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EDWARDS A G INC  
Form 13F-HR  
May 13, 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: March 31, 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: 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 05/12/05  
[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: 296

Form 13F Information Table Value Total: \$3,706,204  
(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	842	22604			DEFINED	01
D ABBOTT LABORATORIES	COM	002824100	3435	73676			DEFINED	01
D ACETO CORP	COM	004446100	74	10024			DEFINED	01
D ADESA INC	COM	00686U104	28194	1206919			DEFINED	01
D AFFILIATED COMPUTER SVCS INC	COM	008190100	1075	20194			DEFINED	01
D AFFILIATED MANAGERS GROUP INC	COM	008252108	4799	77367			DEFINED	02
D ALCOA INC	COM	013817101	3584	117944			DEFINED	01
D +ALLIED CAPITAL CORP NEW	COM	01903Q108	232	8881			DEFINED	01
D ALLSTATE CORP	COM	020002101	2293	42426			DEFINED	01
D ALTRIA GROUP INC	COM	02209S103	1264	19324			DEFINED	01
D AMBASSADORS GROUP INC	COM	023177108	4322	129320			DEFINED	01
D AMEREN CORP	COM	023608102	1257	25639			DEFINED	01
D * AMERICAN CAP STRATEGIES LTD	COM	024937104	409	13032			DEFINED	01
D AMERICAN EXPRESS CO	COM	025816109	25565	497661			DEFINED	01
D AMERICAN INTL GROUP INC	COM	026874107	7083	127832			DEFINED	01
D * AMGEN	COM	031162100	1532	26315			DEFINED	01
D AMSOUTH BANCORPORATION	COM	032165102	306	11788			DEFINED	01
D ANADARKO PETROLEUM CORP	COM	032511107	753	9899			DEFINED	01
D ANHEUSER-BUSCH COS INC	COM	035229103	58667	1237959			DEFINED	01
D +ANNALY MORTGAGE MGMT INC	COM	035710409	23167	1234926			DEFINED	01
D APOLLO GROUP INC	COM	037604105	562	7588			DEFINED	01
D APOLLO INVESTMENT CORP	COM	03761U106	23436	1396640			DEFINED	01
D ASHFORD HOSPITALITY TRUST INC	COM	044103109	3954	387655			DEFINED	01
D AUTOMATIC DATA PROCESSING INC	COM	053015103	3313	73709			DEFINED	01

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D AVERY DENNISON CORP	COM	053611109	18037	291250	DEFINED	01
D BP P.L.C. SPONSORED ADR	COM	055622104	22827	365822	DEFINED	01
D BAKER HUGHES INC	COM	057224107	344	7740	DEFINED	01
D BALL CORP	COM	058498106	1345	32420	DEFINED	01
D BANK OF AMERICA CORP	COM	060505104	5401	122481	DEFINED	01
D BECTON DICKINSON CO	COM	075887109	734	12567	DEFINED	01
D * BED BATH & BEYOND INC	COM	075896100	1183	32372	DEFINED	01
D BELLSOUTH CORPORATION	COM	079860102	1206	45876	DEFINED	01
D BERKSHIRE HATHAWAY INC	COM	084670108	261	3	DEFINED	02
D BERKSHIRE HATHAWAY INC DEL	COM	084670207	30394	10642	DEFINED	01
D * BIOMET INC	COM	090613100	793	21850	DEFINED	01
D H & R BLOCK INC	COM	093671105	402	7941	DEFINED	01
D BOEING COMPANY	COM	097023105	399	6831	DEFINED	01
D BOSTON SCIENTIFIC CORP	COM	101137107	359	12250	DEFINED	01
D BRISTOL-MYERS SQUIBB CO	COM	110122108	803	31523	DEFINED	01
D BROWN & BROWN INC	COM	115236101	3004	65179	DEFINED	01
D BRUNSWICK CORP	COM	117043109	222	4729	DEFINED	01
D BURLINGTON NORTHERN SANTA FE	COM	12189T104	1460	27075	DEFINED	01
D BURLINGTON RESOURCES INC	COM	122014103	385	7697	DEFINED	01
D CPI CORP	COM	125902106	1593	105515	DEFINED	01
D CADBURY SCHWEPPEES PLC ADR #	COM	127209302	46800	1149865	DEFINED	01
D CALIFORNIA PIZZA KITCHEN INC	COM	13054D109	5222	222776	DEFINED	01
D CAMPBELL SOUP CO	COM	134429109	409	14100	DEFINED	01
D CDN IMPERIAL BK COMMERCE	COM	136069101	242	4000	DEFINED	01
D CANADIAN NATURAL RESOURCES LTD	COM	136385101	477	8401	DEFINED	01
D CAPITAL ONE FINANCIAL CORP	COM	14040H105	37320	499129	DEFINED	01
D CARNIVAL CORP	COM	143658300	387	7461	DEFINED	01
D CATERPILLAR INC	COM	149123101	2836	31015	DEFINED	01
D CEMEX S.A. DE C.V. NEW	COM	151290889	337	9294	DEFINED	01
D CHARLES RIVER LABS INTL INC	COM	159864107	13235	281366	DEFINED	02
D CHEVRONTEXACO CORP	COM	166764100	57831	991793	DEFINED	01
D CHOICE HOTELS INTL INC NEW	COM	169905106	1613	26038	DEFINED	01
D * CINCINNATI FINANCIAL CORP	COM	172062101	269	6168	DEFINED	01
D CINERGY CORP	COM	172474108	565	13932	DEFINED	01
D * CISCO SYSTEMS INC	COM	17275R102	990	55336	DEFINED	01
D CINTAS CORPORATION	COM	172908105	248	5999	DEFINED	01
D CITIGROUP INC	COM	172967101	2727	60681	DEFINED	01
D CLEAR CHANNEL COMMUNICATIONS	COM	184502102	57210	1659711	DEFINED	01
D CLOROX CO	COM	189054109	289	4588	DEFINED	01
D COCA-COLA CO	COM	191216100	4302	103231	DEFINED	01
D COLGATE-PALMOLIVE CO	COM	194162103	1945	37283	DEFINED	01
D * COMCAST CORP NEW CL A	COM	20030N101	683	20229	DEFINED	01
D * COMCAST CORP NEW CL A SPL	COM	20030N200	36051	1078068	DEFINED	01
D CONAGRA FOODS INC	COM	205887102	21035	778488	DEFINED	01
D CONOCOPHILLIPS	COM	20825C104	4922	45647	DEFINED	01
D * CONOR MEDSYSTEMS INC	COM	208264101	253	15547	DEFINED	01
D CONSOLIDATED EDISON INC	COM	209115104	200	4749	DEFINED	01
D CORNING INC	COM	219350105	118	10603	DEFINED	01
D * CROSSTEX ENERGY L.P.	COM	22765U102	294	8651	DEFINED	01
D DNP SELECT INCOME FUND INC	COM	23325P104	265	24743	DEFINED	01
D DEAN FOODS COMPANY NEW	COM	242370104	414	12068	DEFINED	01
D * DELL INC	COM	24702R101	551	14332	DEFINED	01
D DELTA & PINE LAND CO	COM	247357106	3085	114261	DEFINED	01
D DENTSPLY INTERNATIONAL INC NEW	COM	249030107	1744	32051	DEFINED	01
D DIAGEO PLC NEW	COM	25243Q205	62537	1099066	DEFINED	01
D WALT DISNEY CO	COM	254687106	771	26852	DEFINED	01
D DOMINION RES INC NEW (VA)	COM	25746U109	385	5176	DEFINED	01
D DONALDSON CO INC	COM	257651109	1173	36323	DEFINED	01
D DOVER CORPORATION	COM	260003108	219	5804	DEFINED	01
D DOW CHEMICAL COMPANY	COM	260543103	28798	577687	DEFINED	01
D E.I. DU PONT DE NEMOURS&CO	COM	263534109	478	9338	DEFINED	01
D EMC CORPORATION (MA)	COM	268648102	299	24276	DEFINED	01

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D EATON CORP	COM	278058102	226	3456	DEFINED	01
D A.G. EDWARDS, INC	COM	281760108	3269	72960	DEFINED	01
D EMERSON ELECTRIC CO	COM	291011104	24657	379754	DEFINED	01
D ENERGIZER HOLDINGS INC	COM	29266R108	7355	123000	DEFINED	02
D ENERGY TRANSFER PARTNERS L.P.	COM	29273R109	267	8540	DEFINED	01
D ENERPLUS RESOURCE FUND #	COM	29274D604	21803	601285	DEFINED	01
D ENTERCOM COMMUNICATIONS CORP	COM	293639100	14602	411084	DEFINED	01
D ENTERGY CORP NEW	COM	29364G103	256	3623	DEFINED	01
D ETHAN ALLEN INTERIORS INC	COM	297602104	4212	131636	DEFINED	01
D EXELON CORP	COM	30161N101	211	4599	DEFINED	01
D * EXPEDITORS INTL WASHINGTON	COM	302130109	1723	32176	DEFINED	01
D EXXON MOBIL CORP	COM	30231G102	58077	974438	DEFINED	01
D FPL GROUP INC	COM	302571104	398	9920	DEFINED	01
D FACTSET RESEARCH SYSTEMS INC	COM	303075105	1052	31879	DEFINED	01
D FARMERS CAPITAL BANK CORP	COM	309562106	338	10005	DEFINED	01
D FREDDIE MAC	COM	313400301	595	9416	DEFINED	01
D FANNIE MAE	COM	313586109	3235	59419	DEFINED	01
D * FIFTH THIRD BANCORP	COM	316773100	1863	43355	DEFINED	01
D FINANCIAL FEDERAL CORP	COM	317492106	14035	396808	DEFINED	01
D FIRST DATA CORP	COM	319963104	38545	980528	DEFINED	01
D * FISERV INC	COM	337738108	1322	33212	DEFINED	01
D FORD MOTOR CO (NEW)	COM	345370860	292	25765	DEFINED	01
D FORTUNE BRANDS INC	COM	349631101	649	8045	DEFINED	01
D * FORWARD AIR CORP	COM	349853101	3320	77967	DEFINED	01
D GABELLI GLOBAL MULTIMEDIA TR	COM	36239Q109	2942	292467	DEFINED	01
D GANNETT CO INC	COM	364730101	1042	13178	DEFINED	01
D GENERAL ELECTRIC CO	COM	369604103	27228	755077	DEFINED	01
D GENERAL MILLS INC	COM	370334104	1173	23861	DEFINED	01
D GILLETTE CO	COM	375766102	2879	57039	DEFINED	01
D GLADSTONE CAPITAL CORP	COM	376535100	13073	616049	DEFINED	01
D GLADSTONE COMMERCIAL CORP	COM	376536108	5750	349769	DEFINED	01
D GLAXOSMITHKLINE PLC	COM	37733W105	312	6795	DEFINED	01
D GOLDMAN SACHS GROUP INC	COM	38141G104	219	1992	DEFINED	01
D GRACO INC	COM	384109104	391	9685	DEFINED	01
D * GULFMARK OFFSHORE INC	COM	402629109	261	10058	DEFINED	01
D HARLEY DAVIDSON INC	COM	412822108	11171	193409	DEFINED	01
D HARMAN INTL INDUSTRIES INC NEW	COM	413086109	1207	13650	DEFINED	01
D HARSCO CORP	COM	415864107	4426	74252	DEFINED	01
D HEARST-ARGYLE TELEVISION INC	COM	422317107	701	27494	DEFINED	01
D HEARTLAND EXPRESS INC	COM	422347104	10499	548268	DEFINED	01
D H.J. HEINZ CO	COM	423074103	1073	29131	DEFINED	01
D HERSHEY FOODS CORP	COM	427866108	15140	250410	DEFINED	01
D HEWLETT-PACKARD CO	COM	428236103	295	13443	DEFINED	01
D HILTON HOTELS CORP	COM	432848109	1497	66986	DEFINED	01
D HOME DEPOT INC	COM	437076102	7040	184089	DEFINED	01
D HONEYWELL INTERNATIONAL INC	COM	438516106	661	17761	DEFINED	01
D IMS HEALTH INC	COM	449934108	200	8211	DEFINED	01
D ISTAR FINANCIAL INC	COM	45031U101	23852	579209	DEFINED	01
D ILL TOOL WORKS INC	COM	452308109	23001	256913	DEFINED	01
D IMPERIAL OIL LTD NEW	COM	453038408	1142	15000	DEFINED	01
D * INERGY L P	COM	456615103	310	9571	DEFINED	01
D * INTEL CORP	COM	458140100	1153	49617	DEFINED	01
D INTL BUSINESS MACHINES CORP	COM	459200101	3238	35433	DEFINED	01
D * INTERNATIONAL SPEEDWAY CORP	COM	460335201	3812	70270	DEFINED	01
D IRON MOUNTAIN INC (PA) NEW	COM	462846106	4565	158279	DEFINED	01
D ISHARES TRUST	COM	464287168	798	13311	DEFINED	01
D ISHARES INC	COM	464287234	33056	163001	DEFINED	01
D ISHARES TRUST	COM	464287242	138436	1263214	DEFINED	01
D ISHARES TRUST	COM	464287309	40792	721987	DEFINED	01
D ISHARES TRUST	COM	464287408	41425	679652	DEFINED	01
D ISHARES TRUST	COM	464287457	54501	673929	DEFINED	01
D ISHARES TRUST	COM	464287465	178082	1120930	DEFINED	01

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D ISHARES TRUST	COM	464287473	2721	24105	DEFINED	02
D ISHARES TRUST	COM	464287549	1972	46466	DEFINED	01
D ISHARES DOW JONES US CONSUMER	COM	464287580	14814	251213	DEFINED	01
D ISHARES INC	COM	464287606	257733	1924385	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287697	42153	591292	DEFINED	01
D ISHARES INC	COM	464287705	256274	2014261	DEFINED	01
D ISHARES TRUST-DOW JONES U.S.	COM	464287713	11673	509718	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287739	212	1892	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287754	1486	26925	DEFINED	01
D ISHARES TRUST DOW JONES U S	COM	464287762	116807	1998407	DEFINED	01
D ISHARES TRUST	COM	464287788	1654	18238	DEFINED	01
D ISHARES TRUST DOW JONES	COM	464287796	1593	21161	DEFINED	01
D ISHARES TRUST	COM	464287804	245	1544	DEFINED	01
D ISHARES DOW JONES US CONSUMER	COM	464287812	62734	1196075	DEFINED	01
D ISHARES INC	COM	464287879	39730	336777	DEFINED	01
D ISHARES INC	COM	464287887	40571	385103	DEFINED	01
D JPMORGAN CHASE & CO	COM	46625H100	1170	33818	DEFINED	01
D JEFFERSON PILOT CORP	COM	475070108	298	6075	DEFINED	01
D JOHNSON & JOHNSON	COM	478160104	68368	1017995	DEFINED	01
D KANEB PIPE LINE PARTNERS L.P.	COM	484169107	206	3466	DEFINED	01
D KELLOGG CO	COM	487836108	1414	32676	DEFINED	01
D KERR-MCGEE CORP (HOLDING CO)	COM	492386107	306	3907	DEFINED	01
D KEYCORP NEW	COM	493267108	206	6343	DEFINED	01
D KIMBERLY CLARK CORP	COM	494368103	1388	21112	DEFINED	01
D KOHLS CORP	COM	500255104	1257	24345	DEFINED	01
D LIBERTY MEDIA CORP NEW	COM	530718105	21605	2083391	DEFINED	01
D LIFELINE SYSTEMS INC	COM	532192101	3175	104717	DEFINED	01
D ELI LILLY AND CO	COM	532457108	1467	28163	DEFINED	01
D LINCARE HOLDINGS INC	COM	532791100	1312	29657	DEFINED	01
D LOWE'S COMPANIES INC	COM	548661107	2662	46633	DEFINED	01
D LUCENT TECHNOLOGIES INC	COM	549463107	124	45151	DEFINED	01
D MBNA CORP	COM	55262L100	1069	43540	DEFINED	01
D MARKEL CORP (HOLDING COMPANY)	COM	570535104	24559	71142	DEFINED	01
D MARKWEST ENERGY PARTNERS L.P.	COM	570759100	287	6067	DEFINED	01
D MAY DEPARTMENT STORES CO	COM	577778103	225	6081	DEFINED	01
D MCDONALD'S CORP	COM	580135101	1608	51631	DEFINED	01
D MEDTRONIC INC	COM	585055106	3959	77707	DEFINED	01
D MERCK & COMPANY INC	COM	589331107	37273	1151477	DEFINED	01
D MERCURY GENERAL CORP NEW	COM	589400100	4009	72544	DEFINED	01
D * MICROSOFT CORP	COM	594918104	38737	1602701	DEFINED	01
D MIDCAP 400 STANDARD & POORS	COM	595635103	438	3641	DEFINED	01
D MOHAWK INDUSTRIES INC	COM	608190104	330	3910	DEFINED	02
D * MONOLITHIC SYSTEMS TECH INC	COM	609842109	1697	290001	DEFINED	01
D MORGAN STANLEY NEW	COM	617446448	635	11094	DEFINED	01
D MOTOROLA INC	COM	620076109	164	10986	DEFINED	01
D NN INC	COM	629337106	352	28586	DEFINED	01
D NASDAQ STOCK MARKET INC	COM	631103108	140	13050	DEFINED	01
D NATUZZI S P A ADR	COM	63905A101	3263	314062	DEFINED	01
D NEW YORK TIMES CL A	COM	650111107	16607	454002	DEFINED	01
D NICOR INC	COM	654086107	4917	132574	DEFINED	01
D NOKIA CORP	COM	654902204	423	27431	DEFINED	01
D NORFOLK SOUTHERN CORP	COM	655844108	1115	30106	DEFINED	01
D NORTH FORK BANCORPORATION (NY)	COM	659424105	33316	1201022	DEFINED	01
D * NORTHERN TRUST CORP	COM	665859104	258	5933	DEFINED	01
D NORTHWESTERN CORP NEW	COM	668074305	17559	665856	DEFINED	01
D NUVEEN PREFERRED & CONV INCOME	COM	67073D102	156	12231	DEFINED	01
D OCCIDENTAL PETROLEUM CORP	COM	674599105	325	4568	DEFINED	01
D * ORACLE CORP	COM	68389X105	199	15968	DEFINED	01
D * O'REILLY AUTOMOTIVE INC	COM	686091109	1231	24863	DEFINED	01
D J.C.PENNEY CO INC (HOLDING CO)	COM	708160106	386	7427	DEFINED	01
D PEPSICO INC	COM	713448108	40736	768169	DEFINED	01
D PFIZER INC	COM	717081103	15310	582777	DEFINED	01

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D PLUM CREEK TIMBER CO INC	COM	729251108	7549	211456	DEFINED	01
D PROCTER & GAMBLE CO	COM	742718109	14196	267847	DEFINED	01
D PROGRESS ENERGY INC	COM	743263105	247	5891	DEFINED	01
D PULITZER INC	COM	745769109	604	9470	DEFINED	01
D PULTE HOMES INC	COM	745867101	1692	22976	DEFINED	01
D RALCORP HOLDINGS INC NEW	COM	751028101	1351	28540	DEFINED	01
D RAYONIER INC	COM	754907103	28169	568726	DEFINED	01
D REGIONS FINANCIAL CORP NEW	COM	7591EP100	333	10293	DEFINED	01
D RENAL CARE GROUP INC	COM	759930100	423	11153	DEFINED	01
D RESMED INC	COM	761152107	1040	18445	DEFINED	01
D ROCKWELL AUTOMATION INC	COM	773903109	1205	21272	DEFINED	01
D ROCKWELL COLLINS INC	COM	774341101	1149	24135	DEFINED	01
D ROYAL DUTCH PETROLEUM CO #	COM	780257804	2534	42208	DEFINED	01
D SBC COMMUNICATIONS INC	COM	78387G103	2231	94169	DEFINED	01
D SLM CORP	COM	78442P106	506	10160	DEFINED	01
D STANDARD & POOR'S 500	COM	78462F103	923	7827	DEFINED	01
D SARA LEE CORP	COM	803111103	1216	54852	DEFINED	01
D SCANA CORP NEW	COM	80589M102	296	7755	DEFINED	01
D SCHERING-PLOUGH CORP	COM	806605101	692	38124	DEFINED	01
D SCHLUMBERGER LTD	COM	806857108	274	3893	DEFINED	01
D A. SCHULMAN INC	COM	808194104	14586	837293	DEFINED	01
D SCOTTS MIRACLE-GRO COMPANY	COM	810186106	4218	60053	DEFINED	01
D E W SCRIPPS CO NEW CL A	COM	811054204	5282	108344	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y100	420	13940	DEFINED	01
D +SELECT SECTOR SPDR TRUST	COM	81369Y209	1904	63764	DEFINED	01
D SECTOR SPDR TRUST	COM	81369Y308	34244	1487569	DEFINED	01
D SELECT SECTOR SPDR TRUST	COM	81369Y407	46830	1412239	DEFINED	01
D +SECTOR SPDR TRUST (ENERGY)	COM	81369Y506	54791	1278078	DEFINED	01
D +SECTOR SPDR TRUST (FINANCIAL)	COM	81369Y605	129761	4570657	DEFINED	01
D SECTOR SPDR TRUST (INDUSTRIAL)	COM	81369Y704	72493	2382286	DEFINED	01
D SECTOR SPDR TRUST (TECHNOLOGY)	COM	81369Y803	93328	4771389	DEFINED	01
D SECTOR SPDR TRUST (UTILITIES)	COM	81369Y886	235	8051	DEFINED	01
D * SIGMA ALDRICH CORP	COM	826552101	16726	273078	DEFINED	01
D SMITH & WOLLENSKY RESTAURANT	COM	831758107	2212	414294	DEFINED	01
D SMITH & NEPHEW PLC #	COM	83175M205	8470	180134	DEFINED	01
D SNAP-ON INC	COM	833034101	18817	591922	DEFINED	01
D * SONIC CORP	COM	835451105	3510	105101	DEFINED	01
D SOUTHERN COMPANY	COM	842587107	20526	644874	DEFINED	01
D * STAPLES INC	COM	855030102	200	6368	DEFINED	01
D STATE STREET CORP	COM	857477103	636	14546	DEFINED	01
D STREETTRACKS SERIES TRUST	COM	86330E604	5430	31376	DEFINED	01
D * SUN MICROSYSTEMS INC	COM	866810104	42	10436	DEFINED	01
D SYSCO CORPORATION	COM	871829107	3582	100048	DEFINED	01
D TCF FINANCIAL CORP	COM	872275102	41452	1526791	DEFINED	01
D TARGET CORP	COM	87612E106	14571	291310	DEFINED	01
D TEXAS INSTRUMENTS INC	COM	882508104	497	19511	DEFINED	01
D 3M COMPANY	COM	88579Y101	5722	66777	DEFINED	01
D TIME WARNER INC NEW	COM	887317105	237	13530	DEFINED	01
D TRANSCANADA CORP	COM	89353D107	273	11068	DEFINED	01
D TRIBUNE CO NEW	COM	896047107	3873	97145	DEFINED	01
D TYCO INTERNATIONAL LTD NEW	COM	902124106	416	12297	DEFINED	01
D US BANCORP NEW	COM	902973304	1086	37688	DEFINED	01
D UNION PACIFIC CORP	COM	907818108	778	11167	DEFINED	01
D UNITED STATES STL CORP NEW	COM	912909108	212	4174	DEFINED	01
D UNITED TECHNOLOGIES CORP	COM	913017109	2507	24660	DEFINED	01
D * VALUECLICK INC	COM	92046N102	151	14224	DEFINED	01
D VARIAN MEDICAL SYSTEMS INC	COM	92220P105	5286	154194	DEFINED	01
D VECTREN CORP	COM	92240G101	18866	708195	DEFINED	01
D VERIZON COMMUNICATIONS	COM	92343V104	1732	48799	DEFINED	01
D VIACOM INC CL B	COM	925524308	503	14438	DEFINED	01
D VODAFONE GROUP PLC NEW	COM	92857W100	231	8712	DEFINED	01
D W.P. CAREY & CO LLC	COM	92930Y107	228	7505	DEFINED	01

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D WPS RESOURCES CORP	COM	92931B106	450	8498	DEFINED 01
D WACHOVIA CORP (2ND NEW)	COM	929903102	1116	21917	DEFINED 01
D WAL-MART STORES INC	COM	931142103	45869	915368	DEFINED 01
D WALGREEN COMPANY	COM	931422109	7133	160575	DEFINED 01
D WASHINGTON MUTUAL INC	COM	939322103	339	8578	DEFINED 01
D WASHINGTON POST CO CL B	COM	939640108	335	375	DEFINED 02
D WEIGHT WATCHERS INTL INC NEW	COM	948626106	10049	233805	DEFINED 02
D WELLPOINT INC	COM	94973V107	399	3186	DEFINED 01
D WELLS FARGO & CO NEW	COM	949746101	41197	688915	DEFINED 01
D * WESTAMERICA BANCORPORATION	COM	957090103	3903	75391	DEFINED 01
D WESTWOOD ONE INC	COM	961815107	965	47420	DEFINED 02
D JOHN WILEY & SONS INC	COM	968223206	3356	95196	DEFINED 01
D WYETH	COM	983024100	2017	47820	DEFINED 01
D XCEL ENERGY INC	COM	98389B100	228	13264	DEFINED 01
D XEROX CORPORATION	COM	984121103	159	10479	DEFINED 01
D ZEBRA TECHNOLOGIES CORP	COM	989207105	768	16182	DEFINED 02
D ZIMMER HOLDINGS INC	COM	98956P102	890	11444	DEFINED 01
D COOPER INDUSTRIES LTD	COM	G24182100	242	3389	DEFINED 01
D INGERSOLL-RAND COMPANY LIMITED	COM	G4776G101	24217	304037	DEFINED 01
D MONTPELIER RE HOLDINGS LTD	COM	G62185106	21206	603288	DEFINED 01
D NABORS INDUSTRIES LTD	COM	G6359F103	293	4957	DEFINED 01
D W.P. STEWART & CO LTD	COM	G84922106	20911	922808	DEFINED 01
D WHITE MTNS INS GROUP LTD	COM	G9618E107	19168	31500	DEFINED 01
D WILLIS GROUP HOLDINGS LTD	COM	G96655108	38443	1042674	DEFINED 01
S REPORT SUMMARY	296 DATA RECORDS		3706204		2 OTHER MANAGERS