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EDWARDS A G INC  
Form 13F-HR  
May 13, 2004

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

Form 13F

Form 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 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 05/12/04  
[Signature] [City, State] [Date]

Report Type (Check only one.):

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

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

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

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

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Form 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 416

Form 13F Information Table Value Total: \$2,506,864  
(thousands)

List of Other Included Managers:

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

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

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

NAME OF ISSUER	-TITLE OF CLASS-	--CUSIP--	VALUE (x\$1000)	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN	-M
D * ADC TELECOMMUNICATIONS INC	COM	000886101	173	59711			DEFINED	01
D AFLAC INC	COM	001055102	2220	55297			DEFINED	01
D AMB PROPERTY CORP	COM	00163T109	13870	373146			DEFINED	01
D ABBOTT LABORATORIES	COM	002824100	3857	93834			DEFINED	01
D ABERDEEN ASIA-PACIFIC INCOME	COM	003009107	1827	278945			DEFINED	01
D ADOBE SYSTEMS INC	COM	00724F101	221	5630			DEFINED	01
D AFFILIATED COMPUTER SVCS INC	COM	008190100	1056	20346			DEFINED	01
D AFFILIATED MANAGERS GROUP INC	COM	008252108	3151	57724			DEFINED	02
D ALCOA INC	COM	013817101	14726	424516			DEFINED	01
D ALLETE INC	COM	018522102	16733	476847			DEFINED	01
D * ALLIANCE RES PARTNERS LP	COM	01877R108	392	9800			DEFINED	01
D ALLIED CAPITAL CORP NEW	COM	01903Q108	422	13926			DEFINED	01
D ALLSTATE CORP	COM	020002101	1248	27453			DEFINED	01
D ALLTEL CORP	COM	020039103	277	5559			DEFINED	01
D ALTRIA GROUP INC	COM	02209S103	2996	55027			DEFINED	01
D AMBASSADORS GROUP INC	COM	023177108	3679	148645			DEFINED	01
D AMEREN CORP	COM	023608102	1287	27930			DEFINED	01
D * AMERICAN CAP STRATEGIES LTD	COM	024937104	1116	33587			DEFINED	01
D AMERICAN EXPRESS CO	COM	025816109	24482	472165			DEFINED	01
D AMERICAN INTL GROUP INC	COM	026874107	9615	134765			DEFINED	01
D AMERICAN POWER CONVERSION CORP	COM	029066107	204	8870			DEFINED	01
D AMERIGAS PARTNERS L.P.	COM	030975106	443	14801			DEFINED	01
D * AMGEN	COM	031162100	1473	25327			DEFINED	01
D AMSOUTH BANCORPORATION	COM	032165102	898	38191			DEFINED	01

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D ANADARKO PETROLEUM CORP	COM	032511107	835	16093	DEFINED	01
D ANHEUSER-BUSCH COS INC	COM	035229103	25930	508440	DEFINED	01
D ANNALY MORTGAGE MANAGEMENT INC	COM	035710409	9338	477650	DEFINED	01
D APACHE CORP	COM	037411105	908	21040	DEFINED	01
D APOLLO GROUP INC	COM	037604105	880	10208	DEFINED	01
D * APPLIED MATERIALS	COM	038222105	1008	47246	DEFINED	01
D ARCHER-DANIELS-MIDLAND CO.	COM	039483102	263	15609	DEFINED	01
D ARCHSTONE-SMITH TRUST	COM	039583109	415	14059	DEFINED	01
D ARGOSY GAMING COMPANY	COM	040228108	32406	911568	DEFINED	01
D * ATMEL CORP	COM	049513104	85	13150	DEFINED	01
D AUTOMATIC DATA PROCESSING INC	COM	053015103	4882	116247	DEFINED	01
D AUTOZONE INC	COM	053332102	653	7600	DEFINED	01
D AVERY DENNISON CORP	COM	053611109	4760	76508	DEFINED	01
D BB&T CORP	COM	054937107	1014	28714	DEFINED	01
D BCE INC	COM	05534B109	522	24837	DEFINED	01
D BP P.L.C. SPONSORED ADR	COM	055622104	20531	401002	DEFINED	01
D BAKER HUGHES INC	COM	057224107	354	9715	DEFINED	01
D BALLARD POWER SYSTEM INC	COM	05858H104	138	14247	DEFINED	01
D BANK OF AMERICA CORP	COM	060505104	6328	78141	DEFINED	01
D BANK ONE CORP	COM	06423A103	1285	23576	DEFINED	01
D BANKNORTH GROUP INC NEW	COM	06646R107	1147	33702	DEFINED	01
D BECTON DICKINSON CO	COM	075887109	344	7087	DEFINED	01
D * BED BATH & BEYOND INC	COM	075896100	1171	27953	DEFINED	01
D BELLSOUTH CORPORATION	COM	079860102	1528	55173	DEFINED	01
D BERKSHIRE HATHAWAY INC	COM	084670108	1400	15	DEFINED	01
D BERKSHIRE HATHAWAY INC DEL	COM	084670207	31048	9980	DEFINED	01
D * BIOMET INC	COM	090613100	1113	29028	DEFINED	01
D BLACKROCK MUNI TARGET TERM	COM	09247M105	2920	261917	DEFINED	01
D H & R BLOCK INC	COM	093671105	349	6830	DEFINED	01
D BOEING COMPANY	COM	097023105	523	12741	DEFINED	01
D BRISTOL-MYERS SQUIBB CO	COM	110122108	14420	595111	DEFINED	01
D BROWN & BROWN INC	COM	115236101	2971	76649	DEFINED	01
D BROWN SHOE CO INC NEW	COM	115736100	613	16819	DEFINED	01
D BRUNSWICK CORP	COM	117043109	13884	340046	DEFINED	01
D BRUSH ENGINEERED MATERIALS INC	COM	117421107	203	10000	DEFINED	01
D BUCKEYE PARTNERS L.P.	COM	118230101	322	7460	DEFINED	01
D BURLINGTON NORTHERN SANTA FE	COM	12189T104	951	30178	DEFINED	01
D CBL & ASSOCIATES PROPERTIES	COM	124830100	7356	119916	DEFINED	01
D CPI CORP	COM	125902106	2565	134770	DEFINED	01
D CABOT CORP	COM	127055101	646	19695	DEFINED	01
D CALIFORNIA PIZZA KITCHEN INC	COM	13054D109	1991	99544	DEFINED	01
D CDN IMPERIAL BK COMMERCE	COM	136069101	208	4000	DEFINED	02
D CANADIAN NATURAL RESOURCES LTD	COM	136385101	428	7700	DEFINED	01
D * CAPITAL AUTOMOTIVE REIT SBI	COM	139733109	6199	175563	DEFINED	01
D CAPITAL ONE FINANCIAL CORP	COM	14040H105	35414	469494	DEFINED	01
D CARDINAL HEALTH INC	COM	14149Y108	2631	38191	DEFINED	01
D CARNIVAL CORP	COM	143658300	525	11685	DEFINED	01
D CATERPILLAR INC	COM	149123101	12008	151872	DEFINED	01
D CENDANT CORP	COM	151313103	431	17670	DEFINED	01
D CEPHALON INC	COM	156708109	287	5000	DEFINED	01
D CHARLES RIVER LABS INTL INC	COM	159864107	4311	100605	DEFINED	02
D CHEVRONTEXACO CORP	COM	166764100	35906	409040	DEFINED	01
D CHOICE HOTELS INTL INC NEW	COM	169905106	1747	39056	DEFINED	01
D CINCINNATI BELL INC (NEW)	COM	171871106	49	12001	DEFINED	01
D * CINCINNATI FINANCIAL CORP	COM	172062101	360	8295	DEFINED	01
D * CISCO SYSTEMS INC	COM	17275R102	4268	181095	DEFINED	01
D CITIGROUP INC	COM	172967101	4016	77675	DEFINED	01
D CLEAR CHANNEL COMMUNICATIONS	COM	184502102	46189	1090651	DEFINED	01
D CLOROX CO	COM	189054109	253	5171	DEFINED	01
D COCA-COLA CO	COM	191216100	6900	137172	DEFINED	01
D COLGATE-PALMOLIVE CO	COM	194162103	2145	38931	DEFINED	01
D * COMCAST CORP NEW CL A	COM	20030N101	507	17643	DEFINED	01

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D * COMCAST CORP NEW CL A SPL	COM	20030N200	26699	958667	DEFINED	01
D COMMERCE BANCORP INC NJ	COM	200519106	229	3481	DEFINED	01
D * COMMERCE BANCSHARES INC	COM	200525103	544	11392	DEFINED	01
D CONAGRA FOODS INC	COM	205887102	9309	345544	DEFINED	01
D CONOCOPHILLIPS	COM	20825C104	4809	68889	DEFINED	01
D CONSOLIDATED EDISON INC	COM	209115104	652	14783	DEFINED	01
D CORNING INC	COM	219350105	255	22802	DEFINED	01
D * COST PLUS INC (CA)	COM	221485105	911	21811	DEFINED	01
D COUNTRYWIDE FINANCIAL CORP	COM	222372104	311	3244	DEFINED	01
D * CROSSTEX ENERGY L.P.	COM	22765U102	774	27653	DEFINED	01
D CYBERGUARD CORP	COM	231910100	138	14000	DEFINED	01
D DNP SELECT INCOME FUND INC	COM	23325P104	256	22422	DEFINED	01
D DTE ENERGY CO	COM	233331107	204	4969	DEFINED	01
D DARDEN RESTAURANTS INC	COM	237194105	15456	623461	DEFINED	01
D DEAN FOODS COMPANY NEW	COM	242370104	1632	48876	DEFINED	01
D DEERE & CO	COM	244199105	224	3231	DEFINED	01
D * DELL INC	COM	24702R101	543	16157	DEFINED	01
D DELTA & PINE LAND CO	COM	247357106	2552	102297	DEFINED	01
D DENTSPLY INTERNATIONAL INC NEW	COM	249030107	1817	40991	DEFINED	01
D DEVELOPERS DIVERSIFIED RLTY CP	COM	251591103	848	20999	DEFINED	01
D DIAGEO PLC NEW	COM	25243Q205	41515	785085	DEFINED	01
D DIAMOND OFFSHORE DRILLING INC	COM	25271C102	204	8450	DEFINED	01
D DIAMONDS TRUST SER 1 (DJIA)	COM	252787106	683	6572	DEFINED	01
D WALT DISNEY CO	COM	254687106	1199	47982	DEFINED	01
D DOMINION RES INC NEW (VA)	COM	25746U109	988	15372	DEFINED	01
D DONALDSON CO INC	COM	257651109	971	36606	DEFINED	01
D DOW CHEMICAL COMPANY	COM	260543103	24873	617508	DEFINED	01
D E.I. DU PONT DE NEMOURS&CO	COM	263534109	2727	64593	DEFINED	01
D DUKE ENERGY CORP	COM	264399106	410	18160	DEFINED	01
D DYNEX CAPITAL INC #	COM	26817Q506	65	10000	DEFINED	01
D EMC CORPORATION (MA)	COM	268648102	885	65038	DEFINED	01
D EATON VANCE LIMITED DURATION	COM	27828H105	324	16676	DEFINED	01
D EBAY INC	COM	278642103	268	3874	DEFINED	01
D ECOLAB INC	COM	278865100	523	18346	DEFINED	01
D A.G. EDWARDS, INC	COM	281760108	5250	134196	DEFINED	01
D ELAN CORP PLC ADR	COM	284131208	415	20135	DEFINED	01
D EMERSON ELECTRIC CO	COM	291011104	19029	317569	DEFINED	01
D EMPIRE DISTRICT ELECTRIC CO	COM	291641108	400	17658	DEFINED	01
D ENBRIDGE ENERGY PARTNERS L.P.	COM	29250R106	350	6841	DEFINED	01
D ENERGEN CORP	COM	29265N108	413	10001	DEFINED	01
D ENERGIZER HOLDINGS INC	COM	29266R108	5774	123663	DEFINED	01
D ENERGY TRANSFER PARTNERS L.P.	COM	29273R109	536	13500	DEFINED	01
D ENERPLUS RESOURCE FUND #	COM	29274D604	14332	488973	DEFINED	01
D ENTERCOM COMMUNICATIONS CORP	COM	293639100	8827	194979	DEFINED	02
D ENTERPRISE PRODS PARTNERS L.P.	COM	293792107	713	30401	DEFINED	01
D EQUITY RESIDENTIAL	COM	29476L107	309	10341	DEFINED	01
D ETHAN ALLEN INTERIORS INC	COM	297602104	2852	69134	DEFINED	01
D EXELON CORP	COM	30161N101	294	4266	DEFINED	01
D * EXPEDITORS INTL WASHINGTON	COM	302130109	11352	288413	DEFINED	01
D * EXPRESS SCRIPTS INC	COM	302182100	596	8000	DEFINED	01
D EXXON MOBIL CORP	COM	30231G102	46881	1127209	DEFINED	01
D FPL GROUP INC	COM	302571104	662	9900	DEFINED	01
D FACTSET RESEARCH SYSTEMS INC	COM	303075105	904	21250	DEFINED	01
D FREDDIE MAC	COM	313400301	777	13149	DEFINED	01
D FANNIE MAE	COM	313586109	4821	64849	DEFINED	01
D FEDERATED DEPT STORES INC DEL	COM	31410H101	590	10924	DEFINED	01
D FEDEX CORP	COM	31428X106	752	10005	DEFINED	01
D * FIFTH THIRD BANCORP	COM	316773100	2262	40847	DEFINED	01
D FINANCIAL FEDERAL CORP	COM	317492106	9387	280798	DEFINED	02
D FIRST DATA CORP	COM	319963104	35512	842323	DEFINED	01
D * FISERV INC	COM	337738108	1168	32643	DEFINED	01
D FLEETBOSTON FINANCIAL CORP	COM	339030108	254	5665	DEFINED	01

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D FLORIDA BANKS INC	COM	340560101	448	20000	DEFINED	01
D FLORIDA EAST COAST INDS INC	COM	340632108	896	25000	DEFINED	01
D FLUOR CORP NEW	COM	343412102	855	22096	DEFINED	01
D FORD MOTOR CO (NEW)	COM	345370860	965	71097	DEFINED	01
D FORTUNE BRANDS INC	COM	349631101	991	12939	DEFINED	01
D FORWARD AIR CORP	COM	349853101	1336	40644	DEFINED	01
D * FROZEN FOOD EXPRESS INDS INC	COM	359360104	89	12852	DEFINED	01
D GABELLI GLOBAL MULTIMEDIA TR	COM	36239Q109	7715	826901	DEFINED	01
D GANNETT CO INC	COM	364730101	1056	11983	DEFINED	01
D GAP INC	COM	364760108	323	14756	DEFINED	01
D GENERAL ELECTRIC CO	COM	369604103	33559	1099581	DEFINED	01
D GENERAL MILLS INC	COM	370334104	1297	27789	DEFINED	01
D GENERAL MOTORS CORP	COM	370442105	1376	29207	DEFINED	01
D * GENTEX CORP	COM	371901109	400	9214	DEFINED	01
D GENUINE PARTS CO	COM	372460105	374	11443	DEFINED	01
D GILLETTE CO	COM	375766102	2363	60429	DEFINED	01
D GLADSTONE CAPITAL CORP	COM	376535100	5121	228528	DEFINED	01
D GLADSTONE COMMERCIAL CORP	COM	376536108	5478	320324	DEFINED	01
D GLAXOSMITHKLINE PLC	COM	37733W105	393	9833	DEFINED	01
D GOLDMAN SACHS GROUP INC	COM	38141G104	253	2421	DEFINED	01
D GRACO INC	COM	384109104	251	8621	DEFINED	01
D GREATER BAY BANCORP	COM	391648102	10585	361893	DEFINED	01
D GUIDANT CORP	COM	401698105	295	4650	DEFINED	01
D GULFTERRA ENERGY PARTNERS LP	COM	40274U108	341	8000	DEFINED	01
D HSBC HLDGS PLC NEW	COM	404280406	280	3745	DEFINED	01
D HALLIBURTON CO	COM	406216101	267	8792	DEFINED	01
D HARLEY DAVIDSON INC	COM	412822108	12405	232566	DEFINED	01
D HARMAN INTL INDUSTRIES INC NEW	COM	413086109	1271	15972	DEFINED	01
D HARSCO CORP	COM	415864107	3883	85350	DEFINED	01
D HEALTHCARE REALTY TRUST INC	COM	421946104	208	4871	DEFINED	01
D HEARST-ARGYLE TELEVISION INC	COM	422317107	807	29993	DEFINED	01
D HEARTLAND EXPRESS INC	COM	422347104	4711	206715	DEFINED	02
D H.J. HEINZ CO	COM	423074103	535	14356	DEFINED	01
D HERSHEY FOODS CORP	COM	427866108	16728	201903	DEFINED	01
D HEWLETT-PACKARD CO	COM	428236103	1018	44589	DEFINED	01
D HIGH INCOME OPPORTUNITY FUND	COM	42967Q105	168	23400	DEFINED	01
D HILTON HOTELS CORP	COM	432848109	24386	1500688	DEFINED	01
D HOME DEPOT INC	COM	437076102	12857	344137	DEFINED	01
D HONEYWELL INTERNATIONAL INC	COM	438516106	735	21703	DEFINED	01
D * HOT TOPIC INC	COM	441339108	890	33665	DEFINED	01
D HUBBELL INC CLASS B	COM	443510201	3817	95125	DEFINED	01
D IMS HEALTH INC	COM	449934108	267	11470	DEFINED	01
D ISTAR FINANCIAL INC	COM	45031U101	11645	275306	DEFINED	01
D ILL TOOL WORKS INC	COM	452308109	15237	192309	DEFINED	01
D IMCOR PHARMACEUTICAL CO	COM	45248E106	118	63000	DEFINED	01
D IMPERIAL OIL LTD NEW	COM	453038408	673	15001	DEFINED	01
D * INERGY L P	COM	456615103	464	19949	DEFINED	01
D * INTEL CORP	COM	458140100	5465	200925	DEFINED	01
D INTL BUSINESS MACHINES CORP	COM	459200101	5462	59470	DEFINED	01
D * INTERNATIONAL SPEEDWAY CORP	COM	460335201	3633	77291	DEFINED	01
D * INVESTORS FINL SERVICES CORP	COM	461915100	331	8024	DEFINED	01
D IRON MOUNTAIN INC (PA) NEW	COM	462846106	8359	187296	DEFINED	02
D ISHARES INC	COM	464287234	5230	29802	DEFINED	01
D ISHARES TRUST	COM	464287242	8459	74310	DEFINED	01
D ISHARES TRUST	COM	464287309	7946	143114	DEFINED	01
D ISHARES TRUST	COM	464287408	6639	116304	DEFINED	01
D ISHARES TRUST	COM	464287457	28828	347454	DEFINED	01
D ISHARES TRUST	COM	464287465	114982	812017	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287580	22757	399591	DEFINED	01
D ISHARES INC	COM	464287606	92915	749312	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287697	2469	41186	DEFINED	01
D ISHARES INC	COM	464287705	77313	668801	DEFINED	01

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D ISHARES TRUST-DOW JONES U.S.	COM	464287713	5743	265491	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287762	18263	318165	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287796	531	10172	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287812	16152	317632	DEFINED	01
D ISHARES INC	COM	464287879	55341	517251	DEFINED	01
D ISHARES INC	COM	464287887	66006	704511	DEFINED	01
D JDS UNIPHASE CORP	COM	46612J101	82	20254	DEFINED	01
D * JLM INDUSTRIES INC	COM	46621D103	37	26611	DEFINED	01
D JP MORGAN CHASE & CO	COM	46625H100	1415	33734	DEFINED	01
D JEFFERSON PILOT CORP	COM	475070108	408	7412	DEFINED	01
D JOHNSON & JOHNSON	COM	478160104	36510	719840	DEFINED	01
D KANEB PIPE LINE PARTNERS L.P.	COM	484169107	849	15865	DEFINED	01
D KELLOGG CO	COM	487836108	470	11981	DEFINED	01
D KERR-MCGEE CORP (HOLDING CO)	COM	492386107	1003	19483	DEFINED	01
D KIMBERLY CLARK CORP	COM	494368103	1753	27781	DEFINED	01
D KIMCO REALTY CORP	COM	49446R109	7274	142678	DEFINED	01
D KINDER MORGAN ENRGY PARTNRS LP	COM	494550106	574	12734	DEFINED	01
D KRAFT FOODS INC	COM	50075N104	942	29424	DEFINED	01
D LSI LOGIC CORP	COM	502161102	126	13500	DEFINED	01
D LEGGETT AND PLATT	COM	524660107	496	20911	DEFINED	01
D LEXINGTON CORP PPTYS TRUST SBI	COM	529043101	494	22671	DEFINED	01
D LIBERTY MEDIA CORP NEW	COM	530718105	22400	2045693	DEFINED	01
D LIBERTY PROPERTY TRUST	COM	531172104	752	16707	DEFINED	01
D LIFELINE SYSTEMS INC	COM	532192101	3209	168917	DEFINED	01
D ELI LILLY AND CO	COM	532457108	1604	23981	DEFINED	01
D LINCARE HOLDINGS INC	COM	532791100	935	29768	DEFINED	01
D LINCOLN NATL CONV SECS FD INC	COM	534183108	205	15000	DEFINED	01
D LOWE'S COMPANIES INC	COM	548661107	3930	70015	DEFINED	01
D LUCENT TECHNOLOGIES INC	COM	549463107	166	40417	DEFINED	01
D MBNA CORP	COM	55262L100	1214	43921	DEFINED	01
D MAGELLAN MIDSTREAM PARTNERS LP	COM	559080106	316	5756	DEFINED	01
D MANAGED MUNIS PORTFOLIO INC	COM	561662107	2987	257073	DEFINED	01
D MARKEL CORP (HOLDING COMPANY)	COM	570535104	5104	17727	DEFINED	02
D MARRIOTT INTL INC NEW	COM	571903202	209	4911	DEFINED	01
D MASSEY ENERGY COMPANY	COM	576206106	486	22029	DEFINED	01
D MAY DEPARTMENT STORES CO	COM	577778103	612	17700	DEFINED	01
D MAYTAG CORP	COM	578592107	265	8401	DEFINED	01
D MCDONALD'S CORP	COM	580135101	1096	38350	DEFINED	01
D MEDCO HEALTH SOLUTIONS INC	COM	58405U102	271	7969	DEFINED	01
D MEDTRONIC INC	COM	585055106	6549	137149	DEFINED	01
D MERCANTILE BANKSHARES CORP.	COM	587405101	613	14275	DEFINED	01
D MERCK & COMPANY INC	COM	589331107	40656	920030	DEFINED	01
D MERCURY GENERAL CORP NEW	COM	589400100	2761	55291	DEFINED	01
D MERRILL LYNCH & CO	COM	590188108	589	9895	DEFINED	01
D * MICROSOFT CORP	COM	594918104	23743	952380	DEFINED	01
D MICRO THERAPEUTICS INC NEW	COM	59500W100	53	12500	DEFINED	01
D MOHAWK INDUSTRIES INC	COM	608190104	691	8390	DEFINED	02
D ROBERT MONDAVI CORP	COM	609200100	402	10614	DEFINED	01
D MORGAN STANLEY NEW	COM	617446448	785	13694	DEFINED	01
D MOTOROLA INC	COM	620076109	564	32023	DEFINED	01
D MYLAN LABORATORIES	COM	628530107	231	10180	DEFINED	01
D NN INC	COM	629337106	5221	446265	DEFINED	01
D NATIONAL CITY CORP	COM	635405103	1505	42305	DEFINED	01
D NATIONAL COMMERCE FINL CORP	COM	63545P104	15850	553996	DEFINED	01
D NATURAL RESOURCE PARTNERS L P	COM	63900P103	262	6800	DEFINED	01
D NATUZZI S P A ADR	COM	63905A101	9486	886504	DEFINED	02
D NEW YORK TIMES CL A	COM	650111107	12912	292120	DEFINED	01
D NEWELL RUBBERMAID INC	COM	651229106	347	14968	DEFINED	01
D NICOR INC	COM	654086107	8720	247511	DEFINED	01
D NOKIA CORP	COM	654902204	1246	61462	DEFINED	01
D NORFOLK SOUTHERN CORP	COM	655844108	1154	52234	DEFINED	01
D NORTH FORK BANCORPORATION (NY)	COM	659424105	8017	189441	DEFINED	01

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D NORTHERN BORDER PARTNERS L P	COM	664785102	1544	36684	DEFINED	01
D NVIDIA CORP	COM	67066G104	232	8770	DEFINED	01
D NUVEEN DIVIDEND ADVANTAGE	COM	67066V101	3013	189148	DEFINED	01
D NUVEEN PREFERRED & CONV INCOME	COM	67073D102	190	12545	DEFINED	01
D OGE ENERGY CORP	COM	670837103	630	23836	DEFINED	01
D NUVEEN MUNICIPAL VALUE FD INC	COM	670928100	6155	645861	DEFINED	01
D OCCIDENTAL PETROLEUM CORP	COM	674599105	577	12539	DEFINED	01
D * ORACLE CORP	COM	68389X105	1374	114542	DEFINED	01
D * O'REILLY AUTOMOTIVE INC	COM	686091109	206	5146	DEFINED	01
D OWENS-ILLINOIS INC NEW	COM	690768403	182	13000	DEFINED	01
D * PAYCHEX INC	COM	704326107	305	8578	DEFINED	01
D PEOPLES BANK	COM	710198102	335	7201	DEFINED	01
D PEPSICO INC	COM	713448108	33979	630999	DEFINED	01
D PETROFUND ENERGY TRUST	COM	71648W108	357	27000	DEFINED	01
D PFIZER INC	COM	717081103	27384	781297	DEFINED	01
D PIEDMONT NATURAL GAS CO INC	COM	720186105	210	4986	DEFINED	01
D PIMCO HIGH INCOME FUND	COM	722014107	194	13132	DEFINED	01
D PLAINS ALL AMERN PIPELINE L.P.	COM	726503105	518	14846	DEFINED	01
D PLANTRONICS INC NEW	COM	727493108	7491	204621	DEFINED	02
D PLUM CREEK TIMBER CO INC	COM	729251108	15251	469552	DEFINED	01
D POWERWAVE TECHNOLOGIES INC	COM	739363109	156	20000	DEFINED	01
D PROCTER & GAMBLE CO	COM	742718109	14023	133701	DEFINED	01
D PROGRESS ENERGY INC	COM	743263105	898	19071	DEFINED	01
D PUBLIC STORAGE INC	COM	74460D109	1152	23679	DEFINED	01
D PULITZER INC	COM	745769109	1100	22807	DEFINED	01
D PULTE HOMES INC	COM	745867101	1275	22933	DEFINED	01
D PUTNAM MASTER INCOME TRUST SBI	COM	74683K104	72	10797	DEFINED	01
D QUAKER FABRIC CORP	COM	747399103	785	87370	DEFINED	01
D * QUALCOMM INC	COM	747525103	878	13242	DEFINED	01
D QWEST COMMUNICATIONS	COM	749121109	76	17700	DEFINED	01
D RALCORP HOLDINGS INC NEW	COM	751028101	806	26484	DEFINED	02
D RAYONIER INC	COM	754907103	10589	242261	DEFINED	01
D RAYTHEON CO NEW	COM	755111507	711	22702	DEFINED	01
D REALTY INCOME CORP	COM	756109104	1400	31346	DEFINED	01
D REAVES UTILITY INCOME FUND	COM	756158101	301	15000	DEFINED	01
D REGIONS FINANCIAL CORP	COM	758940100	210	5759	DEFINED	01
D REINSURANCE GROUP OF AMERICA	COM	759351109	252	6164	DEFINED	01
D * REMEC INC	COM	759543101	106	13915	DEFINED	01
D RENAL CARE GROUP INC	COM	759930100	404	8825	DEFINED	01
D RESMED INC	COM	761152107	832	18420	DEFINED	01
D R.J. REYNOLDS TOBACCO HLDGS	COM	76182K105	750	12389	DEFINED	01
D ROCKWELL AUTOMATION INC	COM	773903109	494	14242	DEFINED	01
D ROCKWELL COLLINS INC	COM	774341101	418	13236	DEFINED	01
D ROYAL BANK OF CANADA	COM	780087102	665	13937	DEFINED	01
D ROYAL DUTCH PETROLEUM CO #	COM	780257804	3341	70211	DEFINED	01
D SBC COMMUNICATIONS INC	COM	78387G103	4164	169700	DEFINED	01
D SLM CORP	COM	78442P106	424	10141	DEFINED	01
D ST JOE COMPANY	COM	790148100	2462	60501	DEFINED	01
D ST JUDE MEDICAL INC	COM	790849103	389	5400	DEFINED	01
D ST. PAUL COMPANIES INC	COM	792860108	402	10056	DEFINED	01
D SARA LEE CORP	COM	803111103	1712	78301	DEFINED	01
D SCANA CORP NEW	COM	80589M102	1882	53244	DEFINED	01
D SCHERING-PLOUGH CORP	COM	806605101	1112	68556	DEFINED	01
D SCHLUMBERGER LTD	COM	806857108	859	13460	DEFINED	01
D A. SCHULMAN INC	COM	808194104	14725	749341	DEFINED	01
D SCOTTS COMPANY	COM	810186106	3916	61049	DEFINED	01
D E W SCRIPPS CO NEW CL A	COM	811054204	6965	68883	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y100	21838	835758	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y407	17861	562538	DEFINED	01
D SECTOR SPDR TRUST (ENERGY)	COM	81369Y506	29715	1012787	DEFINED	01
D SECTOR SPDR TRUST (FINANCIAL)	COM	81369Y605	40948	1392804	DEFINED	01
D SECTOR SPDR TRUST (INDUSTRIAL)	COM	81369Y704	24654	933516	DEFINED	01

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D SECTOR SPDR TRUST (TECHNOLOGY)	COM	81369Y803	32872	1630576	DEFINED	01
D SECTOR SPDR TRUST (UTILITIES)	COM	81369Y886	325	13345	DEFINED	01
D SERVICE CORP INTL	COM	817565104	441	58990	DEFINED	01
D * SIGMA ALDRICH CORP	COM	826552101	13960	252075	DEFINED	01
D SMITH & WOLLENSKY RESTAURANT	COM	831758107	3051	435847	DEFINED	01
D J.M. SMUCKER CO NEW	COM	832696405	7420	140582	DEFINED	01
D SNAP-ON INC	COM	833034101	10988	339751	DEFINED	02
D * SONICWALL INC	COM	835470105	100	11100	DEFINED	01
D SOUTHERN COMPANY	COM	842587107	13314	436533	DEFINED	01
D * SOUTHTRUST CORP	COM	844730101	214	6461	DEFINED	01
D SOUTHWEST AIRLINES CO	COM	844741108	168	11825	DEFINED	01
D SOVRAN SELF STORAGE INC	COM	84610H108	208	4973	DEFINED	01
D SPRINT CORP (FON GROUP)	COM	852061100	346	18780	DEFINED	01
D STAR GAS PARTNERS L.P.	COM	85512C105	500	19601	DEFINED	01
D STATE STREET CORP	COM	857477103	846	16225	DEFINED	01
D STEWART ENTERPRISES INC	COM	860370105	352	48373	DEFINED	01
D STREETTRACKS SERIES TRUST	COM	86330E604	22731	137098	DEFINED	01
D STRYKER CORP	COM	863667101	381	4308	DEFINED	01
D * SUN MICROSYSTEMS INC	COM	866810104	755	181004	DEFINED	01
D SUNGARD DATA SYSTEMS INC	COM	867363103	949	34650	DEFINED	01
D SUNTRUST BANKS INC	COM	867914103	897	12861	DEFINED	01
D SURMODICS INC	COM	868873100	229	11500	DEFINED	01
D * SYMANTEC CORP	COM	871503108	203	4390	DEFINED	01
D SYSCO CORPORATION	COM	871829107	6918	177161	DEFINED	01
D TCF FINANCIAL CORP	COM	872275102	26221	513437	DEFINED	01
D TECO ENERGY INC	COM	872375100	264	18059	DEFINED	01
D TEPPCO PARTNERS L.P.	COM	872384102	607	14471	DEFINED	01
D TII NETWORK TECH INC	COM	872479209	36	20000	DEFINED	01
D TARGET CORP	COM	87612E106	8515	189054	DEFINED	01
D * TEVA PHARMACEUTICAL INDS ADR	COM	881624209	2175	34326	DEFINED	01
D TEXAS INSTRUMENTS INC	COM	882508104	903	30921	DEFINED	01
D THORNBURG MORTGAGE INC	COM	885218107	1143	36767	DEFINED	01
D 3M COMPANY	COM	88579Y101	5128	62639	DEFINED	01
D TIME WARNER INC	COM	887317105	984	58350	DEFINED	01
D TRANSCANADA CORP	COM	89353D107	237	11001	DEFINED	01
D TRIBUNE CO NEW	COM	896047107	5430	107655	DEFINED	01
D TRIQUINT SEMICONDUCTOR INC #	COM	89674K103	89	12200	DEFINED	01
D TYCO INTERNATIONAL LTD NEW	COM	902124106	2096	73171	DEFINED	01
D US BANCORP NEW	COM	902973304	2015	72892	DEFINED	01
D UNION PACIFIC CORP	COM	907818108	1046	17492	DEFINED	01
D UNION PLANTERS CORP	COM	908068109	621	20819	DEFINED	01
D UNITED PARCEL SERVICE INC	COM	911312106	512	7324	DEFINED	01
D UNITED TECHNOLOGIES CORP	COM	913017109	2213	25641	DEFINED	01
D VAN KAMPEN SENIOR INCOME TRUST	COM	920961109	1509	172421	DEFINED	01
D VARIAN MEDICAL SYSTEMS INC	COM	92220P105	14104	163415	DEFINED	01
D VECTREN CORP	COM	92240G101	10485	425024	DEFINED	01
D * VERISIGN INC	COM	92343E102	176	10600	DEFINED	01
D VERIZON COMMUNICATIONS	COM	92343V104	2294	62781	DEFINED	01
D VIACOM INC CL B	COM	925524308	475	12115	DEFINED	01
D VODAFONE GROUP PLC NEW	COM	92857W100	480	20090	DEFINED	01
D WD-40 COMPANY	COM	929236107	274	7822	DEFINED	01
D W.P. CAREY & CO LLC	COM	92930Y107	325	10505	DEFINED	01
D WPS RESOURCES CORP	COM	92931B106	618	12934	DEFINED	01
D WACHOVIA CORP (2ND NEW)	COM	929903102	2352	50054	DEFINED	01
D WAL-MART STORES INC	COM	931142103	51857	868766	DEFINED	01
D WALGREEN COMPANY	COM	931422109	4313	130905	DEFINED	01
D WASHINGTON MUTUAL INC	COM	939322103	1153	26990	DEFINED	01
D WASHINGTON POST CO CL B	COM	939640108	287	325	DEFINED	02
D WASTE MANAGEMENT INC NEW	COM	94106L109	258	8535	DEFINED	01
D WELLMAN INC	COM	949702104	84	10000	DEFINED	01
D WELLPOINT HEALTH NETWORKS NEW	COM	94973H108	273	2400	DEFINED	01
D WELLS FARGO & CO NEW	COM	949746101	36932	651707	DEFINED	01



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D WESTWOOD ONE INC	COM	961815107	2984	101320	DEFINED 02
D WHOLE FOODS MARKET INC	COM	966837106	233	3111	DEFINED 01
D JOHN WILEY & SONS INC	COM	968223206	2824	94353	DEFINED 01
D WILMINGTON TRUST CORP	COM	971807102	389	10401	DEFINED 01
D WYETH	COM	983024100	2824	75210	DEFINED 01
D XCEL ENERGY INC	COM	98389B100	1092	61289	DEFINED 01
D XEROX CORPORATION	COM	984121103	323	22169	DEFINED 01
D ZEBRA TECHNOLOGIES CORP	COM	989207105	14431	208026	DEFINED 02
D ZILA INC	COM	989513205	98	20428	DEFINED 01
D ZIMMER HOLDINGS INC	COM	98956P102	958	12982	DEFINED 01
D COOPER INDUSTRIES LTD	COM	G24182100	442	7735	DEFINED 01
D GLOBALSANTAFE CORPORATION	COM	G3930E101	317	11400	DEFINED 01
D INGERSOLL-RAND COMPANY LIMITED	COM	G4776G101	24183	357473	DEFINED 01
D MONTPELIER RE HOLDINGS LTD	COM	G62185106	13735	368823	DEFINED 01
D NABORS INDUSTRIES LTD	COM	G6359F103	262	5724	DEFINED 01
D W.P. STEWART & CO LTD	COM	G84922106	15287	766637	DEFINED 01
D TRANSOCEAN INC	COM	G90078109	516	18504	DEFINED 01
D WHITE MTNS INS GROUP LTD	COM	G9618E107	18513	35297	DEFINED 02
D WILLIS GROUP HOLDINGS LTD	COM	G96655108	10821	290891	DEFINED 01
D XL CAPITAL LTD	COM	G98255105	268	3519	DEFINED 01
S REPORT SUMMARY	416 DATA RECORDS		2506864		2 OTHER MANAGERS