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INTEL CORP  
Form 13F-HR/A  
April 04, 2002

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2001

Check here if Amendment [X]; Amendment Number: 1

This Amendment (Check only one): [X] is a restatement  
[ ] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Intel Corporation  
2200 Mission College Boulevard  
Santa Clara, CA 95052-8119

Form 13F File Number: 28-5160

Person Signing this Report on Behalf of Reporting Manager:

Ravi Jacob, Assistant Treasurer (408) 765-1168

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ATTENTION--Intentional misstatements or omissions of facts  
constitute Federal Criminal Violations. See 18 U.S.C. 1001 and  
15 U.S.C. 78ff(a)  
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The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Signature, Place and Date of Signing:

/S/Ravi Jacob Santa Clara, California April 1, 2002  
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Report Type (Check only one):

[X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

[ ] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

[ ] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other manager(s).)

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Form 13F SUMMARY PAGE

REPORTING MANAGER: INTEL CORPORATION

Report Summary:

Number of Other Included Managers: -3-

Form 13F Information Table Entry Total: 563

Form 13F Information Table Value Total: \$3,756,345

\*Confidential Treatment Requested: Confidential information has been omitted from this Form 13F and filed separately with the Commission.

List of Other Included Managers:

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

1. HEWLETT PACKARD & CO. INC., File No: 28-2187
2. MORGAN STANLEY DEAN WITTER & CO., File No: 28-3432
3. INTEL PACIFIC, INC., File No: 28-6331

Note: items marked with "\*\*\*" on Information Table reflect shares held in the Intel 64 Fund LLC, with Manager 1's and Manager 2's indirect pro rata interest reported separately. All fund investors participating in this investment (including Manager 1, Manager 2 and the Reporting Person) share investment discretion and voting authority over the combined shares shown as Shared-Other. Manager 1 and Manager 2 have informed the Reporting Person that they are required to file Forms 13F for fund holdings. The remaining fund investors have informed the reporting person that they are not separately required to file reports on Form 13F.

6/30/01

FORM 13F INFORMATION TABLE  
REPORTING MANAGER: INTEL CORPORATION

ITEM 1: NAME OF ISSUER	ITEM 2: TITLE OF CLASS	ITEM 3: CUSIP NUMBER	ITEM 4: MARKET FAIR VALUE (000)	ITEM 5: SHARES OR PRINCIPAL AMOUNT	ITEM 6: SH/ PRN	ITEM 7: INVESTMENT DISCRETION	ITEM 8: MANAGER
@COMM CORPORATION	COM	00208K105	5,030	1,005,989	SH	SOLE	
@ROAD INC	COM	04648K105	1,263	576,922	SH	SOLE	
ABBOTT LABS	COM	002824100	21,927	456,734	SH	SOLE	

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ADC TELECOMMUNICATIONS INC	COM	000886101	1,515	229,600	SH	SOLE
ADOBE SYS INC	COM	00724F101	3,342	71,100	SH	SOLE
ADVANCED MICRO DEVICES INC	COM	007903107	2,907	100,658	SH	SOLE
AES CORP	COM	00130H105	6,755	156,900	SH	SOLE
AETNA INC	COM	00817Y108	1,098	42,445	SH	SOLE
AFLAC INC	COM	001055102	4,931	156,600	SH	SOLE
AGENCY.COM LTD	COM	008447104	482	150,000	SH	SOLE
AGILENT TECHNOLOGIES INC	COM	00846U101	4,378	134,723	SH	SOLE
AIR PRODS & CHEMS INC	COM	009158106	3,097	67,700	SH	SOLE
ALBERTO CULVER CO	CL B	013068101	698	16,600	SH	SOLE
ALBERTSONS INC	COM	013104104	3,627	120,941	SH	SOLE
ALCAN INC	COM	013716105	3,944	93,849	SH	SOLE
ALCOA INC	COM	013817101	10,066	255,492	SH	SOLE
ALLEGHENY ENERGY INC	COM	017361106	1,747	36,200	SH	SOLE
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	428	23,664	SH	SOLE
ALLERGAN INC	COM	018490102	3,320	38,900	SH	SOLE
ALLIED WASTE INDS INC	COM	019589308	1,085	58,100	SH	SOLE
ALLSTATE CORP	COM	020002101	9,500	215,960	SH	SOLE
ALLTEL CORP	COM	020039103	5,660	92,400	SH	SOLE
ALTERA CORP	COM	021441100	3,396	117,100	SH	SOLE
AMBAC FINANCIAL GROUP INC	COM	023139108	1,816	31,200	SH	SOLE
AMERADA HESS CORP	COM	023551104	2,109	26,100	SH	SOLE
AMEREN CORP	COM	023608102	1,731	40,550	SH	SOLE
AMERICAN ELEC PWR INC	COM	025537101	4,388	95,032	SH	SOLE
AMERICAN EXPRESS CO	COM	025816109	15,240	392,784	SH	SOLE
AMERICAN GEN CORP	COM	026351106	6,901	148,576	SH	SOLE
AMERICAN GREETINGS CORP	CL A	026375105	206	18,745	SH	SOLE
AMERICAN HOME PRODS CORP	COM	026609107	22,625	386,936	SH	SOLE

FAIR MARKET VALUE

155,212

AMERICAN INTL GROUP INC	COM	026874107	59,047	687,419	SH	SOLE
AMERICAN TOWER CORP	CL A	029912201	3,370	161,227	SH	SOLE
AMERICAN PWR CONVERSION CORP	COM	029066107	906	57,500	SH	SOLE
AMGEN INC	COM	031162100	18,665	307,600	SH	SOLE
AMR CORP	COM	001765106	1,608	44,500	SH	SOLE
AMSOUTH BANCORPORATION	COM	032165102	2,049	110,800	SH	SOLE
ANADARKO PETE CORP	COM	032511107	3,969	73,476	SH	SOLE
ANALOG DEVICES INC	COM	032654105	4,597	106,300	SH	SOLE
ANDREW CORP	COM	034425108	445	24,125	SH	SOLE
ANHEUSER BUSCH COS INC	COM	035229103	10,976	266,400	SH	SOLE
AOL TIME WARNER INC	COM	00184A105	67,726	1,277,846	SH	SOLE
AON CORP	COM	037389103	2,649	75,690	SH	SOLE
APACHE CORP	COM	037411105	1,852	36,500	SH	SOLE
APPLE COMPUTER INC	COM	037833100	2,376	102,200	SH	SOLE
APPLERA CORP-APPLIED BIOSYSTEM	COM	038020103	1,667	62,300	SH	SOLE
APPLIED MATLS INC	COM	038222105	11,735	239,000	SH	SOLE
APPLIED MICRO CIRCUITS CORP CD	COM	03822W109	1,517	88,200	SH	SOLE
ARCHER DANIELS MIDLAND CO	COM	039483102	2,435	187,221	SH	SOLE
ASHLAND INC	COM	044204105	826	20,600	SH	SOLE
ASIACONTENT.COM LTD	SHS CL A	G05354116	561	561,134	SH	DEFINED
	NEW					
ASIAINFO HOLDINGS INC	COM	04518A104	36,259	1,972,725	SH	DEFINED
ASML HLDG NV	N Y SHS	N07059111	32,193	1,428,888	SH	SOLE
AT&T CORP	COM	001957109	22,004	1,000,172	SH	SOLE
AUTODESK INC	COM	052769106	619	16,600	SH	SOLE
AUTOMATIC DATA PROCESSING INC	COM	053015103	9,324	187,602	SH	SOLE
AUTOZONE INC	COM	053332102	1,260	33,600	SH	SOLE
AVAYA INC	COM	053499109	1,143	83,436	SH	SOLE
AVERY DENNISON CORP	COM	053611109	1,664	32,600	SH	SOLE

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AVON PRODS INC	COM	054303102	3,254	70,314	SH	SOLE
BAKER HUGHES INC	COM	057224107	3,281	97,930	SH	SOLE
BALL CORP	COM	058498106	400	8,400	SH	SOLE
BANK NEW YORK INC	COM	064057102	10,498	218,704	SH	SOLE

FAIR MARKET VALUE 320,875

BANK OF AMERICA CORP	COM	060505104	28,854	480,663	SH	SOLE
BANK ONE CORP	COM	06423A103	12,223	341,438	SH	SOLE
BARD C R INC	COM	067383109	854	15,000	SH	SOLE
BARRICK GOLD CORP	COM	067901108	1,773	117,000	SH	SOLE
BAUSCH & LOMB INC	COM	071707103	573	15,800	SH	SOLE
BAXTER INTL INC	COM	071813109	8,541	173,740	SH	SOLE
BB&T CORP	COM	054937107	4,356	118,700	SH	SOLE
BEAR STEARNS COS INC	COM	073902108	1,855	31,461	SH	SOLE
BECTON DICKINSON & CO	COM	075887109	2,713	75,800	SH	SOLE
BED BATH & BEYOND INC	COM	075896100	2,633	84,400	SH	SOLE
BELLSOUTH CORP	COM	079860102	22,267	552,944	SH	SOLE
BEMIS INC	COM	081437105	627	15,600	SH	SOLE
BEST BUY INC	COM	086516101	3,900	61,400	SH	SOLE
BIG LOTS INC	COM	089302103	451	33,000	SH	SOLE
BIOGEN INC	COM	090597105	2,376	43,700	SH	SOLE
BIOMET INC	COM	090613100	2,538	52,800	SH	SOLE
BLACK & DECKER CORP	COM	091797100	943	23,900	SH	SOLE
BLOCK H & R INC	COM	093671105	1,743	27,000	SH	SOLE
BMC SOFTWARE INC	COM	055921100	1,623	72,000	SH	SOLE
BOEING CO	COM	097023105	13,698	246,361	SH	SOLE
BOISE CASCADE CORP	COM	097383103	596	16,955	SH	SOLE
BOSTON SCIENTIFIC CORP	COM	101137107	2,035	119,704	SH	SOLE
BRISTOL MYERS SQUIBB CO	COM	110122108	30,197	577,384	SH	SOLE
BROADCOM CORP	CL A	111320107	3,083	72,100	SH	SOLE
BROADVISION INC	COM	111412102	398	79,500	SH	SOLE
BROWN FORMAN CORP	CL B	115637209	1,292	20,200	SH	SOLE
BRUNSWICK CORP	COM	117043109	620	25,800	SH	SOLE
BURLINGTON NORTH SANTA FE CORP	COM	12189T104	3,497	115,873	SH	SOLE
BURLINGTON RES INC	COM	122014103	2,547	63,780	SH	SOLE
CABLETRON SYS INC	COM	126920107	1,245	54,500	SH	SOLE
CADENCE DESIGN SYSTEM INC	COM	127387108	458	24,901	SH	SOLE
CALPINE CORP	COM	131347106	3,330	88,100	SH	SOLE

FAIR MARKET VALUE 163,839

CAMPBELL SOUP CO	COM	134429109	3,196	124,100	SH	SOLE
CAPITAL ONE FINL CORP	COM	14040H105	3,487	58,100	SH	SOLE
CARDINAL HEALTH INC	COM	14149Y108	8,573	124,250	SH	SOLE
CARNIVAL CORP	COM	143658102	5,302	172,700	SH	SOLE
CATERPILLAR INC	COM	149123101	5,082	101,544	SH	SOLE
CENDANT CORP	COM	151313103	4,429	227,136	SH	SOLE
CENTEX CORP	COM	152312104	709	17,400	SH	SOLE
CENTURYTEL INC	COM	156700106	1,257	41,500	SH	SOLE
CHARTER ONE FINL INC	COM	160903100	1,961	61,460	SH	SOLE
CHEVRON CORP	COM	166751107	17,159	189,600	SH	SOLE
CHIPPAC INC	CL A	169657103	12,009	1,200,878	SH	SOLE
CHIRON CORP	COM	170040109	2,882	56,500	SH	SOLE
CHUBB CORP	COM	171232101	3,994	51,577	SH	SOLE
CIGNA CORP	COM	125509109	4,350	45,400	SH	SOLE
CINCINNATI FINL CORP	COM	172062101	1,876	47,500	SH	SOLE
CINERGY CORP	COM	172474108	1,639	46,900	SH	SOLE

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CINTAS CORP	COM	172908105	2,303	49,800	SH	SOLE
CIRCUIT CITY GROUP	COM	172737108	1,094	60,800	SH	SOLE
CISCO SYSTEMS INC	COM	17275R102	41,790	2,287,606	SH	SOLE
CITIGROUP INC	COM	172967101	78,368	1,483,110	SH	SOLE
CITIZENS COMMUNICATIONS CO	COM	17453B101	942	78,300	SH	SOLE
CITRIX SYS INC	COM	177376100	1,909	54,700	SH	SOLE
CLEAR CHANNEL COMMUNICATIONS	COM	184502102	10,828	172,700	SH	SOLE
CLOROX CO	COM	189054109	2,359	69,700	SH	SOLE
CMS ENERGY CORP	COM	125896100	1,075	38,600	SH	SOLE
COCA COLA CO	COM	191216100	33,053	734,504	SH	SOLE
COCA COLA ENTERPRISES INC	COM	191219104	2,018	123,400	SH	SOLE
COLGATE PALMOLIVE CO	COM	194162103	9,963	168,900	SH	SOLE
COMCAST CORP	CL A SPL	200300200	12,039	277,400	SH	SOLE
COMERICA INC	COM	200340107	3,016	52,367	SH	SOLE
COMPAQ COMPUTER CORP	COM	204493100	7,718	498,800	SH	SOLE

FAIR MARKET VALUE

286,380

COMPUTER ASSOC INTL INC	COM	204912109	6,128	170,225	SH	SOLE
COMPUTER SCIENCES CORP	COM	205363104	1,723	49,800	SH	SOLE
COMPUWARE CORP	COM	205638109	1,519	108,600	SH	SOLE
COMVERSE TECHNOLOGY INC	COM	205862402	2,798	49,000	SH	SOLE
CONAGRA FOODS INC	COM	205887102	3,140	158,514	SH	SOLE
CONCORD EFS INC	COM	206197105	3,318	63,800	SH	SOLE
CONEXANT SYSTEMS INC	COM	207142100	752	84,326	SH	SOLE
CONOCO INC	CL B	208251405	5,320	184,100	SH	SOLE
CONSECO INC	COM	208464107	1,313	96,045	SH	SOLE
CONSOLIDATED EDISON INC	COM	209115104	2,491	62,600	SH	SOLE
CONSTELLATION ENGY GRP INC	COM	210371100	2,041	47,900	SH	SOLE
CONVERA CORPORATION	COM	211919105	68,468	14,949,384	SH	SOLE
CONVERGYS CORP	COM	212485106	1,534	50,700	SH	SOLE
COOPER INDS INC	COM	216669101	1,089	27,500	SH	SOLE
COOPER TIRE & RUBR CO	COM	216831107	302	21,300	SH	SOLE
COORS ADOLPH CO	CL B	217016104	547	10,900	SH	SOLE
CORNING INC	COM	219350105	4,538	271,600	SH	SOLE
COSTCO WHSL CORP	COM	22160K105	5,435	132,300	SH	SOLE
COUNTRYWIDE CR INDS INC	COM	222372104	1,578	34,400	SH	SOLE
COVAD COMMUNICATIONS GROUP INC	COM	222814204	80	82,529	SH	SOLE
CRANE CO	COM	224399105	555	17,900	SH	SOLE
CROSSROADS SYS INC	COM	22765D100	9,137	1,476,147	SH	SOLE
CROSSWORLDS SOFTWARE INC	COM	22769P109	1,000	333,333	SH	SOLE
CSX CORP	COM	126408103	2,276	62,800	SH	SOLE
CUMMINS INC	COM	231021106	476	12,300	SH	SOLE
CVS CORP	COM	126650100	4,462	115,600	SH	SOLE
DANA CORP	COM	235811106	1,020	43,710	SH	SOLE
DANAHER CORP	COM	235851102	2,346	41,900	SH	SOLE
DARDEN RESTAURANTS INC	COM	237194105	988	35,400	SH	SOLE
DEERE & CO	COM	244199105	2,627	69,400	SH	SOLE
DELL COMPUTER CORP	COM	247025109	19,979	764,000	SH	SOLE

FAIR MARKET VALUE

158,980

DELPHI AUTOMOTIVE SYS CORP	COM	247126105	2,634	165,375	SH	SOLE
DELTA AIR LINES INC DEL	COM	247361108	1,600	36,300	SH	SOLE
DELUXE CORP	COM	248019101	616	21,300	SH	SOLE
DEVON ENERGY CORP	COM	25179M103	1,995	38,000	SH	SOLE
DILLARDS INC	CL A	254067101	395	25,900	SH	SOLE
DISNEY WALT CO	COM	254687106	17,748	614,342	SH	SOLE

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DOLLAR GEN CORP	COM	256669102	1,903	97,611	SH	SOLE
DOMINION RES INC VA	COM	25746U109	4,244	70,584	SH	SOLE
DONNELLEY R R & SONS CO	COM	257867101	1,069	36,000	SH	SOLE
DOVER CORP	COM	260003108	2,259	60,000	SH	SOLE
DOW CHEM CO	COM	260543103	8,803	264,759	SH	SOLE
DOW JONES & CO INC	COM	260561105	1,541	25,800	SH	SOLE
DTE ENERGY CO	COM	233331107	2,345	50,500	SH	SOLE
DU PONT E I DE NEMOURS & CO	COM	263534109	14,858	307,994	SH	SOLE
DUKE ENERGY CORP	COM	264399106	8,832	226,394	SH	SOLE
DYNEGY INC	CL A	26816Q101	4,426	95,400	SH	SOLE
EASTMAN CHEM CO	COM	277432100	1,079	22,646	SH	SOLE
EASTMAN KODAK CO	COM	277461109	4,137	88,631	SH	SOLE
EATON CORP	COM	278058102	1,416	20,200	SH	SOLE
ECOLAB INC	COM	278865100	1,536	37,500	SH	SOLE
EDISON INTL	COM	281020107	1,073	96,200	SH	SOLE
EL PASO CORP	COM	28336L109	7,712	146,780	SH	SOLE
ELECTRONIC DATA SYS CORP	COM	285661104	8,631	138,100	SH	SOLE
EMC CORP MASS	COM	268648102	18,786	646,206	SH	SOLE
EMERSON ELEC CO	COM	291011104	7,665	126,700	SH	SOLE
EMULEX CORP	COM NEW	292475209	25,816	657,733	SH	SOLE
ENGAGE INC	COM	292827102	12	17,919	SH	SOLE
ENGELHARD CORP	COM	292845104	972	37,700	SH	SOLE
ENRON CORP	COM	293561106	10,801	220,372	SH	SOLE
ENTERGY CORP	COM	29364G103	2,526	65,800	SH	SOLE
EOG RES INC	COM	26875P101	1,226	34,500	SH	SOLE

FAIR MARKET VALUE

168,656

EQUIFAX INC	COM	294429105	1,537	41,900	SH	SOLE
ESOFT INC	COM	296904105	462	427,466	SH	SOLE
EXELON CORP	COM	30161N101	6,026	93,987	SH	SOLE
EXXON MOBIL CORP	COM	30231G102	89,670	1,026,559	SH	SOLE
FANNIE MAE	COM	313586109	25,332	297,500	SH	SOLE
FEDERATED DEPT STORES INC DEL	COM	31410H101	2,495	58,702	SH	SOLE
FEDEX CORP	COM	31428X106	3,519	87,540	SH	SOLE
FIFTH THIRD BANCORP	COM	316773100	10,075	167,773	SH	SOLE
FIRST DATA CORP	COM	319963104	7,493	116,600	SH	SOLE
FIRST UN CORP	COM	337358105	10,108	289,306	SH	SOLE
FIRSTENERGY CORP	COM	337932107	2,142	66,600	SH	SOLE
FISERV INC	COM	337738108	2,342	36,600	SH	SOLE
FLEET BOSTON FINL CORP	COM	339030108	12,617	319,821	SH	SOLE
FLUOR CORP	COM	343412102	984	21,800	SH	SOLE
FMC CORP	COM	302491303	617	9,000	SH	SOLE
FORD MTR CO DEL	COM PAR	345370860	13,442	547,543	SH	SOLE
		\$0.01				
FOREST LABS INC	CL A	345838106	3,699	52,100	SH	SOLE
FORTUNE BRANDS INC	COM	349631101	1,752	45,676	SH	SOLE
FPL GROUP INC	COM	302571104	3,145	52,235	SH	SOLE
FRANKLIN RES INC	COM	354613101	3,575	78,100	SH	SOLE
FREDDIE MAC CORP	COM	313400301	14,331	205,332	SH	SOLE
FREEMPORT MCMORAN COPPER & GOLD	CL A	35671D857	484	43,780	SH	SOLE
GANNETT INC	COM	364730101	5,134	77,900	SH	SOLE
GAP INC	COM	364760108	7,278	250,974	SH	SOLE
GATEWAY INC	COM	367626108	1,568	95,300	SH	SOLE
GENERAL DYNAMICS CORP	COM	369550108	4,575	58,800	SH	SOLE
GENERAL ELEC CO	COM	369604103	142,656	2,926,280	SH	SOLE
GENERAL MLS INC	COM	370334104	3,669	83,800	SH	SOLE

FAIR MARKET VALUE

380,727

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GENERAL MTRS CORP	COM	370442105	10,416	161,870	SH	SOLE
GENUINE PARTS CO	COM	372460105	1,608	51,050	SH	SOLE
GEORGIA PAC CORP	COM	373298108	2,255	66,606	SH	SOLE
GILLETTE CO	COM	375766102	9,016	311,000	SH	SOLE
GLOBAL CROSSING LTD	COM	G3921A100	2,260	261,595	SH	SOLE
GOLDEN WEST FINL CORP DEL	COM	381317106	3,000	46,700	SH	SOLE
GOODRICH CORP	COM	382388106	1,155	30,400	SH	SOLE
GOODYEAR TIRE & RUBR CO	COM	382550101	1,313	46,900	SH	SOLE
GPU INC	COM	36225X100	1,262	35,900	SH	SOLE
GRAINGER W W INC	COM	384802104	1,144	27,800	SH	SOLE
GREAT LAKES CHEM CORP	COM	390568103	460	14,900	SH	SOLE
GUIDANT CORP	COM	401698105	3,269	90,800	SH	SOLE
HALLIBURTON CO	COM	406216101	4,651	130,650	SH	SOLE
HARCOURT GEN INC	COM	41163G101	1,263	21,700	SH	SOLE
HARLEY DAVIDSON INC	COM	412822108	4,214	89,500	SH	SOLE
HARRAHS ENTMT INC	COM	413619107	1,216	34,450	SH	SOLE
HARTFORD FINL SVCS GROUP INC	COM	416515104	4,770	69,736	SH	SOLE
HASBRO INC	COM	418056107	735	50,850	SH	SOLE
HCA INC	COM	404119109	7,373	163,150	SH	SOLE
HEALTHSOUTH CORP	COM	421924101	1,822	114,100	SH	SOLE
HEINZ H J CO	COM	423074103	4,199	102,700	SH	SOLE
HERCULES INC	COM	427056106	358	31,704	SH	SOLE
HERSHEY FOODS CORP	COM	427866108	2,475	40,100	SH	SOLE
HEWLETT PACKARD CO	COM	428236103	16,321	570,676	SH	SOLE
HILTON HOTELS CORP	COM	432848109	1,262	108,800	SH	SOLE
HOME DEPOT INC	COM	437076102	31,838	683,950	SH	SOLE
HOMESTAKE MNG CO	COM	437614100	604	77,704	SH	SOLE
HONEYWELL INTL INC	COM	438516106	8,242	235,544	SH	SOLE
HOUSEHOLD INTL INC	COM	441815107	9,275	139,048	SH	SOLE
HUMANA INC	COM	444859102	492	49,900	SH	SOLE
HUNTINGTON BANCSHARES INC	COM	446150104	1,210	74,022	SH	SOLE

FAIR MARKET VALUE

139,478

IBM CORP	COM	459200101	58,545	518,096	SH	SOLE
ILLINOIS TOOL WKS INC	COM	452308109	5,646	89,200	SH	SOLE
IMS HEALTH INC	COM	449934108	2,471	86,700	SH	SOLE
INCO LTD	COM	453258402	928	53,742	SH	SOLE
INFOINTERACTIVE	ORD	456918101	2,537	1,803,922	SH	SOLE
INGERSOLL RAND CO	COM	456866102	1,955	47,450	SH	SOLE
INTEGRATED TELECOM EXPRESS INC	COM	45817U101	2,886	1,428,571	SH	SOLE
INTEL CORP CALIF	COM	458140100	52,304	1,788,172	SH	SOLE
INTERACTIVE INTELLIGENCE INC	COM	45839M103	6,570	600,000	SH	DEFINED
INTERNATIONAL PAPER CO	COM	460146103	5,075	142,165	SH	SOLE
INTERNET SEC SYS INC	COM	46060X107	1,997	41,121	SH	SOLE
INTERPUBLIC GROUP COS INC	COM	460690100	2,665	90,800	SH	SOLE
INTERTRUST TECHNOLOGIES CORP	COM	46113Q109	4	874,718	SH	DEFINED
INTL FLAVORS & FRAGRANCES INC	COM	459506101	725	28,843	SH	SOLE
INTUIT	COM	461202103	2,443	61,100	SH	SOLE
ITT INDS INC IND	COM	450911102	1,145	25,885	SH	SOLE
ITXC CORPORATION	COM	45069F109	10,167	2,037,500	SH	SOLE
J P MORGAN CHASE & CO	COM	46625H100	25,060	561,877	SH	SOLE
JABIL CIRCUIT INC	COM	466313103	1,737	56,300	SH	SOLE
JDS UNIPHASE CORP	COM	46612J101	5,189	413,717	SH	SOLE
JEFFERSON PILOT CORP	COM	475070108	2,204	45,612	SH	SOLE
JOHNSON & JOHNSON	COM	478160104	44,474	889,480	SH	SOLE
JOHNSON CTLS INC	COM	478366107	1,848	25,500	SH	SOLE
K MART CORP	COM	482584109	1,638	142,773	SH	SOLE

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KANA COMMUNICATIONS INC	COM	483600102	272	133,291	SH	SOLE
KB HOME	COM	48666K109	394	13,074	SH	SOLE
KELLOGG CO	COM	487836108	3,474	119,778	SH	SOLE
KERR MCGEE CORP	COM	492386107	1,847	27,867	SH	SOLE
KEYCORP	COM	493267108	3,277	125,782	SH	SOLE
KEYSPAN CORP	COM	49337W100	1,452	39,800	SH	SOLE

FAIR MARKET VALUE 250,929

KIMBERLY CLARK CORP	COM	494368103	8,815	157,700	SH	SOLE
KINDER MORGAN INC KANS	COM	49455P101	1,693	33,700	SH	SOLE
KING PHARMACEUTICALS INC	COM	495582108	2,677	49,800	SH	SOLE
KLA TENCOR CORP	COM	482480100	3,187	54,500	SH	SOLE
KNIGHT RIDDER INC	COM	499040103	1,287	21,700	SH	SOLE
KOHL'S CORP	COM	500255104	6,141	97,900	SH	SOLE
KROGER CO	COM	501044101	6,043	241,700	SH	SOLE
LASTMINUTE.COM PLC	SPONSORED	518129101	2,095	4,487,710	SH	SOLE

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LEGETT & PLATT INC	COM	524660107	1,276	57,900	SH	SOLE
LEHMAN BROS HLDGS INC	COM	524908100	5,750	74,000	SH	SOLE
LEXMARK INTERNATIONAL INC	COM	529771107	2,522	37,500	SH	SOLE
LIGHTSPAN INC	COM	53226T103	3,080	319,867	SH	SOLE
LILLY ELI & CO	COM	532457108	24,632	332,870	SH	SOLE
LIMITED INC	COM	532716107	2,078	125,766	SH	SOLE
LINCOLN NATL CORP IND	COM	534187109	2,924	56,500	SH	SOLE
LINEAR TECHNOLOGY CORP	COM	535678106	4,135	93,500	SH	SOLE
LIQUID AUDIO INC	COM	53631T102	7,446	2,515,708	SH	SOLE
LIZ CLAIBORNE INC	COM	539320101	772	15,300	SH	SOLE
LOCKHEED MARTIN CORP	COM	539830109	4,714	127,244	SH	SOLE
LOEWS CORP	COM	540424108	3,756	58,300	SH	SOLE
LONGS DRUG STORES CORP	COM	543162101	239	11,100	SH	SOLE
LOUISIANA PAC CORP	COM	546347105	360	30,700	SH	SOLE
LOWES COS INC	COM	548661107	8,205	113,100	SH	SOLE
LSI LOGIC CORP	COM	502161102	1,983	105,480	SH	SOLE
LUCENT TECHNOLOGIES INC	COM	549463107	6,232	1,005,046	SH	SOLE
MANOR CARE INC	COM	564055101	965	30,400	SH	SOLE
MARRIOTT INTL INC	CL A	571903202	3,353	70,834	SH	SOLE
MARSH & MCLENNAN COS INC	COM	571748102	8,199	81,179	SH	SOLE
MARVELL TECHNOLOGY GROUP LTD	ORD	G5876H105	7,690	288,976	SH	SOLE
MASCO CORP	COM	574599106	3,290	131,800	SH	SOLE
MATTEL INC	COM	577081102	2,384	126,016	SH	SOLE

FAIR MARKET VALUE 137,923

MAXIM INTEGRATED PRODS INC	COM	57772K101	4,218	95,400	SH	SOLE
MAY DEPT STORES CO	COM	577778103	3,015	88,000	SH	SOLE
MAYTAG CORP	COM	578592107	666	22,773	SH	SOLE
MBIA INC	COM	55262C100	2,430	43,650	SH	SOLE
MBNA CORP	COM	55262L100	8,289	251,530	SH	SOLE
MCDERMOTT INTL INC	COM	580037109	209	17,900	SH	SOLE
MCDONALDS CORP COM	COM	580135101	10,478	387,228	SH	SOLE
MCGRAW HILL COS INC	COM	580645109	3,818	57,716	SH	SOLE
MCKESSON HBOC INC	COM	58155Q103	3,123	84,138	SH	SOLE
MEAD CORP	COM	582834107	792	29,200	SH	SOLE
MEDIMMUNE INC	COM	584699102	2,955	62,600	SH	SOLE
MEDTRONIC INC	COM	585055106	16,325	354,812	SH	SOLE
MELLON FINL CORP	COM	58551A108	6,609	144,060	SH	SOLE
MERCK & CO INC	COM	589331107	43,526	681,058	SH	SOLE

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MERCURY INTERACTIVE CORP	COM	589405109	1,432	23,900	SH	SOLE
MEREDITH CORP	COM	589433101	526	14,700	SH	SOLE
MERRILL LYNCH & CO INC	COM	590188108	14,136	238,588	SH	SOLE
METLIFE INC	COM	59156R108	6,995	225,800	SH	SOLE
MGIC INVT CORP WIS	COM	552848103	2,288	31,500	SH	SOLE
MICRON TECHNOLOGY INC	COM	595112103	7,201	175,200	SH	SOLE
MICROSOFT CORP	COM	594918104	115,019	1,575,600	SH	SOLE
MILLIPORE CORP	COM	601073109	849	13,700	SH	SOLE
MINNESOTA MNG & MFG CO	COM	604059105	13,350	117,000	SH	SOLE
MIRANT CORP	COM	604675108	3,439	99,982	SH	SOLE
MOLEX INC	COM	608554101	2,108	57,700	SH	SOLE
MOODYS CORP	COM	615369105	1,605	47,900	SH	SOLE
MORGAN STANLEY DEAN WITTER & CO	COM	617446448	21,187	329,858	SH	SOLE
MOTOROLA INC	COM	620076109	10,683	645,105	SH	SOLE
NABORS INDS INC	COM	629568106	1,618	43,500	SH	SOLE
NATIONAL CITY CORP	COM	635405103	5,538	179,926	SH	SOLE
NATIONAL SEMICONDUCTOR CORP	COM	637640103	1,500	51,500	SH	SOLE

FAIR MARKET VALUE 315,927

NATIONAL SVC INDS INC	COM	637657107	275	12,200	SH	SOLE
NATURAL MICROSYSTEMS	COM	638882100	203	33,774	SH	SOLE
NAVISTAR INTL CORP	COM	63934E108	491	17,460	SH	SOLE
NCR CORP	COM	62886E108	1,330	28,300	SH	SOLE
NETWORK APPLIANCE INC	COM	64120L104	1,297	94,700	SH	SOLE
NEW YORK TIMES CO	CL A	650111107	2,008	47,800	SH	SOLE
NEWELL RUBBERMAID INC	COM	651229106	1,976	78,706	SH	SOLE
NEWMONT MINING CORP	COM	651639106	1,057	56,814	SH	SOLE
NEXTEL COMMUNICATIONS INC	CL A	65332V103	3,938	225,000	SH	SOLE
NIAGARA MOHAWK HLDGS INC	COM	653520106	839	47,400	SH	SOLE
NICOR INC	COM	654086107	522	13,400	SH	SOLE
NIKE INC	CL B	654106103	3,347	79,700	SH	SOLE
NISOURCE INC	COM	65473P105	1,645	60,200	SH	SOLE
NOBLE DRILLING CORP	COM	655042109	1,300	39,700	SH	SOLE
NORDSTROM INC WASH	COM	655664100	735	39,600	SH	SOLE
NORFOLK SOUTHN CORP	COM	655844108	2,351	113,524	SH	SOLE
NORTEL NETWORKS CORP	COM	656568102	8,534	939,536	SH	SOLE
NORTHERN TR CORP	COM	665859104	4,094	65,500	SH	SOLE
NORTHROP GRUMMAN CORP	COM	666807102	2,011	25,109	SH	SOLE
NOVATEL WIRELESS INC	COM	66987M109	865	434,782	SH	SOLE
NOVELL INC	COM	670006105	534	93,795	SH	SOLE
NOVELLUS SYS INC	COM	670008101	2,362	41,600	SH	SOLE
NUANCE COMMUNICATIONS CORP	COM	669967101	2,235	128,889	SH	SOLE
NUCOR CORP	COM	670346105	1,120	22,900	SH	SOLE
OCCIDENTAL PETE CORP	COM	674599105	2,901	109,100	SH	SOLE
OFFICE DEPOT INC	COM	676220106	913	88,000	SH	SOLE
OMNICOM GROUP INC	COM	681919106	4,498	52,300	SH	SOLE
ONEOK INC	COM	682680103	339	17,200	SH	SOLE
ORACLE CORPORATION	COM	68389X105	31,342	1,649,584	SH	SOLE
PACCAR INC	COM	693718108	1,162	22,600	SH	SOLE
PACTIV CORP	COM	695257105	626	46,730	SH	SOLE

FAIR MARKET VALUE 86,850

PALL CORP	COM	696429307	852	36,200	SH	SOLE
PALM INC	COM	696642107	1,015	167,267	SH	SOLE
PANJA INC	COM	698493103	1,313	328,212	SH	SOLE
PARAMETRIC TECHNOLOGY CORP	COM	699173100	1,097	78,400	SH	SOLE

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PARKER HANNIFIN CORP	COM	701094104	1,462	34,450	SH	SOLE
PAYCHEX INC	COM	704326107	4,407	110,175	SH	SOLE
PENNEY J C INC	COM	708160106	2,042	77,478	SH	SOLE
PEOPLES ENERGY CORP ILL	COM	711030106	416	10,349	SH	SOLE
PEOPLESOFT INC	COM	712713106	4,150	84,300	SH	SOLE
PEPSI BOTTLING GROUP INC	COM	713409100	1,628	40,600	SH	SOLE
PEPSICO INC	COM	713448108	18,843	426,322	SH	SOLE
PEREGRINE SYSTEMS INC	COM	71366Q101	4,143	135,093	SH	SOLE
PEREGRINE SYSTEMS INC	COM	71366Q101	1,213	41,833	SH	DEFINED
PEREGRINE SYSTEMS INC	COM	71366Q101	243	8,367	SH	OTHER*
PEREGRINE SYSTEMS INC	COM	71366Q101	2,013	69,427	SH	OTHER*
PEREGRINE SYSTEMS INC	COM	71366Q101	3,045	104,986	SH	OTHER*
PERKINELMER INC	COM	714046109	812	29,496	SH	SOLE
PERSISTENCE SOFTWARE INC	COM	715329108	391	651,048	SH	SOLE
PFIZER INC	COM	717081103	74,616	1,863,070	SH	SOLE
PG&E CORP	COM	69331C108	1,280	114,298	SH	SOLE
PHARMACIA CORP	COM	71713U102	17,499	380,829	SH	SOLE
PHELPS DODGE CORP	COM	717265102	968	23,318	SH	SOLE
PHILIP MORRIS COS INC	COM	718154107	33,323	656,609	SH	SOLE
PHILLIPS PETE CO	COM	718507106	4,292	75,300	SH	SOLE
PICTURETEL CORPORATION	COM NEW	720035302	35,043	6,257,708	SH	SOLE
PINNACLE SYSTEMS	COM	723481107	1,602	262,139	SH	SOLE
PINNACLE WEST CAP CORP	COM	723484101	1,185	25,000	SH	SOLE
PITNEY BOWES INC	COM	724479100	3,134	74,400	SH	SOLE
PLACER DOME INC	COM	725906101	949	96,800	SH	SOLE
PNC FINANCIAL SERVICES GROUP	COM	693475105	5,625	85,500	SH	SOLE
POLYCOM INC	COM	73172K104	4,688	210,777	SH	DEFINED
POTLATCH CORP	COM	737628107	289	8,400	SH	SOLE
POWER-ONE INC	COM	739308104	386	23,200	SH	SOLE

FAIR MARKET VALUE

233,964

PPG INDS INC	COM	693506107	2,611	49,672	SH	SOLE
PPL CORP	COM	69351T106	2,360	42,900	SH	SOLE
PRAXAIR INC	COM	74005P104	2,203	46,878	SH	SOLE
PRICE T ROWE GROUP INC	COM	74144T108	1,342	35,900	SH	SOLE
PROCTER & GAMBLE CO	COM	742718109	24,492	383,890	SH	SOLE
PROGRESS ENERGY INC	COM	743263105	2,730	60,776	SH	SOLE
PROGRESS ENERGY INC CVO	COM	743263AA3	0	21,100	SH	SOLE
PROGRESSIVE CORP OHIO	COM	743315103	2,934	21,700	SH	SOLE
PROVIDIAN FINL CORP	COM	74406A102	5,002	84,500	SH	SOLE
PUBLIC SVC ENTERPRISE GROUP	COM	744573106	3,098	63,344	SH	SOLE
PULTE HOMES INC	COM	745867101	512	12,000	SH	SOLE
QLOGIC CORP	COM	747277101	11,252	175,000	SH	SOLE
QUAKER OATS CO	COM	747402105	3,559	39,000	SH	SOLE
QUALCOMM INC	COM	747525103	13,018	222,600	SH	SOLE
QUINTILES TRANSNATIONAL CORP	COM	748767100	861	34,100	SH	SOLE
QWEST COMMUNICATIONS INTL INC	COM	749121109	15,587	489,087	SH	SOLE
RADIO SHACK CORP	COM	750438103	1,674	54,900	SH	SOLE
RADISYS CORPORATION	COM	750459109	31,053	1,365,562	SH	SOLE
RAINDANCE COMM	COM	75086X106	2,982	2,444,444	SH	SOLE
RALSTON PURINA CO	COM	751277302	2,744	91,400	SH	SOLE
RAYTHEON CO	COM	755111507	2,675	100,756	SH	SOLE
RED HAT SOFTWARE INC	COM	756577102	2,506	603,879	SH	SOLE
REEBOK INTL LTD	COM	758110100	543	17,000	SH	SOLE
REGIONS FINL CORP	COM	758940100	2,285	71,400	SH	SOLE
RELIANT ENERGY INC	COM	75952J108	2,800	86,945	SH	SOLE
RESEARCH IN MOTION LTD	COM	760975102	11,140	346,058	SH	SOLE

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ROBERT HALF INTL INC	COM	770323103	1,304	52,400	SH	SOLE
ROCKWELL INTL CORP	COM	773903109	2,051	53,800	SH	SOLE

FAIR MARKET VALUE 155,318

ROGUE WAVE SOFTWARE INC	COM	775369101	344	78,542	SH	DEFINED
ROGUE WAVE SOFTWARE INC	COM	775369101	40	9,201	SH	OTHER*

ROHM & HAAS CO	COM	775371107	2,135	64,905	SH	SOLE
ROWAN COS INC	COM	779382100	617	27,900	SH	SOLE
ROYAL DUTCH PETE CO	NY REG	780257804	36,740	630,520	SH	SOLE

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RYDER SYS INC	COM	783549108	347	17,700	SH	SOLE
SABRE GROUP HLDGS INC	CL A	785905100	1,943	38,863	SH	SOLE
SAFECO CORP	COM	786429100	1,112	37,700	SH	SOLE
SAFEWAY INC	COM	786514208	7,099	147,900	SH	SOLE
SANMINA CORP	COM	800907107	2,119	90,500	SH	SOLE
SAPIENT CORP	COM	803062108	350	35,900	SH	SOLE
SARA LEE CORP	COM	803111103	4,396	232,100	SH	SOLE
SBC COMMUNICATIONS INC	COM	78387G103	40,042	999,556	SH	SOLE
SCHERING PLOUGH CORP	COM	806605101	15,646	431,740	SH	SOLE
SCHLUMBERGER LTD	COM	806857108	8,898	169,000	SH	SOLE
SCHWAB CHARLES CORP	COM	808513105	6,270	408,550	SH	SOLE
SCIENTIFIC ATLANTA INC	COM	808655104	1,937	47,700	SH	SOLE
SEALED AIR CORP	COM	81211K100	922	24,762	SH	SOLE
SEARS ROEBUCK & CO	COM	812387108	4,176	98,700	SH	SOLE
SELECTICA INC	COM	816288104	655	154,233	SH	SOLE
SELECTICA INC	COM	816288104	602	141,621	SH	DEFINED
SELECTICA INC	COM	816288104	161	37,552	SH	OTHER
SELECTICA INC	COM	816288104	426	99,514	SH	OTHER
SELECTICA INC	COM	816288104	1286	300,421	SH	OTHER*
SEMPRA ENERGY	COM	816851109	1,651	60,372	SH	SOLE
SHERWIN WILLIAMS CO	COM	824348106	1,055	47,500	SH	SOLE
SIEBEL SYS INC	COM	826170102	5,947	126,800	SH	SOLE
SIGMA ALDRICH CORP	COM	826552101	881	22,800	SH	SOLE

FAIR MARKET VALUE 147,797

SIGNALSOFT CORP	COM	82668M102	5,078	506,757	SH	SOLE	
SILVERSTREAM SOFTWARE INC	COM	827907106	319	45,179	SH	DEFINED	
SILVERSTREAM SOFTWARE INC	COM	827907106	2,122	301,054	SH	SOLE	
SIMPLEX SOLUTIONS INC	COM	828854109	15,008	622,222	SH	SOLE	
SNAP ON INC	COM	833034101	416	17,200	SH	SOLE	
SOLECTRON CORP	COM	834182107	3,488	190,600	SH	SOLE	
SOUTHERN CO	COM	842587107	4,641	199,600	SH	SOLE	
SOUTHTRUST CORP	COM	844730101	2,600	100,000	SH	SOLE	
SOUTHWEST AIRLS CO	COM	844741108	4,138	223,814	SH	SOLE	
SPEECHWORKS INTL INC	COM	84764M101	2,081	143,617	SH	DEFINED	
SPRINT CORP	COM FON	852061100	5,577	261,096	SH	SOLE	
SPRINT CORP	PCS GROUP	COM					
SPRINT CORP	SER 1	COM	852061506	6,647	275,248	SH	SOLE
ST JUDE MED INC	COM	790849103	1,505	25,088	SH	SOLE	
ST PAUL COS INC	COM	792860108	3,257	64,246	SH	SOLE	
STANDARD MICROSYSTEMS CORP	COM	853626109	24,834	1,542,506	SH	SOLE	
STANLEY WKS	COM	854616109	1,061	25,340	SH	SOLE	
STAPLES INC	COM	855030102	2,139	133,750	SH	SOLE	

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STARBUCKS CORP	COM	855244109	2,571	111,800	SH	SOLE
STARWOOD HOTELS & RESORTS	COM	85590A203	2,125	57,000	SH	SOLE
STATE STREET CORP	COM	857477103	4,726	95,500	SH	SOLE
STILWELL FINL INC	COM	860831106	2,205	65,700	SH	SOLE
STRYKER CORP	COM	863667101	3,170	57,800	SH	SOLE
STYLECLICK INC	CL A	86422L102	226	219,868	SH	SOLE
SUN MICROSYSTEMS INC	COM	866810104	15,133	962,664	SH	SOLE
SUNOCO INC	COM	86764P109	917	25,045	SH	SOLE
SUNTRUST BKS INC	COM	867914103	5,665	87,450	SH	SOLE
SUPERVALU INC	COM	868536103	686	39,100	SH	SOLE
SYMBOL TECHNOLOGIES INC	COM	871508107	72,494	3,244,001	SH	SOLE

FAIR MARKET VALUE 194,829

SYNOVUS FINL CORP	COM	87161C105	2,667	85,000	SH	SOLE
SYSCO CORP	COM	871829107	5,419	199,600	SH	SOLE
TARGET CORP	COM	87612E106	9,155	264,600	SH	SOLE
TEKTRONIX INC	COM	879131100	758	27,934	SH	SOLE
TELLABS INC	COM	879664100	2,349	121,200	SH	SOLE
TEMPLE INLAND INC	COM	879868107	778	14,600	SH	SOLE
TENET HEALTHCARE CORP	COM	88033G100	4,889	94,757	SH	SOLE
TERADYNE INC	COM	880770102	1,715	51,500	SH	SOLE
TERAYON COMMUNICATION SYS	COM	880775101	525	88,428	SH	DEFINED
TEXACO INC	COM	881694103	10,824	162,500	SH	SOLE
TEXAS INSTRS INC	COM	882508104	19,390	610,514	SH	SOLE
TEXTRON INC	COM	883203101	2,312	42,000	SH	SOLE
THERMO ELECTRON CORP	COM	883556102	1,171	53,200	SH	SOLE
THOMAS & BETTS CORP	COM	884315102	377	17,100	SH	SOLE
TIFFANY & CO	COM	886547108	1,557	43,000	SH	SOLE
TIMKEN CO	COM	887389104	302	17,800	SH	SOLE
TJX COS INC	COM	872540109	2,632	82,600	SH	SOLE
TMP WORLDWIDE INC	COM	872941109	1,836	30,600	SH	SOLE
TORCHMARK CORP	COM	891027104	1,500	37,300	SH	SOLE
TOSCO CORP	COM	891490302	1,885	42,800	SH	SOLE
TOYS R US INC	COM	892335100	1,443	58,300	SH	SOLE
TRANSOCEAN SEDCO FOREX INC	COM	G90078109	3,860	93,586	SH	SOLE
TRIBUNE CO	COM	896047107	3,568	89,173	SH	SOLE
TRICON GLOBAL RESTAURANTS INC	COM	895953107	1,893	43,132	SH	SOLE
TRW INC	COM	872649108	1,509	36,800	SH	SOLE
TUPPERWARE CORP	COM	899896104	399	17,050	SH	SOLE
TXU CORP	COM	873168108	3,673	76,217	SH	SOLE
TYCO INTL LTD	COM	902124106	31,113	570,865	SH	SOLE
UNILEVER N V	N Y SHS	904784709	10,058	168,839	SH	SOLE
	NEW					
UNION PAC CORP	COM	907818108	4,019	73,200	SH	SOLE
UNION PLANTERS CORP TENN	COM	908068109	1,792	41,100	SH	SOLE

FAIR MARKET VALUE 135,368

UNISYS CORP	COM	909214108	1,370	93,100	SH	SOLE
UNITED HEALTH GROUP INC	COM	91324P102	5,835	94,496	SH	SOLE
UNITED TECHNOLOGIES CORP	COM	913017109	10,183	139,000	SH	SOLE
UNIVISION COMMUNICATIONS INC	COM	914906102	2,610	61,000	SH	SOLE
UNOCAL CORP	COM	915289102	2,449	71,700	SH	SOLE
UNUMPROVIDENT CORP	COM	91529Y106	2,286	71,176	SH	SOLE
US AIRWAYS GROUP INC	COM	911905107	481	19,800	SH	SOLE
US BANCORP DEL	COM NEW	902973304	12,969	569,079	SH	SOLE
USA ED INC	COM	90390U102	3,541	48,500	SH	SOLE

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UST INC	COM	902911106	1,391	48,193	SH	SOLE
USX MARATHON GROUP	COM	902905827	2,703	91,600	SH	SOLE
USX U S STL GROUP	COM	90337T101	530	26,300	SH	SOLE
V F CORP	COM	918204108	1,222	33,600	SH	SOLE
VERITAS SOFTWARE CO	COM	923436109	8,029	120,680	SH	SOLE
VERIZON COMMUNICATIONS	COM	92343V104	42,688	797,903	SH	SOLE
VIACOM INC	CL B	925524308	26,660	515,170	SH	SOLE
VISTEON CORP	COM	92839U107	710	38,608	SH	SOLE
VITESSE SEMICONDUCTOR CORP	COM	928497106	1,180	56,100	SH	SOLE
VTEL CORP	COM	918333105	1,927	1,632,846	SH	SOLE
VULCAN MATLS CO	COM	929160109	1,602	29,800	SH	SOLE
WACHOVIA CORP	COM	929771103	4,404	61,900	SH	SOLE
WAL MART STORES INC	COM	931142103	64,370	1,319,066	SH	SOLE
WALGREEN CO	COM	931422109	10,255	300,000	SH	SOLE
WASHINGTON MUTUAL INC	COM	939322103	9,678	257,734	SH	SOLE
WASTE MGMT INC DEL	COM	94106L109	5,661	183,671	SH	SOLE
WATSON PHARMACEUTICALS INC	COM	942683103	1,874	30,400	SH	SOLE
WELLPOINT HEALTH NETWORK INC	COM	94973H108	1,743	18,500	SH	SOLE
WELLS FARGO & CO	COM	949746101	23,437	504,774	SH	SOLE
WENDYS INTL INC	COM	950590109	858	33,585	SH	SOLE
WESTVACO CORP	COM	961548104	723	29,750	SH	SOLE
WEYERHAEUSER CO	COM	962166104	3,522	64,070	SH	SOLE

FAIR MARKET VALUE 256,891

WHIRLPOOL CORP	COM	963320106	1,231	19,700	SH	SOLE
WILLAMETTE INDS INC	COM	969133107	1,594	32,200	SH	SOLE
WILLIAMS COMMUNICATIONS GROUP INC	CL A	969455104	27,399	9,225,093	SH	SOLE
WILLIAMS COS INC	COM	969457100	4,705	142,792	SH	SOLE
WINDRIVER SYSTEMS INC	COM	973149107	225	12,843	SH	SOLE
WINN DIXIE STORES INC	COM	974280109	1,084	41,500	SH	SOLE
WORLDCOM INC-MCI GROUP	COM	98157D304	477	29,654	SH	SOLE
WORLDCOM INC-WORLDCOM GROUP	COM	98157D106	12,072	850,168	SH	SOLE
WORTHINGTON INDS INC	COM	981811102	341	25,100	SH	SOLE
WRIGLEY WM JR CO	COM	982526105	3,120	66,600	SH	SOLE
XCEL ENERGY INC	COM	98389B100	2,862	100,605	SH	SOLE
XEROX CORP	COM	984121103	1,886	197,100	SH	SOLE
XILINX INC	COM	983919101	6,110	146,588	SH	SOLE
YAHOO INC	COM	984332106	3,296	164,900	SH	SOLE

FAIR MARKET VALUE 66,402

FAIR MARKET VALUE GRAND TOTAL: 3,756,345