		
			942	35083		
EATON CORP	COM	278058102	3201	53433	SH	DEFINED 9
			2457	41024	SH	DEFINED 3
			335	5587	SH	DEFINED 85
			-----	-----		

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5993 100044

EATON VANCE OH MUNI INCOME T	SH BEN INT	27826G109	55	3457	SH	DEFINED	9
			3	200	SH	DEFINED	3
			-----	-----			
			59	3657			
EATON VANCE CORP	COM NON VTG	278265103	3	110	SH	DEFINED	9
			30	1242	SH	DEFINED	3
			-----	-----			
			32	1352			
EATON VANCE FLTING RATE INC	COM	278279104	22	1250	SH	DEFINED	3
			-----	-----			
			22	1250			

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PAGE 77 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	MA		

EATON VANCE TAX ADVT DIV INC	COM	27828G107	25	1200	SH	DEFINED	9		
			497	23600	SH	DEFINED	85		
			-----	-----					
			522	24800					
EATON VANCE LTD DUR INCOME F	COM	27828H105	23	1250	SH	DEFINED	9		
			38	2085	SH	DEFINED	3		
			-----	-----					
			60	3335					
EATON VANCE TX ADV GBL DIV	COM	27828S101	25	1250	SH	DEFINED	9		
			-----	-----					
			25	1250					
EBAY INC	COM	278642103	2263	68543	SH	DEFINED	9		
			275	8342	SH	DEFINED	3		
			1474	44655	SH	DEFINED	85		
			-----	-----					
			4012	121540					
ECHELON CORP	COM	27874N105	2	250	SH	DEFINED	9		
			-----	-----					
			2	250					
ECHOSTAR COMMUNICATIONS NEW	CL A	278762109	35	1150	SH	DEFINED	9		
			2	64	SH	DEFINED	3		
			-----	-----					
			37	1214					
ECLIPSYS CORP	COM	278856109	3	180	SH	DEFINED	9		
			-----	-----					
			3	180					
ECOLAB INC	COM	278865100	26988	833982	SH	DEFINED	9		

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11352	350796	SH	DEFINED	3
19	595	SH	DEFINED	8
1704	52648	SH	DEFINED	85

40062	1238021			

EDISON INTL	COM	281020107	566	13950	SH	DEFINED	9
			120	2950	SH	DEFINED	3
			788	19425	SH	DEFINED	85

			1473	36325			

FORM 13F

PAGE	78 OF	249	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DCRETN	

EDUCATION MGMT CORP	COM	28139T101	613	18160	SH	DEFINED	9
			209	6205	SH	DEFINED	3
			5343	158400	SH	DEFINED	85

			6165	182765			

EDWARDS LIFESCIENCES CORP	COM	28176E108	19	445	SH	DEFINED	9
			29	673	SH	DEFINED	3

			48	1118			

EDWARDS AG INC	COM	281760108	1340	29686	SH	DEFINED	9
			834	18461	SH	DEFINED	3
			3784	83800	SH	DEFINED	85

			5957	131947			

EFUNDS CORP	COM	28224R101	491	27274	SH	DEFINED	3

			491	27274			

1838 BD-DEB TRADING FD	COM	282520105	2413	127000	SH	DEFINED	85

			2413	127000			

EL PASO CORP	COM	28336L109	424	36783	SH	DEFINED	9
			30	2627	SH	DEFINED	3
			271	23501	SH	DEFINED	85

			725	62911			

EL PASO ENERGY CAP TR I	PFD CV TR SECS	283678209	38	1000	SH	DEFINED	9
			8	200	SH	DEFINED	3

			46	1200			

ELAN PLC	ADR	284131208	494	72400	SH	DEFINED	9
			17	2550	SH	DEFINED	3

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		-----		-----			
		511	74950				
ELDORADO GOLD CORP NEW	COM	284902103	4	1400	SH	DEFINED	9
			432	161700	SH	DEFINED	85
			-----	-----			
			435	163100			

				FORM 13F			
PAGE 79 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/ PUT/	INVSTMT
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN
				-----		-----	
ELECTRO RENT CORP	COM	285218103	1439	99000	SH	DEFINED	85
			-----	-----			
			1439	99000			
ELECTRO SCIENTIFIC INDS	COM	285229100	1	67	SH	DEFINED	3
			-----	-----			
			1	67			
ELECTRONIC ARTS INC	COM	285512109	640	11314	SH	DEFINED	9
			28	495	SH	DEFINED	3
			637	11251	SH	DEFINED	85
			-----	-----			
			1305	23060			
ELECTRONIC CLEARING HOUSE IN	COM PAR.01 NEW	285562500	2	200	SH	DEFINED	9
			-----	-----			
			2	200			
ELECTRONIC DATA SYS NEW	COM	285661104	418	21712	SH	DEFINED	9
			54	2791	SH	DEFINED	3
			364	18914	SH	DEFINED	85
			-----	-----			
			836	43417			
ELECTRONICS FOR IMAGING INC	COM	286082102	0	15	SH	DEFINED	9
			1	53	SH	DEFINED	3
			-----	-----			
			1	68			
ELIZABETH ARDEN INC	COM	28660G106	2	75	SH	DEFINED	9
			-----	-----			
			2	75			
ELKCORP	COM	287456107	1	18	SH	DEFINED	9
			-----	-----			
			1	18			
ELLIS PERRY INTL INC	COM	288853104	22	950	SH	DEFINED	9
			2748	117500	SH	DEFINED	85
			-----	-----			
			2771	118450			

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ELRON ELECTR INDS LTD	ORD	290160100	4	350	SH	DEFINED	3
			-----	-----			
			4	350			

				FORM 13F			
PAGE	80 OF 249	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	MA
-----	-----	-----	-----	-----	-----	-----	-----
EMBARCADERO TECHNOLOGIES INC	COM	290787100	0	68	SH	DEFINED	9
			-----	-----			
				68			
EMERSON ELEC CO	COM	291011104	97841	1562211	SH	DEFINED	9
			23703	378455	SH	DEFINED	3
			49	775	SH	DEFINED	8
			16271	259791	SH	DEFINED	85
			-----	-----			
			137863	2201232			
EMERSON RADIO CORP	COM NEW	291087203	8	3000	SH	DEFINED	9
			1256	450000	SH	DEFINED	85
			-----	-----			
			1264	453000			
EMPIRE DIST ELEC CO	COM	291641108	5	200	SH	DEFINED	9
			-----	-----			
			5	200			
ENBRIDGE INC	COM	29250N105	9	300	SH	DEFINED	9
			-----	-----			
			9	300			
ENBRIDGE ENERGY PARTNERS L P	COM	29250R106	11	200	SH	DEFINED	9
			27	500	SH	DEFINED	3
			-----	-----			
			37	700			
ENCANA CORP	COM	292505104	32	800	SH	DEFINED	9
			168	4252	SH	DEFINED	3
			-----	-----			
			200	5052			
ENDESA S A	SPONSORED ADR	29258N107	193	8434	SH	DEFINED	3
			-----	-----			
			193	8434			
ENERGEN CORP	COM	29265N108	53	1500	SH	DEFINED	9
			42	1200	SH	DEFINED	3
			-----	-----			
			95	2700			
ENEL SOCIETA PER AZIONI	ADR	29265W108	22	500	SH	DEFINED	9
			-----	-----			
			22	500			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN		
ENERGY EAST CORP	COM	29266M109	141	4878	SH		DEFINED	3	
			141	4878					
ENERGIZER HLDGS INC	COM	29266R108	71	1139	SH		DEFINED	9	
			37	600	SH		DEFINED	3	
			108	1739					
ENERGY PARTNERS LTD	COM	29270U105	3	125	SH		DEFINED	9	
			393	15000	SH		DEFINED	85	
			396	15125					
ENERGY TRANSFER PRTNRS L P	UNIT LTD PARTN	29273R109	415	12000	SH		DEFINED	9	
			35	1000	SH		DEFINED	3	
			450	13000					
ENERPLUS RES FD	UNIT TR G NEW	29274D604	942	24655	SH		DEFINED	9	
			167	4382	SH		DEFINED	3	
			1109	29037					
ENERSIS S A	SPONSORED ADR	29274F104	10	980	SH		DEFINED	3	
			10	980					
ENGELHARD CORP	COM	292845104	153	5375	SH		DEFINED	9	
			127	4464	SH		DEFINED	85	
			281	9839					
ENGINEERED SUPPORT SYS INC	COM	292866100	4688	130839	SH		DEFINED	9	
			2730	76204	SH		DEFINED	3	
			8910	248664	SH		DEFINED	85	
			16328	455707					
ENESCO GROUP INC	COM	292973104	748	250000	SH		DEFINED	85	
			748	250000					
ENPRO INDS INC	COM	29355X107	0	4	SH		DEFINED	9	
				4					

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			FORM 13F						
PAGE	82 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
			VALUE	SHARES/	SH/	PUT/	INVSTMT	O	
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	
ENERGY CORP NEW	COM	29364G103	637	8436	SH		DEFINED	9	
			197	2604	SH		DEFINED	3	
			588	7788	SH		DEFINED	85	
			1422	18828					
ENTERPRISE PRODS PARTNERS L	COM	293792107	322	12004	SH		DEFINED	9	
			7	253	SH		DEFINED	3	
			328	12257					
ENTERTAINMENT PPTYS TR	COM SH BEN INT	29380T105	230	5000	SH		DEFINED	9	
			230	5000					
ENTRUST INC	COM	293848107	5	1000	SH		DEFINED	9	
			5	1000					
EPICOR SOFTWARE CORP	COM	29426L108	37	2813	SH		DEFINED	9	
			98	7445	SH		DEFINED	3	
			3642	275900	SH		DEFINED	85	
			3777	286158					
EQUIFAX INC	COM	294429105	630	17655	SH		DEFINED	9	
			1196	33500	SH		DEFINED	3	
			176	4936	SH		DEFINED	85	
			2003	56091					
EQUITABLE RES INC	COM	294549100	683	10050	SH		DEFINED	9	
			150	2210	SH		DEFINED	3	
			834	12260					
EQUITY INCOME FD	UT 1 EX SR-ATT	294700703	8	100	SH		DEFINED	3	
			8	100					
EQUITY INNS INC	COM	294703103	333	25000	SH		DEFINED	85	
			333	25000					

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PAGE	83 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
			VALUE	SHARES/	SH/	PUT/	INVSTMT	O	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
EQUITY OFFICE PROPERTIES TRU	COM	294741103	2655	80209	SH			DEFINED	9
			2799	84569	SH			DEFINED	3
			488	14734	SH			DEFINED	85
			5942	179512					
EQUITY RESIDENTIAL	SH BEN INT	29476L107	347	9421	SH			DEFINED	9
			355	9650	SH			DEFINED	3
			1297	35225	SH			DEFINED	85
			1999	54296					
EQUUS II INC	COM	294766100	1153	139801	SH			DEFINED	85
			1153	139801					
ERICSSON L M TEL CO	ADR B SEK 10	294821608	45	1408	SH			DEFINED	9
			51	1600	SH			DEFINED	3
			96	3008					
ESCALADE INC	COM	296056104	48	3450	SH			DEFINED	3
			48	3450					
ESCO TECHNOLOGIES INC	COM	296315104	5	49	SH			DEFINED	9
			5	49					
EUROPE FD INC	COM	29874M103	3	300	SH			DEFINED	3
			3	300					
EVERGREEN INCOME ADVANTAGE F	COM SHS	30023Y105	21	1400	SH			DEFINED	9
			21	1400					
EXCEL TECHNOLOGY INC	COM	30067T103	5	200	SH			DEFINED	9
			5	200					
EXELON CORP	COM	30161N101	1400	27266	SH			DEFINED	9
			3079	59982	SH			DEFINED	3
			1264	24630	SH			DEFINED	85
			5743	111878					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	AMT	SH/ PUT/ PRN	CALL	INVTMT	DSCRETN	MA	O	MA	

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EXPEDITORS INTL WASH INC	COM	302130109	22	445	SH	DEFINED	9
			17	350	SH	DEFINED	3
			40	795			
EXPRESS SCRIPTS INC	COM	302182100	241	4812	SH	DEFINED	9
			504	10084	SH	DEFINED	85
			745	14896			
EYETECH PHARMACEUTICALS INC	COM	302297106	4	300	SH	DEFINED	9
			4	300			
EXXON MOBIL CORP	COM	30231G102	301579	5247596	SH	DEFINED	9
			73555	1279890	SH	DEFINED	3
			428	7440	SH	DEFINED	8
			30425	529405	SH	DEFINED	85
			405987	7064331			
FLIR SYS INC	COM	302445101	39	1300	SH	DEFINED	3
			39	1300			
FMC TECHNOLOGIES INC	COM	30249U101	2	70	SH	DEFINED	9
			2	70			
FPL GROUP INC	COM	302571104	35654	847703	SH	DEFINED	9
			18607	442399	SH	DEFINED	3
			603	14330	SH	DEFINED	8
			17029	404867	SH	DEFINED	85
			71893	1709299			
FAIR ISAAC CORP	COM	303250104	7	193	SH	DEFINED	9
			49	1350	SH	DEFINED	3
			56	1543			
FAIRMONT HOTELS RESORTS INC	COM	305204109	13	375	SH	DEFINED	3
			13	375			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ AMT	PUT/ CALL	INVSTMT	DISCRETN	MA	
FAMILY DLR STORES INC	COM	307000109	142	5441	SH	DEFINED	9			
			160	6128	SH	DEFINED	85			
			302	11569						

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FASTENAL CO	COM	311900104	990	16156	SH	DEFINED	9
			412	6729	SH	DEFINED	3
			5237	85500	SH	DEFINED	85
			-----	-----			
			6639	108385			
FEDERAL HOME LN MTG CORP	COM	313400301	9992	153182	SH	DEFINED	9
			295	4520	SH	DEFINED	3
			2744	42061	SH	DEFINED	85
			-----	-----			
			13031	199763			
FEDERAL NATL MTG ASSN	COM	313586109	7830	134080	SH	DEFINED	9
			942	16122	SH	DEFINED	3
			12	200	SH	DEFINED	8
			2065	35365	SH	DEFINED	85
			-----	-----			
			10849	185767			
FEDERAL REALTY INVT TR	SH BEN INT NEW	313747206	174	2950	SH	DEFINED	9
			106	1800	SH	DEFINED	3
			-----	-----			
				280	4750		
FEDERAL SIGNAL CORP	COM	313855108	29	1866	SH	DEFINED	9
			6	400	SH	DEFINED	3
			-----	-----			
				35	2266		
FEDERATED DEPT STORES INC DE	COM	31410H101	484	6611	SH	DEFINED	9
			131	1792	SH	DEFINED	3
			1260	17199	SH	DEFINED	85
			-----	-----			
				1876	25602		
FEDERATED INVS INC PA	CL B	314211103	109	3628	SH	DEFINED	9
			104	3476	SH	DEFINED	85
			-----	-----			
				213	7104		

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DCRETN	O MA		
FEDERATED PREM MUN INC FD	COM	31423P108	109	7000	SH		DEFINED	3		
			-----	-----						
			109	7000						
FEDEX CORP	COM	31428X106	8766	108206	SH		DEFINED	9		
			4317	53294	SH		DEFINED	3		
			1384	17079	SH		DEFINED	85		
			-----	-----						
				14467	178579					

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FERRELLGAS PARTNERS L.P.	UNIT LTD PART	315293100	4	200	SH	DEFINED	9
			-----	-----			
			4	200			
F5 NETWORKS INC	COM	315616102	660	13972	SH	DEFINED	9
			71	1494	SH	DEFINED	3
			2694	57000	SH	DEFINED	85
			-----	-----			
			3425	72466			
FIDELITY NATL FINL INC	COM	316326107	805	22568	SH	DEFINED	9
			608	17025	SH	DEFINED	3
			6542	183300	SH	DEFINED	85
			-----	-----			
			7955	222893			
FIFTH THIRD BANCORP	COM	316773100	616755	14980689	SH	DEFINED	9
			179152	4351527	SH	DEFINED	3
			90	2192	SH	DEFINED	8
			782	19003	SH	DEFINED	85
			-----	-----			
			796780	19353411			
FILENET CORP	COM	316869106	8	300	SH	DEFINED	3
			-----	-----			
			8	300			
FINISAR	COM	31787A101	1	500	SH	DEFINED	3
			-----	-----			
			1	500			
FIRST AMERN CORP CALIF	COM	318522307	30	750	SH	DEFINED	3
			312	7782	SH	DEFINED	85
			-----	-----			
			342	8532			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	MA	
			-----	-----	-----	-----	-----	
FIRST BANCORP IND INC NEW	COM	31867T103	119	6000	SH	DEFINED	3	
			-----	-----				
			119	6000				
FIRST CASH FINL SVCS INC	COM	31942D107	983	46008	SH	DEFINED	9	
			97	4531	SH	DEFINED	3	
			3733	174700	SH	DEFINED	85	
			-----	-----				
			4813	225239				
FIRST CHARTER CORP	COM	319439105	1	31	SH	DEFINED	9	
			-----	-----				
			1	31				

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FIRST CMNTY BANCORP CALIF	COM	31983B101	111	2336	SH	DEFINED	9
			-----	-----			
			111	2336			
FIRST DATA CORP	COM	319963104	8099	201777	SH	DEFINED	9
			1611	40122	SH	DEFINED	3
			10	250	SH	DEFINED	8
			1145	28514	SH	DEFINED	85
			-----	-----			
			10864	270663			
FIRST FINL BANCORP OH	COM	320209109	310	16420	SH	DEFINED	9
			279	14768	SH	DEFINED	3
			-----	-----			
			589	31188			
FIRST FINL HLDGS INC	COM	320239106	6	200	SH	DEFINED	9
			-----	-----			
			6	200			
FIRST HORIZON NATL CORP	COM	320517105	13498	319868	SH	DEFINED	9
			2548	60373	SH	DEFINED	3
			224	5305	SH	DEFINED	8
			190	4499	SH	DEFINED	85
			-----	-----			
			16460	390045			
FIRST INDUSTRIAL REALTY TRUS	COM	32054K103	223	5600	SH	DEFINED	9
			40	1000	SH	DEFINED	3
			-----	-----			
			263	6600			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	MA	
			-----	-----	-----	-----	-----	
FIRST IND CORP	COM	32054R108	1972	66478	SH	DEFINED	3	
			-----	-----				
			1972	66478				
FIRST MERCHANTS CORP	COM	320817109	16	635	SH	DEFINED	9	
			-----	-----				
			16	635				
FIRST MIDWEST BANCORP DEL	COM	320867104	668	19039	SH	DEFINED	3	
			-----	-----				
			668	19039				
FIRST PL FINL CORP	COM	33610T109	35	1759	SH	DEFINED	3	
			-----	-----				
			35	1759				
FIRST ST BANCORPORATION	COM	336453105	69	3568	SH	DEFINED	9	

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		-----		-----			
			69		3568		
1ST SOURCE CORP	COM	336901103	15	666	SH	DEFINED	3
			-----	-----			
			15	666			
FIRSTBANK CORP MICH	COM	33761G104	54	1999	SH	DEFINED	3
			-----	-----			
			54	1999			
FISERV INC	COM	337738108	20634	481081	SH	DEFINED	9
			5167	120461	SH	DEFINED	3
			45	1050	SH	DEFINED	8
			5401	125937	SH	DEFINED	85
			-----	-----			
			31247	728529			
FIRSTFED FINL CORP	COM	337907109	2	37	SH	DEFINED	3
			-----	-----			
			2	37			
FIRSTMERIT CORP	COM	337915102	4	157	SH	DEFINED	3
			-----	-----			
			4	157			
FLAGSTAR BANCORP INC	COM	337930101	150	7910	SH	DEFINED	3
			-----	-----			
			150	7910			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	MA	O	MA

FIRSTENERGY CORP	COM	337932107	657	13655	SH	DEFINED	9		
			725	15063	SH	DEFINED	3		
			580	12052	SH	DEFINED	85		
			-----	-----					
			1961	40770					
FISHER SCIENTIFIC INTL INC	COM NEW	338032204	6576	101332	SH	DEFINED	9		
			1195	18406	SH	DEFINED	3		
			9413	145035	SH	DEFINED	85		
			-----	-----					
			17184	264773					
FLAHERTY & CRUMRINE PFD INC	COM	33848E106	18	1404	SH	DEFINED	9		
			-----	-----					
			18	1404					
FLEETWOOD ENTERPRISES INC	COM	339099103	3	250	SH	DEFINED	3		
			-----	-----					
			3	250					

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FLORIDA EAST COAST INDS	COM	340632108	52	1203	SH	DEFINED	9
			13	306	SH	DEFINED	3
			4330	100000	SH	DEFINED	85
			-----	-----			
			4395	101509			
FLORIDA PUB UTILS CO	COM	341135101	2	100	SH	DEFINED	9
			-----	-----			
			2	100			
FLORIDA ROCK INDS INC	COM	341140101	2	25	SH	DEFINED	9
			17	225	SH	DEFINED	3
			-----	-----			
			18	250			
FLUOR CORP NEW	COM	343412102	182	3154	SH	DEFINED	9
			110	1910	SH	DEFINED	3
			180	3126	SH	DEFINED	85
			-----	-----			
			472	8190			
FLOW INTL CORP	COM	343468104	799	125000	SH	DEFINED	85
			-----	-----			
			799	125000			

		FORM 13F							
PAGE 90 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----		
FLOWSERVE CORP	COM	34354P105	77	2548	SH	DEFINED	3		
			-----	-----					
			77	2548					
FONAR CORP	COM	344437108	2	2000	SH	DEFINED	3		
			-----	-----					
			2	2000					
FOOD TECHNOLOGY SERVICE INC	COM	344798103	1	1000	SH	DEFINED	3		
			-----	-----					
			1	1000					
FOOT LOCKER INC	COM	344849104	49	1815	SH	DEFINED	9		
			7	240	SH	DEFINED	3		
			2178	80000	SH	DEFINED	85		
			-----	-----					
			2234	82055					
FORD MTR CO DEL	COM PAR \$0.01	345370860	916	89434	SH	DEFINED	9		
			1372	133974	SH	DEFINED	3		
			700	68323	SH	DEFINED	85		
			-----	-----					
			2987	291731					
FORD MTR CO CAP TR II	PFD TR CV6.5%	345395206	1121	27795	SH	DEFINED	3		

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			403	10000	SH	DEFINED	85
			-----	-----			
			1524	37795			
FORDING CDN COAL TR	TR UNIT	345425102	46	500	SH	DEFINED	3
			-----	-----			
			46	500			
FOREST CITY ENTERPRISES INC	CL A	345550107	21	300	SH	DEFINED	9
			-----	-----			
			21	300			
FOREST LABS INC	COM	345838106	1735	44649	SH	DEFINED	9
			567	14607	SH	DEFINED	3
			483	12437	SH	DEFINED	85
			-----	-----			
			2785	71693			

		FORM 13F						
PAGE 91 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL DSCRETN	O MA	
-----		-----	-----	-----	-----	-----	-----	
FORMFACTOR INC	COM	346375108	919	34780	SH	DEFINED	9	
			85	3232	SH	DEFINED	3	
			3218	121800	SH	DEFINED	85	
			-----	-----				
			4222	159812				
FORT DEARBORN INCOME SECS IN	COM	347200107	4	250	SH	DEFINED	9	
			-----	-----				
			4	250				
FORTUNE BRANDS INC	COM	349631101	5868	66086	SH	DEFINED	9	
			1554	17496	SH	DEFINED	3	
			470	5294	SH	DEFINED	85	
			-----	-----				
			7892	88876				
FORTUNE BRANDS INC	PFD CV \$2.67	349631200	103	194	SH	DEFINED	9	
			-----	-----				
			103	194				
FORWARD AIR CORP	COM	349853101	1	30	SH	DEFINED	9	
			2120	75000	SH	DEFINED	85	
			-----	-----				
			2121	75030				
4 KIDS ENTMT INC	COM	350865101	159	7973	SH	DEFINED	3	
			-----	-----				
			159	7973				
FOXHOLLOW TECHNOLOGIES INC	COM	35166A103	1081	28250	SH	DEFINED	85	
			-----	-----				
			1081	28250				

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FRANCE TELECOM	SPONSORED ADR	35177Q105	2	66	SH	DEFINED	3
			-----	-----			
			2	66			
FRANKLIN BK CORP DEL	COM	352451108	152	8093	SH	DEFINED	9
			-----	-----			
			152	8093			
FRANKLIN ELEC INC	COM	353514102	1325	34286	SH	DEFINED	3
			-----	-----			
			1325	34286			

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	

FRANKLIN RES INC	COM	354613101	603	7836	SH	DEFINED	9	
			16	207	SH	DEFINED	3	
			556	7227	SH	DEFINED	85	
			-----	-----				
			1175	15270				
FRANKLIN TEMPLETON LTD DUR I	COM	35472T101	51	3721	SH	DEFINED	3	
			-----	-----				
			51	3721				
FRANKLIN UNVL TR	SH BEN INT	355145103	38	6200	SH	DEFINED	3	
			-----	-----				
			38	6200				
FREEMPORT-MCMORAN COPPER & GO	CL B	35671D857	282	7539	SH	DEFINED	9	
			5	143	SH	DEFINED	3	
			245	6540	SH	DEFINED	85	
			-----	-----				
			532	14222				
FREESCALE SEMICONDUCTOR INC	CL B	35687M206	388	18325	SH	DEFINED	9	
			458	21618	SH	DEFINED	3	
			311	14672	SH	DEFINED	85	
			-----	-----				
			1157	54615				
FRESENIUS MED CARE AG	SPONSORED ADR	358029106	18	629	SH	DEFINED	9	
			-----	-----				
			18	629				
FRIEDMAN BILLINGS RAMSEY GRO	CL A	358434108	46	3225	SH	DEFINED	9	
			-----	-----				
			46	3225				
FRISCHS RESTAURANTS INC	COM	358748101	27	1093	SH	DEFINED	9	
			-----	-----				
			27	1093				

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FROZEN FOOD EXPRESS INDS INC	COM	359360104	1641	145000	SH	DEFINED 85
			-----	-----		
			1641	145000		
FULLER H B CO	COM	359694106	204	6000	SH	DEFINED 3
			-----	-----		
			204	6000		

		FORM 13F					
PAGE 93 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	MA
				-----	-----	-----	-----
FURNITURE BRANDS INTL INC	COM	360921100	34	1555	SH	DEFINED 9	
			14	660	SH	DEFINED 3	
			2917	135000	SH	DEFINED 85	
			-----	-----			
			2965	137215			
GATX CORP	COM	361448103	384	11116	SH	DEFINED 9	
			25	714	SH	DEFINED 3	
			-----	-----			
			408	11830			
GEO GROUP INC	COM	36159R103	16	650	SH	DEFINED 9	
			-----	-----			
			16	650			
GSI GROUP INC CDA	COM	36229U102	1394	148000	SH	DEFINED 85	
			-----	-----			
			1394	148000			
GABELLI GLOBAL MULTIMEDIA TR	COM	36239Q109	10	955	SH	DEFINED 3	
			-----	-----			
			10	955			
GABELLI EQUITY TR INC	COM	362397101	128	14324	SH	DEFINED 3	
			-----	-----			
			128	14324			
GABELLI UTIL TR	COM	36240A101	14	1393	SH	DEFINED 3	
			-----	-----			
			14	1393			
GABELLI DIVD & INCOME TR	COM	36242H104	28	1500	SH	DEFINED 9	
			-----	-----			
			28	1500			
GALLAGHER ARTHUR J & CO	COM	363576109	2999	110545	SH	DEFINED 9	
			4826	177874	SH	DEFINED 3	
			7	260	SH	DEFINED 8	
			-----	-----			
			7832	288679			

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GALLAHER GROUP PLC	SPONSORED ADR	363595109	273	4596 SH	DEFINED 9
			51	859 SH	DEFINED 3
			-----	-----	
			323	5455	

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O	MA	

GAMESTOP CORP	CL A	36466R101	23	700 SH	DEFINED 9				
			119	3628 SH	DEFINED 3				
			-----	-----					
			142	4328					
GAMESTOP CORP	COM CL B	36466R200	0	10 SH	DEFINED 9				
			4	147 SH	DEFINED 3				
			-----	-----					
			5	157					
GANNETT INC	COM	364730101	18766	263828 SH	DEFINED 9				
			6459	90810 SH	DEFINED 3				
			16668	234332 SH	DEFINED 85				
			-----	-----					
			41893	588970					
GAP INC DEL	COM	364760108	504	25544 SH	DEFINED 9				
			130	6605 SH	DEFINED 3				
			885	44825 SH	DEFINED 85				
			-----	-----					
			1520	76974					
GARTNER INC	CL B	366651206	1	78 SH	DEFINED 9				
			7	687 SH	DEFINED 3				
			-----	-----					
			8	765					
GATEWAY INC	COM	367626108	29	8934 SH	DEFINED 9				
			36	10923 SH	DEFINED 85				
			-----	-----					
			66	19857					
GAYLORD ENTMT CO NEW	COM	367905106	3	60 SH	DEFINED 9				
			-----	-----					
			3	60					
GEN-PROBE INC NEW	COM	36866T103	20	548 SH	DEFINED 9				
			25	699 SH	DEFINED 3				
			1170	32300 SH	DEFINED 85				
			-----	-----					
			1215	33547					
GENCORP INC	COM	368682100	2	112 SH	DEFINED 9				
			7	360 SH	DEFINED 3				
			-----	-----					

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DSCRETN		
GENENTECH INC	COM NEW	368710406	837	10425	SH		DEFINED	9	
			394	4913	SH		DEFINED	3	
			-----	-----					
			1231	15338					
GENERAL AMERN INVS INC	COM	368802104	44	1383	SH		DEFINED	3	
			-----	-----					
				44	1383				
GENERAL CABLE CORP DEL NEW	COM	369300108	1021	68874	SH		DEFINED	9	
			132	8868	SH		DEFINED	3	
			4894	330000	SH		DEFINED	85	
			-----	-----					
			6047	407742					
GENERAL DYNAMICS CORP	COM	369550108	14444	131856	SH		DEFINED	9	
			10914	99639	SH		DEFINED	3	
			16	150	SH		DEFINED	8	
			24384	222604	SH		DEFINED	85	
			-----	-----					
			49758	454249					
GENERAL ELEC CO	COM	369604103	298690	8620203	SH		DEFINED	9	
			89801	2591649	SH		DEFINED	3	
			402	11600	SH		DEFINED	8	
			56934	1643123	SH		DEFINED	85	
			-----	-----					
			445827	12866575					
GENERAL GROWTH PPTYS INC	COM	370021107	50	1225	SH		DEFINED	9	
			37	900	SH		DEFINED	3	
			-----	-----					
			87	2125					
GENERAL MLS INC	COM	370334104	4276	91395	SH		DEFINED	9	
			916	19586	SH		DEFINED	3	
			639	13657	SH		DEFINED	85	
			-----	-----					
			5832	124638					
GENERAL MTRS CORP	COM	370442105	1363	40089	SH		DEFINED	9	
			3677	108135	SH		DEFINED	3	
			702	20638	SH		DEFINED	85	
			-----	-----					
			5741	168862					

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT		O MA
GENTEX CORP	COM	371901109	641	35200	SH		DEFINED	9	
			1028	56468	SH		DEFINED	3	
			-----	-----					
			1668	91668					
GENVEC INC	COM	37246C109	3	1800	SH		DEFINED	3	
			-----	-----					
						3	1800		
GENUINE PARTS CO	COM	372460105	15714	382422	SH		DEFINED	9	
			5253	127833	SH		DEFINED	3	
			6	150	SH		DEFINED	8	
			8661	210775	SH		DEFINED	85	
			-----	-----					
			29633	721180					
GENWORTH FINL INC	COM CL A	37247D106	54	1800	SH		DEFINED	9	
			-----	-----					
						54	1800		
GENZYME CORP	COM	372917104	9583	159484	SH		DEFINED	9	
			1552	25821	SH		DEFINED	3	
			12656	210616	SH		DEFINED	85	
			-----	-----					
						23791	395921		
GEORGIA GULF CORP	COM PAR \$0.01	373200203	28	900	SH		DEFINED	9	
			31	1000	SH		DEFINED	3	
			-----	-----					
			59	1900					
GEORGIA PAC CORP	COM	373298108	394	12379	SH		DEFINED	9	
			420	13194	SH		DEFINED	3	
			302	9494	SH		DEFINED	85	
			-----	-----					
						1115	35067		
GERMAN AMERN BANCORP	COM	373865104	69	5000	SH		DEFINED	9	
			93	6779	SH		DEFINED	3	
			-----	-----					
			162	11779					
GERON CORP	COM	374163103	9	1100	SH		DEFINED	9	
			247	31872	SH		DEFINED	3	
			-----	-----					
			255	32972					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
GETTY IMAGES INC	COM	374276103	4	60	SH		DEFINED	9	
			-----	-----					
			4	60					
GILEAD SCIENCES INC	COM	375558103	17621	400561	SH		DEFINED	9	
			7136	162213	SH		DEFINED	3	
			29732	675873	SH		DEFINED	85	
			-----	-----					
			54488	1238647					
GILLETTE CO	COM	375766102	15981	315635	SH		DEFINED	9	
			9229	182277	SH		DEFINED	3	
			6	125	SH		DEFINED	8	
			1982	39144	SH		DEFINED	85	
			-----	-----					
			27198	537181					
GLADSTONE CAPITAL CORP	COM	376535100	27	1142	SH		DEFINED	3	
			-----	-----					
			27	1142					
GLAXOSMITHKLINE PLC	SPONSORED ADR	37733W105	1624	33473	SH		DEFINED	9	
			825	17008	SH		DEFINED	3	
			-----	-----					
			2449	50481					
GLENBOROUGH RLTY TR INC	PFD CV SER A%	37803P204	522	20661	SH		DEFINED	85	
			-----	-----					
			522	20661					
GLIMCHER RLTY TR	SH BEN INT	379302102	305	11000	SH		DEFINED	9	
			21	750	SH		DEFINED	3	
			-----	-----					
			326	11750					
GLOBAL INDS LTD	COM	379336100	15	1736	SH		DEFINED	9	
			4	460	SH		DEFINED	3	
			1275	150000	SH		DEFINED	85	
			-----	-----					
			1294	152196					
GLOBAL PMTS INC	COM	37940X102	4	55	SH		DEFINED	9	
			5	70	SH		DEFINED	3	
			-----	-----					
			8	125					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

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GOLD FIELDS LTD NEW	SPONSORED ADR	38059T106	8	734	SH	DEFINED	3
			8	734			
GOLDCORP INC NEW	COM	380956409	21	1300	SH	DEFINED	3
			21	1300			
GOLDEN WEST FINL CORP DEL	COM	381317106	629	9770	SH	DEFINED	9
			634	9840	SH	DEFINED	3
			6	100	SH	DEFINED	8
			664	10318	SH	DEFINED	85
			1933	30028			
GOLDMAN SACHS GROUP INC	COM	38141G104	22560	221132	SH	DEFINED	9
			13107	128474	SH	DEFINED	3
			8	75	SH	DEFINED	8
			27941	273882	SH	DEFINED	85
			63616	623563			
GOODRICH CORP	COM	382388106	335	8173	SH	DEFINED	9
			180	4389	SH	DEFINED	85
			515	12562			
GOODYEAR TIRE & RUBR CO	COM	382550101	431	28955	SH	DEFINED	9
			264	17698	SH	DEFINED	3
			2728	183081	SH	DEFINED	85
			3423	229734			
GOODYS FAMILY CLOTHING INC	COM	382588101	7	885	SH	DEFINED	9
			788	106900	SH	DEFINED	85
			795	107785			
GOOGLE INC	CL A	38259P508	29	100	SH	DEFINED	9
			32	110	SH	DEFINED	3
			62	210			
GRACE W R & CO DEL NEW	COM	38388F108	5	600	SH	DEFINED	9
			5	600			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O	MA		
-----	-----	-----	-----	-----	-----	-----	-----	-----		

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GRACO INC	COM	384109104	23	663	SH	DEFINED	3
			-----	-----			
			23	663			
GRAINGER W W INC	COM	384802104	398	7265	SH	DEFINED	9
			274	5010	SH	DEFINED	3
			167	3048	SH	DEFINED	85
			-----	-----			
			840	15323			
GRANT PRIDECO INC	COM	38821G101	41	1550	SH	DEFINED	9
			26	1000	SH	DEFINED	3
			-----	-----			
			67	2550			
GRAY TELEVISION INC	COM	389375106	1	120	SH	DEFINED	9
			-----	-----			
			1	120			
GREAT LAKES CHEM CORP	COM	390568103	49	1566	SH	DEFINED	9
			535	17000	SH	DEFINED	3
			59	1884	SH	DEFINED	85
			-----	-----			
			644	20450			
GREAT NORTHN IRON ORE PPTYS	CTFS BEN INT	391064102	106	1000	SH	DEFINED	3
			-----	-----			
			106	1000			
GREAT PLAINS ENERGY INC	COM	391164100	35	1100	SH	DEFINED	9
			151	4738	SH	DEFINED	3
			19	600	SH	DEFINED	8
			2634	82600	SH	DEFINED	85
			-----	-----			
			2839	89038			
GREATER CHINA FD INC	COM	39167B102	57	3500	SH	DEFINED	3
			-----	-----			
			57	3500			
GREEN MOUNTAIN PWR CORP	COM	393154109	13	450	SH	DEFINED	9
			-----	-----			
			13	450			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
-----	-----	-----	-----	-----	-----	-----	-----		
GREIF INC	CL A	397624107	98	1600	SH	DEFINED	3		
			-----	-----					
			98	1600					
GREIF INC	CL B	397624206	111	1878	SH	DEFINED	9		
			-----	-----					

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			111	1878		
GREY WOLF INC	COM	397888108	31	4142 SH	DEFINED	9
			81	10934 SH	DEFINED	3
			2964	400000 SH	DEFINED	85
			-----	-----		
			3076	415076		
GRIFFIN LD & NURSERIES INC	CL A	398231100	7	300 SH	DEFINED	3
			-----	-----		
			7	300		
GROUPE CGI INC	CL A SUB VTG	39945C109	3	500 SH	DEFINED	9
			-----	-----		
			3	500		
GTECH HLDGS CORP	COM	400518106	6	200 SH	DEFINED	9
			-----	-----		
			6	200		
GUIDANT CORP	COM	401698105	8673	128865 SH	DEFINED	9
			3054	45378 SH	DEFINED	3
			3	50 SH	DEFINED	8
			2479	36840 SH	DEFINED	85
			-----	-----		
			14209	211133		
H & Q LIFE SCIENCES INVS	SH BEN INT	404053100	68	4288 SH	DEFINED	3
			-----	-----		
			68	4288		
HCA INC	COM	404119109	1352	23857 SH	DEFINED	9
			4408	77776 SH	DEFINED	3
			1147	20236 SH	DEFINED	85
			-----	-----		
			6906	121869		
HDFC BANK LTD	ADR REPS 3 SHS	40415F101	220	4724 SH	DEFINED	3
			-----	-----		
			220	4724		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT	DSCRETN	MA	O

HNI CORP	COM	404251100	22	425 SH	DEFINED	9			
			1665	32544 SH	DEFINED	3			
			-----	-----					
			1686	32969					
HRPT PPTYS TR	COM SH BEN INT	40426W101	22	1750 SH	DEFINED	9			
			14	1100 SH	DEFINED	3			
			-----	-----					
			35	2850					

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HSBC HLDGS PLC	SPON ADR NEW	404280406	2949 762	37028 9562	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			3711	46590		
HAEMONETICS CORP	COM	405024100	20	500	SH	DEFINED 9
			-----	-----		
			20	500		
HAGGAR CORP	COM	405173105	61 2137	3000 105000	SH SH	DEFINED 9 DEFINED 85
			-----	-----		
			2198	108000		
HAIN CELESTIAL GROUP INC	COM	405217100	31 3686	1575 189000	SH SH	DEFINED 9 DEFINED 85
			-----	-----		
			3716	190575		
HALLIBURTON CO	COM	406216101	2987 1301 881	62461 27206 18432	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 85
			-----	-----		
			5169	108099		
JOHN HANCOCK BK &THRIFT OPP	SH BEN INT	409735107	111 6 1964	11297 590 200000	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 85
			-----	-----		
			2081	211887		
HANCOCK FABRICS INC	COM	409900107	1328	200000	SH	DEFINED 85
			-----	-----		
			1328	200000		

PAGE 102 OF 249		FORM 13F							
		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	SH/ CALL DSCRETN	PUT/ CALL DSCRETN	INVTMT	O
-----		-----	-----	-----	-----	-----	-----	-----	-----
HANCOCK JOHN INCOME SECS TR	COM	410123103	40 162	2650 10714	SH SH	DEFINED 9 DEFINED 3			
			-----	-----					
			202	13364					
HANCOCK JOHN PATRIOT PFD DIV	COM	41013J107	14	1000	SH	DEFINED 9			
			-----	-----					
			14	1000					
HANCOCK JOHN PATRIOT PREM DI	COM	41013Q101	5	550	SH	DEFINED 9			
			-----	-----					
			5	550					
HANCOCK JOHN PATRIOT PREM II	COM SH BEN INT	41013T105	29	2399	SH	DEFINED 9			

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			29	2399		
HANCOCK JOHN PFD INCOME FD	SH BEN INT	41013W108	7	320	SH	DEFINED 9
			51	2200	SH	DEFINED 3
			59	2520		
HANCOCK JOHN FINL TRENDS FD	COM	41014X105	3	175	SH	DEFINED 3
			3	175		
HANCOCK JOHN INVS TR	COM	410142103	7	350	SH	DEFINED 9
			143	7120	SH	DEFINED 3
			150	7470		
HANCOCK JOHN PFD INCOME FD I	COM	41021P103	18	800	SH	DEFINED 9
			18	800		
HANSON PLC NEW	SPONSORED ADR	411349103	1	12	SH	DEFINED 3
			1	12		
HARDINGE INC	COM	412324303	674	48000	SH	DEFINED 85
			674	48000		
HARKEN ENERGY CORP	COM NEW	412552309	11	25000	SH	DEFINED 9
			11	25000		

		FORM 13F						
PAGE 103 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
HARLEY DAVIDSON INC	COM	412822108	6017	121320	SH	DEFINED 9		
			1983	39976	SH	DEFINED 3		
			513	10340	SH	DEFINED 85		
			8513	171636				
HARMAN INTL INDS INC	COM	413086109	24	300	SH	DEFINED 9		
			7	85	SH	DEFINED 3		
			31	385				
HARMONIC INC	COM	413160102	19	4034	SH	DEFINED 9		
			39	8137	SH	DEFINED 3		
			1144	236872	SH	DEFINED 85		
			1203	249043				

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HARRAHS ENTMT INC	COM	413619107	640	8884	SH	DEFINED	9
			263	3650	SH	DEFINED	3
			482	6685	SH	DEFINED	85
			-----	-----			
			1385	19219			
HARRIS CORP DEL	COM	413875105	100	3204	SH	DEFINED	9
			44	1402	SH	DEFINED	3
			3745	120000	SH	DEFINED	85
			-----	-----			
			3889	124606			
HARSCO CORP	COM	415864107	365	6700	SH	DEFINED	3
			-----	-----			
			365	6700			
HARTFORD FINL SVCS GROUP INC	COM	416515104	7274	97270	SH	DEFINED	9
			6066	81116	SH	DEFINED	3
			19687	263268	SH	DEFINED	85
			-----	-----			
			33027	441654			
HARTFORD INCOME SHS FD INC	COM	416537108	2	200	SH	DEFINED	9
			-----	-----			
			2	200			
HARVARD BIOSCIENCE INC	COM	416906105	0	101	SH	DEFINED	3
			-----	-----			
				101			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
HARTMARX CORP	COM	417119104	201	20000	SH	DEFINED	9
			2951	293000	SH	DEFINED	85
			-----	-----			
				3152	313000		
HASBRO INC	COM	418056107	106	5084	SH	DEFINED	9
			127	6099	SH	DEFINED	85
			-----	-----			
				232	11183		
HAWAIIAN ELEC INDUSTRIES	COM	419870100	57	2120	SH	DEFINED	9
			39	1450	SH	DEFINED	3
			-----	-----			
				96	3570		
HEALTH CARE PPTY INVS INC	COM	421915109	1536	56821	SH	DEFINED	9
			1916	70840	SH	DEFINED	3
			994	36750	SH	DEFINED	85
			-----	-----			
			4446	164411			

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HEALTH MGMT ASSOC INC NEW	CL A	421933102	1521	58102	SH	DEFINED	9
			5163	197197	SH	DEFINED	3
			4506	172115	SH	DEFINED	85
			-----	-----			
			11190	427414			
HEALTHCARE RLTY TR	COM	421946104	42	1100	SH	DEFINED	3
			-----	-----			
			42	1100			
HEADWATERS INC	COM	42210P102	814	23688	SH	DEFINED	9
			61	1774	SH	DEFINED	3
			5050	146900	SH	DEFINED	85
			-----	-----			
			5926	172362			
HEALTH CARE REIT INC	COM	42217K106	204	5423	SH	DEFINED	9
			72	1900	SH	DEFINED	3
			-----	-----			
			276	7323			

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PAGE	105 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
HEALTHEXTRAS INC	COM	422211102	30	1514	SH	DEFINED	9		
			80	3976	SH	DEFINED	3		
			2910	145000	SH	DEFINED	85		
			-----	-----					
			3020	150490					
HEALTH NET INC	COM	42222G108	35	925	SH	DEFINED	9		
			5	120	SH	DEFINED	3		
			-----	-----					
			40	1045					
HEALTHSTREAM INC	COM	42222N103	4	1000	SH	DEFINED	3		
			-----	-----					
			4	1000					
HEARST-ARGYLE TELEVISION INC	COM	422317107	33	1350	SH	DEFINED	9		
			-----	-----					
			33	1350					
HECLA MNG CO	COM	422704106	4	900	SH	DEFINED	3		
			-----	-----					
			4	900					
HECTOR COMMUNICATIONS CORP	COM	422730101	2	100	SH	DEFINED	3		
			-----	-----					
			2	100					
HEIDRICK & STRUGGLES INTL IN	COM	422819102	130	5000	SH	DEFINED	9		

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			1278	49000	SH	DEFINED	85
			-----	-----			
			1408	54000			
HEINZ H J CO	COM	423074103	5327	150390	SH	DEFINED	9
			2870	81039	SH	DEFINED	3
			121	3425	SH	DEFINED	8
			7725	218091	SH	DEFINED	85
			-----	-----			
			16043	452945			
HELMERICH & PAYNE INC	COM	423452101	42	900	SH	DEFINED	9
			57	1208	SH	DEFINED	3
			-----	-----			
			99	2108			

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PAGE 106 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA	
-----			-----					-----
HENRY JACK & ASSOC INC	COM	426281101	9	500	SH	DEFINED	3	
			-----	-----				
			9	500				
HERCULES INC	COM	427056106	61	4295	SH	DEFINED	9	
			58	4091	SH	DEFINED	85	
			-----	-----				
			119	8386				
HERSHEY CO	COM	427866108	22835	367708	SH	DEFINED	9	
			10984	176881	SH	DEFINED	3	
			12	195	SH	DEFINED	8	
			874	14078	SH	DEFINED	85	
			-----	-----				
			34705	558862				
HEWITT ASSOCS INC	COM	42822Q100	9	330	SH	DEFINED	3	
			-----	-----				
			9	330				
HEWLETT PACKARD CO	COM	428236103	18288	777865	SH	DEFINED	9	
			10739	456777	SH	DEFINED	3	
			0	2	SH	DEFINED	8	
			18310	778812	SH	DEFINED	85	
			-----	-----				
			47336	2013456				
HIBBETT SPORTING GOODS INC	COM	428565105	1347	35602	SH	DEFINED	9	
			110	2910	SH	DEFINED	3	
			4094	108200	SH	DEFINED	85	
			-----	-----				
			5552	146712				
HIBERNIA CORP	CL A	428656102	61	1850	SH	DEFINED	9	

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			6	191	SH	DEFINED	3
			-----	-----			
			68	2041			
HIGH YIELD INCOME FD INC	COM	429904105	9	1599	SH	DEFINED	3
			-----	-----			
			9	1599			
HIGHWOODS PPTYS INC	COM	431284108	173	5800	SH	DEFINED	9
			-----	-----			
			173	5800			

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PAGE 107 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
HILB ROGAL & HOBBS CO	COM	431294107	24	700	SH	DEFINED	3	
			-----	-----				
			24	700				
HILLENBRAND INDS INC	COM	431573104	18003	356135	SH	DEFINED	9	
			186	3679	SH	DEFINED	3	
			2528	50000	SH	DEFINED	85	
			-----	-----				
			20716	409814				
HILTON HOTELS CORP	COM	432848109	319	13386	SH	DEFINED	9	
			286	11974	SH	DEFINED	3	
			335	14057	SH	DEFINED	85	
			-----	-----				
			940	39417				
HITACHI LIMITED	ADR 10 COM	433578507	123	2025	SH	DEFINED	9	
			25	420	SH	DEFINED	3	
			-----	-----				
			148	2445				
HOME FED BANCORP	COM	436926109	20	825	SH	DEFINED	9	
			2	100	SH	DEFINED	3	
			-----	-----				
			23	925				
HOME CITY FINL CORP	COM	43706C100	92	6000	SH	DEFINED	9	
			-----	-----				
			92	6000				
HOME DEPOT INC	COM	437076102	76052	1955061	SH	DEFINED	9	
			24148	620768	SH	DEFINED	3	
			95	2450	SH	DEFINED	8	
			25163	646862	SH	DEFINED	85	
			-----	-----				
			125458	3225141				
HONDA MOTOR LTD	AMERN SHS	438128308	12235	497168	SH	DEFINED	9	

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7871	319840	SH	DEFINED	3
14408	585438	SH	DEFINED	85

34514	1402446			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			

HONEYWELL INTL INC	COM	438516106	20655	563870	SH	DEFINED	9		
			9876	269601	SH	DEFINED	3		
			22	600	SH	DEFINED	8		
			29490	805077	SH	DEFINED	85		

			60042	1639148					
HOOPER HOLMES INC	COM	439104100	4	1000	SH	DEFINED	3		

			4	1000					
HORACE MANN EDUCATORS CORP N	COM	440327104	75	4010	SH	DEFINED	9		
			13	670	SH	DEFINED	3		
			5138	273000	SH	DEFINED	85		

			5226	277680					
HORMEL FOODS CORP	COM	440452100	65	2200	SH	DEFINED	3		

			65	2200					
HOSPITALITY PPTYS TR	COM SH BEN INT	44106M102	264	6000	SH	DEFINED	9		
			243	5515	SH	DEFINED	3		
			22	500	SH	DEFINED	8		

			530	12015					
HOSPIRA INC	COM	441060100	1263	32386	SH	DEFINED	9		
			886	22724	SH	DEFINED	3		
			222	5703	SH	DEFINED	85		

			2372	60813					
HOST MARRIOTT CORP NEW	COM	44107P104	52	2950	SH	DEFINED	9		
			21	1195	SH	DEFINED	3		

			73	4145					
HOVNANIAN ENTERPRISES INC	CL A	442487203	8	125	SH	DEFINED	9		
			12	190	SH	DEFINED	3		

			21	315					

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PAGE 109 OF 249			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
HUANENG PWR INTL INC	SPON ADR N	443304100	12	400	SH		DEFINED	9	
			18	600	SH		DEFINED	3	
			30	1000					
HUB GROUP INC	CL A	443320106	24	950	SH		DEFINED	9	
			64	2568	SH		DEFINED	3	
			2380	95000	SH		DEFINED	85	
			2468	98518					
HUBBELL INC	CL A	443510102	556	13616	SH		DEFINED	9	
			556	13616					
HUBBELL INC	CL B	443510201	1785	40484	SH		DEFINED	9	
			18	400	SH		DEFINED	3	
			1803	40884					
HUDSON UNITED BANCORP	COM	444165104	6	157	SH		DEFINED	3	
			6	157					
HUGHES SUPPLY INC	COM	444482103	1633	58131	SH		DEFINED	9	
			1562	55581	SH		DEFINED	3	
			6899	245500	SH		DEFINED	85	
			10094	359212					
HUMANA INC	COM	444859102	1507	37912	SH		DEFINED	9	
			16232	408463	SH		DEFINED	3	
			8017	201733	SH		DEFINED	85	
			25756	648108					
HUMAN GENOME SCIENCES INC	COM	444903108	7	600	SH		DEFINED	9	
			7	600					
HUNT J B TRANS SVCS INC	COM	445658107	21	1100	SH		DEFINED	9	
			21	1100					

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PAGE 110 OF 249			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA
HUNTINGTON BANCSHARES INC	COM	446150104	2741	113533	SH			DEFINED	9
			4552	188552	SH			DEFINED	3
			205	8472	SH			DEFINED	85
			7497	310557					
HUNTSMAN CORP	COM	447011107	8	400	SH			DEFINED	9
			8	400					
HUTTIG BLDG PRODS INC	COM	448451104	87	8018	SH			DEFINED	3
			87	8018					
HYPERION 2005 INVT GRADE OPP	COM	448918102	4	375	SH			DEFINED	3
			4	375					
IDT CORP	COM	448947101	4	300	SH			DEFINED	3
			4	300					
IDT CORP	CL B	448947309	20	1500	SH			DEFINED	9
			4	300	SH			DEFINED	3
			24	1800					
HYPERION SOLUTIONS CORP	COM	44914M104	1	14	SH			DEFINED	9
			1	14					
HYPERION STRATEGIC MTG INC F	COM	44915C105	295	21000	SH			DEFINED	9
			295	21000					
IAC INTERACTIVECORP	COM	44919P102	50	2100	SH			DEFINED	9
			8	350	SH			DEFINED	3
			59	2450					
ICO INC NEW	COM	449293109	394	175000	SH			DEFINED	85
			394	175000					

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	AMT	SH/ PUT/ PRN	CALL	INVSTMT DSCRETN	O MA
ICOS CORP	COM	449295104	13	600	SH			DEFINED	3

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			13	600		
ID BIOMEDICAL CORP	COM	44936D108	5	300 SH	DEFINED	9
			5	300		
IDX SYS CORP	COM	449491109	19	626 SH	DEFINED	9
			19	626		
I-FLOW CORP	COM NEW	449520303	1	33 SH	DEFINED	9
			3	200 SH	DEFINED	8
			4	233		
ING PRIME RATE TR	SH BEN INT	44977W106	944	133904 SH	DEFINED	3
			1131	160400 SH	DEFINED	85
			2075	294304		
ING CLARION GLB RE EST INCM	COM	44982G104	46	3000 SH	DEFINED	3
			46	3000		
IMS HEALTH INC	COM	449934108	442	17840 SH	DEFINED	9
			220	8886 SH	DEFINED	3
			210	8475 SH	DEFINED	85
			872	35201		
ISTAR FINL INC	COM	45031U101	429	10305 SH	DEFINED	9
			429	10305		
ITT EDUCATIONAL SERVICES INC	COM	45068B109	23	425 SH	DEFINED	9
			23	425		
ITT INDS INC IND	COM	450911102	2299	23549 SH	DEFINED	9
			2473	25333 SH	DEFINED	3
			7329	75072 SH	DEFINED	85
			12102	123954		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	MA
ICORIA INC	COM	451045108	0	1000 SH	DEFINED	3
				1000		
IDACORP INC	COM	451107106	67	2200 SH	DEFINED	3

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			67	2200		
IDEX CORP	COM	45167R104	73	1900 SH	DEFINED	9
			-----	-----		
			73	1900		
IDEXX LABS INC	COM	45168D104	3	43 SH	DEFINED	3
			-----	-----		
			3	43		
IDENTIX INC	COM	451906101	2	300 SH	DEFINED	9
			3	650 SH	DEFINED	3
			-----	-----		
			5	950		
ILLINOIS TOOL WKS INC	COM	452308109	37680	472895 SH	DEFINED	9
			11791	147982 SH	DEFINED	3
			29	360 SH	DEFINED	8
			13270	166538 SH	DEFINED	85
			-----	-----		
			62770	787775		
IMATION CORP	COM	45245A107	255	6582 SH	DEFINED	9
			19	480 SH	DEFINED	3
			-----	-----		
			274	7062		
IMCLONE SYS INC	COM	45245W109	12	400 SH	DEFINED	9
			-----	-----		
			12	400		
IMAGISTICS INTERNATIONAL INC	COM	45247T104	25	909 SH	DEFINED	9
			-----	-----		
			25	909		
IMMUNE RESPONSE CORP DEL	*W EXP 12/10/2	45252T122	1	3682 SH	DEFINED	3
			-----	-----		
			1	3682		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ INVSTMT	CALL	DSCRETN	MA		
			-----	-----	-----	-----	-----	-----		
IMMUNE RESPONSE CORP DEL	COM NEW	45252T205	6	9204 SH	DEFINED			3		
			-----	-----						
			6	9204						
IMMUCOR INC	COM	452526106	160	5521 SH	DEFINED			9		
			42	1448 SH	DEFINED			3		
			1737	60000 SH	DEFINED			85		
			-----	-----						
			1939	66969						
IMMUNOGEN INC	COM	45253H101	29	5000 SH	DEFINED			3		

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			29	5000		
IMMUNICON CORP DEL	COM	45260A107	8	1500 SH	DEFINED	9
			8	1500		
IMMUNOMEDICS INC	COM	452907108	9	5423 SH	DEFINED	9
			9	5423		
IMPERIAL OIL LTD	COM NEW	453038408	58	700 SH	DEFINED	3
			58	700		
IMPERIAL SUGAR CO NEW	*W EXP 08/29/2	453096117	0	402 SH	DEFINED	3
				402		
IMPERIAL SUGAR CO NEW	COM NEW	453096208	1	93 SH	DEFINED	3
			1	93		
IMPERIAL TOBACCO GROUP PLC	SPONSORED ADR	453142101	1	20 SH	DEFINED	9
			1	25 SH	DEFINED	3
			2	45		
INAMED CORP	COM	453235103	2	35 SH	DEFINED	9
			2	35		
INDEPENDENCE CMNTY BK CORP	COM	453414104	2	47 SH	DEFINED	3
			2	47		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN			
INDEPENDENT BANK CORP MASS	COM	453836108	1	44 SH	DEFINED	3			
			1	44					
INDEPENDENT BANK CORP MICH	COM	453838104	1068	37568 SH	DEFINED	3			
			1068	37568					
INDIA FD INC	COM	454089103	38	1275 SH	DEFINED	9			
			38	1275					
INDUSTRIAS BACHOCO S A DE C	SP ADR B&L SHS	456463108	21	1259 SH	DEFINED	9			
			5	330 SH	DEFINED	3			

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			1815	110000	SH	DEFINED	85
			-----	-----			
			1841	111589			
INDYMAC BANCORP INC	COM	456607100	8	200	SH	DEFINED	9
			244	6000	SH	DEFINED	3
			-----	-----			
			253	6200			
INERGY L P	UNIT LTD PTNR	456615103	166	5300	SH	DEFINED	9
			-----	-----			
			166	5300			
INFOCUS CORP	COM	45665B106	35	8500	SH	DEFINED	9
			1006	243000	SH	DEFINED	85
			-----	-----			
			1041	251500			
INFOSPACE INC	COM NEW	45678T201	4	136	SH	DEFINED	3
			-----	-----			
			4	136			
INFOSYS TECHNOLOGIES LTD	SPONSORED ADR	456788108	5664	72987	SH	DEFINED	9
			312	4026	SH	DEFINED	3
			11407	147000	SH	DEFINED	85
			-----	-----			
			17383	224013			
ING GROUP N V	SPONSORED ADR	456837103	11	384	SH	DEFINED	9
			212	7555	SH	DEFINED	3
			-----	-----			
			223	7939			

		FORM 13F						
PAGE 115 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DCRETN	MA	
			-----	-----	-----	-----	-----	
ING GLOBAL EQTY DIV & PREM O	COM	45684E107	48	2400	SH	DEFINED	9	
			-----	-----				
			48	2400				
INKINE PHARMACEUTICALS INC	COM	457214104	28	8850	SH	DEFINED	9	
			-----	-----				
			28	8850				
INLAND REAL ESTATE CORP	COM NEW	457461200	249	15500	SH	DEFINED	3	
			-----	-----				
			249	15500				
INPUT/OUTPUT INC	COM	457652105	35	5500	SH	DEFINED	9	
			2920	465000	SH	DEFINED	85	
			-----	-----				
			2955	470500				

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INTEGRA LIFESCIENCES HLDGS C	COM NEW	457985208	32	1100	SH	DEFINED	3
			-----	-----			
			32	1100			
INTEGRATED CIRCUIT SYS INC	COM	45811K208	4	200	SH	DEFINED	3
			-----	-----			
			4	200			
INTEGRA BK CORP	COM	45814P105	1036	45792	SH	DEFINED	3
			-----	-----			
			1036	45792			
INTEL CORP	COM	458140100	105641	4059996	SH	DEFINED	9
			27432	1054278	SH	DEFINED	3
			109	4170	SH	DEFINED	8
			48286	1855736	SH	DEFINED	85
			-----	-----			
			181468	6974180			
INTERACTIVE INTELLIGENCE INC	COM	45839M103	1	150	SH	DEFINED	3
			-----	-----			
			1	150			
INTERACTIVE DATA CORP	COM	45840J107	1	60	SH	DEFINED	9
			-----	-----			
			1	60			

		FORM 13F							
PAGE 116 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
INTERMAGNETICS GEN CORP	COM	458771102	1	22	SH	DEFINED	9		
			-----	-----					
			1	22					
INTERNATIONAL BUSINESS MACHS	COM	459200101	52765	711115	SH	DEFINED	9		
			23923	322418	SH	DEFINED	3		
			78	1050	SH	DEFINED	8		
			16555	223115	SH	DEFINED	85		
			-----	-----					
			93321	1257698					
INTERNATIONAL FLAVORS&FRAGRA	COM	459506101	457	12611	SH	DEFINED	9		
			215	5938	SH	DEFINED	3		
			117	3237	SH	DEFINED	85		
			-----	-----					
			789	21786					
INTERNATIONAL GAME TECHNOLOG	DBCV	1 459902AL6	324	5000	SH	DEFINED	3		
			-----	-----					
			324	5000					
INTERNATIONAL GAME TECHNOLOG	COM	459902102	5262	186920	SH	DEFINED	9		
			306	10858	SH	DEFINED	3		

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			355	12607	SH	DEFINED	85
			-----	-----			
			5922	210385			
INTL PAPER CO	COM	460146103	2327	77016	SH	DEFINED	9
			980	32439	SH	DEFINED	3
			4620	152916	SH	DEFINED	85
			-----	-----			
			7926	262371			
INTERNATIONAL RECTIFIER CORP	COM	460254105	3454	72388	SH	DEFINED	9
			1116	23393	SH	DEFINED	3
			9038	189400	SH	DEFINED	85
			-----	-----			
			13609	285181			
INTERNET SEC SYS INC	COM	46060X107	872	43000	SH	DEFINED	85
			-----	-----			
			872	43000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
INTERPUBLIC GROUP COS INC	COM	460690100	1596	130998	SH	DEFINED	9
			7	542	SH	DEFINED	3
			2624	215452	SH	DEFINED	85
			-----	-----			
			4226	346992			
INTEROIL CORP	COM	460951106	8	300	SH	DEFINED	3
			-----	-----			
			8	300			
INTUIT	COM	461202103	356	7887	SH	DEFINED	9
			507	11249	SH	DEFINED	3
			903	20022	SH	DEFINED	85
			-----	-----			
			1766	39158			
INVACARE CORP	COM	461203101	166	3750	SH	DEFINED	9
			-----	-----			
			166	3750			
INVERNESS MED INNOVATIONS IN	COM	46126P106	33	1200	SH	DEFINED	9
			-----	-----			
			33	1200			
INVESTMENT GRADE MUN INCOME	COM	461368102	84	6100	SH	DEFINED	3
			-----	-----			
			84	6100			
INVITROGEN CORP	COM	46185R100	27	330	SH	DEFINED	9
			108	1300	SH	DEFINED	3

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			1814	21779	SH	DEFINED	85
			-----	-----			
			1950	23409			
INVESTORS FINL SERVICES CORP	COM	461915100	11	278	SH	DEFINED	9
			1068	28250	SH	DEFINED	3
			-----	-----			
			1079	28528			
IRELAND BK	SPONSORED ADR	46267Q103	189	2884	SH	DEFINED	3
			-----	-----			
			189	2884			
IRON MTN INC	COM	462846106	3	90	SH	DEFINED	9
			-----	-----			
			3	90			

		FORM 13F						
PAGE 118 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
ISCO INTL INC	COM	46426P103	0	1000	SH	DEFINED	3	
			-----	-----				
				1000				
ISHARES COMEX GOLD TR	ISHARES	464285105	10	240	SH	DEFINED	3	
			-----	-----				
			10	240				
ISHARES INC	MSCI AUSTRALIA	464286103	10	544	SH	DEFINED	3	
			-----	-----				
			10	544				
ISHARES INC	MSCI BRAZIL	464286400	28	1135	SH	DEFINED	3	
			-----	-----				
			28	1135				
ISHARES INC	MSCI UTD KINGD	464286699	5	254	SH	DEFINED	3	
			-----	-----				
			5	254				
ISHARES INC	MSCI TAIWAN	464286731	26	2131	SH	DEFINED	3	
			-----	-----				
			26	2131				
ISHARES INC	MSCI S KOREA	464286772	45	1413	SH	DEFINED	3	
			-----	-----				
			45	1413				
ISHARES INC	MSCI GERMAN	464286806	213	12000	SH	DEFINED	9	
			-----	-----				
			213	12000				
ISHARES INC	MSCI MEXICO	464286822	5	174	SH	DEFINED	3	

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		-----		-----			
			5		174		
ISHARES INC	MSCI JAPAN	464286848	45	4400	SH	DEFINED	9
			23	2250	SH	DEFINED	3
			-----	-----			
			67		6650		
ISHARES INC	MSCI HONG KONG	464286871	29	2325	SH	DEFINED	3
			-----	-----			
			29		2325		

				FORM 13F					
PAGE 119 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN		MA

ISHARES TR	DJ SEL DIV INX	464287168	2396	38809	SH	DEFINED	9		
			57153	925857	SH	DEFINED	3		
			1069	17320	SH	DEFINED	8		
			-----	-----					
			60618		981986				
ISHARES TR	US TIPS BD FD	464287176	2142	19977	SH	DEFINED	9		
			17903	166955	SH	DEFINED	3		
			128	1190	SH	DEFINED	8		
			-----	-----					
			20172		188122				
ISHARES TR	FTSE XNHUA IDX	464287184	42	742	SH	DEFINED	3		
			-----	-----					
			42		742				
ISHARES TR	S&P 500 INDEX	464287200	6399	53726	SH	DEFINED	9		
			18200	152801	SH	DEFINED	3		
			-----	-----					
			24599		206527				
ISHARES TR	LEHMAN AGG BND	464287226	2118	20483	SH	DEFINED	9		
			5289	51157	SH	DEFINED	3		
			-----	-----					
			7406		71640				
ISHARES TR	MSCI EMERG MKT	464287234	199	2781	SH	DEFINED	9		
			4278	59748	SH	DEFINED	3		
			-----	-----					
			4477		62529				
ISHARES TR	GS CORP BD FD	464287242	4235	37775	SH	DEFINED	9		
			2709	24170	SH	DEFINED	3		
			-----	-----					
			6944		61945				
ISHARES TR	S&P GBL INF	464287291	133	2730	SH	DEFINED	3		
			-----	-----					

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133 2730

ISHARES TR	S&P500/BAR GRW	464287309	812	14369	SH	DEFINED 9
			11843	209617	SH	DEFINED 3
			-----	-----		
			12655	223986		

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PAGE	120 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DCRETN	O MA
	-----	-----	-----	-----	-----	-----	-----	-----
ISHARES TR	S&P GBL ENER	464287341	35	400	SH	DEFINED 3		
			-----	-----				
			35	400				
ISHARES TR	GS NAT RES IDX	464287374	123	1618	SH	DEFINED 3		
			-----	-----				
			123	1618				
ISHARES TR	S&P500/BAR VAL	464287408	2060	33049	SH	DEFINED 9		
			12177	195331	SH	DEFINED 3		
			-----	-----				
			14237	228380				
ISHARES TR	20+ YR TRS BD	464287432	50	514	SH	DEFINED 9		
			367	3795	SH	DEFINED 3		
			-----	-----				
			417	4309				
ISHARES TR	7-10 YR TRS BD	464287440	92	1055	SH	DEFINED 9		
			140	1614	SH	DEFINED 3		
			26	300	SH	DEFINED 8		
			-----	-----				
			258	2969				
ISHARES TR	1-3 YR TRS BD	464287457	1252	15405	SH	DEFINED 9		
			7814	96181	SH	DEFINED 3		
			-----	-----				
			9065	111586				
ISHARES TR	MSCI EAFE IDX	464287465	7321	139737	SH	DEFINED 9		
			26888	513220	SH	DEFINED 3		
			-----	-----				
			34208	652957				
ISHARES TR	RUSSELL MCP VL	464287473	497	4208	SH	DEFINED 9		
			10372	87829	SH	DEFINED 3		
			-----	-----				
			10869	92037				
ISHARES TR	RUSSELL MCP GR	464287481	2883	33661	SH	DEFINED 9		
			12591	147007	SH	DEFINED 3		
			-----	-----				
			15474	180668				

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN		
ISHARES TR	RUSSELL MIDCAP	464287499	7838	95127	SH		DEFINED	9	
			22987	278974	SH		DEFINED	3	
			30826	374101					
ISHARES TR	S&P MIDCAP 400	464287507	3918	57197	SH		DEFINED	9	
			1664	24287	SH		DEFINED	3	
			5582	81484					
ISHARES TR	GLDM SACHS TEC	464287549	48	1108	SH		DEFINED	9	
			33	776	SH		DEFINED	3	
			75	1745	SH		DEFINED	8	
			156	3629					
ISHARES TR	NASDAQ BIO INDX	464287556	269	3958	SH		DEFINED	9	
			3	37	SH		DEFINED	3	
			271	3995					
ISHARES TR	COHEN&ST RLTY	464287564	2542	35700	SH		DEFINED	9	
			8287	116389	SH		DEFINED	3	
			10829	152089					
ISHARES TR	RUSSELL1000VAL	464287598	3214	48234	SH		DEFINED	9	
			6920	103836	SH		DEFINED	3	
			1333	20000	SH		DEFINED	85	
			11467	172070					
ISHARES TR	S&P MIDCP GROW	464287606	481	6920	SH		DEFINED	9	
			1592	22927	SH		DEFINED	3	
			2073	29847					
ISHARES TR	RUSSELL1000GRW	464287614	10670	222288	SH		DEFINED	9	
			8618	179541	SH		DEFINED	3	
			19288	401829					
ISHARES TR	RUSSELL 1000	464287622	2412	37426	SH		DEFINED	9	
			3190	49483	SH		DEFINED	3	
			5602	86909					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
ISHARES TR	RUSL 2000 VALU	464287630	1930	30008	SH	DEFINED	9		
			6307	98089	SH	DEFINED	3		
			3935	61200	SH	DEFINED	85		
			-----	-----					
			12172	189297					
ISHARES TR	RUSL 2000 GROW	464287648	676	10431	SH	DEFINED	9		
			4187	64586	SH	DEFINED	3		
			-----	-----					
			4863	75017					
ISHARES TR	RUSSELL 2000	464287655	12138	190553	SH	DEFINED	9		
			17362	272564	SH	DEFINED	3		
			-----	-----					
			29501	463117					
ISHARES TR	RUSL 3000 VALU	464287663	10	113	SH	DEFINED	9		
			15	177	SH	DEFINED	3		
			871	10000	SH	DEFINED	85		
			-----	-----					
			897	10290					
ISHARES TR	DJ US UTILS	464287697	106	1370	SH	DEFINED	9		
			8	100	SH	DEFINED	3		
			-----	-----					
			114	1470					
ISHARES TR	S&P MIDCP VALU	464287705	380	5688	SH	DEFINED	9		
			747	11193	SH	DEFINED	3		
			-----	-----					
			1127	16881					
ISHARES TR	DJ US TELECOMM	464287713	1333	56960	SH	DEFINED	3		
			-----	-----					
			1333	56960					
ISHARES TR	DJ US TECH SEC	464287721	163	3557	SH	DEFINED	9		
			136	2969	SH	DEFINED	3		
			-----	-----					
			299	6526					
ISHARES TR	DJ US REAL EST	464287739	38	600	SH	DEFINED	9		
			32	498	SH	DEFINED	3		
			-----	-----					
			70	1098					

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA
	ISHARES TR	DJ US INDUSTRIAL	464287754	17	308	SH		DEFINED	3
				-----	-----				
				17	308				
	ISHARES TR	DJ US HEALTHCR	464287762	63	1038	SH		DEFINED	3
				-----	-----				
				63	1038				
	ISHARES TR	DJ US FINL SEC	464287788	19	195	SH		DEFINED	3
				-----	-----				
				19	195				
	ISHARES TR	DJ US ENERGY	464287796	101	1313	SH		DEFINED	3
				-----	-----				
				101	1313				
	ISHARES TR	S&P SMLCAP 600	464287804	1965	35713	SH		DEFINED	9
				-----	-----				
				3048	55398	SH		DEFINED	3
				-----	-----				
				5013	91111				
	ISHARES TR	CONS GOODS IDX	464287812	45	865	SH		DEFINED	3
				-----	-----				
				45	865				
	ISHARES TR	DJ US BAS MATL	464287838	195	4207	SH		DEFINED	3
				-----	-----				
				195	4207				
	ISHARES TR	S&P SMLCP VALU	464287879	68	1100	SH		DEFINED	9
				-----	-----				
				272	4421	SH		DEFINED	3
				-----	-----				
				340	5521				
	ISHARES TR	S&P SMLCP GROW	464287887	60	550	SH		DEFINED	9
				-----	-----				
				240	2199	SH		DEFINED	3
				-----	-----				
				300	2749				
	ISIS PHARMACEUTICALS INC	COM	464330109	20	5000	SH		DEFINED	9
				-----	-----				
				20	5000				
	IVANHOE MINES LTD	COM	46579N103	31	4000	SH		DEFINED	9
				-----	-----				
				31	4000				

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	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA

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IVAX CORP	COM	465823102	59	2750	SH	DEFINED	9
			5	242	SH	DEFINED	3
			64	2992			
IVOW INC	COM	46589C105	0	200	SH	DEFINED	9
				200			
JDS UNIPHASE CORP	COM	46612J101	72	47065	SH	DEFINED	9
			42	27586	SH	DEFINED	3
			422	277786	SH	DEFINED	85
			536	352437			
JPMORGAN & CHASE & CO	COM	46625H100	41917	1186765	SH	DEFINED	9
			18492	523569	SH	DEFINED	3
			200	5675	SH	DEFINED	8
			27330	773776	SH	DEFINED	85
			87939	2489785			
J2 GLOBAL COMMUNICATIONS INC	COM NEW	46626E205	63	1840	SH	DEFINED	9
			63	1840			
JABIL CIRCUIT INC	COM	466313103	13955	454104	SH	DEFINED	9
			1327	43192	SH	DEFINED	3
			26337	857056	SH	DEFINED	85
			41619	1354352			
JACK IN THE BOX INC	COM	466367109	8	200	SH	DEFINED	9
			948	25000	SH	DEFINED	85
			956	25200			
JACKSON HEWITT TAX SVCS INC	COM	468202106	14	585	SH	DEFINED	9
			1655	70000	SH	DEFINED	85
			1669	70585			
JACOBS ENGR GROUP INC DEL	COM	469814107	20	350	SH	DEFINED	9
			11	200	SH	DEFINED	3
			31	550			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	SH/ PUT/ INVSTMT	SH/ PUT/ INVSTMT	SH/ PUT/ INVSTMT	SH/ PUT/ INVSTMT
					PRN CALL	DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----

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JACUZZI BRANDS INC	COM	469865109	2 0	171 7	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			2	178		
JAKKS PAC INC	COM	47012E106	24 7 2113	1228 340 110000	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 85
			-----	-----		
			2143	111568		
JAMESON INNS INC	COM	470457102	337	145700	SH	DEFINED 85
			-----	-----		
			337	145700		
JANUS CAP GROUP INC	COM	47102X105	154 130	10267 8633	SH SH	DEFINED 9 DEFINED 85
			-----	-----		
			284	18900		
JARDEN CORP	COM	471109108	37 96 3483	686 1775 64600	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 85
			-----	-----		
			3616	67061		
JEFFERIES GROUP INC NEW	COM	472319102	15	400	SH	DEFINED 9
			-----	-----		
			15	400		
JEFFERSON PILOT CORP	COM	475070108	7349 1096 5293	145746 21740 104988	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 85
			-----	-----		
			13738	272474		
JETBLUE AWYS CORP	COM	477143101	13	625	SH	DEFINED 9
			-----	-----		
			13	625		
JOHNSON & JOHNSON	COM	478160104	155316 56178 91 11474	2389477 864280 1400 176529	SH SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8 DEFINED 85
			-----	-----		
			223060	3431686		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	

JOHNSON CTLS INC	COM	478366107	10201 8262 10	181096 146665 175	SH SH SH		DEFINED 9 DEFINED 3 DEFINED 8		

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			393	6985	SH	DEFINED	85
			-----	-----			
			18866	334921			
JONES APPAREL GROUP INC	COM	480074103	144	4653	SH	DEFINED	9
			139	4473	SH	DEFINED	85
			-----	-----			
			283	9126			
JOS A BANK CLOTHIERS INC	COM	480838101	89	2062	SH	DEFINED	9
			12	281	SH	DEFINED	3
			-----	-----			
			101	2343			
JOY GLOBAL INC	COM	481165108	3016	89774	SH	DEFINED	9
			4092	121824	SH	DEFINED	3
			9273	276050	SH	DEFINED	85
			-----	-----			
			16380	487648			
JUNIPER NETWORKS INC	COM	48203R104	8051	319757	SH	DEFINED	9
			419	16631	SH	DEFINED	3
			13431	533400	SH	DEFINED	85
			-----	-----			
			21901	869788			
KLA-TENCOR CORP	COM	482480100	314	7197	SH	DEFINED	9
			7	155	SH	DEFINED	3
			314	7181	SH	DEFINED	85
			-----	-----			
			635	14533			
KT CORP	SPONSORED ADR	48268K101	191	8896	SH	DEFINED	3
			-----	-----			
			191	8896			
K-SWISS INC	CL A	482686102	14	433	SH	DEFINED	9
			-----	-----			
			14	433			
K TRON INTL INC	COM	482730108	3	100	SH	DEFINED	9
			-----	-----			
			3	100			

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PAGE 127 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	AMT	SH/ PUT/ INVSTMT	CALL	DSCRETN	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
K2 INC	COM	482732104	88	6976	SH	DEFINED	9		
			3	230	SH	DEFINED	3		
			2212	174480	SH	DEFINED	85		
			-----	-----					
			2304	181686					

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KVH INDS INC	COM	482738101	823	89000	SH	DEFINED	85
			823	89000			
KANBAY INTL INC	COM	48369P207	833	36030	SH	DEFINED	9
			85	3684	SH	DEFINED	3
			3259	141000	SH	DEFINED	85
			4176	180714			
KANEB PIPE LINE PARTNERS L P	SR PREF UNIT	484169107	387	6300	SH	DEFINED	3
			387	6300			
KANSAS CITY SOUTHERN	COM NEW	485170302	233	11550	SH	DEFINED	9
			233	11550			
KAYDON CORP	COM	486587108	5	166	SH	DEFINED	9
			3	100	SH	DEFINED	3
			7	266			
KAYNE ANDERSON MLP INVSMT C	COM	486606106	21	800	SH	DEFINED	3
			21	800			
KB HOME	COM	48666K109	222	2906	SH	DEFINED	9
			232	3044	SH	DEFINED	85
			454	5950			
KEANE INC	COM	486665102	34	2500	SH	DEFINED	9
			34	2500			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	PRN CALL	DSCRETN	MA	
KELLOGG CO	COM	487836108	1532	34467	SH	DEFINED	9		
			5646	127046	SH	DEFINED	3		
			1247	28052	SH	DEFINED	85		
			8424	189565					
KELLWOOD CO	COM	488044108	31	1150	SH	DEFINED	9		
			5	196	SH	DEFINED	3		
			2421	90000	SH	DEFINED	85		
			2457	91346					
KEMET CORP	COM	488360108	1	150	SH	DEFINED	3		

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			1	150		
KENDLE INTERNATIONAL INC	COM	48880L107	8	500 SH	DEFINED	9
			8	500		
KENNAMETAL INC	COM	489170100	57	1248 SH	DEFINED	9
			57	1248		
KENSEY NASH CORP	COM	490057106	30	1000 SH	DEFINED	3
			30	1000		
KERR MCGEE CORP	COM	492386107	368	4816 SH	DEFINED	9
			100	1310 SH	DEFINED	3
			3363	44073 SH	DEFINED	85
			3831	50199		
KEYCORP NEW	COM	493267108	14492	437161 SH	DEFINED	9
			5591	168650 SH	DEFINED	3
			19480	587630 SH	DEFINED	85
			39563	1193441		
KEYSPAN CORP	COM	49337W100	244	6004 SH	DEFINED	9
			76	1865 SH	DEFINED	3
			260	6389 SH	DEFINED	85
			580	14258		

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PAGE 129 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	MA	
KIMBALL INTL INC	CL B	494274103	27	2082 SH	DEFINED	3		
			27	2082				
KIMBERLY CLARK CORP	COM	494368103	7533	120355 SH	DEFINED	9		
			1801	28771 SH	DEFINED	3		
			5159	82423 SH	DEFINED	85		
			14493	231549				
KIMCO REALTY CORP	COM	49446R109	20294	344495 SH	DEFINED	9		
			395	6711 SH	DEFINED	3		
			2121	36000 SH	DEFINED	85		
			22810	387206				
KINDER MORGAN INC KANS	COM	49455P101	312	3755 SH	DEFINED	9		
			266	3200 SH	DEFINED	3		

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			334	4013	SH	DEFINED	85
			-----	-----			
			913	10968			
KINDER MORGAN ENERGY PARTNER	UT LTD PARTNER	494550106	4986	97924	SH	DEFINED	9
			5309	104266	SH	DEFINED	3
			-----	-----			
			10296	202190			
KINETIC CONCEPTS INC	COM NEW	49460W208	10400	173335	SH	DEFINED	9
			2484	41400	SH	DEFINED	3
			21978	366300	SH	DEFINED	85
			-----	-----			
			34862	581035			
KING PHARMACEUTICALS INC	COM	495582108	176	16886	SH	DEFINED	9
			93	8970	SH	DEFINED	3
			92	8826	SH	DEFINED	85
			-----	-----			
			361	34682			
KIRIN BREWERY LTD	SPONSORED ADR	497350306	175	18000	SH	DEFINED	3
			-----	-----			
			175	18000			

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PAGE 130 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
KNIGHT RIDDER INC	COM	499040103	137	2238	SH	DEFINED	9	
			2	27	SH	DEFINED	3	
			169	2759	SH	DEFINED	85	
			-----	-----				
			308	5024				
KOHL'S CORP	COM	500255104	2131	38111	SH	DEFINED	9	
			1961	35080	SH	DEFINED	3	
			666	11909	SH	DEFINED	85	
			-----	-----				
			4758	85100				
KONINKLIJKE AHOLD N V	SPON ADR NEW	500467303	22	2650	SH	DEFINED	3	
			-----	-----				
			22	2650				
KONINKLIJKE PHILIPS ELECTRS	NY REG SH NEW	500472303	337	13386	SH	DEFINED	9	
			53	2100	SH	DEFINED	3	
			-----	-----				
			390	15486				
KOREA EQUITY FD INC	COM	50063B104	2	300	SH	DEFINED	3	
			-----	-----				
			2	300				

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KOREA FD	COM	500634100	27	1000	SH	DEFINED	3
			-----	-----			
			27	1000			
KRAFT FOODS INC	CL A	50075N104	522	16400	SH	DEFINED	9
			87	2729	SH	DEFINED	3
			3181	100000	SH	DEFINED	85
			-----	-----			
			3789	119129			
KRISPY KREME DOUGHNUTS INC	COM	501014104	1	150	SH	DEFINED	9
			1	100	SH	DEFINED	3
			-----	-----			
			2	250			
KROGER CO	COM	501044101	3844	202008	SH	DEFINED	9
			108	5672	SH	DEFINED	3
			509	26752	SH	DEFINED	85
			-----	-----			
			4461	234432			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA		

KRONOS WORLDWIDE INC	COM	50105F105	0	6	SH	DEFINED	9		
			-----	-----					
				6					
KRONOS INC	COM	501052104	2	60	SH	DEFINED	9		
			-----	-----					
			2	60					
KUBOTA CORP	ADR	501173207	196	7156	SH	DEFINED	3		
			-----	-----					
			196	7156					
KULICKE & SOFFA INDS INC	COM	501242101	4	500	SH	DEFINED	3		
			-----	-----					
			4	500					
KYOCERA CORP	ADR	501556203	31	400	SH	DEFINED	9		
			150	1956	SH	DEFINED	3		
			-----	-----					
			181	2356					
LCA-VISION INC	COM PAR \$.001	501803308	5	93	SH	DEFINED	3		
			-----	-----					
			5	93					
LL & E RTY TR	UNIT BEN INT	502003106	3	500	SH	DEFINED	9		
			0	16	SH	DEFINED	3		
			-----	-----					
			3	516					

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LSI LOGIC CORP	COM	502161102	112	13165	SH	DEFINED	9
			26	3100	SH	DEFINED	3
			1690	199065	SH	DEFINED	85
			-----		1828	215330	
L-3 COMMUNICATIONS HLDGS INC	COM	502424104	34596	451766	SH	DEFINED	9
			9095	118767	SH	DEFINED	3
			57	750	SH	DEFINED	8
			23267	303823	SH	DEFINED	85
			-----		67016	875106	
LA JOLLA PHARMACEUTICAL CO	COM	503459109	6	7500	SH	DEFINED	9
			-----		6	7500	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	O MA	
		-----		-----		-----		
LA Z BOY INC	COM	505336107	57	3900	SH	DEFINED	9	
			3206	220053	SH	DEFINED	3	
			-----		3263	223953		
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	239	4789	SH	DEFINED	9	
			246	4934	SH	DEFINED	85	
			-----		485	9723		
LABOR READY INC	COM NEW	505401208	49	2113	SH	DEFINED	9	
			128	5503	SH	DEFINED	3	
			4854	208244	SH	DEFINED	85	
			-----		5032	215860		
LACLEDE GROUP INC	COM	505597104	76	2380	SH	DEFINED	9	
			-----		76	2380		
LAFARGE COPPEE S A	SPON ADR NEW	505861401	26	1125	SH	DEFINED	9	
			-----		26	1125		
LAKELAND BANCORP INC	COM	511637100	90	5787	SH	DEFINED	3	
			-----		90	5787		
LAM RESEARCH CORP	COM	512807108	536	18504	SH	DEFINED	9	
			1499	51771	SH	DEFINED	3	
			4895	169100	SH	DEFINED	85	
		-----		-----				

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			6930	239375		
LANDRYS RESTAURANTS INC	COM	51508L103	8	250	SH	DEFINED 3
			8	250		
LANNET INC	COM	516012101	1	200	SH	DEFINED 3
			1	200		
LAS VEGAS SANDS CORP	COM	517834107	1	21	SH	DEFINED 3
			1	21		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ INVSTMT	DSCRETN	MA		
LAUDER ESTEE COS INC	CL A	518439104	26	660	SH	DEFINED 9			
			113	2900	SH	DEFINED 3			
			139	3560					
LAUREATE EDUCATION INC	COM	518613104	2606	54444	SH	DEFINED 9			
			4371	91320	SH	DEFINED 3			
			7959	166300	SH	DEFINED 85			
			14935	312064					
LAWSON SOFTWARE INC	COM	520780107	5	1000	SH	DEFINED 3			
			5	1000					
LAYNE CHRISTENSEN CO	COM	521050104	69	3450	SH	DEFINED 9			
			69	3450					
LAZARE KAPLAN INTL INC	COM	521078105	122	12000	SH	DEFINED 9			
			1877	184000	SH	DEFINED 85			
			1999	196000					
LEAPFROG ENTERPRISES INC	CL A	52186N106	1	125	SH	DEFINED 9			
			0	30	SH	DEFINED 3			
			2	155					
LEAR CORP	COM	521865105	9	253	SH	DEFINED 9			
			9	250	SH	DEFINED 3			
			18	503					
LEARNING TREE INTL INC	COM	522015106	12	1000	SH	DEFINED 9			

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			12	1000		
LEE ENTERPRISES INC	COM	523768109	21	525 SH	DEFINED 9	
			1	36 SH	DEFINED 3	
			-----	-----		
			22	561		
LEESPORT FINANCIAL CORP	COM	524477106	102	4403 SH	DEFINED 3	
			-----	-----		
			102	4403		

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PAGE 134 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	O MA	

LEGGETT & PLATT INC	COM	524660107	835	31404 SH	DEFINED 9			
			53	1984 SH	DEFINED 3			
			185	6973 SH	DEFINED 85			
			-----	-----				
			1073	40361				
LEGG MASON INC	COM	524901105	52	500 SH	DEFINED 9			
			109	1050 SH	DEFINED 3			
			-----	-----				
			161	1550				
LEHMAN BROS HLDGS INC	COM	524908100	12823	129159 SH	DEFINED 9			
			4082	41113 SH	DEFINED 3			
			40	400 SH	DEFINED 8			
			17947	180767 SH	DEFINED 85			
			-----	-----				
			34891	351439				
LENNAR CORP	CL A	526057104	977	15397 SH	DEFINED 9			
			489	7710 SH	DEFINED 3			
			7005	110400 SH	DEFINED 85			
			-----	-----				
			8471	133507				
LENNAR CORP	CL B	526057302	11	180 SH	DEFINED 9			
			4	60 SH	DEFINED 3			
			-----	-----				
			14	240				
LESCO INC OHIO	COM	526872106	2229	177000 SH	DEFINED 85			
			-----	-----				
			2229	177000				
LEVEL 3 COMMUNICATIONS INC	COM	52729N100	31	15103 SH	DEFINED 3			
			-----	-----				
			31	15103				
LEXAR MEDIA INC	COM	52886P104	5	1000 SH	DEFINED 3			
			-----	-----				

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				5	1000		
LEXMARK INTL NEW	CL A	529771107	709	10938	SH	DEFINED	9
			599	9246	SH	DEFINED	3
			300	4627	SH	DEFINED	85
			-----	-----			
			1609	24811			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	O MA	

LIBBEY INC	COM	529898108	16	1000	SH	DEFINED	9	
			-----	-----				
			16	1000				
LIBERTY ALL STAR EQUITY FD	SH BEN INT	530158104	23	2500	SH	DEFINED	3	
			-----	-----				
			23	2500				
LIBERTY MEDIA CORP NEW	COM SER A	530718105	235	23045	SH	DEFINED	9	
			35	3420	SH	DEFINED	3	
			3997	392274	SH	DEFINED	85	
			-----	-----				
			4267	418739				
LIBERTY PPTY TR	SH BEN INT	531172104	144	3250	SH	DEFINED	3	
			-----	-----				
			144	3250				
LIFECORE BIOMEDICAL INC	COM	532187101	11	1000	SH	DEFINED	3	
			-----	-----				
			11	1000				
LIFEPOINT HOSPITALS INC	COM	53219L109	146	2892	SH	DEFINED	3	
			-----	-----				
			146	2892				
LIGAND PHARMACEUTICALS INC	CL B	53220K207	3	500	SH	DEFINED	3	
			-----	-----				
			3	500				
LIGHTBRIDGE INC	COM	532226107	688	110000	SH	DEFINED	85	
			-----	-----				
			688	110000				
LILLY ELI & CO	COM	532457108	29521	529895	SH	DEFINED	9	
			16733	300364	SH	DEFINED	3	
			65	1165	SH	DEFINED	8	
			2306	41387	SH	DEFINED	85	
			-----	-----				
			48624	872811				
LIMITED BRANDS INC	COM	532716107	585	27291	SH	DEFINED	9	

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61	2825	SH	DEFINED	3
299	13959	SH	DEFINED	85

944	44075			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN			

LINCARE HLDGS INC	COM	532791100	25	615	SH	DEFINED	9		
			-----	-----					
			25	615					
LINCOLN ELEC HLDGS INC	COM	533900106	275	8300	SH	DEFINED	3		
			-----	-----					
			275	8300					
LINCOLN NATL CONV SECS FD IN	COM	534183108	0	2000	SH	DEFINED	9		
			-----	-----					
				2000					
LINCOLN NATL CORP IND	COM	534187109	1908	40673	SH	DEFINED	9		
			-----	-----					
			2491	53089	SH	DEFINED	3		
			299	6370	SH	DEFINED	85		
			-----	-----					
			4698	100132					
LINCOLN NATL CORP IND	PFD A CONV \$3	534187208	6	10	SH	DEFINED	3		
			-----	-----					
			6	10					
LINEAR TECHNOLOGY CORP	COM	535678106	12882	351109	SH	DEFINED	9		
			-----	-----					
			1401	38188	SH	DEFINED	3		
			27889	760120	SH	DEFINED	85		
			-----	-----					
			42172	1149417					
LINENS N THINGS INC	COM	535679104	4	190	SH	DEFINED	9		
			-----	-----					
			4	190					
LIZ CLAIBORNE INC	COM	539320101	1554	39090	SH	DEFINED	9		
			-----	-----					
			40	1000	SH	DEFINED	3		
			158	3966	SH	DEFINED	85		
			-----	-----					
			1752	44056					
LLOYDS TSB GROUP PLC	SPONSORED ADR	539439109	70	2050	SH	DEFINED	9		
			-----	-----					
			61	1795	SH	DEFINED	3		
			-----	-----					
			131	3845					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DSCRETN	O MA	
LOCKHEED MARTIN CORP	COM	539830109	3419	52698	SH		DEFINED 9		
			1605	24743	SH		DEFINED 3		
			1896	29234	SH		DEFINED 85		
			-----	-----					
			6920	106675					
LOEWS CORP	COM	540424108	823	10621	SH		DEFINED 9		
			28	366	SH		DEFINED 3		
			771	9948	SH		DEFINED 85		
			-----	-----					
			1622	20935					
LOEWS CORP	CAROLNA GP STK	540424207	15	450	SH		DEFINED 9		
			3	78	SH		DEFINED 3		
			-----	-----					
			18	528					
LOGITECH INTERNATIONAL S A	SPONSORED ADR	541419107	152	2378	SH		DEFINED 3		
			-----	-----					
			152	2378					
LONGS DRUG STORES CORP	COM	543162101	52	1200	SH		DEFINED 9		
			-----	-----					
			52	1200					
LOUISIANA PAC CORP	COM	546347105	127	5157	SH		DEFINED 9		
			53	2152	SH		DEFINED 3		
			99	4047	SH		DEFINED 85		
			-----	-----					
			279	11356					
LOWES COS INC	NOTE	2 548661CF2	287	3000	SH		DEFINED 3		
			-----	-----					
			287	3000					
LOWES COS INC	COM	548661107	50156	861493	SH		DEFINED 9		
			13608	233735	SH		DEFINED 3		
			23	390	SH		DEFINED 8		
			10453	179535	SH		DEFINED 85		
			-----	-----					
			74239	1275153					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DSCRETN	O MA	

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LUBRIZOL CORP	COM	549271104	5435	129365	SH	DEFINED	9
			2164	51513	SH	DEFINED	3
			13078	311300	SH	DEFINED	85
			-----		20676	492178	
LUCENT TECHNOLOGIES INC	COM	549463107	602	206950	SH	DEFINED	9
			398	136900	SH	DEFINED	3
			2072	711898	SH	DEFINED	85
			-----		3072	1055748	
LUXOTTICA GROUP S P A	SPONSORED ADR	55068R202	10	500	SH	DEFINED	9
			-----		10	500	
LYDALL INC DEL	COM	550819106	92	10700	SH	DEFINED	9
			1164	135000	SH	DEFINED	85
			-----		1256	145700	
LYONDELL CHEMICAL CO	COM	552078107	13	475	SH	DEFINED	9
			35	1318	SH	DEFINED	3
			-----		47	1793	
M & F WORLDWIDE CORP	COM	552541104	0	11	SH	DEFINED	9
			-----			11	
M & T BK CORP	COM	55261F104	309	2941	SH	DEFINED	9
			378	3593	SH	DEFINED	85
			-----		687	6534	
MAF BANCORP INC	COM	55261R108	47	1100	SH	DEFINED	3
			-----		47	1100	
MBIA INC	COM	55262C100	328	5523	SH	DEFINED	9
			93	1569	SH	DEFINED	3
			288	4864	SH	DEFINED	85
			-----		709	11956	

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	MA	MA	
-----		-----		-----		-----		
MBNA CORP	COM	55262L100	2448	93575	SH	DEFINED	9	
			1845	70533	SH	DEFINED	3	
			1221	46684	SH	DEFINED	85	

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			5514	210792		
M D C HLDGS INC	COM	552676108	10	125	SH	DEFINED 9
			10	125		
MDU RES GROUP INC	COM	552690109	132	4698	SH	DEFINED 9
			59	2100	SH	DEFINED 3
			192	6798		
MCI INC	COM	552691107	92	3577	SH	DEFINED 85
			92	3577		
MEMC ELECTR MATLS INC	COM	552715104	946	60000	SH	DEFINED 85
			946	60000		
MFS CHARTER INCOME TR	SH BEN INT	552727109	92	10426	SH	DEFINED 9
			92	10426		
MFS INTER INCOME TR	SH BEN INT	55273C107	36	5500	SH	DEFINED 3
			320	49000	SH	DEFINED 85
			356	54500		
MFS MULTIMARKET INCOME TR	SH BEN INT	552737108	6	1000	SH	DEFINED 9
			17	2600	SH	DEFINED 3
			23	3600		
MFS MUN INCOME TR	SH BEN INT	552738106	41	5000	SH	DEFINED 3
			41	5000		
MGE ENERGY INC	COM	55277P104	8	225	SH	DEFINED 3
			8	225		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DSCRETN	O MA	
MGIC INVT CORP WIS	COM	552848103	475	7289	SH	DEFINED 9		
			381	5835	SH	DEFINED 3		
			231	3536	SH	DEFINED 85		
			1087	16660				
MGI PHARMA INC	COM	552880106	750	34494	SH	DEFINED 9		
			128	5878	SH	DEFINED 3		

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			3373	155100	SH	DEFINED	85
			-----	-----			
			4252	195472			
MFS GOVT MKTS INCOME TR	SH BEN INT	552939100	1450	217400	SH	DEFINED	85
			-----	-----			
			1450	217400			
MGM MIRAGE	COM	552953101	23	590	SH	DEFINED	3
			-----	-----			
			23	590			
MGP INGREDIENTS INC	COM	55302G103	8	1000	SH	DEFINED	9
			1038	125000	SH	DEFINED	85
			-----	-----			
			1046	126000			
MHI HOSPITALITY CORP	COM	55302L102	902	93000	SH	DEFINED	85
			-----	-----			
			902	93000			
MI DEVS INC	CL A SUB VTG	55304X104	19	612	SH	DEFINED	3
			-----	-----			
			19	612			
MIVA INC	COM	55311R108	0	100	SH	DEFINED	3
			-----	-----			
				100			
MPS GROUP INC	COM	553409103	6	600	SH	DEFINED	3
			-----	-----			
			6	600			
MSC INDL DIRECT INC	CL A	553530106	68	2000	SH	DEFINED	9
			-----	-----			
			68	2000			

		FORM 13F						
PAGE 141 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	PRN CALL	DSCRETN	MA
			-----	-----	-----	-----	-----	-----
MTC TECHNOLOGIES INC	COM	55377A106	15	400	SH	DEFINED	9	
			-----	-----				
			15	400				
MVC CAPITAL INC	COM	553829102	400	40000	SH	DEFINED	85	
			-----	-----				
			400	40000				
MACATAWA BK CORP	COM	554225102	450	12971	SH	DEFINED	3	
			-----	-----				
			450	12971				
MACERICH CO	COM	554382101	15	225	SH	DEFINED	9	

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			15	225			
MACK CALI RLTY CORP	COM	554489104	125	2750	SH	DEFINED	3
			125	2750			
MACKINAC FINL CORP	COM	554571109	30	1975	SH	DEFINED	3
			30	1975			
MACQUARIE FT TR GB INF UT DI	COM	55607W100	8	400	SH	DEFINED	9
			8	400			
MACROMEDIA INC	COM	556100105	15	400	SH	DEFINED	9
			4	100	SH	DEFINED	3
			19	500			
MADISON CLAYMORE CVRD CALL F	COM	556582104	9	600	SH	DEFINED	9
			9	600			
MAGELLAN MIDSTREAM PRTRNS LP	COM UNIT RP LP	559080106	46	1400	SH	DEFINED	9
			86	2610	SH	DEFINED	3
			131	4010			
MAGNA INTL INC	CL A	559222401	35	500	SH	DEFINED	9
			46	649	SH	DEFINED	3
			81	1149			

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PAGE 142 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
MAIR HOLDINGS INC	COM	560635104	1279	144685	SH	DEFINED	85	
			1279	144685				
MANAGED HIGH INCOME PORTFOLI	COM	56166C105	9	1500	SH	DEFINED	3	
			9	1500				
MANAGED MUNS PORTFOLIO INC	COM	561662107	8	745	SH	DEFINED	3	
			8	745				
MANATRON INC	COM	562048108	11	1157	SH	DEFINED	3	
			11	1157				

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MANNATECH INC	COM	563771104	19	1000	SH	DEFINED	9
			-----	-----			
			19	1000			
MANOR CARE INC NEW	COM	564055101	103	2599	SH	DEFINED	9
			125	3149	SH	DEFINED	85
			-----	-----			
			228	5748			
MANPOWER INC	COM	56418H100	7601	191084	SH	DEFINED	9
			1166	29310	SH	DEFINED	3
			7459	187500	SH	DEFINED	85
			-----	-----			
			16226	407894			
MANULIFE FINL CORP	COM	56501R106	2331	48757	SH	DEFINED	9
			1212	25355	SH	DEFINED	3
			-----	-----			
			3543	74112			
MARATHON OIL CORP	COM	565849106	11104	208064	SH	DEFINED	9
			18040	338021	SH	DEFINED	3
			28404	532200	SH	DEFINED	85
			-----	-----			
			57548	1078285			

		FORM 13F							
PAGE 143 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVTMT	O	
			-----	-----	-----	-----	-----	-----	
MARSH & MCLENNAN COS INC	COM	571748102	3348	120864	SH	DEFINED	9		
			103	3725	SH	DEFINED	3		
			535	19326	SH	DEFINED	85		
			-----	-----					
			3986	143915					
MARSHALL & ILSLEY CORP	COM	571834100	57060	1283696	SH	DEFINED	9		
			9889	222480	SH	DEFINED	3		
			6	145	SH	DEFINED	8		
			354	7954	SH	DEFINED	85		
			-----	-----					
			67310	1514275					
MARRIOTT INTL INC NEW	CL A	571903202	13400	196428	SH	DEFINED	9		
			1614	23665	SH	DEFINED	3		
			24282	355942	SH	DEFINED	85		
			-----	-----					
			39297	576035					
MARTEK BIOSCIENCES CORP	COM	572901106	4	100	SH	DEFINED	9		
			8	200	SH	DEFINED	3		
			-----	-----					
			11	300					

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MARTHA STEWART LIVING OMNIME	CL A	573083102	1	50	SH	DEFINED	9
			15	499	SH	DEFINED	3
			-----	-----			
			16	549			
MARTIN MARIETTA MATLS INC	COM	573284106	79	1145	SH	DEFINED	9
			-----	-----			
			79	1145			
MARVEL ENTERPRISES INC	COM	57383M108	5	275	SH	DEFINED	9
			-----	-----			
			5	275			
MASCO CORP	COM	574599106	6458	203335	SH	DEFINED	9
			6814	214532	SH	DEFINED	3
			10026	315679	SH	DEFINED	85
			-----	-----			
			23297	733546			

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PAGE 144 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER		TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----		-----	-----	-----	-----	-----	-----	-----
MASSEY ENERGY CORP	COM	576206106	24	625	SH	DEFINED	9	
			327	8660	SH	DEFINED	3	
			-----	-----				
			350	9285				
MATERIAL SCIENCES CORP	COM	576674105	175	12000	SH	DEFINED	9	
			4543	312000	SH	DEFINED	85	
			-----	-----				
			4717	324000				
MATSUSHITA ELEC INDL	ADR	576879209	13	850	SH	DEFINED	9	
			17	1130	SH	DEFINED	3	
			-----	-----				
			30	1980				
MATTEL INC	COM	577081102	291	15895	SH	DEFINED	9	
			137	7500	SH	DEFINED	3	
			279	15225	SH	DEFINED	85	
			-----	-----				
			707	38620				
MAXIM INTEGRATED PRODS INC	COM	57772K101	8813	230574	SH	DEFINED	9	
			3470	90788	SH	DEFINED	3	
			15	385	SH	DEFINED	8	
			456	11938	SH	DEFINED	85	
			-----	-----				
			12753	333685				
MAXWELL TECHNOLOGIES INC	COM	577767106	149	12200	SH	DEFINED	9	
			2133	175000	SH	DEFINED	85	
			-----	-----				

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			2282	187200			
MAY DEPT STORES CO	COM	577778103	6231	155165	SH	DEFINED	9
			1542	38393	SH	DEFINED	3
			10256	255375	SH	DEFINED	85
			-----	-----			
			18029	448933			
MAXXAM INC	COM	577913106	12	500	SH	DEFINED	3
			-----	-----			
			12	500			
MAVERICK TUBE CORP	COM	577914104	13	450	SH	DEFINED	9
			-----	-----			
			13	450			

		FORM 13F						
PAGE 145 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT O	
			-----					MA
MAYTAG CORP	COM	578592107	60	3857	SH	DEFINED	9	
			13	800	SH	DEFINED	3	
			253	16131	SH	DEFINED	85	
			-----	-----				
			326	20788				
MBT FINL CORP	COM	578877102	29	1500	SH	DEFINED	9	
			805	41833	SH	DEFINED	3	
			-----	-----				
			834	43333				
MCAFEE INC	COM	579064106	26	975	SH	DEFINED	9	
			416	15877	SH	DEFINED	85	
			-----	-----				
			441	16852				
MCCLATCHY CO	CL A	579489105	43	650	SH	DEFINED	9	
			2	25	SH	DEFINED	3	
			-----	-----				
			44	675				
MCCORMICK & CO INC	COM NON VTG	579780206	6545	200264	SH	DEFINED	9	
			1615	49431	SH	DEFINED	3	
			162	4961	SH	DEFINED	85	
			-----	-----				
			8322	254656				
MCDATA CORP	CL A	580031201	0	1	SH	DEFINED	9	
			1	249	SH	DEFINED	3	
			-----	-----				
			1	250				
MCDERMOTT INTL INC	COM	580037109	2	100	SH	DEFINED	9	
			-----	-----				

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				2	100		
MCDONALDS CORP	COM	580135101	12701	457702	SH	DEFINED	9
			9250	333341	SH	DEFINED	3
			162	5825	SH	DEFINED	8
			18847	679168	SH	DEFINED	85
			-----	-----			
			40960	1476036			

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PAGE	146 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	MA

MCG CAPITAL CORP	COM	58047P107	15	850	SH	DEFINED	9
			44	2600	SH	DEFINED	3
			-----	-----			
			59	3450			
MCGRAW HILL COS INC	COM	580645109	5618	126960	SH	DEFINED	9
			3802	85920	SH	DEFINED	3
			677	15295	SH	DEFINED	85
			-----	-----			
			10097	228175			
MCKESSON CORP	COM	58155Q103	702	15677	SH	DEFINED	9
			57	1270	SH	DEFINED	3
			45	1000	SH	DEFINED	8
			2261	50489	SH	DEFINED	85
			-----	-----			
			3065	68436			
MCLEODUSA INC	CL A	582266706	5	101611	SH	DEFINED	3
			-----	-----			
			5	101611			
MEADE INSTRUMENTS CORP	COM	583062104	95	34000	SH	DEFINED	9
			1116	400000	SH	DEFINED	85
			-----	-----			
			1211	434000			
MEADOWBROOK INS GROUP INC	COM	58319P108	734	140000	SH	DEFINED	85
			-----	-----			
			734	140000			
MEADWESTVACO CORP	COM	583334107	1807	64457	SH	DEFINED	9
			52	1850	SH	DEFINED	3
			7	250	SH	DEFINED	8
			192	6863	SH	DEFINED	85
			-----	-----			
			2059	73420			
MEDCO HEALTH SOLUTIONS INC	COM	58405U102	7394	138569	SH	DEFINED	9
			8162	152954	SH	DEFINED	3
			4	75	SH	DEFINED	8

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2706 50704 SH DEFINED 85

 18265 342302

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	SH/ PUT/ CALL	INVSTMT DSCRETN	MA			
MEDIA GEN INC	CL A	584404107	87	1350	SH	DEFINED	9			
			87	1350						
MEDICAL ACTION INDS INC	COM	58449L100	18	1000	SH	DEFINED	9			
			18	1000						
MEDIMMUNE INC	COM	584699102	334	12494	SH	DEFINED	9			
			19	700	SH	DEFINED	3			
			243	9088	SH	DEFINED	85			
			595	22282						
MEDTOX SCIENTIFIC INC	COM NEW	584977201	1009	131000	SH	DEFINED	85			
			1009	131000						
MEDTRONIC INC	COM	585055106	55174	1065343	SH	DEFINED	9			
			22038	425517	SH	DEFINED	3			
			118	2285	SH	DEFINED	8			
			2289	44193	SH	DEFINED	85			
			79619	1537338						
MELLON FINL CORP	COM	58551A108	16488	574689	SH	DEFINED	9			
			1592	55501	SH	DEFINED	3			
			444	15484	SH	DEFINED	85			
			18524	645674						
MENTOR GRAPHICS CORP	COM	587200106	31	3000	SH	DEFINED	9			
			2	148	SH	DEFINED	3			
			32	3148						
MERCANTILE BANK CORP	COM	587376104	120	2730	SH	DEFINED	3			
			120	2730						
MERCANTILE BANKSHARES CORP	COM	587405101	7577	147031	SH	DEFINED	9			
			25	478	SH	DEFINED	3			
			7601	147509						

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
MERCK & CO INC	COM	589331107	27663	898150	SH		DEFINED	9	
			11412	370532	SH		DEFINED	3	
			2	75	SH		DEFINED	8	
			11697	379772	SH		DEFINED	85	
			-----	-----					
			50775	1648529					
MERCURY GENL CORP NEW	COM	589400100	49	900	SH		DEFINED	9	
			-----	-----					
			49	900					
MERCURY INTERACTIVE CORP	COM	589405109	7783	202905	SH		DEFINED	9	
			1257	32775	SH		DEFINED	3	
			16976	442535	SH		DEFINED	85	
			-----	-----					
			26016	678215					
MEREDITH CORP	COM	589433101	225	4577	SH		DEFINED	9	
			82	1662	SH		DEFINED	85	
			-----	-----					
			306	6239					
MERIDIAN BIOSCIENCE INC	COM	589584101	80	4200	SH		DEFINED	9	
			13	683	SH		DEFINED	3	
			-----	-----					
			93	4883					
MERIDIAN DIAGNOSTICS INC	SDCV	7.000% 9	589602AB7	1062	9000	SH		DEFINED	3
				-----	-----				
			1062	9000					
MERITAGE HOSPITALITY GROUP I	COM	59000K101	34	6338	SH		DEFINED	3	
			-----	-----					
			34	6338					
MERRILL LYNCH & CO INC	COM	590188108	12590	228863	SH		DEFINED	9	
			5506	100088	SH		DEFINED	3	
			6	100	SH		DEFINED	8	
			19393	352543	SH		DEFINED	85	
			-----	-----					
			37495	681594					
MESA LABS INC	COM	59064R109	7	500	SH		DEFINED	9	
			-----	-----					
			7	500					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
MESA RTY TR	UNIT BEN INT	590660106	65	1000	SH		DEFINED	3	
			65	1000					
METHANEX CORP	COM	59151K108	37	2250	SH		DEFINED	3	
			37	2250					
METHODE ELECTRS INC	COM	591520200	65	5486	SH		DEFINED	9	
			5	456	SH		DEFINED	3	
			5033	424000	SH		DEFINED	85	
			5103	429942					
METLIFE INC	COM	59156R108	8083	179865	SH		DEFINED	9	
			12080	268810	SH		DEFINED	3	
			22576	502354	SH		DEFINED	85	
			42739	951029					
METROCORP BANCSHARES INC	COM	591650106	30	1443	SH		DEFINED	9	
			30	1443					
MICHAELS STORES INC	COM	594087108	2281	55139	SH		DEFINED	9	
			3446	83304	SH		DEFINED	3	
			9808	237081	SH		DEFINED	85	
			15535	375524					
MICROS SYS INC	COM	594901100	1	30	SH		DEFINED	9	
			1	30					
MICROSOFT CORP	COM	594918104	88047	3544552	SH		DEFINED	9	
			29787	1199146	SH		DEFINED	3	
			139	5605	SH		DEFINED	8	
			23330	939206	SH		DEFINED	85	
			141303	5688509					
MICROVISION INC WASH	COM	594960106	15	3000	SH		DEFINED	9	
			15	3000					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

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MICROCHIP TECHNOLOGY INC	COM	595017104	327	11050	SH	DEFINED 9
			41	1392	SH	DEFINED 3
			-----	-----		
			369	12442		
MICROMUSE INC	COM	595094103	0	60	SH	DEFINED 9
			-----	-----		
				60		
MICRON TECHNOLOGY INC	COM	595112103	2443	239315	SH	DEFINED 9
			2421	237168	SH	DEFINED 3
			9150	896228	SH	DEFINED 85
			-----	-----		
			14015	1372711		
MICROTEK MEDICAL HLDGS INC	COM	59515B109	5	1250	SH	DEFINED 3
			-----	-----		
			5	1250		
MIDCAP SPDR TR	UNIT SER 1	595635103	194	1550	SH	DEFINED 9
			382	3050	SH	DEFINED 3
			125	1000	SH	DEFINED 8
			-----	-----		
			701	5600		
MIDDLEBY CORP	COM	596278101	31163	589530	SH	DEFINED 3
			-----	-----		
			31163	589530		
MIDWEST BANC HOLDINGS INC	COM	598251106	110	5688	SH	DEFINED 3
			-----	-----		
			110	5688		
MILACRON INC	COM	598709103	6	3015	SH	DEFINED 9
			-----	-----		
			6	3015		
MILLENNIUM PHARMACEUTICALS I	COM	599902103	39	4210	SH	DEFINED 9
			20	2120	SH	DEFINED 3
			2039	220000	SH	DEFINED 85
			-----	-----		
			2098	226330		
MILLEA HOLDINGS INC	ADR	60032R106	23	340	SH	DEFINED 3
			-----	-----		
			23	340		

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NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN	CALL	DSCRETN	MA			
-----		-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
MILLER HERMAN INC	COM	600544100	16	525	SH	DEFINED 9							

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			568	18406	SH	DEFINED	3
			584	18931			
MILLIPORE CORP	COM	601073109	104	1827	SH	DEFINED	9
			103	1817	SH	DEFINED	85
			207	3644			
MILLS CORP	COM	601148109	164	2701	SH	DEFINED	9
			967	15900	SH	DEFINED	85
			1131	18601			
MINDSPEED TECHNOLOGIES INC	COM	602682106	3	2108	SH	DEFINED	9
			8	6591	SH	DEFINED	3
			11	8699			
MINE SAFETY APPLIANCES CO	COM	602720104	15	325	SH	DEFINED	9
			15	325			
MIPS TECHNOLOGIES INC	COM	604567107	0	27	SH	DEFINED	3
				27			
MISSION RESOURCES CORP	COM	605109107	1	100	SH	DEFINED	3
			1	100			
MITCHELLS & BUTLERS	SPONS ADR NEW	60668M207	1	126	SH	DEFINED	3
			1	126			
MITSUBISHI TOKYO FINL GROUP	SPONSORED ADR	606816106	13	1500	SH	DEFINED	9
			19	2290	SH	DEFINED	3
			32	3790			
MITTAL STEEL CO N V	NY REG SH CL A	60684P101	0	15	SH	DEFINED	9
				15			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	MA
MOBILE MINI INC	COM	60740F105	517	15000	SH	DEFINED 85
			517	15000		
MOHAWK INDS INC	COM	608190104	14	175	SH	DEFINED 9

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			14	175		
MOLINA HEALTHCARE INC	COM	60855R100	89	2000 SH	DEFINED	9
			89	2000		
MOLEX INC	COM	608554101	241	9272 SH	DEFINED	9
			160	6127 SH	DEFINED	85
			401	15399		
MOLEX INC	CL A	608554200	87	3692 SH	DEFINED	9
			25	1051 SH	DEFINED	3
			111	4743		
MOLSON COORS BREWING CO	CL B	60871R209	146	2361 SH	DEFINED	9
			81	1300 SH	DEFINED	3
			182	2937 SH	DEFINED	85
			409	6598		
MONACO COACH CORP	COM	60886R103	5	300 SH	DEFINED	9
			5	300		
MONEYGRAM INTL INC	COM	60935Y109	27	1386 SH	DEFINED	3
			27	1386		
MONSANTO CO NEW	COM	61166W101	1414	22485 SH	DEFINED	9
			13355	212425 SH	DEFINED	3
			1306	20779 SH	DEFINED	85
			16075	255689		
MONSTER WORLDWIDE INC	COM	611742107	121	4236 SH	DEFINED	9
			126	4410 SH	DEFINED	85
			248	8646		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVSTMT	DSCRETN	MA	O
MONTEREY GOURMET FOODS INC	COM	612570101	31	10000 SH	DEFINED	9			
			1320	423000 SH	DEFINED	85			
			1351	433000					
MOODYS CORP	COM	615369105	1500	33367 SH	DEFINED	9			
			485	10780 SH	DEFINED	3			
			451	10024 SH	DEFINED	85			

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				2436	54171			
MORGAN STANLEY EMER MKTS DEB	COM	61744H105	165	16557	SH	DEFINED	3	
			-----	-----				
			165	16557				
MORGAN STANLEY ASIA PAC FD I	COM	61744U106	6	453	SH	DEFINED	3	
			-----	-----				
			6	453				
MORGAN STANLEY	COM NEW	617446448	14259	271764	SH	DEFINED	9	
			18241	347646	SH	DEFINED	3	
			24558	468038	SH	DEFINED	85	
			-----	-----				
			57058	1087448				
MORGAN STANLEY INDIA INVS FD	COM	61745C105	128	4000	SH	DEFINED	9	
			35	1095	SH	DEFINED	3	
			-----	-----				
			164	5095				
MORGAN STANLEY	GOVT INCOME TR	61745P106	7	800	SH	DEFINED	9	
			-----	-----				
			7	800				
MORGAN STANLEY	MUN PREM INCOM	61745P429	87	9470	SH	DEFINED	9	
			52	5700	SH	DEFINED	3	
			-----	-----				
			140	15170				
MORGAN STANLEY	MUN INCOME III	61745P437	63	7100	SH	DEFINED	3	
			-----	-----				
			63	7100				

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	SH/ CALL	PUT/ CALL	DSCRETN	MA
			-----	-----	-----	-----	-----	-----	-----
MORGAN STANLEY	MUN INC OPP II	61745P445	111	13450	SH	DEFINED	9		
			90	11000	SH	DEFINED	3		
			-----	-----					
			201	24450					
MORGAN STANLEY	MUN INCM OPPTN	61745P452	2	200	SH	DEFINED	9		
			28	3480	SH	DEFINED	3		
			-----	-----					
			30	3680					
MORGAN STANLEY	QUALT MUN INCM	61745P734	96	6863	SH	DEFINED	3		
			-----	-----					
			96	6863					
MOSSIMO INC	COM	619696107	5	1000	SH	DEFINED	3		
			-----	-----					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/INVSTMT	DEFINITION
MOTOROLA INC	COM	620076109	16162	885109	SH	DEFINED 9
			5240	286951	SH	DEFINED 3
			29938	1639559	SH	DEFINED 85
			51340	2811619		
MOVADO GROUP INC	COM	624580106	944	50000	SH	DEFINED 85
			944	50000		
MULTI COLOR CORP	COM	625383104	4	150	SH	DEFINED 3
			4	150		
MUNIHOLDINGS N J INSD FD INC	COM	625936109	47	3000	SH	DEFINED 3
			47	3000		
MUNIASSETS FD INC	COM	62618Q106	13	979	SH	DEFINED 3
			13	979		
MUNICIPAL HIGH INCOME FD INC	COM	626214100	12	1662	SH	DEFINED 9
			12	1662		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/PRN AMT	SH/PUT/INVSTMT	DEFINITION		
MUNICIPAL MTG & EQUITY L L C	GROWTH SHS	62624B101	35	1334	SH	DEFINED 9		
			35	1334				
MUNIHOLDINGS FLA INSD FD	COM	62624W105	31	1950	SH	DEFINED 3		
			31	1950				
MUNIHANCED FD INC	COM	626243109	23	2032	SH	DEFINED 9		
			140	12132	SH	DEFINED 3		
			164	14164				
MUNIVEST FD II INC	COM	62629P105	9	557	SH	DEFINED 9		
			9	557				
MUNIVEST FD INC	COM	626295109	10	1000	SH	DEFINED 9		
			63	6248	SH	DEFINED 3		
			73	7248				

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MUNIYIELD FLA FD	COM	626297105	29 134	1942 8865	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			163	10807		
MUNIYIELD FLA INSD FD	COM	626298103	78	5002	SH	DEFINED 3
			-----	-----		
			78	5002		
MUNIYIELD FD INC	COM	626299101	67	4456	SH	DEFINED 3
			-----	-----		
			67	4456		
MUNIYIELD INSD FD INC	COM	62630E107	131 152	8625 9968	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			283	18593		
MUNIYIELD MICH INSD FD INC	COM	62630J106	386 218	24536 13872	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			604	38408		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
MUNIYIELD N J FD INC	COM	62630L101	43	2800	SH	DEFINED 3	
			-----	-----			
			43	2800			
MUNIYIELD MICH INSD FD II IN	COM	626300107	298 223	20000 14939	SH SH	DEFINED 9 DEFINED 3	
			-----	-----			
			521	34939			
MUNIYIELD QUALITY FD INC	COM	626302103	28 203	1830 13164	SH SH	DEFINED 9 DEFINED 3	
			-----	-----			
			231	14994			
MURPHY OIL CORP	COM	626717102	481 63	9200 1200	SH SH	DEFINED 9 DEFINED 3	
			-----	-----			
			543	10400			
MYERS INDS INC	COM	628464109	17	1345	SH	DEFINED 9	
			-----	-----			
			17	1345			
MYLAN LABS INC	COM	628530107	581 14 2113	30173 706 109838	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 85	
			-----	-----			

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2707 140717

MYRIAD GENETICS INC	COM	62855J104	8	500	SH	DEFINED	3
			-----	-----			
			8	500			
MYOGEN INC	COM	62856E104	2	349	SH	DEFINED	3
			-----	-----			
			2	349			
NB & T FINL GROUP INC	COM	62874M104	347	14972	SH	DEFINED	3
			-----	-----			
			347	14972			
NCI BUILDING SYS INC	COM	628852105	984	30000	SH	DEFINED	85
			-----	-----			
			984	30000			

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PAGE	157 OF	249	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA	
-----			-----	-----	-----	-----	-----	-----		
			NCO GROUP INC	COM	628858102	4	200	SH	DEFINED	3
						-----	-----			
						4	200			
			NCR CORP NEW	COM	62886E108	4452	126753	SH	DEFINED	9
						363	10331	SH	DEFINED	3
						10856	309104	SH	DEFINED	85
						-----	-----			
						15670	446188			
			NS GROUP INC	COM	628916108	51	1575	SH	DEFINED	9
						-----	-----			
						51	1575			
			NII HLDGS INC	CL B NEW	62913F201	17	265	SH	DEFINED	9
						-----	-----			
						17	265			
			NMS COMMUNICATIONS CORP	COM	629248105	0	70	SH	DEFINED	9
						-----	-----			
							70			
			NN INC	COM	629337106	3	200	SH	DEFINED	9
						-----	-----			
						3	200			
			NRG ENERGY INC	COM NEW	629377508	9	250	SH	DEFINED	9
						260	6910	SH	DEFINED	85
						-----	-----			
						269	7160			
			NTL INC DEL	COM	62940M104	34	500	SH	DEFINED	9

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		-----		-----			
		34	500				
NTL INC DEL	*W EXP 01/13/2	62940M138	0	9	SH	DEFINED	9

				9			
NUCO2 INC	COM	629428103	180	7000	SH	DEFINED	9

				180	7000		
NABI BIOPHARMACEUTICALS	COM	629519109	9	600	SH	DEFINED	3

				9	600		

				FORM 13F					
PAGE 158 OF 249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP			VALUE	SHARES/	SH/	PUT/	INVSTMT	O
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA	

NAM TAI ELECTRS INC	COM PAR \$0.02	629865205	18	800	SH	DEFINED	9		

				18	800				
NANOMETRICS INC	COM	630077105	2098	168000	SH	DEFINED	85		

				2098	168000				
NASDAQ 100 TR	UNIT SER 1	631100104	225	6126	SH	DEFINED	9		
				860	23371	SH	DEFINED	3	

				1085	29497				
NASHUA CORP	COM	631226107	0	50	SH	DEFINED	3		

					50				
NATIONAL AUSTRALIA BK LTD	SPONSORED ADR	632525408	149	1275	SH	DEFINED	9		

				149	1275				
NATIONAL ATLANTIC HLDGS CORP	COM	63253Y107	926	80000	SH	DEFINED	85		

				926	80000				
NATIONAL CITY CORP	COM	635405103	18260	535181	SH	DEFINED	9		
				8972	262955	SH	DEFINED	3	
				16	457	SH	DEFINED	8	
				9961	291931	SH	DEFINED	85	

				37209	1090524				
NATIONAL DENTEX CORP	COM	63563H109	1762	97500	SH	DEFINED	85		

				1762	97500				

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NATIONAL FUEL GAS CO N J	COM	636180101	266	9196	SH	DEFINED	9
			98	3380	SH	DEFINED	3
			-----	-----			
			364	12576			
NATIONAL GRID TRANSCO PLC	SPONSORED ADR	636274102	5	106	SH	DEFINED	3
			-----	-----			
			5	106			

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PAGE 159 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
NATIONAL HEALTH INVS INC	COM	63633D104	34	1200	SH	DEFINED	9	
			-----	-----				
			34	1200				
NATIONAL OILWELL VARCO INC	COM	637071101	2382	50100	SH	DEFINED	9	
			552	11616	SH	DEFINED	3	
			8180	172059	SH	DEFINED	85	
			-----	-----				
			11114	233775				
NATIONAL SEMICONDUCTOR CORP	COM	637640103	338	15350	SH	DEFINED	9	
			134	6102	SH	DEFINED	3	
			286	12982	SH	DEFINED	85	
			-----	-----				
			759	34434				
NATIONAL WESTMINSTER BK PLC	SPON ADR C	638539882	49	1900	SH	DEFINED	3	
			-----	-----				
			49	1900				
NATIONWIDE FINL SVCS INC	CL A	638612101	153	4038	SH	DEFINED	9	
			8	199	SH	DEFINED	3	
			-----	-----				
			161	4237				
NATIONWIDE HEALTH PPTYS INC	COM	638620104	331	14000	SH	DEFINED	9	
			-----	-----				
			331	14000				
NATUZZI S P A	ADR	63905A101	20	2440	SH	DEFINED	9	
			3	380	SH	DEFINED	3	
			1018	125000	SH	DEFINED	85	
			-----	-----				
			1040	127820				
NAVISTAR INTL CORP NEW	COM	63934E108	63	1981	SH	DEFINED	9	
			77	2403	SH	DEFINED	85	
			-----	-----				
			140	4384				

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DSCRETN		
NEUBERGER BERMAN REAL INCM F	COM	64126D106	21	980	SH		DEFINED	3	
			21	980					
NEUBERGER BERMAN RE ES SEC F	COM	64190A103	38	2600	SH		DEFINED	3	
			38	2600					
NEW GERMANY FD INC	COM	644465106	7	796	SH		DEFINED	3	
			7	796					
NEW IRELAND FUND INC	COM	645673104	26	1181	SH		DEFINED	3	
			26	1181					
NEW PLAN EXCEL RLTY TR INC	COM	648053106	503	18500	SH		DEFINED	9	
			174	6400	SH		DEFINED	3	
			677	24900					
NEW YORK CMNTY BANCORP INC	COM	649445103	56	3075	SH		DEFINED	9	
			44	2442	SH		DEFINED	3	
			100	5517					
NEW YORK TIMES CO	CL A	650111107	143	4578	SH		DEFINED	9	
			58	1857	SH		DEFINED	3	
			166	5326	SH		DEFINED	85	
			366	11761					
NEWELL RUBBERMAID INC	COM	651229106	4422	185479	SH		DEFINED	9	
			4781	200528	SH		DEFINED	3	
			1557	65324	SH		DEFINED	85	
			10760	451331					
NEWFIELD EXPL CO	COM	651290108	19	480	SH		DEFINED	9	
			19	480					
NEWMARKET CORP	COM	651587107	59	4000	SH		DEFINED	9	
			59	4000					

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PAGE 162 OF 249			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
NEWMONT MINING CORP	COM	651639106	1775	45490	SH		DEFINED	9	
			118	3030	SH		DEFINED	3	
			633	16219	SH		DEFINED	85	
			-----	-----					
			2527	64739					
NEWPORT CORP	COM	651824104	28	2000	SH		DEFINED	9	
			1	78	SH		DEFINED	3	
			-----	-----					
			29	2078					
NEWS CORP	CL A	65248E104	1407	86964	SH		DEFINED	9	
			30	1825	SH		DEFINED	3	
			1704	105342	SH		DEFINED	85	
			-----	-----					
			3141	194131					
NEWS CORP	CL B	65248E203	95	5650	SH		DEFINED	9	
			-----	-----					
			95	5650					
NEXTEL COMMUNICATIONS INC	CL A	65332V103	3655	113126	SH		DEFINED	9	
			1075	33277	SH		DEFINED	3	
			1330	41168	SH		DEFINED	85	
			-----	-----					
			6060	187571					
NEXTEL PARTNERS INC	CL A	65333F107	2415	95956	SH		DEFINED	9	
			1242	49339	SH		DEFINED	3	
			10272	408100	SH		DEFINED	85	
			-----	-----					
			13929	553395					
NICOR INC	COM	654086107	95	2300	SH		DEFINED	9	
			260	6325	SH		DEFINED	3	
			66	1612	SH		DEFINED	85	
			-----	-----					
			421	10237					
NIKE INC	CL B	654106103	596	6886	SH		DEFINED	9	
			191	2202	SH		DEFINED	3	
			727	8394	SH		DEFINED	85	
			-----	-----					
			1514	17482					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
NISOURCE INC	COM	65473P105	14417	582962	SH		DEFINED	9
			7669	310127	SH		DEFINED	3
			54	2200	SH		DEFINED	8
			6324	255735	SH		DEFINED	85
			28465	1151024				
NISSAN MOTORS	SPONSORED ADR	654744408	32	1600	SH		DEFINED	9
			32	1600				
NOKIA CORP	SPONSORED ADR	654902204	134	8041	SH		DEFINED	9
			483	29013	SH		DEFINED	3
			682	40958	SH		DEFINED	85
			1298	78012				
NOBLE ENERGY INC	COM	655044105	144	1900	SH		DEFINED	3
			144	1900				
NOMURA HLDGS INC	SPONSORED ADR	65535H208	3	289	SH		DEFINED	9
			3	289				
NORDSTROM INC	COM	655664100	17481	257191	SH		DEFINED	9
			1948	28657	SH		DEFINED	3
			24347	358206	SH		DEFINED	85
			43776	644054				
NORFOLK SOUTHERN CORP	COM	655844108	2249	72638	SH		DEFINED	9
			894	28882	SH		DEFINED	3
			468	15122	SH		DEFINED	85
			3611	116642				
NORSK HYDRO A S	SPONSORED ADR	656531605	9	100	SH		DEFINED	3
			9	100				
NORTEL NETWORKS CORP NEW	COM	656568102	43	16595	SH		DEFINED	9
			34	12870	SH		DEFINED	3
			3	1000	SH		DEFINED	8
			80	30465				

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA
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NORTH EUROPEAN OIL RTY TR	SH BEN INT	659310106	9	307	SH	DEFINED	3
			-----	-----			
			9	307			
NORTH FORK BANCORPORATION NY	COM	659424105	52801	1879718	SH	DEFINED	9
			10602	377436	SH	DEFINED	3
			17	607	SH	DEFINED	8
			5999	213577	SH	DEFINED	85
			-----	-----			
			69420	2471338			
NORTHEAST UTILS	COM	664397106	49	2350	SH	DEFINED	9
			82	3919	SH	DEFINED	3
			-----	-----			
			131	6269			
NORTHERN BORDER PARTNERS L P	UNIT LTD PARTN	664785102	30	600	SH	DEFINED	9
			226	4600	SH	DEFINED	3
			-----	-----			
			256	5200			
NORTHERN TR CORP	COM	665859104	21040	461511	SH	DEFINED	9
			5663	124209	SH	DEFINED	3
			38	825	SH	DEFINED	8
			20262	444431	SH	DEFINED	85
			-----	-----			
			47002	1030976			
NORTHFIELD LABS INC	COM	666135108	23	1638	SH	DEFINED	3
			-----	-----			
			23	1638			
NORTHROP GRUMMAN CORP	COM	666807102	888	16079	SH	DEFINED	9
			426	7705	SH	DEFINED	3
			727	13163	SH	DEFINED	85
			-----	-----			
			2041	36947			
NORTHWEST NAT GAS CO	COM	667655104	14	375	SH	DEFINED	3
			-----	-----			
			14	375			
NORTHWEST PIPE CO	COM	667746101	140	6000	SH	DEFINED	9
			977	42000	SH	DEFINED	85
			-----	-----			
			1116	48000			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	SH/ CALL DCRETN	MA	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
NOVAGOLD RES INC	COM NEW	66987E206	101	13250	SH	DEFINED	9		

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			101	13250		
NOVARTIS A G	SPONSORED ADR	66987V109	386	8128 SH	DEFINED	9
			309	6508 SH	DEFINED	3
			198	4166 SH	DEFINED	85
			892	18802		
NOVASTAR FINL INC	COM	669947400	78	2000 SH	DEFINED	9
			78	2000		
NOVELIS INC	COM	67000X106	2	90 SH	DEFINED	3
			2	90		
NOVELL INC	COM	670006105	142	22830 SH	DEFINED	9
			5	840 SH	DEFINED	3
			1791	288868 SH	DEFINED	85
			1938	312538		
NOVELLUS SYS INC	COM	670008101	104	4208 SH	DEFINED	9
			5	190 SH	DEFINED	3
			126	5108 SH	DEFINED	85
			235	9506		
NOVO-NORDISK A S	ADR	670100205	66	1300 SH	DEFINED	9
			178	3500 SH	DEFINED	3
			245	4800		
NSTAR	COM	67019E107	31	1000 SH	DEFINED	9
			218	7066 SH	DEFINED	3
			249	8066		
NUCOR CORP	COM	670346105	252	5519 SH	DEFINED	9
			204	4468 SH	DEFINED	3
			266	5838 SH	DEFINED	85
			722	15825		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	
NUVEEN INSD PREM INCOME MUN	COM	6706D8104	5	399 SH	DEFINED	9			
			244	17857 SH	DEFINED	3			
			249	18256					

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NUVEEN EQTY PRM OPPORTUNITYF	COM	6706EM102	99	5000	SH	DEFINED	3
			99	5000			
NUVEEN DIVERSIFIED DIV INCM	COM	6706EP105	46	3000	SH	DEFINED	3
			46	3000			
NUVEEN PREM INCOME MUN FD 4	COM	6706K4105	14	1070	SH	DEFINED	9
			19	1500	SH	DEFINED	3
			32	2570			
NUVEEN PA PREM INCOME MUN FD	COM	67061F101	35	2297	SH	DEFINED	9
			35	2297			
NUVEEN SELECT MAT MUN FD	SH BEN INT	67061T101	61	6250	SH	DEFINED	3
			61	6250			
NUVEEN INVT QUALITY MUN FD I	COM	67062E103	166	10946	SH	DEFINED	3
			166	10946			
NUVEEN SELECT TAX FREE INCM	SH BEN INT	67062F100	206	14634	SH	DEFINED	3
			206	14634			
NUVEEN MUN ADVANTAGE FD INC	COM	67062H106	67	4300	SH	DEFINED	9
			100	6372	SH	DEFINED	3
			167	10672			
NUVEEN MUN INCOME FD INC	COM	67062J102	52	4878	SH	DEFINED	3
			52	4878			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
NUVEEN INSD QUALITY MUN FD I	COM	67062N103	33	2050	SH	DEFINED	9
			138	8600	SH	DEFINED	3
			171	10650			
NUVEEN PERFORMANCE PLUS MUN	COM	67062P108	76	5050	SH	DEFINED	3
			76	5050			
NUVEEN PREM INCOME MUN FD	COM	67062T100	3	200	SH	DEFINED	9
			345	24015	SH	DEFINED	3

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			348	24215			
NUVEEN MUN MKT OPPORTUNITY F	COM	67062W103	93	6242 SH	DEFINED	9	
			271	18191 SH	DEFINED	3	
			-----	-----			
			365	24433			
NUVEEN N Y INVT QUALITY MUN	COM	67062X101	7	461 SH	DEFINED	9	
			-----	-----			
			7	461			
NUVEEN SELECT TAX FREE INCM	SH BEN INT	67063C106	155	11410 SH	DEFINED	3	
			-----	-----			
			155	11410			
NUVEEN PREM INCOME MUN FD 2	COM	67063W102	178	12085 SH	DEFINED	3	
			-----	-----			
			178	12085			
NUVEEN SELECT TAX FREE INCM	SH BEN INT	67063X100	49	3697 SH	DEFINED	3	
			-----	-----			
			49	3697			
NUVEEN INS FL TX FR ADV MUN	COM	670655109	190	13333 SH	DEFINED	3	
			-----	-----			
			190	13333			
NVIDIA CORP	COM	67066G104	220	8232 SH	DEFINED	9	
			162	6073 SH	DEFINED	85	
			-----	-----			
			382	14305			

				FORM 13F					
PAGE	168 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
NUVEEN DIVID ADVANTAGE MUN F	COM	67066V101	25	1600 SH	DEFINED	9			
			34	2200 SH	DEFINED	3			
			-----	-----					
			59	3800					
NUVEEN MUN HIGH INC OPP FD	COM	670682103	282	18000 SH	DEFINED	3			
			-----	-----					
			282	18000					
NUVEEN OH DIV ADVANTAGE MUN	COM	67070C107	61	3800 SH	DEFINED	9			
			-----	-----					
			61	3800					
NUVEEN DIV ADVANTAGE MUN FD	COM	67070F100	93	5800 SH	DEFINED	3			
			-----	-----					
			93	5800					
NUVEEN OH DIV ADV MUNI FD 2	COM SH BEN INT	67070R104	22	1400 SH	DEFINED	9			

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		-----		-----			
		22	1400				
NUVEEN MI DIV ADV MUNI FD	COM SH BEN INT	67070W103	27	1667	SH	DEFINED	3
		-----	-----				
		27	1667				
NUVEEN REAL ESTATE INCOME FD	COM	67071B108	41	2000	SH	DEFINED	3
		-----	-----				
		41	2000				
NUVEEN QUALITY PFD INCOME FD	COM	67071S101	270	19318	SH	DEFINED	9
		-----	-----				
		20	1400	SH	DEFINED	3	
		-----	-----				
		290	20718				
NUVEEN QUALITY PFD INCOME FD	COM	67072C105	244	16881	SH	DEFINED	3
		-----	-----				
		244	16881				
NUVEEN FLOATING RATE INCOME	COM	67072T108	61	4495	SH	DEFINED	9
		-----	-----				
		61	4495				
NUVEEN PFD & CONV INC FD	COM	67073B106	91	6800	SH	DEFINED	3
		-----	-----				
		91	6800				

		FORM 13F					
PAGE	169 OF 249	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/ PUT/	INVSTMT
NAME OF ISSUER		TITLE OF CLASS	CUSIP	(X\$1000)	PRN AMT	PRN CALL	DSCRETN
-----		-----	-----	-----	-----	-----	-----
NUVEEN PFD & CONV INCOME FD	COM SHS	67073D102	17	1335	SH	DEFINED	9
		-----	-----				
		17	1300	SH	DEFINED	3	
		-----	-----				
		34	2635				
OGE ENERGY CORP	COM	670837103	35	1200	SH	DEFINED	9
		-----	-----				
		120	4140	SH	DEFINED	3	
		-----	-----				
		155	5340				
OM GROUP INC	COM	670872100	41	1650	SH	DEFINED	3
		-----	-----				
		41	1650				
NUVEEN INVTS INC	CL A	67090F106	11	300	SH	DEFINED	9
		-----	-----				
		92	2450	SH	DEFINED	3	
		-----	-----				
		103	2750				
NUVEEN MUN VALUE FD INC	COM	670928100	75	7799	SH	DEFINED	9
		-----	-----				
		445	46267	SH	DEFINED	3	
		-----	-----				

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			520	54066				
NUVEEN FLA INVT QUALITY MUN	COM	670970102	19	1230	SH	DEFINED	3	
			-----	-----				
			19	1230				
NUVEEN SELECT QUALITY MUN FD	COM	670973106	131	8600	SH	DEFINED	3	
			-----	-----				
			131	8600				
NUVEEN QUALITY INCOME MUN FD	COM	670977107	9	637	SH	DEFINED	9	
			170	11743	SH	DEFINED	3	
			-----	-----				
			179	12380				
NUVEEN FLA QUALITY INCOME MU	COM	670978105	151	9861	SH	DEFINED	3	
			-----	-----				
			151	9861				
NUVEEN MICH QUALITY INCOME M	COM	670979103	426	26465	SH	DEFINED	9	
			1525	94733	SH	DEFINED	3	
			-----	-----				
			1951	121198				

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PAGE 170 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
NUVEEN OHIO QUALITY INCOME M	COM	670980101	780	45422	SH	DEFINED	9		
			9	535	SH	DEFINED	3		
			-----	-----					
			790	45957					
NUVEEN INSD MUN OPPORTUNITY	COM	670984103	52	3350	SH	DEFINED	9		
			539	34552	SH	DEFINED	3		
			-----	-----					
			591	37902					
NUVEEN NY QUALITY INCM MUN F	COM	670986108	8	523	SH	DEFINED	9		
			-----	-----					
			8	523					
NUVEEN PREMIER INSD MUN INCO	COM	670987106	16	1000	SH	DEFINED	9		
			-----	-----					
			16	1000					
NUVEEN NJ PREM INCOME MUN FD	COM	67101N106	33	2096	SH	DEFINED	3		
			-----	-----					
			33	2096					
NUVEEN MICH PREM INCOME MUN	COM	67101Q109	753	48908	SH	DEFINED	3		
			-----	-----					
			753	48908					

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NUVEEN INSD FLA PREM INCOME	COM	67101V108	2	100	SH	DEFINED	3
			-----	-----			
			2	100			
OSI PHARMACEUTICALS INC	COM	671040103	24	590	SH	DEFINED	9
			20	500	SH	DEFINED	3
			-----	-----			
			45	1090			
OSI SYSTEMS INC	COM	671044105	172	10900	SH	DEFINED	9
			2290	145000	SH	DEFINED	85
			-----	-----			
			2462	155900			
OAK HILL FINL INC	COM	671337103	26	875	SH	DEFINED	9
			-----	-----			
			26	875			

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PAGE	171 OF	249	NAME OF REPORTING MANAGER:		FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA

OCCIDENTAL PETE CORP DEL	COM	674599105	1200	15601	SH	DEFINED	9		
			806	10473	SH	DEFINED	3		
			2064	26824	SH	DEFINED	85		
			-----	-----					
			4069	52898					
OCTEL CORP	COM	675727101	77	4250	SH	DEFINED	3		
			-----	-----					
			77	4250					
ODYSSEY HEALTHCARE INC	COM	67611V101	4	285	SH	DEFINED	9		
			443	30700	SH	DEFINED	85		
			-----	-----					
			447	30985					
ODYSSEY MARINE EXPLORATION I	COM	676118102	5	1000	SH	DEFINED	9		
			-----	-----					
			5	1000					
ODYSSEY RE HLDGS CORP	COM	67612W108	17	675	SH	DEFINED	9		
			-----	-----					
			17	675					
OFFICEMAX INC DEL	COM	67622P101	63	2125	SH	DEFINED	9		
			79	2643	SH	DEFINED	85		
			-----	-----					
			142	4768					
OFFICE DEPOT INC	COM	676220106	13053	571497	SH	DEFINED	9		
			679	29750	SH	DEFINED	3		
			22165	970428	SH	DEFINED	85		
			-----	-----					

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35897 1571675

OHIO CAS CORP	COM	677240103	39	1600	SH	DEFINED	9
			-----	-----			
			39	1600			
OLD NATL BANCORP IND	COM	680033107	1926	89980	SH	DEFINED	3
			-----	-----			
			1926	89980			
OLD REP INTL CORP	COM	680223104	69	2745	SH	DEFINED	9
			65	2578	SH	DEFINED	3
			-----	-----			
			135	5323			

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NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
OLD SECOND BANCORP INC ILL	COM	680277100	2573	88444	SH	DEFINED	3
			-----	-----			
			2573	88444			
OLIN CORP	COM PAR \$1	680665205	2	105	SH	DEFINED	9
			4	200	SH	DEFINED	3
			-----	-----			
			6	305			
OLYMPIC STEEL INC	COM	68162K106	67	5000	SH	DEFINED	9
			1005	75514	SH	DEFINED	85
			-----	-----			
			1072	80514			
OMNICARE INC	COM	681904108	121	2845	SH	DEFINED	9
			1057	24905	SH	DEFINED	3
			-----	-----			
			1177	27750			
OMNICOM GROUP INC	COM	681919106	27584	345406	SH	DEFINED	9
			9902	123996	SH	DEFINED	3
			32	400	SH	DEFINED	8
			3048	38167	SH	DEFINED	85
			-----	-----			
			40566	507969			
OMEGA HEALTHCARE INVS INC	COM	681936100	13	1000	SH	DEFINED	3
			257	20000	SH	DEFINED	85
			-----	-----			
			270	21000			
OMNOVA SOLUTIONS INC	COM	682129101	1	120	SH	DEFINED	9
			2	360	SH	DEFINED	3
			-----	-----			
			2	480			

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ON ASSIGNMENT INC	COM	682159108	1609	323000	SH	DEFINED 85
			-----	-----		
			1609	323000		
ONEOK INC NEW	COM	682680103	163	5000	SH	DEFINED 9
			-----	-----		
			163	5000		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	MA
			-----	-----	-----	-----	-----
ONYX PHARMACEUTICALS INC	COM	683399109	0	16	SH	DEFINED 9	
			-----	-----			
				16			
OPENWAVE SYS INC	COM NEW	683718308	35	2113	SH	DEFINED 9	
			97	5935	SH	DEFINED 3	
			2624	160000	SH	DEFINED 85	
			-----	-----			
			2756	168048			
OPSWARE INC	COM	68383A101	1	200	SH	DEFINED 9	
			-----	-----			
				1	200		
ORACLE CORP	COM	68389X105	26652	2019099	SH	DEFINED 9	
			3875	293568	SH	DEFINED 3	
			32	2415	SH	DEFINED 8	
			20782	1574397	SH	DEFINED 85	
			-----	-----			
			51341	3889479			
OPPENHEIMER MULTI-SECTOR INC	SH BEN INT	683933105	29	3000	SH	DEFINED 3	
			-----	-----			
			29	3000			
OPTION CARE INC	COM	683948103	26	1875	SH	DEFINED 3	
			-----	-----			
			26	1875			
ORASURE TECHNOLOGIES INC	COM	68554V108	17	1700	SH	DEFINED 9	
			49	4926	SH	DEFINED 3	
			2856	286218	SH	DEFINED 85	
			-----	-----			
			2923	292844			
OREGON STL MLS INC	COM	686079104	951	55245	SH	DEFINED 85	
			-----	-----			
			951	55245			
O REILLY AUTOMOTIVE INC	COM	686091109	109	3650	SH	DEFINED 3	
			-----	-----			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DSCRETN		
ORTHOLOGIC CORP	COM	68750J107	0	100	SH		DEFINED	9	
			379	98000	SH		DEFINED	85	
			380	98100					
OSHKOSH B GOSH INC	CL A	688222207	151	5800	SH		DEFINED	3	
			151	5800					
OSHKOSH TRUCK CORP	COM	688239201	20	250	SH		DEFINED	9	
			70	900	SH		DEFINED	3	
			90	1150					
OSTEOTECH INC	COM	688582105	116	31500	SH		DEFINED	9	
			18	5000	SH		DEFINED	85	
			134	36500					
OTTER TAIL CORP	COM	689648103	77	2800	SH		DEFINED	3	
			77	2800					
OUTBACK STEAKHOUSE INC	COM	689899102	122	2700	SH		DEFINED	9	
			9	200	SH		DEFINED	3	
			131	2900					
OVERLAND STORAGE INC	COM	690310107	620	65000	SH		DEFINED	85	
			620	65000					
OVERSEAS SHIPHOLDING GROUP I	COM	690368105	1	12	SH		DEFINED	9	
			1	12					
OWENS ILL INC	COM NEW	690768403	13	525	SH		DEFINED	9	
			3	102	SH		DEFINED	3	
			74	2960	SH		DEFINED	85	
			90	3587					
OWENS ILL INC	PFD CONV \$.01	690768502	20	500	SH		DEFINED	9	
			20	500					

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			FORM 13F						
PAGE 175 OF 249			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
P A M TRANSN SVCS INC	COM	693149106	841	50000	SH		DEFINED	85	
			841	50000					
PG&E CORP	COM	69331C108	470	12532	SH		DEFINED	9	
			91	2430	SH		DEFINED	3	
			838	22333	SH		DEFINED	85	
			1400	37295					
PHH CORP	COM NEW	693320202	13	510	SH		DEFINED	9	
			5	207	SH		DEFINED	3	
			18	717					
P F CHANGS CHINA BISTRO INC	COM	69333Y108	1	20	SH		DEFINED	9	
			1	20					
PICO HLDGS INC	COM NEW	693366205	7	250	SH		DEFINED	9	
			7	250					
PLX TECHNOLOGY INC	COM	693417107	1	96	SH		DEFINED	9	
			559	55000	SH		DEFINED	85	
			560	55096					
PMC-SIERRA INC	COM	69344F106	54	5826	SH		DEFINED	9	
			61	6575	SH		DEFINED	85	
			116	12401					
PMI GROUP INC	COM	69344M101	36	925	SH		DEFINED	9	
			36	925					
PNC FINL SVCS GROUP INC	COM	693475105	5009	91973	SH		DEFINED	9	
			447	8212	SH		DEFINED	3	
			562	10327	SH		DEFINED	85	
			6018	110512					
PNM RES INC	COM	69349H107	74	2580	SH		DEFINED	3	
			74	2580					

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			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
PPG INDS INC	COM	693506107	6591	105026	SH		DEFINED	9	
			872	13902	SH		DEFINED	3	
			1159	18460	SH		DEFINED	85	
			-----	-----					
			8622	137388					
PPL CORP	COM	69351T106	416	7008	SH		DEFINED	9	
			186	3140	SH		DEFINED	3	
			410	6910	SH		DEFINED	85	
			-----	-----					
			1013	17058					
PACCAR INC	COM	693718108	447	6579	SH		DEFINED	9	
			17	250	SH		DEFINED	3	
			432	6346	SH		DEFINED	85	
			-----	-----					
			896	13175					
PACHOLDER HIGH YIELD FD INC	COM	693742108	191	20202	SH		DEFINED	9	
			18	1909	SH		DEFINED	3	
			-----	-----					
			209	22111					
PACIFIC SUNWEAR CALIF INC	COM	694873100	7	300	SH		DEFINED	9	
			-----	-----					
			7	300					
PACIFICARE HEALTH SYS DEL	COM	695112102	29	400	SH		DEFINED	9	
			-----	-----					
			29	400					
PACKAGING CORP AMER	COM	695156109	4	200	SH		DEFINED	9	
			-----	-----					
			4	200					
PACTIV CORP	COM	695257105	127	5876	SH		DEFINED	9	
			28	1300	SH		DEFINED	3	
			117	5423	SH		DEFINED	85	
			-----	-----					
			272	12599					
PALL CORP	COM	696429307	1271	41873	SH		DEFINED	9	
			102	3359	SH		DEFINED	3	
			4995	164531	SH		DEFINED	85	
			-----	-----					
			6368	209763					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
PALMONE INC	COM	69713P107	1	34	SH		DEFINED	9
			5	165	SH		DEFINED	3
			6	199				
PALMSOURCE INC	COM	697154102	0	8	SH		DEFINED	9
			0	47	SH		DEFINED	3
				55				
PAN PACIFIC RETAIL PPTYS INC	COM	69806L104	56	850	SH		DEFINED	9
			231	3485	SH		DEFINED	3
			288	4335				
PANERA BREAD CO	CL A	69840W108	36	575	SH		DEFINED	9
			87	1404	SH		DEFINED	3
			123	1979				
PAPA JOHNS INTL INC	COM	698813102	6	150	SH		DEFINED	9
			4	100	SH		DEFINED	3
			10	250				
PARAMETRIC TECHNOLOGY CORP	COM	699173100	102	16038	SH		DEFINED	9
			122	19070	SH		DEFINED	3
			5295	830008	SH		DEFINED	85
			5519	865116				
PAREXEL INTL CORP	COM	699462107	396	20000	SH		DEFINED	85
			396	20000				
PARK NATL CORP	COM	700658107	2014	18228	SH		DEFINED	9
			2014	18228				
PARKER DRILLING CO	COM	701081101	1	100	SH		DEFINED	9
			46	6500	SH		DEFINED	3
			46	6600				

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
PARKER HANNIFIN CORP	COM	701094104	5748	92696	SH		DEFINED	9	
			6702	108077	SH		DEFINED	3	

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			18458	297666	SH	DEFINED	85
			-----	-----			
			30908	498439			
PARLEX CORP	COM	701630105	15	2550	SH	DEFINED	9
			-----	-----			
			15	2550			
PARTNERS TR FINL GROUP INC N	COM	70213F102	1	74	SH	DEFINED	3
			-----	-----			
			1	74			
PATTERSON COMPANIES INC	COM	703395103	87	1925	SH	DEFINED	9
			1256	27875	SH	DEFINED	3
			-----	-----			
			1343	29800			
PATTERSON UTI ENERGY INC	COM	703481101	26	950	SH	DEFINED	9
			-----	-----			
			26	950			
PAXAR CORP	COM	704227107	62	3500	SH	DEFINED	3
			-----	-----			
			62	3500			
PAYCHEX INC	COM	704326107	5783	177842	SH	DEFINED	9
			569	17504	SH	DEFINED	3
			426	13094	SH	DEFINED	85
			-----	-----			
			6778	208440			
PAYLESS SHOESOURCE INC	COM	704379106	79	4095	SH	DEFINED	9
			22	1122	SH	DEFINED	3
			7738	403000	SH	DEFINED	85
			-----	-----			
			7838	408217			
PEABODY ENERGY CORP	COM	704549104	107	2060	SH	DEFINED	9
			44	850	SH	DEFINED	3
			-----	-----			
			151	2910			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVTMT DCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
PECO II INC	COM	705221109	1	1000	SH	DEFINED	3	
			-----	-----				
			1	1000				
PEMSTAR INC	COM	706552106	160	160000	SH	DEFINED	85	
			-----	-----				
			160	160000				

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PENGROWTH ENERGY TR	TRUST UNIT A	706902301	28	1250	SH	DEFINED	9
			11	500	SH	DEFINED	3
			-----	-----			
			39	1750			
PENN VA RESOURCES PARTNERS L	COM	707884102	182	3800	SH	DEFINED	9
			-----	-----			
			182	3800			
PENNEY J C INC	COM	708160106	924	17581	SH	DEFINED	9
			442	8412	SH	DEFINED	3
			3427	65185	SH	DEFINED	85
			-----	-----			
			4794	91178			
PENNSYLVANIA RL ESTATE INVT	SH BEN INT	709102107	60	1256	SH	DEFINED	9
			-----	-----			
			60	1256			
PENTAIR INC	COM	709631105	34	800	SH	DEFINED	9
			-----	-----			
			34	800			
PEOPLES BANCORP INC	COM	709789101	1109	41461	SH	DEFINED	9
			-----	-----			
			1109	41461			
PEOPLES ENERGY CORP	COM	711030106	131	3023	SH	DEFINED	9
			515	11840	SH	DEFINED	3
			60	1389	SH	DEFINED	85
			-----	-----			
			706	16252			
PEPCO HOLDINGS INC	COM	713291102	2115	88336	SH	DEFINED	9
			321	13396	SH	DEFINED	3
			3950	165000	SH	DEFINED	85
			-----	-----			
			6386	266732			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
PEPSI BOTTLING GROUP INC	COM	713409100	169	5895	SH	DEFINED	9		
			2	55	SH	DEFINED	3		
			207	7224	SH	DEFINED	85		
			-----	-----					
			377	13174					
PEPSIAMERICAS INC	COM	71343P200	37	1445	SH	DEFINED	9		
			10	400	SH	DEFINED	3		
			1699	66200	SH	DEFINED	85		
			-----	-----					
			1746	68045					

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PEPSICO INC	COM	713448108	114409	2121434	SH	DEFINED	9
			28776	533576	SH	DEFINED	3
			240	4451	SH	DEFINED	8
			7305	135448	SH	DEFINED	85
			-----	-----			
			150730	2794909			
PERCEPTRON INC	COM	71361F100	68	10000	SH	DEFINED	9
			599	88213	SH	DEFINED	85
			-----	-----			
			667	98213			
PERFORMANCE FOOD GROUP CO	COM	713755106	36	1200	SH	DEFINED	9
			3954	130900	SH	DEFINED	85
			-----	-----			
			3991	132100			
PERKINELMER INC	COM	714046109	501	26517	SH	DEFINED	9
			91	4800	SH	DEFINED	3
			89	4727	SH	DEFINED	85
			-----	-----			
			681	36044			
PERRIGO CO	COM	714290103	10021	718853	SH	DEFINED	3
			-----	-----			
			10021	718853			
PETROCHINA CO LTD	SPONSORED ADR	71646E100	84	1150	SH	DEFINED	9
			118	1600	SH	DEFINED	3
			-----	-----			
			202	2750			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL	DSCRETN		MA

PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V101	15	320	SH		DEFINED	3	
			-----	-----					
			15	320					
PETROLEO BRASILEIRO SA PETRO	SPONSORED ADR	71654V408	5	100	SH		DEFINED	9	
			-----	-----					
			5	100					
PETROLEUM & RES CORP	COM	716549100	130	4328	SH		DEFINED	3	
			-----	-----					
			130	4328					
PETSMART INC	COM	716768106	9	300	SH		DEFINED	9	
			-----	-----					
			9	300					
PFIZER INC	COM	717081103	90727	3289600	SH		DEFINED	9	

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			89308	3238141	SH	DEFINED	3
			137	4973	SH	DEFINED	8
			19605	710850	SH	DEFINED	85
			-----	-----			
			199778	7243564			
PHARMACOPEIA DRUG DISCVRY IN	COM	7171EP101	365	90000	SH	DEFINED	85
			-----	-----			
			365	90000			
PHARMACEUTICAL PROD DEV INC	COM	717124101	26	550	SH	DEFINED	3
			-----	-----			
			26	550			
PHARMION CORP	COM	71715B409	0	15	SH	DEFINED	9
			7	287	SH	DEFINED	3
			-----	-----			
			7	302			
PHELPS DODGE CORP	COM	717265102	301	3255	SH	DEFINED	9
			220	2379	SH	DEFINED	3
			683	7388	SH	DEFINED	85
			-----	-----			
			1205	13022			
PHOENIX COS INC NEW	COM	71902E109	266	22369	SH	DEFINED	9
			39	3290	SH	DEFINED	3
			-----	-----			
			305	25659			

		FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
PHOTRONICS INC	COM	719405102	24	1020	SH	DEFINED	9	
			3734	160000	SH	DEFINED	85	
			-----	-----				
			3758	161020				
PIEDMONT NAT GAS INC	COM	720186105	24	1000	SH	DEFINED	9	
			170	7064	SH	DEFINED	3	
			-----	-----				
			194	8064				
PIER 1 IMPORTS INC	COM	720279108	10	705	SH	DEFINED	9	
			3	180	SH	DEFINED	3	
			851	60000	SH	DEFINED	85	
			-----	-----				
			864	60885				
PILGRIMS PRIDE CORP	COM	721467108	2	55	SH	DEFINED	3	
			-----	-----				
			2	55				

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PIMCO MUNICIPAL INCOME FD	COM	72200R107	413	26135	SH	DEFINED	3
			-----	-----			
			413	26135			
PIMCO MUN INCOME FD II	COM	72200W106	5	317	SH	DEFINED	9
			117	7566	SH	DEFINED	3
			-----	-----			
			122	7883			
PIMCO STRATEGIC GBL GOV FD I	COM	72200X104	51	4200	SH	DEFINED	3
			-----	-----			
			51	4200			
PIMCO MUN INCOME FD III	COM	72201A103	107	7000	SH	DEFINED	3
			-----	-----			
			107	7000			
PIMCO CORPORATE OPP FD	COM	72201B101	23	1334	SH	DEFINED	3
			-----	-----			
			23	1334			
PIMCO GLOBAL STOCKSPLS INCM	COM	722011103	63	2500	SH	DEFINED	3
			-----	-----			
			63	2500			

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PAGE	183 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
PINNACLE FINL PARTNERS INC	COM	72346Q104	72	3000	SH		DEFINED	3	
			108	4500	SH		DEFINED	8	
			-----	-----					
			180	7500					
PINNACLE WEST CAP CORP	COM	723484101	131	2958	SH		DEFINED	9	
			148	3330	SH		DEFINED	3	
			165	3713	SH		DEFINED	85	
			-----	-----					
			445	10001					
PIONEER INTREST SHS	COM	723703104	1039	90700	SH		DEFINED	85	
			-----	-----					
			1039	90700					
PIONEER NAT RES CO	COM	723787107	17	400	SH		DEFINED	9	
			-----	-----					
			17	400					
PIONEER TAX ADVNTAGE BALANC	COM	72388R101	22	1667	SH		DEFINED	9	
			-----	-----					
			22	1667					
PIPER JAFFRAY COS	COM	724078100	188	6176	SH		DEFINED	9	
			66	2163	SH		DEFINED	3	

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			2066	67900	SH	DEFINED	85
			-----	-----			
			2320	76239			
PITNEY BOWES INC	COM	724479100	9108	209129	SH	DEFINED	9
			959	22030	SH	DEFINED	3
			367	8434	SH	DEFINED	85
			-----	-----			
			10434	239593			
PLACER DOME INC	COM	725906101	26	1710	SH	DEFINED	3
			-----	-----			
			26	1710			
PLAINS ALL AMERN PIPELINE L	UNIT LTD PARTN	726503105	2	50	SH	DEFINED	3
			-----	-----			
			2	50			
PLAINS EXPL& PRODTN CO	COM	726505100	4	100	SH	DEFINED	8
			-----	-----			
			4	100			

				FORM 13F					
PAGE 184 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			
-----	-----	-----	-----	-----	-----	-----	-----	-----	
PLANAR SYS INC	COM	726900103	882	120000	SH	DEFINED	85		
			-----	-----					
			882	120000					
PLANTRONICS INC NEW	COM	727493108	66	1810	SH	DEFINED	3		
			-----	-----					
			66	1810					
PLATO LEARNING INC	COM	72764Y100	37	5000	SH	DEFINED	9		
			1808	245000	SH	DEFINED	85		
			-----	-----					
			1845	250000					
PLUG POWER INC	COM	72919P103	2	300	SH	DEFINED	3		
			-----	-----					
			2	300					
PLUM CREEK TIMBER CO INC	COM	729251108	321	8837	SH	DEFINED	9		
			408	11226	SH	DEFINED	3		
			2059	56716	SH	DEFINED	85		
			-----	-----					
			2787	76779					
POGO PRODUCING CO	COM	730448107	2	35	SH	DEFINED	3		
			-----	-----					
			2	35					
POLARIS INDS INC	COM	731068102	10	176	SH	DEFINED	9		

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			124	2290	SH	DEFINED	3
			-----	-----			
			133	2466			
POLO RALPH LAUREN CORP	CL A	731572103	2017	46781	SH	DEFINED	9
			1904	44161	SH	DEFINED	3
			8725	202400	SH	DEFINED	85
			-----	-----			
			12646	293342			
POLYCOM INC	COM	73172K104	3	200	SH	DEFINED	3
			-----	-----			
			3	200			
POLYMEDICA CORP	COM	731738100	53	1500	SH	DEFINED	9
			-----	-----			
			53	1500			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	O MA	
			-----	-----	-----	-----	-----	
POLYONE CORP	COM	73179P106	21	3100	SH	DEFINED	9	
			2542	384000	SH	DEFINED	85	
			-----	-----				
			2563	387100				
POORE BROS INC	COM	732813100	447	100000	SH	DEFINED	85	
			-----	-----				
			447	100000				
POPULAR INC	COM	733174106	12	490	SH	DEFINED	9	
			-----	-----				
			12	490				
POST PPTYS INC	COM	737464107	8	211	SH	DEFINED	3	
			-----	-----				
			8	211				
POWELL INDS INC	COM	739128106	2547	135000	SH	DEFINED	85	
			-----	-----				
			2547	135000				
POWERSHARES ETF TRUST	GOLDEN DRG USX	73935X401	27	2000	SH	DEFINED	9	
			-----	-----				
			27	2000				
PRAXAIR INC	COM	74005P104	26990	579177	SH	DEFINED	9	
			13377	287050	SH	DEFINED	3	
			26	560	SH	DEFINED	8	
			2032	43613	SH	DEFINED	85	
			-----	-----				
			42425	910400				

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PRECISION CASTPARTS CORP	COM	740189105	16	200	SH	DEFINED	9
			-----	-----			
			16	200			
PREMCOR INC	COM	74045Q104	6	85	SH	DEFINED	9
			-----	-----			
			6	85			
PRESSTEK INC	COM	741113104	16	1450	SH	DEFINED	9
			-----	-----			
			16	1450			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
PRICE T ROWE GROUP INC	COM	74144T108	8512	135973	SH	DEFINED	9	
			3198	51080	SH	DEFINED	3	
			8966	143222	SH	DEFINED	85	
			-----	-----				
			20675	330275				
PRIDE INTL INC DEL	COM	74153Q102	23	900	SH	DEFINED	9	
			-----	-----				
			23	900				
PRINCETON NATL BANCORP INC	COM	742282106	13	425	SH	DEFINED	9	
			-----	-----				
			13	425				
PRINCIPAL FINANCIAL GROUP IN	COM	74251V102	599	14290	SH	DEFINED	9	
			230	5499	SH	DEFINED	3	
			459	10944	SH	DEFINED	85	
			-----	-----				
			1288	30733				
PRIORITY HEALTHCARE CORP	CL B	74264T102	33	1320	SH	DEFINED	9	
			4032	159000	SH	DEFINED	85	
			-----	-----				
			4066	160320				
PROASSURANCE CORP	COM	74267C106	32	775	SH	DEFINED	3	
			-----	-----				
			32	775				
PROCTER & GAMBLE CO	COM	742718109	763581	14475458	SH	DEFINED	9	
			56531	1071674	SH	DEFINED	3	
			61	1155	SH	DEFINED	8	
			7573	143556	SH	DEFINED	85	
			-----	-----				
			827745	15691843				
PROGRESS ENERGY INC	COM	743263105	918	20285	SH	DEFINED	9	
			526	11620	SH	DEFINED	3	

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			408	9027	SH	DEFINED	85
			-----	-----			
			1852	40932			
PROGRESS SOFTWARE CORP	COM	743312100	2	63	SH	DEFINED	3
			2368	78533	SH	DEFINED	85
			-----	-----			
			2370	78596			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT DSCRETN	MA	
-----			-----				
PROGRESSIVE CORP OHIO	COM	743315103	1577	15961	SH	DEFINED	9
			527	5330	SH	DEFINED	3
			1587	16062	SH	DEFINED	85
			-----	-----			
			3691	37353			
PROLOGIS	SH BEN INT	743410102	272	6765	SH	DEFINED	9
			1509	37496	SH	DEFINED	3
			1156	28719	SH	DEFINED	85
			-----	-----			
			2937	72980			
PROSPECT STR HIGH INCOME PTF	COM NEW	743586406	1	382	SH	DEFINED	9
			-----	-----			
			1	382			
PROSPECT STREET INCOME SHS I	COM	743590101	22	3594	SH	DEFINED	3
			-----	-----			
			22	3594			
PROTECTIVE LIFE CORP	COM	743674103	26	610	SH	DEFINED	9
			-----	-----			
			26	610			
PROTEIN DESIGN LABS INC	COM	74369L103	10	500	SH	DEFINED	9
			-----	-----			
			10	500			
PROVIDENT ENERGY TR	TR UNIT	74386K104	35	3300	SH	DEFINED	3
			-----	-----			
			35	3300			
PROVIDENT FINL HLDGS INC	COM	743868101	139	4956	SH	DEFINED	9
			-----	-----			
			139	4956			
PROVIDIAN FINL CORP	COM	74406A102	241	13651	SH	DEFINED	9
			932	52886	SH	DEFINED	3
			189	10710	SH	DEFINED	85
			-----	-----			
			1362	77247			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN		
PRUDENTIAL FINL INC	COM	744320102	6723	102388	SH		DEFINED	9	
			1594	24284	SH		DEFINED	3	
			4720	71887	SH		DEFINED	85	
			-----	-----					
			13037	198559					
PT INDOSAT TBK	SPONSORED ADR	744383100	14	500	SH		DEFINED	9	
			1714	60000	SH		DEFINED	85	
			-----	-----					
			1728	60500					
PSYCHIATRIC SOLUTIONS INC	COM	74439H108	40	815	SH		DEFINED	9	
			105	2150	SH		DEFINED	3	
			3994	82000	SH		DEFINED	85	
			-----	-----					
			4139	84965					
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	567	9326	SH		DEFINED	9	
			80	1320	SH		DEFINED	3	
			530	8709	SH		DEFINED	85	
			-----	-----					
			1177	19355					
PUBLIC STORAGE INC	COM	74460D109	11	180	SH		DEFINED	9	
			25	400	SH		DEFINED	3	
			-----	-----					
			37	580					
PUBLIC STORAGE INC	COM A DP1/1000	74460D729	14	500	SH		DEFINED	3	
			425	15000	SH		DEFINED	85	
			-----	-----					
			439	15500					
PUGET ENERGY INC NEW	COM	745310102	65	2800	SH		DEFINED	3	
			-----	-----					
			65	2800					
PULTE HOMES INC	COM	745867101	855	10144	SH		DEFINED	9	
			1745	20710	SH		DEFINED	3	
			365	4329	SH		DEFINED	85	
			-----	-----					
			2964	35183					
PUTNAM HIGH INCOME BOND FD	SH BEN INT	746779107	8	1000	SH		DEFINED	9	
			-----	-----					
			8	1000					

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP									
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN					
PUTNAM HIGH YIELD MUN TR	SH BEN INT	746781103	24	3400	SH	DEFINED	9				
			36	5000	SH					DEFINED	3
			60	8400							
PUTNAM MANAGED MUN INCOM TR	COM	746823103	26	3300	SH	DEFINED	9				
			293	37539	SH					DEFINED	3
			319	40839							
PUTNAM PREMIER INCOME TR	SH BEN INT	746853100	16	2439	SH	DEFINED	9				
			60	9348	SH					DEFINED	3
			76	11787							
PUTNAM MASTER INTER INCOME T	SH BEN INT	746909100	378	58400	SH	DEFINED	3				
			378	58400							
PUTNAM TAX FREE HEALTH CARE	SH BEN INT	746920107	19	1500	SH	DEFINED	9				
			25	2000	SH					DEFINED	3
			43	3500							
PUTNAM MUN OPPORTUNITIES TR	SH BEN INT	746922103	48	4000	SH	DEFINED	3				
			48	4000							
QLT INC	COM	746927102	6	600	SH	DEFINED	9				
			6	600							
QLOGIC CORP	COM	747277101	569	18434	SH	DEFINED	9				
			391	12660	SH					DEFINED	3
			9	300	SH					DEFINED	8
			104	3356	SH					DEFINED	85
			1073	34750							
QSOUND LABS INC	COM NEW	74728C307	0	125	SH	DEFINED	3				
				125							
QUAKER FABRIC CORP NEW	COM	747399103	544	133000	SH	DEFINED	85				
			544	133000							

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
QUALCOMM INC	COM	747525103	2060	62393	SH		DEFINED	9	
			1286	38957	SH		DEFINED	3	
			1985	60134	SH		DEFINED	85	
			-----	-----					
			5331	161484					
QUALITY SYS INC	COM	747582104	2	50	SH		DEFINED	3	
			-----	-----					
			2	50					
QUANTUM FUEL SYS TECH WORLDW	COM	74765E109	5	1000	SH		DEFINED	9	
			-----	-----					
			5	1000					
QUEST DIAGNOSTICS INC	COM	74834L100	454	8528	SH		DEFINED	9	
			64	1200	SH		DEFINED	3	
			355	6670	SH		DEFINED	85	
			-----	-----					
			874	16398					
QUESTAR CORP	COM	748356102	13631	206838	SH		DEFINED	9	
			4363	66209	SH		DEFINED	3	
			3	50	SH		DEFINED	8	
			-----	-----					
			17997	273097					
QUICKSILVER RESOURCES INC	COM	74837R104	2	25	SH		DEFINED	3	
			-----	-----					
			2	25					
QUIKSILVER INC	COM	74838C106	34	2146	SH		DEFINED	9	
			91	5688	SH		DEFINED	3	
			3356	210000	SH		DEFINED	85	
			-----	-----					
			3481	217834					
QWEST COMMUNICATIONS INTL IN	COM	749121109	238	64165	SH		DEFINED	9	
			45	12198	SH		DEFINED	3	
			442	119173	SH		DEFINED	85	
			-----	-----					
			725	195536					
RAIT INVT TR	COM	749227104	165	5520	SH		DEFINED	9	
			13	425	SH		DEFINED	3	
			-----	-----					
			178	5945					

			FORM 13F						
PAGE 191 OF 249			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	PRN CALL	DSCRETN	MA
RCM TECHNOLOGIES INC	COM NEW	749360400	4	1000	SH		DEFINED	3
			4	1000				
RC2 CORP	COM	749388104	42	1110	SH		DEFINED	9
			110	2932	SH		DEFINED	3
			3908	104028	SH		DEFINED	85
			4060	108070				
R H DONNELLEY CORP	COM NEW	74955W307	10	160	SH		DEFINED	9
			36	579	SH		DEFINED	3
			46	739				
RPM INTL INC	COM	749685103	4044	221486	SH		DEFINED	9
			1202	65818	SH		DEFINED	3
			5246	287304				
RTI INTL METALS INC	COM	74973W107	942	30000	SH		DEFINED	85
			942	30000				
RADIAN GROUP INC	COM	750236101	30	625	SH		DEFINED	9
			36	770	SH		DEFINED	3
			66	1395				
RADIO ONE INC	CL A	75040P108	45	3525	SH		DEFINED	3
			45	3525				
RADIOSHACK CORP	COM	750438103	136	5857	SH		DEFINED	9
			106	4570	SH		DEFINED	3
			134	5790	SH		DEFINED	85
			376	16217				
RAE SYS INC	COM	75061P102	6	2000	SH		DEFINED	9
			6	2000				
RAMBUS INC DEL	COM	750917106	7	500	SH		DEFINED	3
			7	500				

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NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA

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RAMCO-GERSHENSON PPTYS TR	COM SH BEN INT	751452202	29	1000 SH	DEFINED 9
			-----	-----	
			29	1000	
RANGE RES CORP	COM	75281A109	25	935 SH	DEFINED 9
			67	2492 SH	DEFINED 3
			2529	94000 SH	DEFINED 85
			-----	-----	
			2621	97427	
RARE HOSPITALITY INTL INC	COM	753820109	6	200 SH	DEFINED 9
			-----	-----	
			6	200	
RAYMOND JAMES FINANCIAL INC	COM	754730109	38	1350 SH	DEFINED 9
			53	1885 SH	DEFINED 3
			1133	40100 SH	DEFINED 85
			-----	-----	
			1224	43335	
RAYONIER INC	COM	754907103	57	1078 SH	DEFINED 9
			53	1000 SH	DEFINED 3
			-----	-----	
			110	2078	
RAYTHEON CO	COM NEW	755111507	2664	68095 SH	DEFINED 9
			1629	41647 SH	DEFINED 3
			648	16555 SH	DEFINED 85
			-----	-----	
			4941	126297	
READERS DIGEST ASSN INC	COM	755267101	23	1416 SH	DEFINED 9
			-----	-----	
			23	1416	
REALTY INCOME CORP	COM	756109104	73	2930 SH	DEFINED 3
			-----	-----	
			73	2930	
RED HAT INC	COM	756577102	17	1275 SH	DEFINED 9
			9	700 SH	DEFINED 3
			-----	-----	
			26	1975	

		FORM 13F							
PAGE 193 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
REDWOOD TR INC	COM	758075402	57	1100 SH			DEFINED 3		
			-----	-----					
			57	1100					
REEBOK INTL LTD	COM	758110100	86	2062 SH			DEFINED 9		

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			86	2047	SH	DEFINED	85
			-----	-----			
			172	4109			
REGAL BELOIT CORP	COM	758750103	6	200	SH	DEFINED	3
			-----	-----			
			6	200			
REGAL ENTMT GROUP	CL A	758766109	32	1675	SH	DEFINED	9
			-----	-----			
			32	1675			
REGENT COMMUNICATIONS INC DE	COM	758865109	23	4000	SH	DEFINED	9
			-----	-----			
			23	4000			
REGIS CORP MINN	COM	758932107	16	400	SH	DEFINED	9
			-----	-----			
			16	400			
REGIONAL BK HOLDRS TR	DEPOSITRY RCPT	75902E100	13	100	SH	DEFINED	9
			-----	-----			
			13	100			
REGIONS FINANCIAL CORP NEW	COM	7591EP100	3916	115593	SH	DEFINED	9
			170	5030	SH	DEFINED	3
			5	150	SH	DEFINED	8
			575	16975	SH	DEFINED	85
			-----	-----			
			4667	137748			
REGISTER COM INC	COM	75914G101	392	52219	SH	DEFINED	85
			-----	-----			
			392	52219			
RELIANT ENERGY INC	COM	75952B105	29	2369	SH	DEFINED	9
			49	3993	SH	DEFINED	3
			-----	-----			
			79	6362			

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PAGE 194 OF 249 NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP

NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA
RENAL CARE GROUP INC	COM	759930100	3	63	SH		DEFINED	3
			-----	-----				
			3	63				
REPSOL YPF S A	SPONSORED ADR	76026T205	188	7486	SH		DEFINED	3
			-----	-----				
			188	7486				
REPUBLIC BANCORP INC	COM	760282103	486	32462	SH		DEFINED	3
			-----	-----				

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			486	32462		
REPUBLIC SVCS INC	COM	760759100	217	6034 SH	DEFINED	85
			-----	-----		
			217	6034		
RESMED INC	COM	761152107	15	225 SH	DEFINED	9
			7	100 SH	DEFINED	3
			-----	-----		
			21	325		
RESPIRONICS INC	COM	761230101	1418	39276 SH	DEFINED	9
			105	2902 SH	DEFINED	3
			3526	97646 SH	DEFINED	85
			-----	-----		
			5049	139824		
RETAIL VENTURES INC	COM	76128Y102	10	700 SH	DEFINED	9
			-----	-----		
			10	700		
REUNION INDS INC	COM	761312107	0	15 SH	DEFINED	9
			-----	-----		
				15		
REUTERS GROUP PLC	SPONSORED ADR	76132M102	15	346 SH	DEFINED	3
			-----	-----		
			15	346		
REWARDS NETWORK INC	COM	761557107	864	160000 SH	DEFINED	85
			-----	-----		
			864	160000		
REYNOLDS & REYNOLDS CO	CL A	761695105	15	563 SH	DEFINED	3
			-----	-----		
			15	563		

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PAGE	195 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA

	REYNOLDS AMERICAN INC	COM	761713106	357	4534 SH	DEFINED	9		
				97	1235 SH	DEFINED	3		
				335	4255 SH	DEFINED	85		
				-----	-----				
				790	10024				
	RIGEL PHARMACEUTICALS INC	COM NEW	766559603	1	56 SH	DEFINED	9		
				-----	-----				
				1	56				
	RIO TINTO PLC	SPONSORED ADR	767204100	113	930 SH	DEFINED	9		
				-----	-----				
				113	930				

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RITE AID CORP	COM	767754104	1	292	SH	DEFINED	9
			42	10100	SH	DEFINED	3
			43	10392			
ROBERT HALF INTL INC	COM	770323103	130	5222	SH	DEFINED	9
			1	40	SH	DEFINED	3
			147	5882	SH	DEFINED	85
			278	11144			
ROCKFORD CORP	COM	77316P101	46	12500	SH	DEFINED	9
			1073	290000	SH	DEFINED	85
			1119	302500			
ROCKWELL AUTOMATION INC	COM	773903109	22657	465149	SH	DEFINED	9
			2433	49956	SH	DEFINED	3
			78	1600	SH	DEFINED	8
			17608	361493	SH	DEFINED	85
			42777	878198			
ROCKWELL COLLINS INC	COM	774341101	610	12788	SH	DEFINED	9
			1351	28325	SH	DEFINED	3
			311	6518	SH	DEFINED	85
			2271	47631			

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				NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA		
ROCKY SHOES & BOOTS INC	COM	774830103	94	3000	SH	DEFINED	9			
			2344	75000	SH	DEFINED	85			
			2437	78000						
ROFIN SINAR TECHNOLOGIES INC	COM	775043102	7	200	SH	DEFINED	9			
			7	200						
ROHM & HAAS CO	COM	775371107	646	13949	SH	DEFINED	9			
			41	884	SH	DEFINED	3			
			830	17904	SH	DEFINED	85			
			1517	32737						
ROSS STORES INC	COM	778296103	25	850	SH	DEFINED	9			
			12	432	SH	DEFINED	3			
			37	1282						

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ROWAN COS INC	COM	779382100	124	4157	SH	DEFINED	9
			16	555	SH	DEFINED	3
			116	3918	SH	DEFINED	85
			-----	-----			
			256	8630			
ROWE COS	COM	779528108	479	114100	SH	DEFINED	85
			-----	-----			
			479	114100			
ROYAL BK SCOTLAND GROUP PLC	SP ADR L RP PF	780097788	49	2000	SH	DEFINED	3
			-----	-----			
			49	2000			
ROYAL BK SCOTLAND GROUP PLC	SP ADR PEF M	780097796	10	400	SH	DEFINED	9
			-----	-----			
			10	400			
ROYAL BK SCOTLAND GROUP PLC	SP ADR PEF J	780097853	8	300	SH	DEFINED	9
			-----	-----			
			8	300			
ROYAL BK SCOTLAND GROUP PLC	SP ADR I PRF I	780097861	50	1920	SH	DEFINED	3
			-----	-----			
			50	1920			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
ROYAL BK SCOTLAND GROUP PLC	SPON ADR SER H	780097879	21	800	SH	DEFINED	9
			-----	-----			
			21	800			
ROYAL BK SCOTLAND GROUP PLC	SPON ADR PRF G	780097887	10	400	SH	DEFINED	9
			-----	-----			
			10	400			
ROYAL DUTCH PETE CO	NY REG EUR .56	780257804	30241	465967	SH	DEFINED	9
			20757	319836	SH	DEFINED	3
			26	400	SH	DEFINED	8
			26338	405827	SH	DEFINED	85
			-----	-----			
			77363	1192030			
ROYAL KPN NV	SPONSORED ADR	780641205	3	412	SH	DEFINED	9
			-----	-----			
			3	412			
ROYCE VALUE TR INC	COM	780910105	65	3427	SH	DEFINED	9
			-----	-----			
			65	3427			
RUBY TUESDAY INC	COM	781182100	518	20012	SH	DEFINED	9

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			5	200	SH	DEFINED	3
			-----	-----			
			523	20212			
RURBAN FINL CORP	COM	78176P108	12	920	SH	DEFINED	3
			-----	-----			
			12	920			
RUSS BERRIE & CO	COM	782233100	13	1000	SH	DEFINED	9
			833	65000	SH	DEFINED	85
			-----	-----			
			845	66000			
RYANS RESTAURANT GROUP INC	COM	783520109	1	60	SH	DEFINED	3
			-----	-----			
			1	60			
RYDER SYS INC	COM	783549108	80	2185	SH	DEFINED	9
			86	2342	SH	DEFINED	85
			-----	-----			
			166	4527			

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PAGE	198 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
RYDEX ETF TRUST	S&P 500 EQ TRD	78355W106	484	3103	SH		DEFINED	3	
			-----	-----					
			484	3103					
RYERSON TULL INC NEW	COM	78375P107	2	120	SH		DEFINED	3	
			-----	-----					
			2	120					
RYLAND GROUP INC	COM	783764103	34	450	SH		DEFINED	9	
			-----	-----					
			34	450					
SBC COMMUNICATIONS INC	COM	78387G103	13116	552233	SH		DEFINED	9	
			8843	372318	SH		DEFINED	3	
			17	700	SH		DEFINED	8	
			2883	121378	SH		DEFINED	85	
			-----	-----					
			24858	1046629					
SCI SYS INC	NOTE 3.000% 3	783890AF3	658	7000	SH		DEFINED	3	
			-----	-----					
			658	7000					
SEI INVESTMENTS CO	COM	784117103	2	65	SH		DEFINED	9	
			41	1100	SH		DEFINED	3	
			-----	-----					
			44	1165					

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SEMCO ENERGY INC	COM	78412D109	25	4209	SH	DEFINED	3
			-----	-----			
			25	4209			
SFBC INTL INC	COM	784121105	29	758	SH	DEFINED	9
			78	2014	SH	DEFINED	3
			2959	76600	SH	DEFINED	85
			-----	-----			
			3066	79372			
SI INTL INC	COM	78427V102	35	1165	SH	DEFINED	9
			92	3081	SH	DEFINED	3
			3595	120000	SH	DEFINED	85
			-----	-----			
			3722	124246			

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PAGE 199 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ INVTMT DISCRETN	O MA	
-----			-----					-----
SJW CORP	COM	784305104	37	792	SH	DEFINED	3	
			-----	-----				
			37	792				
SL GREEN RLTY CORP	COM	78440X101	97	1500	SH	DEFINED	9	
			-----	-----				
			97	1500				
SLM CORP	COM	78442P106	814	16021	SH	DEFINED	9	
			5	107	SH	DEFINED	3	
			780	15348	SH	DEFINED	85	
			-----	-----				
			1599	31476				
SPDR TR	UNIT SER 1	78462F103	11681	98013	SH	DEFINED	9	
			7447	62483	SH	DEFINED	3	
			203	1700	SH	DEFINED	8	
			-----	-----				
			19331	162196				
SPX CORP	COM	784635104	66	1430	SH	DEFINED	9	
			94	2050	SH	DEFINED	3	
			-----	-----				
			160	3480				
SABA SOFTWARE INC	COM NEW	784932600	5	1000	SH	DEFINED	3	
			-----	-----				
			5	1000				
S Y BANCORP INC	COM	785060104	18	800	SH	DEFINED	9	
			483	21144	SH	DEFINED	3	
			-----	-----				
			501	21944				

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SABINE ROYALTY TR	UNIT BEN INT	785688102	106	2500	SH	DEFINED 9
			-----	-----		
			106	2500		
SABRE HLDGS CORP	CL A	785905100	87	4377	SH	DEFINED 9
			788	39486	SH	DEFINED 85
			-----	-----		
			875	43863		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DSCRETN	MA	
				-----	-----	-----	-----	
SAFECO CORP	COM	786429100	244	4489	SH	DEFINED 9		
			253	4647	SH	DEFINED 85		
			-----	-----				
			496	9136				
SAFEGUARD SCIENTIFICS INC	COM	786449108	32	25000	SH	DEFINED 9		
			646	505000	SH	DEFINED 85		
			-----	-----				
			678	530000				
SAFENET INC	COM	78645R107	1107	32500	SH	DEFINED 85		
			-----	-----				
			1107	32500				
SAFEWAY INC	COM NEW	786514208	4069	180137	SH	DEFINED 9		
			3447	152570	SH	DEFINED 3		
			16639	736584	SH	DEFINED 85		
			-----	-----				
			24155	1069291				
ST JOE CO	COM	790148100	93	1142	SH	DEFINED 9		
			171	2100	SH	DEFINED 3		
			-----	-----				
			264	3242				
ST JOSEPH CAP CORP	COM	790595102	55	1570	SH	DEFINED 3		
			-----	-----				
			55	1570				
ST JUDE MED INC	COM	790849103	525	12048	SH	DEFINED 9		
			30	690	SH	DEFINED 3		
			575	13187	SH	DEFINED 85		
			-----	-----				
			1131	25925				
ST PAUL TRAVELERS INC	COM	792860108	998	25247	SH	DEFINED 9		
			245	6208	SH	DEFINED 3		
			983	24878	SH	DEFINED 85		
			-----	-----				
			2227	56333				

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN			
SANOFI AVENTIS	SPONSORED ADR	80105N105	78	1913	SH		DEFINED	9	
			307	7501	SH		DEFINED	3	
			386	9414					
SAP AKTIENGESELLSCHAFT	SPONSORED ADR	803054204	65	1500	SH		DEFINED	9	
			45	1045	SH		DEFINED	3	
			110	2545					
SAPIENT CORP	COM	803062108	1	64	SH		DEFINED	9	
			1166	147060	SH		DEFINED	85	
			1167	147124					
SARA LEE CORP	COM	803111103	8506	429359	SH		DEFINED	9	
			3640	183764	SH		DEFINED	3	
			15	750	SH		DEFINED	8	
			571	28841	SH		DEFINED	85	
			12732	642714					
SATYAM COMPUTER SERVICES LTD	ADR	804098101	26	1000	SH		DEFINED	3	
			26	1000					
SAUCONY INC	CL A	804120103	780	34000	SH		DEFINED	85	
			780	34000					
SCANA CORP NEW	COM	80589M102	98	2300	SH		DEFINED	9	
			97	2273	SH		DEFINED	3	
			195	4573					
SCHEIN HENRY INC	COM	806407102	18851	454019	SH		DEFINED	9	
			1184	28512	SH		DEFINED	3	
			26519	638700	SH		DEFINED	85	
			46554	1121231					
SCHERING A G	SPONSORED ADR	806585204	3	46	SH		DEFINED	9	
			11	175	SH		DEFINED	3	
			14	221					

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			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
SCHERING PLOUGH CORP	COM	806605101	8822	462829	SH		DEFINED	9	
			1730	90754	SH		DEFINED	3	
			4553	238893	SH		DEFINED	85	
			-----	-----					
			15105	792476					
SCHLUMBERGER LTD	COM	806857108	32789	431779	SH		DEFINED	9	
			8585	113048	SH		DEFINED	3	
			25	325	SH		DEFINED	8	
			19295	254088	SH		DEFINED	85	
			-----	-----					
			60694	799240					
SCHNITZER STL INDS	CL A	806882106	36	1500	SH		DEFINED	9	
			-----	-----					
			36	1500					
SCHULMAN A INC	COM	808194104	984	55000	SH		DEFINED	3	
			-----	-----					
			984	55000					
SCHWAB CHARLES CORP NEW	COM	808513105	580	51402	SH		DEFINED	9	
			31	2722	SH		DEFINED	3	
			3293	291945	SH		DEFINED	85	
			-----	-----					
			3904	346069					
SCHWEITZER-MAUDUIT INTL INC	COM	808541106	7	240	SH		DEFINED	3	
			-----	-----					
			7	240					
SCIENTIFIC ATLANTA INC	COM	808655104	1884	56616	SH		DEFINED	9	
			7759	233217	SH		DEFINED	3	
			7175	215656	SH		DEFINED	85	
			-----	-----					
			16818	505489					
SCIENTIFIC GAMES CORP	CL A	80874P109	1570	58315	SH		DEFINED	9	
			1431	53124	SH		DEFINED	3	
			7441	276300	SH		DEFINED	85	
			-----	-----					
			10442	387739					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	

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SCOTTISH PWR PLC	SPON ADR FINAL	81013T705	29	822 SH	DEFINED 9
			126	3540 SH	DEFINED 3
			-----	-----	
			155	4362	
SCOTTS MIRACLE GRO CO	CL A	810186106	21	290 SH	DEFINED 9
			21	300 SH	DEFINED 3
			-----	-----	
			42	590	
SCRIPPS E W CO OHIO	CL A	811054204	2782	57000 SH	DEFINED 9
			312	6400 SH	DEFINED 3
			-----	-----	
			3094	63400	
SCS TRANSN INC	COM	81111T102	610	34279 SH	DEFINED 9
			73	4083 SH	DEFINED 3
			2919	164000 SH	DEFINED 85
			-----	-----	
			3602	202362	
SCUDDER GLOBAL HIGH INCOME F	COM	81115E101	29	3799 SH	DEFINED 9
			-----	-----	
			29	3799	
SCUDDER MUN INCOME TR	COM SH BEN INT	81118R604	261	20212 SH	DEFINED 9
			64	4955 SH	DEFINED 3
			-----	-----	
			325	25167	
SCUDDER RREEF REAL EST FD II	COM	81119R108	17	1000 SH	DEFINED 9
			-----	-----	
			17	1000	
SEA CONTAINERS LTD	CL A	811371707	112	7000 SH	DEFINED 9
			11	700 SH	DEFINED 3
			2635	165000 SH	DEFINED 85
			-----	-----	
			2758	172700	
SEACOR HOLDINGS INC	COM	811904101	32	500 SH	DEFINED 9
			-----	-----	
			32	500	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DISCRETN	INVSTMT	O	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
SEALED AIR CORP NEW	COM	81211K100	176	3527 SH			DEFINED 9		
			29	588 SH			DEFINED 3		
			152	3053 SH			DEFINED 85		
			-----	-----					

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			357	7168		
SEARS HLDGS CORP	COM	812350106	650	4337 SH	DEFINED	9
			1881	12553 SH	DEFINED	3
			563	3756 SH	DEFINED	85
			-----	-----		
			3094	20646		
SELECT SECTOR SPDR TR	SBI MATERIALS	81369Y100	5	170 SH	DEFINED	3
			-----	-----		
			5	170		
SELECT SECTOR SPDR TR	SBI HEALTHCARE	81369Y209	6	200 SH	DEFINED	3
			-----	-----		
			6	200		
SELECT SECTOR SPDR TR	SBI CONS STPLS	81369Y308	9	400 SH	DEFINED	3
			-----	-----		
			9	400		
SELECT SECTOR SPDR TR	SBI CONS DISCR	81369Y407	7	200 SH	DEFINED	3
			-----	-----		
			7	200		
SELECT SECTOR SPDR TR	SBI INT-ENERGY	81369Y506	13	300 SH	DEFINED	3
			-----	-----		
			13	300		
SELECT SECTOR SPDR TR	SBI INT-TECH	81369Y803	18	928 SH	DEFINED	3
			-----	-----		
			18	928		
SELECT SECTOR SPDR TR	SBI INT-UTILS	81369Y886	189	6000 SH	DEFINED	9
			6	178 SH	DEFINED	3
			-----	-----		
			195	6178		
SEEBEYOND TECHNOLOGIES CORP	COM	815704101	209	50000 SH	DEFINED	85
			-----	-----		
			209	50000		

		FORM 13F							
PAGE 206 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
SELIGMAN SELECT MUN FD INC	COM	816344105	7	665 SH			DEFINED	3	
			-----	-----					
			7	665					
SEMICONDUCTOR HLDRS TR	DEP RCPT	816636203	10	300 SH			DEFINED	9	
			-----	-----					
			10	300					
SEMPRA ENERGY	COM	816851109	425	10292 SH			DEFINED	9	

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			335	8101	SH	DEFINED	3
			359	8696	SH	DEFINED	85
			-----	-----			
			1119	27089			
SENIOR HSG PPTYS TR	SH BEN INT	81721M109	32	1700	SH	DEFINED	9
			-----	-----			
			32	1700			
SENSIENT TECHNOLOGIES CORP	COM	81725T100	63	3036	SH	DEFINED	3
			-----	-----			
			63	3036			
SEPRACOR INC	COM	817315104	27	450	SH	DEFINED	9
			12	200	SH	DEFINED	3
			1650	27500	SH	DEFINED	85
			-----	-----			
			1689	28150			
SEQUA CORPORATION	CL A	817320104	3	50	SH	DEFINED	3
			-----	-----			
			3	50			
SEROLOGICALS CORP	COM	817523103	773	36368	SH	DEFINED	9
			53	2506	SH	DEFINED	3
			2143	100850	SH	DEFINED	85
			-----	-----			
			2969	139724			
SERVICE CORP INTL	COM	817565104	41	5075	SH	DEFINED	9
			9	1110	SH	DEFINED	3
			3850	480000	SH	DEFINED	85
			-----	-----			
			3899	486185			

		FORM 13F						
PAGE 207 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
SERVICEMASTER CO	COM	81760N109	532	39725	SH	DEFINED	9	
			249	18550	SH	DEFINED	3	
			-----	-----				
			781	58275				
SHELL TRANS & TRADING PLC	ADR NY SHS NEW	822703609	35	600	SH	DEFINED	9	
			190	3269	SH	DEFINED	3	
			-----	-----				
			225	3869				
SHERWIN WILLIAMS CO	COM	824348106	5153	109420	SH	DEFINED	9	
			1233	26191	SH	DEFINED	3	
			2863	60803	SH	DEFINED	85	
			-----	-----				
			9249	196414				

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SHINHAN FINANCIAL GROUP CO L	SPN ADR RESTRD	824596100	209	3984	SH	DEFINED	3
			-----	-----			
			209	3984			
SHURGARD STORAGE CTRS INC	COM	82567D104	24	525	SH	DEFINED	9
			92	2000	SH	DEFINED	3
			-----	-----			
			116	2525			
SIEBEL SYS INC	COM	826170102	190	21341	SH	DEFINED	9
			31	3435	SH	DEFINED	3
			167	18810	SH	DEFINED	85
			-----	-----			
			388	43586			
SIEMENS A G	SPONSORED ADR	826197501	80	1104	SH	DEFINED	9
			159	2195	SH	DEFINED	3
			-----	-----			
			240	3299			
SIERRA PAC RES NEW	COM	826428104	5	374	SH	DEFINED	3
			-----	-----			
			5	374			
SIGMA ALDRICH CORP	COM	826552101	273	4871	SH	DEFINED	9
			1514	27019	SH	DEFINED	3
			141	2515	SH	DEFINED	85
			-----	-----			
			1928	34405			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O	MA	

SILICON GRAPHICS INC	COM	827056102	0	200	SH	DEFINED	3		
			-----	-----					
				200					
SILICON STORAGE TECHNOLOGY I	COM	827057100	4	1000	SH	DEFINED	9		
			-----	-----					
				4	1000				
SIMON PPTY GROUP INC NEW	COM	828806109	34652	478019	SH	DEFINED	9		
			3479	47998	SH	DEFINED	3		
			3051	42085	SH	DEFINED	85		
			-----	-----					
				41182	568102				
SIRIUS SATELLITE RADIO INC	COM	82966U103	229	35300	SH	DEFINED	9		
			57	8871	SH	DEFINED	3		
			-----	-----					
				286	44171				

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SKECHERS U S A INC	CL A	830566105	2752	193000	SH	DEFINED	85
			-----	-----			
			2752	193000			
SKY FINL GROUP INC	COM	83080P103	667	23664	SH	DEFINED	9
			28	1000	SH	DEFINED	3
			-----	-----			
			695	24664			
SKYWORKS SOLUTIONS INC	COM	83088M102	15	2089	SH	DEFINED	9
			88	11922	SH	DEFINED	3
			-----	-----			
			103	14011			
SMITHFIELD FOODS INC	COM	832248108	25	900	SH	DEFINED	9
			1	30	SH	DEFINED	3
			-----	-----			
			25	930			
SMUCKER J M CO	COM NEW	832696405	2158	45963	SH	DEFINED	9
			202	4311	SH	DEFINED	3
			-----	-----			
			2360	50274			

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PAGE 209 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	MA	MA	MA	MA
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
SMURFIT-STONE CONTAINER CORP	COM	832727101	16	1550	SH	DEFINED	9		
			2	201	SH	DEFINED	3		
			-----	-----					
			18	1751					
SNAP ON INC	COM	833034101	611	17803	SH	DEFINED	9		
			37	1090	SH	DEFINED	3		
			1102	32117	SH	DEFINED	85		
			-----	-----					
			1750	51010					
SODEXHO ALLIANCE SA	SPONSORED ADR	833792104	4	130	SH	DEFINED	9		
			-----	-----					
			4	130					
SOLECTRON CORP	COM	834182107	131	34519	SH	DEFINED	9		
			102	26950	SH	DEFINED	3		
			134	35481	SH	DEFINED	85		
			-----	-----					
			367	96950					
SONICWALL INC	COM	835470105	11	2000	SH	DEFINED	9		
			2452	455000	SH	DEFINED	85		
			-----	-----					
			2463	457000					

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SONOCO PRODS CO	COM	835495102	354 3	13362 125	SH SH	DEFINED 9 DEFINED 3
			-----	-----		
			357	13487		
SONOSITE INC	COM	83568G104	0	6	SH	DEFINED 3
			-----	-----		
				6		
SONY CORP	ADR NEW	835699307	99 158 661	2875 4582 19196	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 85
			-----	-----		
			918	26653		
SONUS NETWORKS INC	COM	835916107	0	100	SH	DEFINED 9
			-----	-----		
				100		

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PAGE	210 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP					
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
SOURCE CAP INC	COM	836144105	19	272	SH	DEFINED 3		
			-----	-----				
			19	272				
SOUTH FINL GROUP INC	COM	837841105	1494 1256	52569 44200	SH SH	DEFINED 9 DEFINED 85		
			-----	-----				
			2750	96769				
SOUTHCOAST FINANCIAL CORP	COM	84129R100	897	36300	SH	DEFINED 85		
			-----	-----				
			897	36300				
SOUTHERN CO	COM	842587107	4789 3186 260 1458	138117 91895 7498 42042	SH SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8 DEFINED 85		
			-----	-----				
			9692	279552				
SOUTHWEST AIRLS CO	COM	844741108	352 190 375	25239 13630 26919	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 85		
			-----	-----				
			916	65788				
SOVEREIGN BANCORP INC	COM	845905108	290 306	12969 13694	SH SH	DEFINED 9 DEFINED 85		
			-----	-----				
			596	26663				

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SPARTAN MTRS INC	COM	846819100	11	1000	SH	DEFINED	9
			-----	-----			
			11	1000			
SPARTAN STORES INC	COM	846822104	94	6400	SH	DEFINED	3
			-----	-----			
			94	6400			
SPECTRASITE INC	COM	84761M104	22	300	SH	DEFINED	9
			-----	-----			
			22	300			
SPORTS AUTH INC NEW	COM	84917U109	1	47	SH	DEFINED	3
			-----	-----			
			1	47			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT DSCRETN	O MA
-----			-----					-----
SPRINT CORP	COM FON	852061100	3897	155337	SH	DEFINED	9	
			486	19388	SH	DEFINED	3	
			30	1200	SH	DEFINED	8	
			1355	54003	SH	DEFINED	85	
			-----	-----				
			5769	229928				
STAAR SURGICAL CO	COM PAR \$0.01	852312305	4	850	SH	DEFINED	9	
			-----	-----				
			4	850				
STAGE STORES INC	COM NEW	85254C305	28	648	SH	DEFINED	9	
			75	1730	SH	DEFINED	3	
			2788	63951	SH	DEFINED	85	
			-----	-----				
			2892	66329				
STAMPS COM INC	COM NEW	852857200	19	1000	SH	DEFINED	3	
			-----	-----				
			19	1000				
STANCORP FINL GROUP INC	COM	852891100	27	350	SH	DEFINED	9	
			-----	-----				
			27	350				
STANDARD PAC CORP NEW	COM	85375C101	26	300	SH	DEFINED	9	
			7	75	SH	DEFINED	3	
			-----	-----				
			33	375				
STANDARD REGISTER CO	COM	853887107	81844	5176734	SH	DEFINED	9	
			10	610	SH	DEFINED	3	
			8284	524000	SH	DEFINED	85	
			-----	-----				

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90138 5701344

STANLEY WKS	COM	854616109	143	3141	SH	DEFINED	9
			28	620	SH	DEFINED	3
			3541	77747	SH	DEFINED	85
			-----	-----			
			3712	81508			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA

STAPLES INC	COM	855030102	676	31742	SH	DEFINED	9
			856	40192	SH	DEFINED	3
			578	27144	SH	DEFINED	85
			-----	-----			
			2109	99078			
STARBUCKS CORP	COM	855244109	1005	19463	SH	DEFINED	9
			1169	22621	SH	DEFINED	3
			737	14269	SH	DEFINED	85
			-----	-----			
			2911	56353			
STARWOOD HOTELS&RESORTS WRLD	PAIRED CTF	85590A203	531	9068	SH	DEFINED	9
			455	7763	SH	DEFINED	85
			-----	-----			
			986	16831			
STATE FINL SVCS CORP	CL A	856855101	92	2285	SH	DEFINED	3
			-----	-----			
			92	2285			
STATE STR CORP	COM	857477103	1214	25161	SH	DEFINED	9
			575	11911	SH	DEFINED	3
			588	12187	SH	DEFINED	85
			-----	-----			
			2377	49259			
STATION CASINOS INC	COM	857689103	9488	142898	SH	DEFINED	9
			2292	34512	SH	DEFINED	3
			23492	353800	SH	DEFINED	85
			-----	-----			
			35272	531210			
STATOIL ASA	SPONSORED ADR	85771P102	2	100	SH	DEFINED	9
			41	2000	SH	DEFINED	3
			-----	-----			
			43	2100			
STEAK N SHAKE CO	COM	857873103	45	2400	SH	DEFINED	9
			3203	172000	SH	DEFINED	85
			-----	-----			
			3247	174400			

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STEEL DYNAMICS INC	COM	858119100	1	20	SH	DEFINED	9
			-----	-----			
			1	20			

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	

STEELCASE INC	CL A	858155203	25	1800	SH		DEFINED	9	
			19476	1406200	SH		DEFINED	3	
			-----	-----					
			19501	1408000					
STEIN MART INC	COM	858375108	29	1336	SH		DEFINED	9	
			76	3456	SH		DEFINED	3	
			2199	100000	SH		DEFINED	85	
			-----	-----					
			2304	104792					
STEINWAY MUSICAL INSTRS INC	COM	858495104	1057	36000	SH		DEFINED	85	
			-----	-----					
			1057	36000					
STEPAN CO	COM	858586100	99	4500	SH		DEFINED	9	
			4133	187000	SH		DEFINED	85	
			-----	-----					
			4232	191500					
STERICYCLE INC	COM	858912108	2163	42983	SH		DEFINED	9	
			2784	55326	SH		DEFINED	3	
			4308	85604	SH		DEFINED	85	
			-----	-----					
			9255	183913					
STERIS CORP	COM	859152100	41	1588	SH		DEFINED	9	
			53	2076	SH		DEFINED	3	
			5195	201600	SH		DEFINED	85	
			-----	-----					
			5290	205264					
STERLING FINL CORP WASH	COM	859319105	20	542	SH		DEFINED	9	
			55	1458	SH		DEFINED	3	
			1496	40000	SH		DEFINED	85	
			-----	-----					
			1571	42000					
STEWART & STEVENSON SVCS INC	COM	860342104	756	33349	SH		DEFINED	9	
			10	424	SH		DEFINED	3	
			3172	140000	SH		DEFINED	85	
			-----	-----					
			3938	173773					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
STMICROELECTRONICS N V	NY REGISTRY	861012102	6	400	SH		DEFINED	9	
			6	400					
STORA ENSO CORP	SPON ADR REP R	86210M106	72	5637	SH		DEFINED	3	
			72	5637					
STORAGE TECHNOLOGY CORP	COM PAR \$0.10	862111200	4	123	SH		DEFINED	3	
			4	123					
STRATEGIC DISTR INC	COM NEW	862701307	86	7500	SH		DEFINED	9	
			1171	102000	SH		DEFINED	85	
			1257	109500					
STRATEGIC GLOBAL INCOME FD	COM	862719101	97	7500	SH		DEFINED	9	
			52	4055	SH		DEFINED	3	
			149	11555					
STRATTEC SEC CORP	COM	863111100	22	405	SH		DEFINED	3	
			22	405					
STREETTRACKS GOLD TR	GOLD SHS	863307104	165	3808	SH		DEFINED	9	
			631	14525	SH		DEFINED	3	
			796	18333					
STRIDE RITE CORP	COM	863314100	331	24000	SH		DEFINED	85	
			331	24000					
STRYKER CORP	COM	863667101	1953	41073	SH		DEFINED	9	
			7948	167112	SH		DEFINED	3	
			19	400	SH		DEFINED	8	
			651	13691	SH		DEFINED	85	
			10571	222276					
STUDENT LN CORP	COM	863902102	50	226	SH		DEFINED	85	
			50	226					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
SUBURBAN PROPANE PARTNERS L	UNIT LTD PARTN	864482104	125	3500	SH		DEFINED	9	
			-----	-----					
			125	3500					
SUN COMMUNITIES INC	COM	866674104	37	1000	SH		DEFINED	3	
			-----	-----					
			37	1000					
SUN LIFE FINL INC	COM	866796105	764	22677	SH		DEFINED	9	
			282	8375	SH		DEFINED	3	
			-----	-----					
			1046	31052					
SUN MICROSYSTEMS INC	COM	866810104	867	232519	SH		DEFINED	9	
			258	69208	SH		DEFINED	3	
			1859	498462	SH		DEFINED	85	
			-----	-----					
			2985	800189					
SUNCOR ENERGY INC	COM	867229106	9	194	SH		DEFINED	9	
			130	2751	SH		DEFINED	3	
			-----	-----					
			139	2945					
SUNGARD DATA SYS INC	COM	867363103	5609	159491	SH		DEFINED	9	
			2103	59807	SH		DEFINED	3	
			371	10555	SH		DEFINED	85	
			-----	-----					
			8084	229853					
SUNLINK HEALTH SYSTEMS INC	COM	86737U102	11	1454	SH		DEFINED	3	
			-----	-----					
			11	1454					
SUNOCO INC	COM	86764P109	322	2831	SH		DEFINED	9	
			158	1388	SH		DEFINED	3	
			288	2534	SH		DEFINED	85	
			-----	-----					
			768	6753					
SUNRISE SENIOR LIVING INC	COM	86768K106	2	40	SH		DEFINED	3	
			-----	-----					
			2	40					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

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SUNTRUST BKS INC	COM	867914103	47398	656121	SH	DEFINED	9
			11358	157220	SH	DEFINED	3
			11	150	SH	DEFINED	8
			14022	194109	SH	DEFINED	85
			-----	-----			
			72789	1007600			
SUPERIOR ENERGY SVCS INC	COM	868157108	629	35326	SH	DEFINED	9
			77	4340	SH	DEFINED	3
			2884	162000	SH	DEFINED	85
						-----	-----
			3590	201666			
SUPERIOR UNIFORM GP INC	COM	868358102	800	58000	SH	DEFINED	85
						-----	-----
			800	58000			
SUPERVALU INC	COM	868536103	1227	37634	SH	DEFINED	9
			148	4535	SH	DEFINED	3
			5624	172475	SH	DEFINED	85
						-----	-----
			7000	214644			
SURMODICS INC	COM	868873100	25	575	SH	DEFINED	9
			291	6700	SH	DEFINED	3
						-----	-----
			316	7275			
SUSQUEHANNA BANCSHARES INC P	COM	869099101	86	3500	SH	DEFINED	9
						-----	-----
			86	3500			
SWIFT ENERGY CO	COM	870738101	18	500	SH	DEFINED	9
						-----	-----
			18	500			
SYBASE INC	COM	871130100	127	6900	SH	DEFINED	9
						-----	-----
			127	6900			
SYBRON DENTAL SPECIALTIES IN	COM	871142105	33	888	SH	DEFINED	9
			89	2364	SH	DEFINED	3
			3386	90000	SH	DEFINED	85
						-----	-----
			3508	93252			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN	AMT	SH/ PUT/ INVSTMT	CALL	DSCRETN	MA

SYKES ENTERPRISES INC	COM	871237103	1093	115000	SH	DEFINED	85		
			-----	-----					
			1093	115000					

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SYMANTEC CORP	COM	871503108	1696	78024	SH	DEFINED	9
			373	17164	SH	DEFINED	3
			1445	66472	SH	DEFINED	85
			-----	-----			
			3514	161660			
SYMBOL TECHNOLOGIES INC	COM	871508107	82	8303	SH	DEFINED	9
			3	255	SH	DEFINED	3
			88	8866	SH	DEFINED	85
			-----	-----			
			172	17424			
SYMMETRICOM INC	COM	871543104	213	20565	SH	DEFINED	9
			3260	315000	SH	DEFINED	85
			-----	-----			
						3473	335565
SYNGENTA AG	SPONSORED ADR	87160A100	179	8767	SH	DEFINED	3
			-----	-----			
						179	8767
SYNOPSIS INC	COM	871607107	20	1175	SH	DEFINED	9
			24	1440	SH	DEFINED	3
			-----	-----			
						44	2615
SYNOVUS FINL CORP	COM	87161C105	38274	1334996	SH	DEFINED	9
			4124	143839	SH	DEFINED	3
			4256	148455	SH	DEFINED	85
			-----	-----			
			46654	1627290			
SYSCO CORP	COM	871829107	67918	1876715	SH	DEFINED	9
			17338	479094	SH	DEFINED	3
			27	740	SH	DEFINED	8
			1531	42296	SH	DEFINED	85
			-----	-----			
			86814	2398845			
SYSTEMAX INC	COM	871851101	390	58000	SH	DEFINED	85
			-----	-----			
			390	58000			

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PAGE	218 OF	249	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA		
TCF FINL CORP	COM	872275102	32822	1268230	SH	DEFINED	9		
			387	14936	SH	DEFINED	3		
			93	3600	SH	DEFINED	85		
			-----	-----					
			33302	1286766					

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TCW CONV SECS FD INC	COM	872340104	15	2920	SH	DEFINED	9
			-----	-----			
			15	2920			
TD BANKNORTH INC	COM	87235A101	3	91	SH	DEFINED	3
			-----	-----			
			3	91			
TECO ENERGY INC	COM	872375100	720	38091	SH	DEFINED	9
			196	10362	SH	DEFINED	3
			143	7546	SH	DEFINED	85
			-----	-----			
			1059	55999			
TEPPCO PARTNERS L P	UT LTD PARTNER	872384102	234	5635	SH	DEFINED	9
			371	8960	SH	DEFINED	3
			-----	-----			
			605	14595			
TJX COS INC NEW	COM	872540109	526	21600	SH	DEFINED	9
			72	2953	SH	DEFINED	3
			412	16938	SH	DEFINED	85
			-----	-----			
			1010	41491			
TNT N V	SPONSORED ADR	87260W101	179	7048	SH	DEFINED	3
			-----	-----			
			179	7048			
TVI CORP NEW	COM	872916101	4	1000	SH	DEFINED	3
			-----	-----			
			4	1000			
TXU CORP	COM	873168108	765	9209	SH	DEFINED	9
			155	1869	SH	DEFINED	3
			729	8777	SH	DEFINED	85
			-----	-----			
			1650	19855			

				FORM 13F					
PAGE	219 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DCRETN		
-----	-----	-----	-----	-----	-----	-----	-----	-----	-----
TAIWAN SEMICONDUCTOR MFG LTD	SPONSORED ADR	874039100	1	96	SH		DEFINED	9	
			174	19074	SH		DEFINED	3	
			-----	-----					
			175	19170					
TALISMAN ENERGY INC	COM	87425E103	10	255	SH		DEFINED	9	
			-----	-----					
			10	255					
TARGET CORP	COM	87612E106	41825	768706	SH		DEFINED	9	
			21998	404297	SH		DEFINED	3	

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			36	665	SH	DEFINED	8
			2266	41646	SH	DEFINED	85
			-----	-----			
			66125	1215314			
TASER INTL INC	COM	87651B104	2	220	SH	DEFINED	9
			11	1085	SH	DEFINED	3
			-----	-----			
			13	1305			
TASTY BAKING CO	COM	876553306	595	73000	SH	DEFINED	85
			-----	-----			
			595	73000			
TAUBMAN CTRS INC	COM	876664103	89	2601	SH	DEFINED	3
			-----	-----			
			89	2601			
TECHNOLOGY RESH CORP	COM NEW	878727304	34	7000	SH	DEFINED	9
			-----	-----			
			34	7000			
TECUMSEH PRODS CO	CL B	878895101	17	630	SH	DEFINED	3
			-----	-----			
			17	630			
TECUMSEH PRODS CO	CL A	878895200	61	2220	SH	DEFINED	9
			14	498	SH	DEFINED	3
			3430	125000	SH	DEFINED	85
			-----	-----			
			3505	127718			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
TEKTRONIX INC	COM	879131100	64	2732	SH	DEFINED	9	
			76	3266	SH	DEFINED	85	
			-----	-----				
			140	5998				
TELE CENTRO OESTE CELULAR S	SPON ADR PFD	87923P105	1	62	SH	DEFINED	3	
			-----	-----				
			1	62				
TELECOM ITALIA S P A NEW	SPON ADR ORD	87927Y102	15	495	SH	DEFINED	3	
			-----	-----				
			15	495				
TELECOMUNICACOES BRASILEIRAS	SPONSORED ADR	879287308	13	420	SH	DEFINED	3	
			-----	-----				
			13	420				
TELEDYNE TECHNOLOGIES INC	COM	879360105	33	1000	SH	DEFINED	9	

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			1	40	SH	DEFINED	3
			-----	-----			
			34	1040			
TELEFLEX INC	COM	879369106	888	14950	SH	DEFINED	9
			183	3088	SH	DEFINED	3
			89	1500	SH	DEFINED	85
			-----	-----			
			1160	19538			
TELEFONICA S A	SPONSORED ADR	879382208	166	3402	SH	DEFINED	3
			-----	-----			
			166	3402			
TELEFONOS DE MEXICO S A	SPON ADR ORD L	879403780	189	10000	SH	DEFINED	9
			131	6920	SH	DEFINED	3
			-----	-----			
			320	16920			
TELEPHONE & DATA SYS INC	COM	879433100	6	150	SH	DEFINED	9
			4	100	SH	DEFINED	3
			-----	-----			
			10	250			
TELEPHONE & DATA SYS INC	SPL COM	879433860	6	150	SH	DEFINED	9
			4	100	SH	DEFINED	3
			-----	-----			
			10	250			

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PAGE	221 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA

	TELIK INC	COM	87959M109	1	36	SH		DEFINED	9
				-----	-----				
				1	36				
	TELKOM SA LTD	SPONSORED ADR	879603108	132	2000	SH		DEFINED	9
				208	3158	SH		DEFINED	3
				-----	-----				
				340	5158				
	TELKONET INC	COM	879604106	45	9160	SH		DEFINED	3
				-----	-----				
				45	9160				
	TELLABS INC	COM	879664100	197	22674	SH		DEFINED	9
				73	8425	SH		DEFINED	3
				147	16880	SH		DEFINED	85
				-----	-----				
				417	47979				
	TEMPLE INLAND INC	COM	879868107	151	4069	SH		DEFINED	9
				291	7822	SH		DEFINED	3

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			172	4619	SH	DEFINED	85
			613	16510			
TEMPLETON DRAGON FD INC	COM	88018T101	202	11192	SH	DEFINED	9
			141	7800	SH	DEFINED	3
			343	18992			
TEMPLETON EMERGING MKTS FD I	COM	880191101	29	1671	SH	DEFINED	3
			29	1671			
TEMPLETON EMERG MKTS INCOME	COM	880192109	13	934	SH	DEFINED	3
			13	934			
TEMPLETON GLOBAL INCOME FD	COM	880198106	44	4950	SH	DEFINED	3
			545	61374	SH	DEFINED	85
			589	66324			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	MA	
TEMPUR PEDIC INTL INC	COM	88023U101	1732	78091	SH	DEFINED	9	
			2037	91850	SH	DEFINED	3	
			6858	309200	SH	DEFINED	85	
			10627	479141				
TENARIS S A	SPONSORED ADR	88031M109	278	3550	SH	DEFINED	3	
			278	3550				
TENET HEALTHCARE CORP	COM	88033G100	200	16344	SH	DEFINED	9	
			46	3770	SH	DEFINED	3	
			209	17112	SH	DEFINED	85	
			456	37226				
TENNECO AUTOMOTIVE INC	COM	880349105	2	112	SH	DEFINED	9	
			2	125	SH	DEFINED	3	
			4	237				
TERADYNE INC	COM	880770102	71	5890	SH	DEFINED	9	
			85	7095	SH	DEFINED	85	
			155	12985				
TEREX CORP NEW	COM	880779103	5	126	SH	DEFINED	9	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION
TESORO CORP	COM	881609101	5	126		
			93	2000	SH	DEFINED 3
			-----	-----		
			93	2000		
TETRA TECHNOLOGIES INC DEL	COM	88162F105	46	1450	SH	DEFINED 3
			46	1450		
			-----	-----		
TEVA PHARMACEUTICAL INDS LTD	ADR	881624209	34559	1109807	SH	DEFINED 9
			15521	498436	SH	DEFINED 3
			29057	933111	SH	DEFINED 85
			79138	2541354		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DEFINITION			
TEXAS INDS INC	COM	882491103	19	344	SH	DEFINED 9			
			52	918	SH	DEFINED 3			
			2081	37000	SH	DEFINED 85			
			2151	38262					
			-----	-----					
TEXAS INSTRS INC	COM	882508104	34451	1227333	SH	DEFINED 9			
			7178	255733	SH	DEFINED 3			
			32430	1155334	SH	DEFINED 85			
			74060	2638400					
			-----	-----					
TEXTRON INC	COM	883203101	1386	18272	SH	DEFINED 9			
			263	3465	SH	DEFINED 3			
			440	5801	SH	DEFINED 85			
			2089	27538					
			-----	-----					
THERAGENICS CORP	COM	883375107	113	35000	SH	DEFINED 9			
			113	35000					
			-----	-----					
THERMO ELECTRON CORP	COM	883556102	1348	50157	SH	DEFINED 9			
			1212	45102	SH	DEFINED 3			
			5733	213344	SH	DEFINED 85			
			8292	308603					
			-----	-----					
THIRD WAVE TECHNOLOGIES INC	COM	88428W108	20	5000	SH	DEFINED 9			
			20	5000					
			-----	-----					
THOMAS & BETTS CORP	COM	884315102	325	11510	SH	DEFINED 9			
			6	210	SH	DEFINED 3			

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			1977	70000	SH	DEFINED	85
			-----	-----			
			2308	81720			
THOR INDS INC	COM	885160101	32	1025	SH	DEFINED	9
			63	2000	SH	DEFINED	3
			-----	-----			
			95	3025			

			FORM 13F					
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	MA	

THORNBURG MTG INC	COM	885218107	82	2800	SH	DEFINED	9	
			50	1700	SH	DEFINED	3	
			1314	45100	SH	DEFINED	85	
			-----	-----				
			1445	49600				
3COM CORP	COM	885535104	13	3645	SH	DEFINED	9	
			4	1160	SH	DEFINED	3	
			1143	315000	SH	DEFINED	85	
			-----	-----				
			1161	319805				
3M CO	COM	88579Y101	112310	1553388	SH	DEFINED	9	
			22533	311663	SH	DEFINED	3	
			69	950	SH	DEFINED	8	
			18163	251223	SH	DEFINED	85	
			-----	-----				
			153075	2117224				
TIBCO SOFTWARE INC	COM	88632Q103	5	700	SH	DEFINED	9	
			0	75	SH	DEFINED	3	
			-----	-----				
			5	775				
TIDEWATER INC	COM	886423102	81	2115	SH	DEFINED	9	
			4	100	SH	DEFINED	3	
			3534	92700	SH	DEFINED	85	
			-----	-----				
			3618	94915				
TIFFANY & CO NEW	COM	886547108	155	4727	SH	DEFINED	9	
			39	1200	SH	DEFINED	3	
			174	5316	SH	DEFINED	85	
			-----	-----				
			368	11243				
TIM PARTICIPACOES S A	SPONS ADR PFD	88706P106	1	38	SH	DEFINED	3	
			-----	-----				
			1	38				
TIME WARNER INC	COM	887317105	4192	250838	SH	DEFINED	9	

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459	27448	SH	DEFINED	3
42	2500	SH	DEFINED	8
3957	236805	SH	DEFINED	85

8649	517591			

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN			

TIMKEN CO	COM	887389104	18	800	SH	DEFINED	9		
			92	4000	SH	DEFINED	3		

			111	4800					
TOLL BROTHERS INC	COM	889478103	147	1450	SH	DEFINED	9		
			69	676	SH	DEFINED	3		

			216	2126					
TOM ONLINE INC	ADR REG S	889728200	13	1000	SH	DEFINED	3		

			13	1000					
TOOTSIE ROLL INDS INC	COM	890516107	20	693	SH	DEFINED	9		
			26	872	SH	DEFINED	3		

			46	1565					
TOPPS INC	COM	890786106	1	81	SH	DEFINED	3		

			1	81					
TORCHMARK CORP	COM	891027104	200	3832	SH	DEFINED	9		
			167	3200	SH	DEFINED	3		
			206	3950	SH	DEFINED	85		

			573	10982					
TORONTO DOMINION BK ONT	COM NEW	891160509	4	98	SH	DEFINED	3		

			4	98					
TOTAL S A	SPONSORED ADR	89151E109	107	912	SH	DEFINED	9		
			195	1667	SH	DEFINED	3		

			301	2579					
TOWN & CTRY TR	SH BEN INT	892081100	57	2000	SH	DEFINED	9		

			57	2000					
TOYOTA MOTOR CORP	SP ADR REP2COM	892331307	337	4715	SH	DEFINED	9		
			173	2425	SH	DEFINED	3		

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN			
TOYS R US INC	COM	892335100	888	33533	SH	DEFINED	9		
			73	2740	SH	DEFINED	3		
			959	36220	SH	DEFINED	85		
			1920	72493					
TRACTOR SUPPLY CO	COM	892356106	2	50	SH	DEFINED	9		
			6	120	SH	DEFINED	3		
			8	170					
TRANSACTION SYS ARCHITECTS	COM	893416107	800	32500	SH	DEFINED	85		
			800	32500					
TRANSATLANTIC HLDGS INC	COM	893521104	3	49	SH	DEFINED	9		
			158	2837	SH	DEFINED	3		
			161	2886					
TRANSCANADA CORP	COM	89353D107	32	1200	SH	DEFINED	9		
			32	1200					
TRANSCONTINENTAL RLTY INVS	COM NEW	893617209	7	330	SH	DEFINED	3		
			7	330					
TRANSKARYOTIC THERAPIES INC	COM	893735100	18	500	SH	DEFINED	9		
			18	500					
TRANSMETA CORP DEL	COM	89376R109	0	40	SH	DEFINED	3		
				40					
TRANSPORT CORP OF AMER INC	COM	89385P102	966	142000	SH	DEFINED	85		
			966	142000					
TRI CONTL CORP	COM	895436103	31	1716	SH	DEFINED	9		
			67	3789	SH	DEFINED	3		
			98	5505					

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			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	
TRIAD HOSPITALS INC	COM	89579K109	25	450	SH		DEFINED 9		
			165	3015	SH		DEFINED 3		
			189	3465					
TRIARC COS INC	CL B SER 1	895927309	21	1400	SH		DEFINED 3		
			21	1400					
TRIBUNE CO NEW	COM	896047107	421	11965	SH		DEFINED 9		
			118	3353	SH		DEFINED 3		
			383	10898	SH		DEFINED 85		
			922	26216					
TRIMBLE NAVIGATION LTD	COM	896239100	37	938	SH		DEFINED 9		
			102	2622	SH		DEFINED 3		
			3702	95000	SH		DEFINED 85		
			3841	98560					
TRINITY INDS INC	COM	896522109	192	6000	SH		DEFINED 9		
			192	6000					
TRIZEC PROPERTIES INC	COM	89687P107	15	750	SH		DEFINED 9		
			4	198	SH		DEFINED 3		
			1337	65000	SH		DEFINED 85		
			1357	65948					
TRIZEC HAHN CORP	DEB 3.000% 1	896938AB3	2881	37000	SH		DEFINED 3		
			2881	37000					
TRIPATH IMAGING INC	COM	896942109	3	300	SH		DEFINED 9		
			3	300					
TUMBLEWEED COMMUNICATIONS CO	COM	899690101	1	250	SH		DEFINED 3		
			1	250					

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O MA	

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TUPPERWARE CORP	COM	899896104	42	1800	SH	DEFINED	9
			138	5900	SH	DEFINED	3
			180	7700			
TURKISH INVT FD INC	COM	900145103	8	500	SH	DEFINED	3
			8	500			
TUT SYSTEMS	COM	901103101	0	12	SH	DEFINED	9
				12			
TUTOGEN MEDICAL INC	COM	901107102	0	100	SH	DEFINED	9
				100			
TWEETER HOME ENTMT GROUP INC	COM	901167106	250	100000	SH	DEFINED	85
			250	100000			
II VI INC	COM	902104108	24	1300	SH	DEFINED	9
			24	1300			
TYCO INTL LTD NEW	COM	902124106	2554	87477	SH	DEFINED	9
			338	11590	SH	DEFINED	3
			2267	77644	SH	DEFINED	85
			5160	176711			
TYSON FOODS INC	CL A	902494103	44	2475	SH	DEFINED	9
			44	2475			
UGI CORP NEW	COM	902681105	27	950	SH	DEFINED	9
			27	950			
UMB FINL CORP	COM	902788108	29	500	SH	DEFINED	3
			29	500			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DISCRETN	O MA
UST INC	COM	902911106	327	7157	SH	DEFINED	9
			393	8600	SH	DEFINED	3
			276	6040	SH	DEFINED	85

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			995	21797		
US BANCORP DEL	COM NEW	902973304	84368	2889303	SH	DEFINED 9
			12655	433401	SH	DEFINED 3
			9	300	SH	DEFINED 8
			4587	157076	SH	DEFINED 85
			-----	-----		
			101618	3480080		
U S CONCRETE INC	COM	90333L102	453	70000	SH	DEFINED 85
			-----	-----		
			453	70000		
U S XPRESS ENTERPRISES INC	CL A	90338N103	1489	125000	SH	DEFINED 85
			-----	-----		
			1489	125000		
UBIQUITEL INC	COM	903474302	630	77226	SH	DEFINED 9
			65	8002	SH	DEFINED 3
			2652	325000	SH	DEFINED 85
			-----	-----		
			3347	410228		
ULTRA PETROLEUM CORP	COM	903914109	871	28692	SH	DEFINED 9
			371	12230	SH	DEFINED 3
			8310	273700	SH	DEFINED 85
			-----	-----		
			9552	314622		
UNIFIRST CORP MASS	COM	904708104	41	1000	SH	DEFINED 3
			-----	-----		
			41	1000		
UNILEVER PLC	SPON ADR NEW	904767704	41	1059	SH	DEFINED 9
			-----	-----		
			41	1059		
UNILEVER N V	N Y SHS NEW	904784709	355	5472	SH	DEFINED 9
			49	760	SH	DEFINED 3
			-----	-----		
			404	6232		

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
UNION PAC CORP	COM	907818108	1343	20729	SH	DEFINED 9		
			667	10288	SH	DEFINED 3		
			4506	69536	SH	DEFINED 85		
			-----	-----				
			6516	100553				
UNISOURCE ENERGY CORP	COM	909205106	6	200	SH	DEFINED 3		
			-----	-----				

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			6	200		
UNISYS CORP	COM	909214108	65	10232 SH	DEFINED	9
			7	1080 SH	DEFINED	3
			78	12324 SH	DEFINED	85
			-----	-----		
			150	23636		
UNITED BANCSHARES INC OHIO	COM	909458101	117	7900 SH	DEFINED	9
			-----	-----		
			117	7900		
UNITED BANCORP INC OHIO	COM	909911109	14	1100 SH	DEFINED	9
			-----	-----		
			14	1100		
UNITED DOMINION REALTY TR IN	COM	910197102	5	200 SH	DEFINED	3
			-----	-----		
			5	200		
UNITED INDL CORP	COM	910671106	6	167 SH	DEFINED	3
			-----	-----		
			6	167		
UNITED NAT FOODS INC	COM	911163103	401	13218 SH	DEFINED	9
			41	1362 SH	DEFINED	3
			1570	51700 SH	DEFINED	85
			-----	-----		
			2013	66280		
UNITED PARCEL SERVICE INC	CL B	911312106	3592	51932 SH	DEFINED	9
			2053	29685 SH	DEFINED	3
			2845	41136 SH	DEFINED	85
			-----	-----		
			8490	122753		

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PAGE	231 OF	249	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
	NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ DSCRETN	INVSTMT	O
									MA
	UNITED STATES CELLULAR CORP	COM	911684108	3	67 SH			DEFINED	3
				-----	-----				
				3	67				
	UNITED STATES STL CORP NEW	COM	912909108	136	3960 SH			DEFINED	9
				16	468 SH			DEFINED	3
				143	4171 SH			DEFINED	85
				-----	-----				
				296	8599				
	UNITED SURGICAL PARTNERS INT	COM	913016309	22	420 SH			DEFINED	9
				59	1132 SH			DEFINED	3
				2341	44950 SH			DEFINED	85
				-----	-----				

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			2422	46502		
UNITED TECHNOLOGIES CORP	COM	913017109	82655	1609631	SH	DEFINED 9
			40032	779590	SH	DEFINED 3
			309	6024	SH	DEFINED 8
			26052	507342	SH	DEFINED 85
			-----	-----		
			149048	2902587		
UNITED UTILS PLC	SPONSORED ADR	91311Q105	17	700	SH	DEFINED 9
			36	1500	SH	DEFINED 3
			-----	-----		
			53	2200		
UNITEDHEALTH GROUP INC	COM	91324P102	6373	122224	SH	DEFINED 9
			1816	34836	SH	DEFINED 3
			2416	46346	SH	DEFINED 85
			-----	-----		
			10606	203406		
UNITIL CORP	COM	913259107	19	700	SH	DEFINED 9
			-----	-----		
			19	700		
UNITRIN INC	COM	913275103	18	368	SH	DEFINED 3
			-----	-----		
			18	368		
UNIVERSAL AMERN FINL CORP	COM	913377107	34	1500	SH	DEFINED 3
			-----	-----		
			34	1500		

		FORM 13F						
PAGE 232 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	
UNIVERSAL CORP VA	COM	913456109	2	40	SH	DEFINED 9		
			-----	-----				
			2	40				
UNIVERSAL ELECTRS INC	COM	913483103	1659	100000	SH	DEFINED 85		
			-----	-----				
			1659	100000				
UNIVERSAL FST PRODS INC	COM	913543104	37	900	SH	DEFINED 3		
			-----	-----				
			37	900				
UNIVERSAL HLTH SVCS INC	CL B	913903100	9	150	SH	DEFINED 9		
			7	115	SH	DEFINED 3		
			-----	-----				
			16	265				
UNIVISION COMMUNICATIONS INC	CL A	914906102	273	9894	SH	DEFINED 9		

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			10	346	SH	DEFINED	3
			294	10665	SH	DEFINED	85
			-----	-----			
			576	20905			
UNOCAL CORP	COM	915289102	775	11913	SH	DEFINED	9
			308	4730	SH	DEFINED	3
			661	10168	SH	DEFINED	85
			-----	-----			
			1744	26811			
UNUMPROVIDENT CORP	COM	91529Y106	204	11158	SH	DEFINED	9
			8	418	SH	DEFINED	3
			199	10872	SH	DEFINED	85
			-----	-----			
			411	22448			
URBAN OUTFITTERS INC	COM	917047102	1383	24400	SH	DEFINED	9
			1139	20094	SH	DEFINED	3
			6310	111300	SH	DEFINED	85
			-----	-----			
			8832	155794			
UTSTARCOM INC	COM	918076100	74	9865	SH	DEFINED	9
			113	15130	SH	DEFINED	3
			-----	-----			
			187	24995			

				FORM 13F					
PAGE	233 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER			TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT PRN CALL	DSCRETN	O MA
-----			-----	-----	-----	-----	-----	-----	-----
VA SOFTWARE CORP	COM	91819B105		0	100	SH	DEFINED	9	
					-----	-----			
					100				
VCA ANTECH INC	COM	918194101		479	19770	SH	DEFINED	9	
				81	3348	SH	DEFINED	3	
				3244	133778	SH	DEFINED	85	
				-----	-----				
				3805	156896				
V F CORP	COM	918204108		212	3708	SH	DEFINED	9	
				675	11800	SH	DEFINED	3	
				209	3653	SH	DEFINED	85	
				-----	-----				
				1096	19161				
VALENCE TECHNOLOGY INC	COM	918914102		1	500	SH	DEFINED	3	
				-----	-----				
				1	500				
VALERO L P	COM UT LTD PRT	91913W104		150	2500	SH	DEFINED	9	
				-----	-----				

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			150	2500		
VALERO ENERGY CORP NEW	COM	91913Y100	1068	13497 SH	DEFINED	9
			328	4145 SH	DEFINED	3
			16	200 SH	DEFINED	8
			1399	17679 SH	DEFINED	85
			-----	-----		
			2810	35521		
VALLEY NATL BANCORP	COM	919794107	188	8049 SH	DEFINED	3
			-----	-----		
			188	8049		
VALSPAR CORP	COM	920355104	191	3950 SH	DEFINED	9
			92	1900 SH	DEFINED	3
			-----	-----		
			282	5850		
VALUECLICK INC	COM	92046N102	0	22 SH	DEFINED	9
			-----	-----		
				22		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
VALUEVISION MEDIA INC	CL A	92047K107	3	240 SH	DEFINED	9	
			-----	-----			
			3	240			
VAN KAMPEN MUN INCOME TR	COM	920909108	96	10499 SH	DEFINED	3	
			-----	-----			
			96	10499			
VAN KAMPEN INVT GRADE MUN TR	COM	920915105	41	4485 SH	DEFINED	3	
			-----	-----			
			41	4485			
VAN KAMPEN MUN TR	SH BEN INT	920919107	9	633 SH	DEFINED	3	
			-----	-----			
			9	633			
VAN KAMPEN N Y QUALITY MUN T	COM	920922101	24	1600 SH	DEFINED	9	
			-----	-----			
			24	1600			
VAN KAMPEN OHIO QUALITY MUN	COM	920923109	125	7550 SH	DEFINED	9	
			-----	-----			
			125	7550			
VAN KAMPEN TR INSD MUNS	COM	920928108	530	35725 SH	DEFINED	3	
			-----	-----			
			530	35725			

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VAN KAMPEN TR INVT GRADE MUN	COM	920929106	162	10748	SH	DEFINED	3
			-----	-----			
			162	10748			
VAN KAMPEN TR INVT FLA MUNS	COM	920932100	20	1342	SH	DEFINED	3
			-----	-----			
			20	1342			
VAN KAMPEN TR INVT GRADE N J	COM	920933108	51	3000	SH	DEFINED	3
			-----	-----			
			51	3000			
VAN KAMPEN MUN OPPORTUNITY T	COM	920935103	4	300	SH	DEFINED	9
			-----	-----			
			110	7388	SH	DEFINED	3
			-----	-----			
			115	7688			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
-----	-----	-----	-----	-----	-----	-----	-----
VAN KAMPEN STRATEGIC SECTOR	COM	920943107	28	2197	SH	DEFINED	3
			-----	-----			
			28	2197			
VAN KAMPEN MUN OPPORTUNITY I	COM	920944105	160	11700	SH	DEFINED	3
			-----	-----			
			160	11700			
VAN KAMPEN BD FD	COM	920955101	5	300	SH	DEFINED	9
			-----	-----			
			1156	64800	SH	DEFINED	85
			-----	-----			
			1161	65100			
VAN KAMPEN SENIOR INCOME TR	COM	920961109	220	27177	SH	DEFINED	3
			-----	-----			
			41	5060	SH	DEFINED	8
			-----	-----			
			1231	152000	SH	DEFINED	85
			-----	-----			
			1492	184237			
VAN KAMPEN ADVANTAGE MUN II	SH BEN INT	92112K107	7	500	SH	DEFINED	9
			-----	-----			
			7	500			
VAN KAMPEN SELECT SECTOR MUN	COM	92112M103	74	5803	SH	DEFINED	3
			-----	-----			
			74	5803			
VAN KAMPEN OHIO VALUE MUN IN	COM SH BEN INT	92112W101	26	1700	SH	DEFINED	9
			-----	-----			
			26	1700			
VAN KAMPEN ADVANTAGE MUN INC	SH BEN INT	921124103	60	4000	SH	DEFINED	3
			-----	-----			

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			60	4000		
VAN KAMPEN VALUE MUN INCOME	COM	921132106	44	3200 SH	DEFINED	3
			44	3200		
VARIAN MED SYS INC	COM	92220P105	20640	552896 SH	DEFINED	9
			5284	141549 SH	DEFINED	3
			28423	761400 SH	DEFINED	85
			54347	1455845		

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PAGE	236 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
VARIAN INC	COM	922206107	3314	87685 SH	DEFINED	9	
			316	8370 SH	DEFINED	3	
			3050	80700 SH	DEFINED	85	
			6680	176755			
VARIAN SEMICONDUCTOR EQUIPMN	COM	922207105	44	1197 SH	DEFINED	9	
			68	1846 SH	DEFINED	3	
			2590	70000 SH	DEFINED	85	
			2703	73043			
VECTREN CORP	COM	92240G101	1861	64789 SH	DEFINED	9	
			15389	535633 SH	DEFINED	3	
			2879	100200 SH	DEFINED	85	
			20129	700622			
VENTAS INC	COM	92276F100	24	800 SH	DEFINED	9	
			27	910 SH	DEFINED	3	
			52	1710			
VENTANA MED SYS INC	COM	92276H106	16	400 SH	DEFINED	3	
			1609	40000 SH	DEFINED	85	
			1625	40400			
VENTIV HEALTH INC	COM	922793104	21	1096 SH	DEFINED	9	
			55	2850 SH	DEFINED	3	
			1928	100000 SH	DEFINED	85	
			2004	103946			
VANGUARD INDEX TR	STK MRK VIPERS	922908769	35	300 SH	DEFINED	3	
			35	300			

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VERISIGN INC	COM	92343E102	10165	353448	SH	DEFINED	9
			5121	178049	SH	DEFINED	3
			23045	801300	SH	DEFINED	85
			-----	-----			
			38331	1332797			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVTMT DSCRETN	O MA
VERITAS DGC INC	COM	92343P107	26	950	SH	DEFINED	9
			3995	144000	SH	DEFINED	85
			-----	-----			
			4021	144950			
VERIZON COMMUNICATIONS	COM	92343V104	23767	687887	SH	DEFINED	9
			14778	427725	SH	DEFINED	3
			20	580	SH	DEFINED	8
			22100	639644	SH	DEFINED	85
			-----	-----			
			60664	1755836			
VERITAS SOFTWARE CO	COM	923436109	425	17398	SH	DEFINED	9
			24	970	SH	DEFINED	3
			376	15424	SH	DEFINED	85
			-----	-----			
			825	33792			
VERTEX PHARMACEUTICALS INC	COM	92532F100	1685	100000	SH	DEFINED	85
			-----	-----			
			1685	100000			
VESTA INS GROUP INC	COM	925391104	520	200000	SH	DEFINED	85
			-----	-----			
			520	200000			
VIAD CORP	COM NEW	92552R406	5	175	SH	DEFINED	3
			-----	-----			
			5	175			
VIASAT INC	COM	92552V100	21	1015	SH	DEFINED	9
			-----	-----			
			21	1015			
VIACOM INC	CL A	925524100	2310	71700	SH	DEFINED	9
			234	7277	SH	DEFINED	3
			2	50	SH	DEFINED	8
			-----	-----			
			2546	79027			
VIACOM INC	CL B	925524308	8754	273379	SH	DEFINED	9
			3029	94597	SH	DEFINED	3
			56	1755	SH	DEFINED	8
			2585	80720	SH	DEFINED	85

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		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN		
VICOR CORP	COM	925815102	24	1800	SH		DEFINED	3	
			24	1800					
VIDESH SANCHAR NIGAM LTD	SPON ADR NEW	92659G600	4	375	SH		DEFINED	9	
			4	375					
VIGNETTE CORP	COM NEW	926734401	32	2830	SH		DEFINED	9	
			1603	142500	SH		DEFINED	85	
			1635	145330					
VINTAGE PETE INC	COM	927460105	1	40	SH		DEFINED	9	
			1	40					
VIRGINIA FINL GROUP INC	COM	927810101	151	4317	SH		DEFINED	3	
			151	4317					
VISTA GOLD CORP	COM NEW	927926204	4	1100	SH		DEFINED	3	
			4	1100					
VISHAY INTERTECHNOLOGY INC	COM	928298108	13	1075	SH		DEFINED	9	
			15	1230	SH		DEFINED	3	
			890	75000	SH		DEFINED	85	
			918	77305					
VISTEON CORP	COM	92839U107	26	4356	SH		DEFINED	9	
			17	2822	SH		DEFINED	3	
			29	4733	SH		DEFINED	85	
			72	11911					
VIVENDI UNIVERSAL	SPON ADR NEW	92851S204	3	85	SH		DEFINED	9	
			343	10951	SH		DEFINED	85	
			346	11036					

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			FORM 13F						
PAGE 239 OF 249			NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	
VODAFONE GROUP PLC NEW	SPONSORED ADR	92857W100	1048	43090	SH		DEFINED	9	
			1176	48354	SH		DEFINED	3	
			261	10715	SH		DEFINED	85	
			-----	-----					
			2485	102159					
VOLVO AKTIEBOLAGET	ADR B	928856400	203	5014	SH		DEFINED	3	
			-----	-----					
			203	5014					
VORNADO RLTY TR	SH BEN INT	929042109	295	3667	SH		DEFINED	9	
			361	4490	SH		DEFINED	3	
			2098	26100	SH		DEFINED	85	
			-----	-----					
			2754	34257					
VULCAN INTL CORP	COM	929136109	694	14071	SH		DEFINED	9	
			-----	-----					
			694	14071					
VULCAN MATLS CO	COM	929160109	221	3401	SH		DEFINED	9	
			213	3275	SH		DEFINED	3	
			244	3760	SH		DEFINED	85	
			-----	-----					
			678	10436					
WCI CMNTYS INC	COM	92923C104	941	29380	SH		DEFINED	9	
			184	5744	SH		DEFINED	3	
			4708	147000	SH		DEFINED	85	
			-----	-----					
			5833	182124					
WD-40 CO	COM	929236107	28	1000	SH		DEFINED	9	
			-----	-----					
			28	1000					
WGL HLDGS INC	COM	92924F106	41	1222	SH		DEFINED	3	
			-----	-----					
			41	1222					
W P CAREY & CO LLC	COM	92930Y107	29	1000	SH		DEFINED	9	
			30	1038	SH		DEFINED	3	
			-----	-----					
			60	2038					

			FORM 13F						
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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	O MA	

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WPS RESOURCES CORP	COM	92931B106	65	1155	SH	DEFINED	9
			186	3304	SH	DEFINED	3
			2649	47100	SH	DEFINED	85
			-----		2900	51559	
WABTEC CORP	COM	929740108	0	12	SH	DEFINED	3
			-----			12	
WACHOVIA CORP 2ND NEW	COM	929903102	64369	1297771	SH	DEFINED	9
			16083	324253	SH	DEFINED	3
			558	11243	SH	DEFINED	8
			4592	92588	SH	DEFINED	85
-----		85602	1725855				
WADDELL & REED FINL INC	CL A	930059100	16	875	SH	DEFINED	9
			25	1356	SH	DEFINED	3
			-----		41	2231	
WAL MART STORES INC	COM	931142103	39096	811129	SH	DEFINED	9
			10829	224668	SH	DEFINED	3
			12	255	SH	DEFINED	8
			6647	137907	SH	DEFINED	85
-----		56585	1173959				
WALGREEN CO	COM	931422109	37742	820649	SH	DEFINED	9
			16368	355897	SH	DEFINED	3
			39	850	SH	DEFINED	8
			3532	76795	SH	DEFINED	85
-----		57680	1254191				
WASHINGTON FED INC	COM	938824109	26	1100	SH	DEFINED	9
			13	564	SH	DEFINED	3
			-----		39	1664	

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O MA
WASHINGTON MUT INC	COM	939322103	2300	56522	SH	DEFINED	9
			1889	46430	SH	DEFINED	3
			146	3600	SH	DEFINED	8
			1315	32309	SH	DEFINED	85
-----		5650	138861				

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WASHINGTON REAL ESTATE INVT	SH BEN INT	939653101	9	300	SH	DEFINED	9
			-----	-----			
			9	300			
WASTE CONNECTIONS INC	COM	941053100	3	75	SH	DEFINED	9
			-----	-----			
			3	75			
WASTE MGMT INC DEL	COM	94106L109	517	18253	SH	DEFINED	9
			288	10179	SH	DEFINED	3
			589	20771	SH	DEFINED	85
			-----	-----			
			1394	49203			
WATER PIK TECHNOLOGIES INC	COM	94113U100	0	14	SH	DEFINED	3
			-----	-----			
				14			
WATERS CORP	COM	941848103	227	6096	SH	DEFINED	9
			572	15391	SH	DEFINED	3
			164	4415	SH	DEFINED	85
			-----	-----			
			963	25902			
WATSON PHARMACEUTICALS INC	COM	942683103	130	4414	SH	DEFINED	9
			154	5220	SH	DEFINED	85
			-----	-----			
			285	9634			
WAUSAU PAPER CORP	COM	943315101	177	14750	SH	DEFINED	3
			-----	-----			
			177	14750			
WEBEX COMMUNICATIONS INC	COM	94767L109	26	1000	SH	DEFINED	9
			-----	-----			
			26	1000			

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ PRN CALL	INVSTMT DSCRETN	MA	
-----		-----		-----		-----		
WEBMETHODS INC	COM	94768C108	756	135000	SH	DEFINED	85	
			-----	-----				
			756	135000				
WEBSENSE INC	COM	947684106	10	200	SH	DEFINED	9	
			-----	-----				
			10	200				
WEBMD CORP	COM	94769M105	18	1775	SH	DEFINED	9	
			8	756	SH	DEFINED	3	
			-----	-----				
			26	2531				

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WEBSTER FINL CORP CONN	COM	947890109	49 1	1053 20	SH SH	DEFINED 9 DEFINED 3
			50	1073		
WEIGHT WATCHERS INTL INC NEW	COM	948626106	1	27	SH	DEFINED 3
			1	27		
WEINGARTEN RLTY INVS	SH BEN INT	948741103	1154 888 6	29419 22631 165	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8
			2140	54575	SH	DEFINED 85
			4188	106790		
WEIS MKTS INC	COM	948849104	84	2169	SH	DEFINED 9
			84	2169		
WELLPOINT INC	COM	94973V107	15667 6179 21	224974 88732 298	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8
			19759	283724	SH	DEFINED 85
			41626	597728		
WELLS FARGO & CO NEW	COM	949746101	123624 33176 52	2007539 538741 845	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 8
			11203	181925	SH	DEFINED 85
			168055	2729050		

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NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	DISCRETN	MA		
WENDYS INTL INC	COM	950590109	1197 123 198	25125 2572 4165	SH SH SH	DEFINED 9 DEFINED 3 DEFINED 85			
			1518	31862					
WERNER ENTERPRISES INC	COM	950755108	59 20	3000 1000	SH SH	DEFINED 9 DEFINED 3			
			78	4000					
WESBANCO INC	COM	950810101	35 4	1156 118	SH SH	DEFINED 9 DEFINED 3			
			38	1274					

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WESCO INTL INC	COM	95082P105	2832	90233	SH	DEFINED	9
			227	7242	SH	DEFINED	3
			6270	199800	SH	DEFINED	85
			-----	-----			
			9328	297275			
WESTAR ENERGY INC	COM	95709T100	56	2325	SH	DEFINED	9
			10	400	SH	DEFINED	3
			3869	161000	SH	DEFINED	85
			-----	-----			
			3934	163725			
WESTERN ASSET CLAYMORE US TR	COM SH BEN INT	95766Q106	37	2805	SH	DEFINED	9
			-----	-----			
			37	2805			
WSTRN ASSET/CLYMRE US TR INF	COM	95766R104	38	3031	SH	DEFINED	9
			9	676	SH	DEFINED	3
			-----	-----			
			47	3707			
WESTERN ASSET PREMIER BD FD	SHS BEN INT	957664105	51	3326	SH	DEFINED	9
			-----	-----			
			51	3326			
WESTCORP INC	COM	957907108	20	375	SH	DEFINED	9
			-----	-----			
			20	375			

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		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP							
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVSTMT DSCRETN	O MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
WESTERN DIGITAL CORP	COM	958102105	8	575	SH	DEFINED	9		
			-----	-----					
			8	575					
WESTERN WIRELESS CORP	CL A	95988E204	262	6185	SH	DEFINED	9		
			-----	-----					
			262	6185					
WESTPAC BKG CORP	SPONSORED ADR	961214301	195	2570	SH	DEFINED	3		
			-----	-----					
			195	2570					
WEYERHAEUSER CO	COM	962166104	9095	142892	SH	DEFINED	9		
			3128	49151	SH	DEFINED	3		
			6583	103425	SH	DEFINED	85		
			-----	-----					
			18807	295468					
WHIRLPOOL CORP	COM	963320106	1974	28162	SH	DEFINED	9		
			1701	24266	SH	DEFINED	3		
			4378	62443	SH	DEFINED	85		

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		-----		-----				
		8054	114871					
WHITE ELECTR DESIGNS CORP	COM	963801105	666	120000	SH	DEFINED	85	

		666	120000					
WHITEHALL JEWELLERS INC	COM	965063100	13	1855	SH	DEFINED	3	

		13	1855					
WHITING PETE CORP NEW	COM	966387102	10	285	SH	DEFINED	3	

		10	285					
WHITNEY HLDG CORP	COM	966612103	10	300	SH	DEFINED	3	

		10	300					
WHOLE FOODS MKT INC	COM	966837106	18	150	SH	DEFINED	9	
				349	2950	SH	DEFINED	3

		366	3100					

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PAGE 245 OF 249		NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP		VALUE	SHARES/	SH/	PUT/	INVSTMT	O		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	(X\$1000)	PRN	AMT	CALL	DSCRETN	MA			

WILEY JOHN & SONS INC	CL A	968223206	23	575	SH	DEFINED	9				

		23	575								
WILLBROS GROUP INC	COM	969199108	1575	110000	SH	DEFINED	85				

		1575	110000								
WILLIAMS COS INC DEL	COM	969457100	412	21665	SH	DEFINED	9				
				1	40	SH	DEFINED	3			
				396	20834	SH	DEFINED	85			

		808	42539								
WILLIAMS SONOMA INC	COM	969904101	1854	46859	SH	DEFINED	9				
				901	22759	SH	DEFINED	3			
				6541	165300	SH	DEFINED	85			

		9296	234918								
WILMINGTON TRUST CORP	COM	971807102	169	4700	SH	DEFINED	9				

		169	4700								
WILSHIRE ENTERPRISES INC	COM	971889100	5	719	SH	DEFINED	3				

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				5	719		
WIND RIVER SYSTEMS INC	COM	973149107	784	50000	SH	DEFINED	85
			-----	-----			
			784	50000			
WINTRUST FINANCIAL CORP	COM	97650W108	83	1583	SH	DEFINED	9
			63	1206	SH	DEFINED	3
			3738	71400	SH	DEFINED	85
			-----	-----			
			3884	74189			
WIPRO LTD	SPON ADR 1 SH	97651M109	1199	57500	SH	DEFINED	85
			-----	-----			
			1199	57500			
WISCONSIN ENERGY CORP	COM	976657106	303	7775	SH	DEFINED	9
			322	8250	SH	DEFINED	3
			-----	-----			
			625	16025			

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PAGE	246 OF	249	NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN			

WITNESS SYS INC	COM	977424100	840	46062	SH	DEFINED	9		
			88	4826	SH	DEFINED	3		
			3208	176000	SH	DEFINED	85		
			-----	-----					
			4136	226888					
WOLVERINE TUBE INC	COM	978093102	587	100000	SH	DEFINED	85		
			-----	-----					
			587	100000					
WOLVERINE WORLD WIDE INC	COM	978097103	614	25575	SH	DEFINED	3		
			-----	-----					
			614	25575					
WOODHEAD INDS INC	COM	979438108	411	32589	SH	DEFINED	9		
			-----	-----					
			411	32589					
WORTHINGTON INDS INC	COM	981811102	8249	522075	SH	DEFINED	9		
			86	5451	SH	DEFINED	3		
			-----	-----					
			8335	527526					
WRIGLEY WM JR CO	COM	982526105	1588	23061	SH	DEFINED	9		
			4142	60174	SH	DEFINED	3		
			492	7146	SH	DEFINED	85		
			-----	-----					
			6222	90381					

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WYETH	COM	983024100	39947	897674	SH	DEFINED	9
			6887	154754	SH	DEFINED	3
			3969	89190	SH	DEFINED	85
			-----	-----			
			50802	1141618			
WYNDHAM INTL INC	CL A	983101106	30	27000	SH	DEFINED	3
			-----	-----			
			30	27000			
XM SATELLITE RADIO HLDGS INC	CL A	983759101	57	1700	SH	DEFINED	9
			-----	-----			
			57	1700			

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PAGE	247 OF	249	NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ CALL	INVSTMT DSCRETN	O	MA	
-----	-----	-----	-----	-----	-----	-----	-----	-----	
XTO ENERGY INC	COM	98385X106	8874	261091	SH	DEFINED	9		
			7637	224669	SH	DEFINED	3		
			7859	231224	SH	DEFINED	85		
			-----	-----					
			24370	716984					
X-RITE INC	COM	983857103	883	76742	SH	DEFINED	3		
			-----	-----					
			883	76742					
XCEL ENERGY INC	COM	98389B100	366	18766	SH	DEFINED	9		
			246	12623	SH	DEFINED	3		
			286	14648	SH	DEFINED	85		
			-----	-----					
			899	46037					
XILINX INC	COM	983919101	1925	75485	SH	DEFINED	9		
			219	8585	SH	DEFINED	3		
			2	70	SH	DEFINED	8		
			-----	-----					
			325	12734	SH	DEFINED	85		
			-----	-----					
			2470	96874					
XEROX CORP	COM	984121103	532	38572	SH	DEFINED	9		
			56	4025	SH	DEFINED	3		
			482	34981	SH	DEFINED	85		
			-----	-----					
			1070	77578					
YAHOO INC	COM	984332106	1627	46949	SH	DEFINED	9		
			43	1244	SH	DEFINED	3		
			1667	48113	SH	DEFINED	85		
			-----	-----					
			3337	96306					
YELLOW ROADWAY CORP	COM	985577105	15	300	SH	DEFINED	9		

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			9	179	SH	DEFINED	3
			-----	-----			
			24	479			
YOUNG INNOVATIONS INC	COM	987520103	4	100	SH	DEFINED	9
			-----	-----			
			4	100			

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PAGE 248 OF 249		NAME OF REPORTING MANAGER:FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PUT/ INVSTMT	CALL DSCRETN	O MA	

YUM BRANDS INC	COM	988498101	981	18840	SH	DEFINED	9	
			159	3054	SH	DEFINED	3	
			554	10646	SH	DEFINED	85	
			-----	-----				
			1695	32540				
ZI CORP	COM	988918108	18	8000	SH	DEFINED	3	
			-----	-----				
			18	8000				
ZANETT INC	COM	98906R109	12	3125	SH	DEFINED	3	
			-----	-----				
			12	3125				
ZEBRA TECHNOLOGIES CORP	CL A	989207105	530	12112	SH	DEFINED	9	
			537	12272	SH	DEFINED	3	
			-----	-----				
			1068	24384				
ZENITH NATL INS CORP	COM	989390109	652	9601	SH	DEFINED	9	
			83	1220	SH	DEFINED	3	
			3223	47500	SH	DEFINED	85	
			-----	-----				
			3958	58321				
ZIMMER HLDGS INC	COM	98956P102	18348	240879	SH	DEFINED	9	
			5601	73536	SH	DEFINED	3	
			2	20	SH	DEFINED	8	
			9149	120114	SH	DEFINED	85	
			-----	-----				
			33100	434549				
ZIONS BANCORPORATION	COM	989701107	213	2898	SH	DEFINED	9	
			241	3283	SH	DEFINED	85	
			-----	-----				
			454	6181				
ZIX CORP	COM	98974P100	38	12000	SH	DEFINED	3	
			-----	-----				
			38	12000				
ZWEIG FD	COM	989834106	16	2987	SH	DEFINED	3	

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			NAME OF REPORTING MANAGER: FIFTH THIRD BANCORP						
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (X\$1000)	SHARES/ PRN AMT	SH/ PRN CALL	PUT/ CALL	INVTMT DCRETN	O MA	
ZWEIG TOTAL RETURN FD INC	COM	989837109	42	8111	SH		DEFINED	3	
			----- 42	----- 8111					
ZOLL MED CORP	COM	989922109	3	100	SH		DEFINED	3	
			----- 3	----- 100					
ZOMAX INC MINN	COM	989929104	89	32000	SH		DEFINED	9	
			1085	390300	SH		DEFINED	85	
			----- 1174	----- 422300					
GRAND TOTAL			14041240	TOTAL ENTRIES				4322	