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EDWARDS A G INC  
Form 13F-HR  
February 14, 2005

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: December 31, 2004

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

Institutional Investment Manager Filing this Report:

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

Form 13F File Number: 28-4192

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

Person Signing this Report on Behalf of Reporting Manager:

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

Signature, Place, and Date of Signing:

/s/ Joseph G. Porter St. Louis, MO 02/11/05  
[Signature] [City, State] [Date]

Report Type (Check only one.):

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

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

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

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

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 308

Form 13F Information Table Value Total: \$3,326,065  
(thousands)

List of Other Included Managers:

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

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

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

NAME OF ISSUER	-TITLE OF CLASS-	--CUSIP--	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	-M
D AFLAC INC	COM	001055102	958	24048			DEFINED	01
D ABBOTT LABORATORIES	COM	002824100	3594	77050			DEFINED	01
D ABERDEEN ASIA-PACIFIC INCOME	COM	003009107	82	12701			DEFINED	01
D ADESA INC	COM	00686U104	26353	1241890			DEFINED	01
D AFFILIATED COMPUTER SVCS INC	COM	008190100	1200	19941			DEFINED	01
D AFFILIATED MANAGERS GROUP INC	COM	008252108	4852	71627			DEFINED	02
D ALCOA INC	COM	013817101	7909	251703			DEFINED	01
D ALLETE INC #	COM	018522300	2922	79498			DEFINED	01
D ALLIED CAPITAL CORP NEW	COM	01903Q108	245	9481			DEFINED	01
D ALLSTATE CORP	COM	020002101	2231	43128			DEFINED	01
D ALTRIA GROUP INC	COM	02209S103	1210	19798			DEFINED	01
D AMBASSADORS GROUP INC	COM	023177108	4750	133401			DEFINED	01
D AMEREN CORP	COM	023608102	1244	24803			DEFINED	01
D * AMERICAN CAP STRATEGIES LTD	COM	024937104	442	13240			DEFINED	01
D AMERICAN EXPRESS CO	COM	025816109	27016	479254			DEFINED	01
D AMERICAN INTL GROUP INC	COM	026874107	8433	128408			DEFINED	01
D * AMGEN	COM	031162100	1131	17635			DEFINED	01
D AMSOUTH BANCORPORATION	COM	032165102	403	15542			DEFINED	01
D ANADARKO PETROLEUM CORP	COM	032511107	768	11850			DEFINED	01
D ANHEUSER-BUSCH COS INC	COM	035229103	30864	608400			DEFINED	01
D ANNALY MORTGAGE MANAGEMENT INC	COM	035710409	21345	1087942			DEFINED	01
D APACHE CORP	COM	037411105	223	4413			DEFINED	01
D APOLLO GROUP INC	COM	037604105	612	7588			DEFINED	01
D APOLLO INVESTMENT CORP	COM	03761U106	16168	1070741			DEFINED	01

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D AUTOMATIC DATA PROCESSING INC	COM	053015103	3414	76980	DEFINED	01
D AVERY DENNISON CORP	COM	053611109	15307	255244	DEFINED	01
D BP P.L.C. SPONSORED ADR	COM	055622104	22338	382494	DEFINED	01
D BAKER HUGHES INC	COM	057224107	349	8178	DEFINED	01
D BALL CORP	COM	058498106	1413	32131	DEFINED	01
D BANK OF AMERICA CORP	COM	060505104	6034	128407	DEFINED	01
D BANK OF NEW YORK CO	COM	064057102	290	8687	DEFINED	01
D BECTON DICKINSON CO	COM	075887109	589	10361	DEFINED	01
D * BED BATH & BEYOND INC	COM	075896100	1212	30429	DEFINED	01
D BELLSOUTH CORPORATION	COM	079860102	1097	39483	DEFINED	01
D BERKSHIRE HATHAWAY INC	COM	084670108	264	3	DEFINED	02
D BERKSHIRE HATHAWAY INC DEL	COM	084670207	30984	10553	DEFINED	01
D * BIOMET INC	COM	090613100	931	21449	DEFINED	01
D BLACK & DECKER CORP	COM	091797100	553	6265	DEFINED	01
D H & R BLOCK INC	COM	093671105	388	7927	DEFINED	01
D BOEING COMPANY	COM	097023105	557	10756	DEFINED	01
D BRIGGS & STRATTON CORP	COM	109043109	214	5144	DEFINED	01
D BRISTOL-MYERS SQUIBB CO	COM	110122108	856	33430	DEFINED	01
D BROWN & BROWN INC	COM	115236101	2927	67217	DEFINED	01
D BROWN SHOE CO INC NEW	COM	115736100	502	16820	DEFINED	01
D BRUNSWICK CORP	COM	117043109	983	19853	DEFINED	01
D BURLINGTON NORTHERN SANTA FE	COM	12189T104	1074	22694	DEFINED	01
D BURLINGTON RESOURCES INC	COM	122014103	427	9827	DEFINED	01
D CPI CORP	COM	125902106	1511	111165	DEFINED	01
D CADBURY SCHWEPPEES PLC ADR #	COM	127209302	16652	441686	DEFINED	01
D CALIFORNIA PIZZA KITCHEN INC	COM	13054D109	5287	229851	DEFINED	01
D CDN IMPERIAL BK COMMERCE	COM	136069101	241	4001	DEFINED	01
D CANADIAN NATURAL RESOURCES LTD	COM	136385101	359	8401	DEFINED	01
D CAPITAL ONE FINANCIAL CORP	COM	14040H105	41671	494847	DEFINED	01
D CARNIVAL CORP	COM	143658300	541	9383	DEFINED	01
D CATERPILLAR INC	COM	149123101	4835	49582	DEFINED	01
D CEMEX S.A. DE C.V. NEW	COM	151290889	338	9286	DEFINED	01
D CHARLES RIVER LABS INTL INC	COM	159864107	11361	246918	DEFINED	02
D CHEVRONTEXACO CORP	COM	166764100	52290	995809	DEFINED	01
D CHOICE HOTELS INTL INC NEW	COM	169905106	1386	23892	DEFINED	01
D * CINCINNATI FINANCIAL CORP	COM	172062101	295	6671	DEFINED	01
D CINERGY CORP	COM	172474108	661	15871	DEFINED	01
D * CISCO SYSTEMS INC	COM	17275R102	1680	86974	DEFINED	01
D CITIGROUP INC	COM	172967101	3914	81234	DEFINED	01
D CLEAR CHANNEL COMMUNICATIONS	COM	184502102	45792	1367319	DEFINED	01
D CLOROX CO	COM	189054109	270	4588	DEFINED	01
D COCA-COLA CO	COM	191216100	3813	91579	DEFINED	01
D COLGATE-PALMOLIVE CO	COM	194162103	1845	36065	DEFINED	01
D COMCAST CORP NEW CL A	COM	20030N101	502	15086	DEFINED	01
D * COMCAST CORP NEW CL A SPL	COM	20030N200	33729	1027070	DEFINED	01
D CONAGRA FOODS INC	COM	205887102	21541	731428	DEFINED	01
D CONOCOPHILLIPS	COM	20825C104	3870	44569	DEFINED	01
D CONSOLIDATED EDISON INC	COM	209115104	229	5233	DEFINED	01
D CORNING INC	COM	219350105	177	15004	DEFINED	01
D * COSTCO WHSL CORP NEW	COM	22160K105	240	4964	DEFINED	01
D COUNTRYWIDE FINANCIAL CORP	COM	222372104	338	9134	DEFINED	01
D * CROSSTEX ENERGY L.P.	COM	22765U102	351	10651	DEFINED	01
D DNP SELECT INCOME FUND INC	COM	23325P104	297	24890	DEFINED	01
D DTE ENERGY CO	COM	233331107	219	5081	DEFINED	01
D DARDEN RESTAURANTS INC	COM	237194105	21352	769737	DEFINED	01
D DEAN FOODS COMPANY NEW	COM	242370104	377	11428	DEFINED	01
D DEERE & CO	COM	244199105	208	2792	DEFINED	01
D * DELL INC	COM	24702R101	550	13060	DEFINED	01
D DELTA & PINE LAND CO	COM	247357106	3198	117237	DEFINED	01
D DENTSPLY INTERNATIONAL INC NEW	COM	249030107	1965	34971	DEFINED	01
D DIAGEO PLC NEW	COM	25243Q205	59270	1024020	DEFINED	01
D WALT DISNEY CO	COM	254687106	904	32530	DEFINED	01

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D DOMINION RES INC NEW (VA)	COM	25746U109	335	4941	DEFINED	01
D DONALDSON CO INC	COM	257651109	1186	36393	DEFINED	01
D DOVER CORPORATION	COM	260003108	243	5804	DEFINED	01
D DOW CHEMICAL COMPANY	COM	260543103	31855	643397	DEFINED	01
D E.I. DU PONT DE NEMOURS&CO	COM	263534109	608	12401	DEFINED	01
D EMC CORPORATION (MA)	COM	268648102	247	16605	DEFINED	01
D EATON CORP	COM	278058102	307	4249	DEFINED	01
D EBAY INC	COM	278642103	329	2826	DEFINED	01
D A.G. EDWARDS, INC	COM	281760108	3382	78268	DEFINED	01
D EMERSON ELECTRIC CO	COM	291011104	27997	399394	DEFINED	01
D ENERGIZER HOLDINGS INC	COM	29266R108	6112	123000	DEFINED	02
D ENERGY TRANSFER PARTNERS L.P.	COM	29273R109	278	4700	DEFINED	01
D ENERPLUS RESOURCE FUND #	COM	29274D604	19580	539256	DEFINED	01
D ENTERCOM COMMUNICATIONS CORP	COM	293639100	11922	332179	DEFINED	01
D ENTERGY CORP NEW	COM	29364G103	227	3355	DEFINED	01
D ETHAN ALLEN INTERIORS INC	COM	297602104	4285	107071	DEFINED	01
D EXELON CORP	COM	30161N101	305	6924	DEFINED	01
D * EXPEDITORS INTL WASHINGTON	COM	302130109	8821	157863	DEFINED	01
D EXXON MOBIL CORP	COM	30231G102	53806	1049676	DEFINED	01
D FPL GROUP INC	COM	302571104	486	6507	DEFINED	01
D FACTSET RESEARCH SYSTEMS INC	COM	303075105	1244	21295	DEFINED	01
D FREDDIE MAC	COM	313400301	795	10782	DEFINED	01
D FANNIE MAE	COM	313586109	4500	63195	DEFINED	01
D * FIFTH THIRD BANCORP	COM	316773100	2000	42277	DEFINED	01
D FINANCIAL FEDERAL CORP	COM	317492106	12858	327998	DEFINED	01
D FIRST DATA CORP	COM	319963104	38535	905864	DEFINED	01
D * FISERV INC	COM	337738108	1249	31082	DEFINED	01
D FORD MOTOR CO (NEW)	COM	345370860	973	66460	DEFINED	01
D FORTUNE BRANDS INC	COM	349631101	747	9685	DEFINED	01
D * FORWARD AIR CORP	COM	349853101	3578	80037	DEFINED	01
D GABELLI GLOBAL MULTIMEDIA TR	COM	36239Q109	3954	370197	DEFINED	01
D GANNETT CO INC	COM	364730101	768	9400	DEFINED	01
D GENERAL ELECTRIC CO	COM	369604103	28008	767353	DEFINED	01
D GENERAL MILLS INC	COM	370334104	1043	20987	DEFINED	01
D GILLETTE CO	COM	375766102	2590	57831	DEFINED	01
D GLADSTONE CAPITAL CORP	COM	376535100	14738	621852	DEFINED	01
D GLADSTONE COMMERCIAL CORP	COM	376536108	5787	338440	DEFINED	01
D GLAXOSMITHKLINE PLC	COM	37733W105	303	6402	DEFINED	01
D GOLDMAN SACHS GROUP INC	COM	38141G104	213	2051	DEFINED	01
D GRACO INC	COM	384109104	364	9757	DEFINED	01
D HARLEY DAVIDSON INC	COM	412822108	12185	200578	DEFINED	01
D HARMAN INTL INDUSTRIES INC NEW	COM	413086109	1779	14010	DEFINED	01
D HARSCO CORP	COM	415864107	4266	76532	DEFINED	01
D HEARST-ARGYLE TELEVISION INC	COM	422317107	725	27494	DEFINED	01
D HEARTLAND EXPRESS INC	COM	422347104	10789	480154	DEFINED	01
D H.J. HEINZ CO	COM	423074103	264	6782	DEFINED	01
D HERSHEY FOODS CORP	COM	427866108	18180	327333	DEFINED	01
D HEWLETT-PACKARD CO	COM	428236103	338	16139	DEFINED	01
D HILTON HOTELS CORP	COM	432848109	28849	1268650	DEFINED	01
D HOME DEPOT INC	COM	437076102	8996	210475	DEFINED	01
D HONEYWELL INTERNATIONAL INC	COM	438516106	652	18421	DEFINED	01
D HUBBELL INC CLASS B	COM	443510201	389	7430	DEFINED	01
D IMS HEALTH INC	COM	449934108	236	10171	DEFINED	01
D ISTAR FINANCIAL INC	COM	45031U101	19199	424188	DEFINED	01
D ILL TOOL WORKS INC	COM	452308109	16892	182258	DEFINED	01
D IMPERIAL OIL LTD NEW	COM	453038408	891	15001	DEFINED	01
D * INERGY L P	COM	456615103	303	10550	DEFINED	01
D * INTEL CORP	COM	458140100	1291	55209	DEFINED	01
D INTL BUSINESS MACHINES CORP	COM	459200101	3428	34777	DEFINED	01
D * INTERNATIONAL SPEEDWAY CORP	COM	460335201	3827	72472	DEFINED	01
D IRON MOUNTAIN INC (PA) NEW	COM	462846106	6703	219851	DEFINED	01
D ISHARES TRUST	COM	464287168	635	10348	DEFINED	01

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D ISHARES INC	COM	464287234	52900	262077	DEFINED	01
D ISHARES TRUST	COM	464287242	38374	344070	DEFINED	01
D ISHARES TRUST	COM	464287309	27483	475899	DEFINED	01
D ISHARES TRUST	COM	464287408	28588	454648	DEFINED	01
D ISHARES TRUST	COM	464287457	39086	479997	DEFINED	01
D ISHARES TRUST	COM	464287465	232943	1453622	DEFINED	01
D ISHARES TRUST	COM	464287473	730	6476	DEFINED	01
D ISHARES TRUST	COM	464287549	2097	44904	DEFINED	01
D ISHARES DOW JONES US CONSUMER	COM	464287580	12092	197621	DEFINED	01
D ISHARES INC	COM	464287606	226792	1687437	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287697	30880	449488	DEFINED	01
D ISHARES INC	COM	464287705	226224	1760498	DEFINED	01
D ISHARES TRUST-DOW JONES U.S.	COM	464287713	9725	400204	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287754	1340	23673	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287762	79313	1344513	DEFINED	01
D ISHARES TRUST	COM	464287788	1965	20120	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287796	1049	16319	DEFINED	01
D ISHARES DOW JONES US CONSUMER	COM	464287812	43621	818103	DEFINED	01
D ISHARES INC	COM	464287879	34296	281574	DEFINED	01
D ISHARES INC	COM	464287887	34830	325211	DEFINED	01
D JPMORGAN CHASE & CO	COM	46625H100	1589	40729	DEFINED	01
D JEFFERSON PILOT CORP	COM	475070108	316	6075	DEFINED	01
D JOHNSON & JOHNSON	COM	478160104	61669	972392	DEFINED	01
D KANE PIPE LINE PARTNERS L.P.	COM	484169107	211	3466	DEFINED	01
D KELLOGG CO	COM	487836108	390	8723	DEFINED	01
D KERR-MCGEE CORP (HOLDING CO)	COM	492386107	402	6965	DEFINED	01
D KEYCORP NEW	COM	493267108	217	6401	DEFINED	01
D KIMBERLY CLARK CORP	COM	494368103	931	14147	DEFINED	01
D LEGGETT AND PLATT	COM	524660107	242	8505	DEFINED	01
D LIBERTY MEDIA CORP NEW	COM	530718105	20328	1851398	DEFINED	01
D LIFELINE SYSTEMS INC	COM	532192101	3137	121790	DEFINED	01
D ELI LILLY AND CO	COM	532457108	775	13656	DEFINED	01
D LINCARE HOLDINGS INC	COM	532791100	1258	29497	DEFINED	01
D LOCKHEED MARTIN CORP	COM	539830109	1411	25401	DEFINED	01
D LOWE'S COMPANIES INC	COM	548661107	2539	44091	DEFINED	01
D LUCENT TECHNOLOGIES INC	COM	549463107	106	28302	DEFINED	01
D MBNA CORP	COM	55262L100	1244	44137	DEFINED	01
D MARKEL CORP (HOLDING COMPANY)	COM	570535104	24546	67434	DEFINED	01
D MARKWEST ENERGY PARTNERS L.P.	COM	570759100	377	7750	DEFINED	01
D MAY DEPARTMENT STORES CO	COM	577778103	522	17751	DEFINED	01
D MCDONALD'S CORP	COM	580135101	1684	52523	DEFINED	01
D MEDCO HEALTH SOLUTIONS INC	COM	58405U102	220	5296	DEFINED	01
D MEDTRONIC INC	COM	585055106	4451	89615	DEFINED	01
D MERCK & COMPANY INC	COM	589331107	39511	1229326	DEFINED	01
D MERCURY GENERAL CORP NEW	COM	589400100	3741	62441	DEFINED	01
D * MICROSOFT CORP	COM	594918104	24696	924257	DEFINED	01
D MOHAWK INDUSTRIES INC	COM	608190104	411	4500	DEFINED	02
D * MONOLITHIC SYSTEMS TECH INC	COM	609842109	3744	601001	DEFINED	01
D MORGAN STANLEY NEW	COM	617446448	621	11179	DEFINED	01
D MOTOROLA INC	COM	620076109	228	13268	DEFINED	01
D NN INC	COM	629337106	2385	180530	DEFINED	01
D * NASDAQ 100 TRUST	COM	631100104	486	12187	DEFINED	01
D NATIONAL CITY CORP	COM	635405103	1954	52048	DEFINED	01
D NATIONAL FUEL GAS CO	COM	636180101	203	7154	DEFINED	01
D NATUZZI S P A ADR	COM	63905A101	8557	788706	DEFINED	01
D NEW YORK TIMES CL A	COM	650111107	17287	423700	DEFINED	01
D * NEXTEL COMMUNICATIONS INC	COM	65332V103	234	7814	DEFINED	01
D NICOR INC	COM	654086107	13693	370675	DEFINED	01
D NOKIA CORP	COM	654902204	416	26520	DEFINED	01
D NORFOLK SOUTHERN CORP	COM	655844108	1146	31671	DEFINED	01
D NORTH FORK BANCORPORATION (NY)	COM	659424105	26663	924185	DEFINED	01
D * NORTHERN TRUST CORP	COM	665859104	267	5489	DEFINED	01

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D NORTHWESTERN CORP NEW	COM	668074305	8082	288650	DEFINED	01
D OCCIDENTAL PETROLEUM CORP	COM	674599105	294	5032	DEFINED	01
D * ORACLE CORP	COM	68389X105	405	29543	DEFINED	01
D * O'REILLY AUTOMOTIVE INC	COM	686091109	1101	24451	DEFINED	01
D PPL CORPORATION	COM	69351T106	406	7611	DEFINED	01
D PEPSICO INC	COM	713448108	36835	705645	DEFINED	01
D PFIZER INC	COM	717081103	16325	607120	DEFINED	01
D PLUM CREEK TIMBER CO INC	COM	729251108	8368	217695	DEFINED	01
D PROCTER & GAMBLE CO	COM	742718109	13291	241305	DEFINED	01
D PROGRESS ENERGY INC	COM	743263105	351	7755	DEFINED	01
D PUBLIC SVC ENTERPRISE GROUP	COM	744573106	300	5792	DEFINED	01
D PULITZER INC	COM	745769109	622	9590	DEFINED	01
D PULTE HOMES INC	COM	745867101	1459	22870	DEFINED	01
D RALCORP HOLDINGS INC NEW	COM	751028101	1106	26386	DEFINED	02
D RAYONIER INC	COM	754907103	23908	488819	DEFINED	01
D RAYTHEON CO NEW	COM	755111507	831	21410	DEFINED	01
D REGIONS FINANCIAL CORP NEW	COM	7591EP100	313	8793	DEFINED	01
D RENAL CARE GROUP INC	COM	759930100	393	10928	DEFINED	01
D RESMED INC	COM	761152107	943	18445	DEFINED	01
D ROCKWELL AUTOMATION INC	COM	773903109	1226	24735	DEFINED	01
D ROCKWELL COLLINS INC	COM	774341101	1013	25675	DEFINED	01
D ROYAL DUTCH PETROLEUM CO #	COM	780257804	2547	44383	DEFINED	01
D SBC COMMUNICATIONS INC	COM	78387G103	2561	99385	DEFINED	01
D SLM CORP	COM	78442P106	539	10096	DEFINED	01
D SARA LEE CORP	COM	803111103	1201	49764	DEFINED	01
D SCANA CORP NEW	COM	80589M102	258	6545	DEFINED	01
D SCHERING-PLOUGH CORP	COM	806605101	882	42241	DEFINED	01
D SCHLUMBERGER LTD	COM	806857108	325	4849	DEFINED	01
D A. SCHULMAN INC	COM	808194104	14391	672142	DEFINED	01
D SCOTTS COMPANY	COM	810186106	4503	61253	DEFINED	01
D E W SCRIPPS CO NEW CL A	COM	811054204	5815	120434	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y100	377	12690	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y209	1113	36854	DEFINED	01
D SECTOR SPDR TRUST	COM	81369Y308	22372	969331	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y407	34628	981248	DEFINED	01
D SECTOR SPDR TRUST (ENERGY)	COM	81369Y506	35480	976884	DEFINED	01
D SECTOR SPDR TRUST (FINANCIAL)	COM	81369Y605	94881	3107808	DEFINED	01
D SECTOR SPDR TRUST (INDUSTRIAL)	COM	81369Y704	52953	1704310	DEFINED	01
D SECTOR SPDR TRUST (TECHNOLOGY)	COM	81369Y803	65861	3119880	DEFINED	01
D SECTOR SPDR TRUST (UTILITIES)	COM	81369Y886	226	8121	DEFINED	01
D * SIGMA ALDRICH CORP	COM	826552101	16473	272455	DEFINED	01
D SMITH & WOLLENSKY RESTAURANT	COM	831758107	2248	424221	DEFINED	01
D SMITH & NEPHEW PLC #	COM	83175M205	2954	57081	DEFINED	01
D SNAP-ON INC	COM	833034101	20687	602070	DEFINED	01
D * SONIC CORP	COM	835451105	4237	138923	DEFINED	01
D SOUTHERN COMPANY	COM	842587107	22069	658386	DEFINED	01
D SPRINT CORP FON	COM	852061100	268	10769	DEFINED	01
D * STAPLES INC	COM	855030102	227	6728	DEFINED	01
D STATE STREET CORP	COM	857477103	677	13791	DEFINED	01
D STREETTRACKS GOLD TRUST	COM	863307104	349	7962	DEFINED	01
D STREETTRACKS SERIES TRUST	COM	86330E604	43178	230183	DEFINED	01
D SUNTRUST BANKS INC	COM	867914103	202	2729	DEFINED	01
D * SYMANTEC CORP	COM	871503108	216	8390	DEFINED	01
D SYNOVUS FINANCIAL CORP	COM	87161C105	293	10252	DEFINED	01
D SYSCO CORPORATION	COM	871829107	5419	141975	DEFINED	01
D TCF FINANCIAL CORP	COM	872275102	34568	1075539	DEFINED	01
D TARGET CORP	COM	87612E106	13075	251785	DEFINED	01
D TEXAS INSTRUMENTS INC	COM	882508104	524	21278	DEFINED	01
D 3M COMPANY	COM	88579Y101	4740	57752	DEFINED	01
D TIME WARNER INC	COM	887317105	275	14162	DEFINED	01
D TRANSCANADA CORP	COM	89353D107	274	11000	DEFINED	01
D TRIBUNE CO NEW	COM	896047107	4193	99506	DEFINED	01

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D TYCO INTERNATIONAL LTD NEW	COM	902124106	490	13698	DEFINED	01
D US BANCORP NEW	COM	902973304	1368	43691	DEFINED	01
D UNION PACIFIC CORP	COM	907818108	980	14574	DEFINED	01
D UNITED TECHNOLOGIES CORP	COM	913017109	2510	24289	DEFINED	01
D VALERO L.P.	COM	91913W104	229	3851	DEFINED	01
D VARIAN MEDICAL SYSTEMS INC	COM	92220P105	9187	212471	DEFINED	01
D VECTREN CORP	COM	92240G101	17078	637249	DEFINED	01
D VERIZON COMMUNICATIONS	COM	92343V104	1865	46047	DEFINED	01
D VIACOM INC CL B	COM	925524308	521	14329	DEFINED	01
D VODAFONE GROUP PLC NEW	COM	92857W100	244	8928	DEFINED	01
D W.P. CAREY & CO LLC	COM	92930Y107	288	8205	DEFINED	01
D WPS RESOURCES CORP	COM	92931B106	548	10972	DEFINED	01
D WACHOVIA CORP (2ND NEW)	COM	929903102	1233	23443	DEFINED	01
D WAL-MART STORES INC	COM	931142103	31918	604282	DEFINED	01
D WALGREEN COMPANY	COM	931422109	5367	139867	DEFINED	01
D WASHINGTON MUTUAL INC	COM	939322103	410	9709	DEFINED	01
D WASHINGTON POST CO CL B	COM	939640108	319	325	DEFINED	02
D WEIGHT WATCHERS INTL INC NEW	COM	948626106	5783	140820	DEFINED	02
D WELLPOINT INC	COM	94973V107	247	2150	DEFINED	01
D WELLS FARGO & CO NEW	COM	949746101	40687	654660	DEFINED	01
D WESTWOOD ONE INC	COM	961815107	1703	63229	DEFINED	01
D JOHN WILEY & SONS INC	COM	968223206	3373	96800	DEFINED	01
D WISCONSIN ENERGY CORP	COM	976657106	226	6714	DEFINED	01
D WM. WRIGLEY JR CO	COM	982526105	278	4019	DEFINED	01
D WYETH	COM	983024100	2056	48270	DEFINED	01
D XCEL ENERGY INC	COM	98389B100	222	12194	DEFINED	01
D XEROX CORPORATION	COM	984121103	219	12878	DEFINED	01
D ZEBRA TECHNOLOGIES CORP	COM	989207105	11006	195556	DEFINED	02
D ZIMMER HOLDINGS INC	COM	98956P102	923	11525	DEFINED	01
D COOPER INDUSTRIES LTD	COM	G24182100	250	3687	DEFINED	01
D INGERSOLL-RAND COMPANY LIMITED	COM	G4776G101	26076	324728	DEFINED	01
D MONTPELIER RE HOLDINGS LTD	COM	G62185106	20975	545517	DEFINED	01
D NABORS INDUSTRIES LTD	COM	G6359F103	256	5000	DEFINED	01
D W.P. STEWART & CO LTD	COM	G84922106	22610	955609	DEFINED	01
D WHITE MTNS INS GROUP LTD	COM	G9618E107	21111	32680	DEFINED	01
D WILLIS GROUP HOLDINGS LTD	COM	G96655108	19650	477301	DEFINED	01
S REPORT SUMMARY	308 DATA RECORDS		3326065		2 OTHER MANAGERS	